TENNECO
Subsidiaries' Annual Report 2025-26
NO BOUNDARIES

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ANNUAL REPORT 2025-26

Tenneco Automotive India Private Limited

TENNECO AUTOMOTIVE INDIA PRIVATE LIMITED

CORPORATE INFORMATION

Registered Office

122, SIPCOT Industrial Complex,
Hosur, Tamil Nadu, India, 635126
CIN: U34300TZ1998PTC015231
Tel.: +91 124 4784530
E-mail: corpsecretarial@tenneco.com

Manufacturing Facilities

Hosur Facility
122, SIPCOT Industrial Complex, Phase I,
Hosur – 635 126, Tamil Nadu, India

Puducherry Facility
Plot No. B-80-84 and B-91-95, 12th cross,
3rd Main Road, PIPDIC Industrial Estate,
Mettupalayam – 605 009, Puducherry, India.

Chakan ART Facility
Gat No. 864 & 865, Village Nighoje, Khed Taluka,
Pune – 410 501, Maharashtra, India

Sanand Facility
Plot no AV- 35 Sanand- II Industrial Estate,
Ahmedabad – 382 170, Gujarat, India

Bawal Facility
Plot no. 321, sector -3, Phase II, Growth Centre,
HSIIDC, Bawal – 123 501, Rewari,

Board of Directors

Mr. R C Subramaniam, Managing Director
Mr. Praveen Kumar Singh, Director
Ms. Roopali Singh, Director
Mr. Jaidit Singh Brar, Independent Director

Statutory Auditors

Deloitte Haskins & Sells LLP
Chartered Accountants

Registrar and Share Transfer Agent

Alankit Assignments Limited
Registered Office: 205-208, Anarkali Complex, Jhandewalan Extension, New Delhi – 110055, India
Phone: +91-11-4254 1234 / 2354 1234|Website: www.alankit.com I e-mail: info@alankit.com

DIRECTORS' REPORT

Dear Shareholder(s),

The Board of Directors ("**Board**") have the pleasure in presenting the 28th (Twenty Eighth) Annual Report on the business and operations of Tenneco Automotive India Private Limited ("**Company**") together with the Audited Financial Statements and Auditor's Report thereon for the financial year ending on March 31, 2026.

FINANCIAL HIGHLIGHTS AND PERFORMANCE

The summary of the financial results of the Company for the year ending March 31, 2026, are as follows:

Particulars	FY 2025-26 (INR Millions)	FY 2024-25 (INR Millions)
Revenue from operations	24,884.71	20,781.61
Interest and other income	485.44	342.37
Profit / (Loss) Before depreciation, exceptional items and taxes	3,895.91	2,944.30
Depreciation	446.85	385.25
Profit /(loss) Before Tax	3,296.95	8,293.56
Income Tax	857.18	1,414.98
Profit after tax	2,439.77	6,878.58
Other comprehensive Income	18.54	30.42
Amount transferred to reserves (Retained Earnings)	2,421.23	6,848.16

The income from operations of the Company during the financial year ended March 31, 2026, is INR 24,884.71 million as against INR 20,781.61 million during the financial year ending March 31, 2025. The sales have increased mainly due to growth in production volumes across all major automotive segments and OEMs served by the Company.

BUSINESS OVERVIEW-STATE OF THE COMPANY AFFAIRS AND FUTURE OUTLOOK

The Company designs, manufactures and sells shock absorbers, struts and advanced suspension systems under the Monroe brand to OEMs and the aftermarket. These products are used for both internal combustion engine vehicles and electric vehicles.

Performance Overview

During the financial year 2025-26, the Company maintained strong topline momentum, delivering robust double-digit VAR growth. Revenue expansion was primarily driven by higher volumes and incremental contributions from new program wins at higher content per vehicle. Notably, the year was marked by a strategic technology leadership milestone: the selection of the DCx DaVinci advanced suspension system by a leading Indian OEM for a new-generation flagship SUV platform, recognized for its performance by India's leading automotive reviewers. This program win validates Company's capability to deliver differentiated ride quality through mechanical innovation and establishes the DCx DaVinci suspension system as a market -ready solution for the competitive mid-premium SUV segment.

Similarly, when it comes to the high-end premium PV segment, the Company continues to play a key leadership role with electronics enabled semi-active suspension (CVSA – control valve semi active) technologies.

Looking ahead, the business is well positioned to benefit from favourable industry trends such as premiumisation and the increasing share of SUVs in the overall vehicle mix, and steady aftermarket replacement demand. Premium vehicles require more advanced suspension systems, while SUVs—given their higher ground clearance and greater vehicle weight—also necessitate robust suspension solutions. These trends are expected to support a sustained increase in content per vehicle. Overall, the business reflects relatively stable demand conditions, supported by strong execution across OEM programs and alignment with evolving vehicle specifications and customer requirements.

DaVinci DCx: Advancing Ride & Handling Innovation

Our focus extends beyond manufacturing automotive component-we are committed to engineering differentiated consumer experiences. The DaVinci DCx (Double Comfort Xtreme) suspension system exemplifies this philosophy, representing a significant advancement in passive ride and handling technologies.

Developed in India for global application, DCx is designed to address the unique and highly variable road conditions encountered across emerging markets. By integrating non-linear damping architecture with a precision-engineered shim stack, the system enables continuous modulation of hydraulic flow, delivering consistent ride comfort across diverse driving scenarios.

At the core of DCx is a dual-stage flow regulator, which allows the suspension to dynamically adapt to changing road and driving conditions, without the need for electronic intervention. During steady-state driving, the system provides a smooth and compliant ride. Under dynamic maneuvers such as cornering or braking, it intuitively increases damping forces to enhance vehicle stability and control.

Further strengthening its performance is the Hydraulic Rebound Stopper (HRS), which effectively manages high-energy impacts by absorbing shocks before they are transmitted to the vehicle chassis. This leads to improved passenger comfort, reduced fatigue, and enhanced durability.

With over 5,000 tuning possibilities, DCx offers significant flexibility, enabling OEM-specific customization across a wide range of vehicle platforms, including SUVs, sedans, and commercial vehicles.

DCx represents a step-change in passive suspension capability—bridging the gap between conventional systems and more complex semi-active solutions. It delivers enhanced ride quality, improved handling, and operational efficiency while maintaining system simplicity and cost-effectiveness.

This innovation has resonated strongly with customers, earning the distinctive positioning of:
“Suspension of Disbelief”.

Looking ahead, DaVinci DCx is poised to serve as a sustainable, long-term enabler of advanced ride and handling performance, reinforcing Tenneco’s commitment to innovation, affordability, and engineering excellence.

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

Future Outlook

The business is expected to maintain a strong growth trajectory, supported by success of DCx DaVinci suspension technology & semi active control valve electronics suspension (CVSA) technology, continued premiumisation, increasing vehicle complexity and sustained aftermarket demand. Growth is expected to be driven by increasing content per vehicle across platforms and exports growth of components, sub-assemblies and fully assembled products. However, the business remains subject to industry cyclicality, raw material cost movements and competitive intensity. The Company's focus on product development, program execution and aftermarket presence is expected to support performance continuity over the medium term.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION

There have been no material changes or commitments that have affected the financial position of the Company between the close of financial year 2025-26 and the date of this report.

HOLDING, SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, the Company continued to be the wholly owned subsidiary of Tenneco Clean Air India Limited. The Company did not have any subsidiary, joint venture or associate Company as on March 31, 2026.

DIVIDEND

During the financial year 2025-26, the Board declared the interim dividend on 1,00,000 equity shares of the Company as follows:

Date of board meeting	Dividend per share (INR)	Total dividend (INR millions)
May 15, 2025	3414/-	341.40
July 21, 2025	31,480.60/-	3148.06
August 13, 2025	54,694.14/-	5,469.41

The Board of Directors have not recommended any final dividend for the financial year ending March 31, 2026.

TRANSFER TO RESERVES

During the financial year 2025-26, the Company transferred an amount of INR 2421.23 million to the reserves and surplus and the total reserves and surplus as on March 31, 2026, amounts to INR 3933.79 million.

SHARE CAPITAL OF THE COMPANY

There has been no change in the capital structure of the Company during the year under review.

The Authorised Share Capital of the Company as on March 31, 2026, is INR 2,54,50,00,000, divided into 25,42,75,000 equity shares of INR 10 each and 22,500, 11% redeemable cumulative preference shares of INR 100 each aggregating to INR 22, 50, 000.

The paid-up capital of the Company as on March 31, 2026, is INR 10,00,000 consisting of 1,00,000 equity shares of INR 10/- each.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENT

The particulars of the loans given, guarantees provided, securities extended and investments made by the Company pursuant of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are disclosed in the Financial Statements of the Company. Members are requested to refer to the Note no.5 of the Financial Statements for further details.

DEPOSITS

The Company has neither invited nor accepted any deposits from public falling within the purview of section 73 of the Companies Act 2013 read with the Companies (Acceptance of Deposits) Rules 2014 during the year. There is no unclaimed or unpaid deposit lying with the Company. Accordingly, there were no cases of default in repayment of deposits or payment of interest thereon at the beginning of the year, during the year, and at the end of the year.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNELS

As on March 31, 2026, the Board of Directors of the Company comprised of 4 (four) Directors as follows:

- Mr. R.C. Subramaniam- Managing Director
- Mr. Praveen Kumar Singh- Executive Director
- Mr. Jaidit Singh Brar- Independent Director
- Ms. Roopali Singh- Non- executive Woman Director

The Board possesses diverse experience and skills, such that it best serves the governance and strategic needs of the Company.

Changes in Directors

During the year under review, following changes took place in the Company:

- Mr. Jaidit Singh Brar (DIN- 10799130) was appointed as an independent director of the Company w.e.f. May 30, 2025.

- Ms. Roopali Singh (DIN- 07946387) was appointed as a non-executive woman director of the Company w.e.f. August 13, 2025

Changes In Key Managerial Personnel (KMP)

During the year under review, following changes took place in the Company:

- Ms. Priya Nimje was appointed as the Company Secretary of the Company w.e.f. May 15, 2025.

- Ms. Priya Nimje resigned from the position of Company Secretary w.e.f. the close of business hours on February 5, 2026.

- Ms. Akanksha Arora was appointed as the Company Secretary of the Company w.e.f. February 11, 2026.

In accordance with the provisions of Section 152 of the Companies Act, read with the rules made thereunder, Mr. R. C. Subramaniam (DIN: 06844540) Managing Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment. The Board of Directors of the Company have recommended his re-appointment subject to approval by members at the ensuing Annual General Meeting of the Company.

BOARD MEETINGS

During the financial year ending March 31, 2026, 11 (Eleven) meetings of the Board were held, details of which are given below:

Date of meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
April 9, 2025	2	2	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh
May 15, 2025	2	2	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh
May 30, 2025	2	2	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh
June 26, 2025	3	3	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh Mr. Jaidit Singh Brar
July 21, 2025	3	3	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh Mr. Jaidit Singh Brar
August 13, 2025	3	3	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh Mr. Jaidit Singh Brar
September 5, 2025	4	4	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh Mr. Jaidit Singh Brar Ms. Roopali Singh
December 1, 2025	4	4	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh Mr. Jaidit Singh Brar Ms. Roopali Singh
December 4, 2025	4	4	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh Mr. Jaidit Singh Brar Ms. Roopali Singh
February 11, 2026	4	4	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh Mr. Jaidit Singh Brar Ms. Roopali Singh
March 25, 2026	4	3	Mr. R.C. Subramaniam Mr. Praveen Kumar Singh Mr. Jaidit Singh Brar

The interval between any two meetings was well within the maximum allowed gap of 120 days as per the Companies Act, 2013 and the requisite quorum was present in each meeting of the Board.

SECRETARIAL STANDARDS

The Directors state that notified Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively issued by the Institute of Company Secretarial of India (ICSI), have been duly followed by the Company.

BOARD EVALUATION

An annual performance evaluation of the Board, its committees and individual directors is required to be undertaken as per the provisions of Companies Act,2013, where the Board formally assesses its own performance with the aim of improving the effectiveness of the Board and the CSR Committee as a whole.

The criteria for performance evaluation of Board, CSR Committee and Individual Directors on the Board were being adopted by the Board of Directors. The Company had implemented a structured and confidential evaluation process to which the directors provided feedback through a rating mechanism based on defined performance parameters.

The overall performance assessment was completed to the satisfaction of the Board, and the outcome of the evaluation was presented and discussed at the Board meeting.

Based on the outcomes of the Board evaluation, the areas identified for further enhancement were actively worked upon.

DECLARATION GIVEN BY INDEPENDENT DIRECTORS

The Company has received the declaration from the Independent Director of the Company confirming that he meets the criteria of independence as mentioned under Section 149(6) of the Companies Act, 2013. The Independent Director had also confirmed their registration with the Independent Director's Database maintained by the Indian Institute of Corporate Affairs. The Board is of the opinion that the Independent Director of the Company possesses the requisite qualifications, experience, expertise and holds highest standards of integrity.

RISK MANAGEMENT

The Company operates in an environment influenced by various risks, some within its control and others beyond it. To identify and manage these risks, the Company has put in place a robust risk management policy and systems, with oversight and monitoring carried out by the Board and senior management to ensure effective implementation of risk mitigation strategies and plans. The Company continues to take appropriate and timely measures to mitigate risks.

CORPORATE SOCIAL RESPONSIBILITY

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the provisions relating to Corporate Social Responsibility are applicable to the Company and the Company has formulated Corporate Social Responsibility (CSR) Policy in this regard. The power, role and terms of reference of the CSR Committee cover the areas as contemplated under Section 135 and Schedule VII of the Act.

The Board, at its meeting held on September 5, 2025, approved the appointment of Mr. Jaidit Singh Brar, Independent Director, as a Member of the Corporate Social Responsibility (CSR) Committee. Subsequently, at its meeting held on February 11, 2026, the Board adopted the revised CSR Policy of the Company, thereby providing an updated framework for undertaking and overseeing its CSR initiatives.

An Annual Report on CSR activities undertaken during the year along with the salient features of the CSR Policy, constitution of the CSR Committee, and expenditure incurred, are set out in **Annexure-1** to the Board Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS ANDOUTGO

The information pertaining to the conservation of energy, technology absorption and foreign exchange earnings and outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed as **Annexure-2** and forms a part of this report.

RELATED PARTY TRANSACTIONS

All the contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis except as disclosed in Form AOC-2, as prescribed under section 134 (3) (h) of the Companies Act 2013, read with Rule 8(2) of the Companies (Accounts) Rules, 2014 (including any modifications or re-enactments thereof) and annexed herewith as **Annexure-3.**

Further, during the year under review, the Company had not entered into any contract/ arrangement/ transaction with related parties which could be considered material in accordance with the provisions of Section 188 of the Companies Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014.

Details of related party transactions entered into by the Company, in terms of Ind AS-24 have been disclosed in the notes to the financial statements forming part of the Directors' Report.

STATUTORY AUDITORS, THEIR REPORT AND NOTES TO FINANCIAL STATEMENTS

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No.: 117366W/W100018) were appointed as Statutory Auditors of the Company for a term of 5 (five) consecutive years, at the Annual General Meeting held on December 2, 2025. Accordingly, they continue to act as Statutory Auditors of the Company until the AGM to be held in the year 2030.

The Notes on financial statements referred to in the Auditor's Report are self -explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer.

REPORTING OF FRAUD BY AUDITORS

During the year under review, the Auditors of your Company have not reported any instance of fraud under Section 143 (12) of the Companies Act 2013. Further, no case of fraud has been reported to the management of your Company from any other source.

SECRETARIAL AUDIT

The Board of the Company, at its meeting held on September 5, 2025, appointed M/s. RPA & Partners (FRN: P2024DE099400), Practicing Company Secretaries, as the Secretarial Auditors of the Company, in accordance with the provisions of Section 204 of the Companies Act, 2013 for a term of 5 (five) consecutive years to conduct the secretarial audit.

The Secretarial Audit Report for the financial year ended March 31, 2026, is annexed herewith and marked as **Annexure-4** to this report and does not contain any qualification, reservation, adverse remark or disclaimer

INTERNAL AUDIT

The Board approved the appointment of M/s. KPMG Assurance and Consulting Services LLP, Chartered Accountants, as the internal auditors of the Company. The reports submitted by the Internal Auditor have been reviewed by the Board from time to time.

COST RECORDS

The Company does not fall in the criteria specified for maintenance of Cost Records under Section 148(1) of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time. Accordingly, the cost audit is not applicable to the Company.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future.

INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

The Board has established comprehensive policies and procedures to govern the orderly and efficient conduct of its business, ensuring adherence to Company's policies, 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 and its disclosures.

The Company's internal control systems as laid down are adequate and commensurate with the nature of its business, the size and the complexity of its operations. To further strengthen the internal control system, the Company has a well-established internal audit mechanism. The internal audit is carried out by external independent auditor. The Internal Auditors periodically review operational compliances in accordance with documented policies and procedures and evaluate their effectiveness and efficacy in ensuring robust internal control.

The statutory auditors of the Company have audited the financial statements included in this Annual Report and have issued an attestation report on the Company's internal control over financial reporting (as defined in Section 143 of the Companies Act, 2013).

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3), 134(3)(a) of the Companies Act, 2013 read with the Companies Rules, 2014 (including any modifications or re-enactments thereof), every company shall place a copy of the annual return on the website of the company. Since the Company does not have a website, the requirement is not applicable. Further a copy of the annual return will be filed with the Registrar of Companies.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE

The Company has in place Prevention of Sexual Harassment (POSH) Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and complied with the provisions relating to constitution of internal complaints committee under the said Act.

The status of the complaints, during the year under review is as below:

- Number of sexual harassment complaints received during the year- 2 (Two)
- Number of complaints disposed of during the year - 2 (Two)
- Number of cases pending for more than 90 days- Nil

VIGIL MECHANISM

The provisions of Section 177 of the Companies Act, 2013 relating to the Vigil Mechanism were not mandatorily applicable to the Company, however, it continued to follow global whistle-blower hotline and best practices during the year, enabling employees, stakeholders, and other parties to report concerns relating to ethics, compliance, or potential violations.

To further strengthen corporate governance and promote ethical conduct, transparency, and accountability, the Company, at its Board Meeting held on February 11, 2026, voluntarily adopted a Whistle Blower Policy. The policy provides a structured framework to its stakeholders to report genuine concerns with adequate safeguards against victimization. Ms. Roopali Singh, Director of the Company has been authorised to oversee and monitor the Vigil Mechanism.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement of Section 134(3)(c) of the Companies Act, 2013, your Directors state that:

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

(b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profits of the Company for the year ended on that date;

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

(d) the Directors had prepared the annual accounts on a 'going concern' basis;

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

OTHER DISCLOSURES

The Board of Directors confirms that no disclosure or reporting is required in respect of the following matters, as there were no transactions or events of the nature specified below during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting, or otherwise.
2. Issue of shares, including sweat equity shares, to employees under any scheme.
3. Grant of voting rights not directly exercisable by employees in respect of shares held by them, as contemplated under Section 67(3)(c) of the Companies Act, 2013.
4. Complied with the material provisions of the Maternity Benefits Act, 1961.
5. Transfer of any amount to the Investor Education and Protection Fund (IEPF)
6. Initiation or pendency of any proceedings under the Insolvency and Bankruptcy Code, 2016.
7. One-time settlement with any Bank or Financial Institution.

ACKNOWLEDGEMENT

The Board of Directors expresses its sincere appreciation for the continued support and cooperation extended by the Company's stakeholders, including its bankers, customers, dealers, vendors, promoters, shareholders, government authorities, and all other business associates during the year under review. Their trust and collaboration have been instrumental in enabling the Company to navigate challenges and pursue its strategic objectives.

The Board also places on record its deep gratitude to all employees of the Company for their unwavering commitment, dedication, and tireless efforts. Their professionalism and perseverance have played a pivotal role in sustaining the Company's growth and operational excellence.

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

R. C. Subramaniam
(DIN: 06844540)
Managing Director

Praveen Singh
(DIN: 08444682)
Director

Date: May 28, 2026
Place: Pune

Annexure - 1

Report on CSR Activities

Brief outline of CSR Policy of the Company:

Tenneco Automotive India Private Limited's CSR Policy outlines the Company's commitment to integrating social, environmental, and ethical considerations into its business operations and contributing to sustainable development and community welfare.

The policy is framed in accordance with Section 135 of the Companies Act, 2013 and applicable CSR Rules, and is implemented under the guidance of the CSR Committee and the Board.

The Company focuses its CSR initiatives on key areas such as:

- Healthcare, sanitation, and poverty eradication
- Education and skill development
- Gender equality and social inclusion
- Environmental sustainability
- Rural development and community welfare

CSR activities may be undertaken directly or through eligible implementing agencies, with a structured process of identification, planning, execution, and monitoring.

The Board ensures statutory CSR spending requirements are met, oversees utilization of funds, and monitors the effectiveness and impact of CSR initiatives, including reporting in the Board's report.

1. **Composition of CSR Committee:**

S No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. R.C. Subramaniam	Chairman	2	2
2	Mr. Praveen Singh	Member	2	2
3.	Mr. Jaidit Singh Brar	Member	2	1

2. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approveby the Board are disclosed on the website of the Company.**

The Company does not have a website and hence the requirements to publish the composition of CSR committee, CSR Policy and CSR projects do not apply.

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

The Company's average CSR obligation during the preceding three financial years was less than INR 10 crore, and hence the Company was not required to undertake impact assessment.

4. a) **Average net profit of the Company as per sub-section (5) of section 135:** INR 2,158,307,56
   b) **Two percent of average net profit of the Company as per sub-section (5) of section 135:** INR 4,31,66,151
   c) **Surplus arising out of the CSR Projects or programmes or activities of the previous financial years:** No
   d) **Amount required to be set off for the financial year, if any:** Nil
   e) **Total CSR obligation for the financial year [(b)+(c) -(d)]:** INR 4,31,66,151

5. a) **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):**

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

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in INR)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency.	
				State	District			Name	CSR registration number
1.	National Apprenticeship Promotion Scheme (NAPS)	Employment enhancing vocation skills and livelihood enhancement projects	Yes	Rewari, Haryana		81,058	Yes	-	-
2.	National Apprenticeship Promotion Scheme (NAPS)	Employment enhancing vocation skills and livelihood enhancement projects	Yes	Ahmedabad, Gujarat		15,432,168	Yes	-	-
3.	National Apprenticeship Promotion Scheme (NAPS)	Employment enhancing vocation skills and livelihood enhancement projects	Yes	Krishnagiri, Tamil Nadu		22,974,314	Yes	-	-

5	National Apprenticeship Promotion Scheme (NAPS)	Employment enhancing vocation skills and livelihood enhancement projects.	Yes	Puducherry	8,269,877	Yes	-	
6	Residential and Nutritional Support to Visually Challenged women	(i)eradicating hunger, poverty and malnutrition (iii) promoting gender equality, empowering women, setting up homes and hostels for women and orphans	Yes	Pune, Maharashtra	1,129,368	No	Saiguru Seva Sanstha	CSR00060274
	Total				**47,886,785**			

b) Amount spent in Administrative Overheads: INR 502,212
c) Amount spent on Impact Assessment, if applicable.: NA
d) Total amount spent for the Financial Year [(a)+(b) +(c)]: INR 48,388,997
e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in INR)	Amount Unspent (in INR.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount (in INR)	Date of transfer	Name of the Fund	Amount (in INR)	Date of transfer
48,388,997	**Nil**		**Nil**		

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

Sl. No.	Particulars	Amount (in INR)
(1)	(2)	(3)
(i)	**Two percent of average net profit of the Company as per sub-section (5) of section 135**	43,166,151
(ii)	**Total amount spent for the Financial Year**	48,388,997
(iii)	**Excess amount spent for the Financial Year [(ii)-(i)]**	5,222,846

(iv)	**Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any**	Nil
(v)	**Amount available for set off in succeeding Financial Years [(iii)-(iv)]**	5,222,846

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

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

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

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

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

R. C. Subramaniam
(DIN: 06844540)
Managing Director &
Chairman of Committee

Praveen Singh
(DIN: 08444682)
Director

Date: May 28, 2026
Place: Pune

Annexure-2

The information in accordance with the provisions of Section 134(3) (m) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are under:

S.No.	Particulars	Comments
(A) Conservation of Energy:		
I	the steps taken or impact on conservation of energy;	• Introduction of compressed waste heat recovery system for Washing machine. • Introduction of advanced "Air Handling Unit" for damper assembly clean room with 10 HP motor. • Introduced Thyristors for the electrical heaters and implemented Variable Frequency Drives (VFD) for the machine motor blowers. The total annual energy conservation is 5.96 Lacs units (kWh). As of March 31, 2026, approx. 88% of our total energy requirements come from renewable energy sources.
II	the steps taken by the Company for utilizing alternate sources of energy;	The Company has implemented site level initiatives such as purchase of renewable energy (wind and solar) under the Group Captive Power Purchase Scheme.
III	the capital investment on energy conservation equipment	Capital investment of INR 7.5 Million.
(B) Technology Absorption:		
I	the efforts made towards technology absorption	Localization and absorption of technology for the manufacture of CVSAe (electronic suspension products) and RCx suspension components in India and DCx valving.
II	The benefits derived like product improvement, cost reduction, product development or import substitution;	Cost Reduction & Import substitution
III	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year:	
	The details of technology imported	CVSAe, RCx and DCx Valving
	The year of import	CVSAe and RCx- in the year 2024, 2025, 2026. DCx Valving in the year 2026

	Whether the technology has been fully absorbed	Yes	
	If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	Nil	
IV	the expenditure incurred on Research and Development	INR 67.40 Million	
(C) Foreign Exchange Earnings and outgo:		**2025-26 (In INR Million)**	**2024-25 (In INR Million)**
I	Foreign Exchange earnings	1816.75	1446.10
II	Foreign Exchange outgo	1785.75	1753.55

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

R. C. Subramaniam
(DIN: 06844540)
Managing Director

Praveen Singh
(DIN: 08444682)
Director

Date: May 28, 2026
Place: Pune

Annexure- 3

FORM NO. AOC-2

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

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

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

(a) Name(s) of the related party and nature of relationship:
Driv Automotive Inc., a fellow subsidiary of the Company

(b) Nature of contracts/arrangements/transactions:
Receipt of machinery-Dynachrome Plater DCP2000

(c) Duration of the contracts/arrangements/transactions: NA

(d) Salient terms of the contracts or arrangements or transactions including the value, if any:
The Company received the machine from its fellow subsidiary without any consideration. However, for the purposes of customs valuation, the fair market value of the asset was adopted.

(e) Justification for entering into such contracts or arrangements or transactions:
A manufacturing plant of Driv Automotive Inc. situated in Kettering, USA, was closed and the underlying asset was subsequently transferred to India for overhauling and commencement of operations in India to cater the domestic supply.

(f) Date of approval by the Board
The Board ratified the transaction in its Board meeting dated December 4, 2025.

(g) Amount paid as advances, if any:
Not Applicable

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188:
Not Applicable

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

The Company did not enter into any material contracts or arrangements with related parties

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

R. C. Subramaniam
(DIN: 06844540)
Managing Director

Praveen Singh
(DIN: 08444682)
Director

Date: May 28, 2026
Place: Pune

Annexure-4

SECRETARIAL AUDIT REPORT
For the financial year ended on 31st March 2026
[Pursuant to section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Tenneco Automotive India Private Limited
122, Sipcot Industrial Complex, Hosur,
Tamil Nadu- 635126

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

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

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

i) The Companies Act, 2013 (the Act) and the rules made there under;
ii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under;

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards etc. mentioned above.

We further report that: -
The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Director and Independent Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Further, Mr. Praveen Kumar Singh was appointed as Executive Director with effect from 09th May, 2019 and acting as such since then without any further approval.

Adequate notice has been given to all directors/members of the committee to schedule the Board Meetings/committee meetings during the financial year under review, agenda and detailed notes on agenda were sent within prescribed timeline, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

In terms of the minutes of Board and committee meetings, all the decisions are carried unanimously. The members of the Board and committee(s) have not expressed dissenting views on any of the agenda items during the financial year under review.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the audit period, the Company has:

i) obtained approval of the members for appointment of Mr. Jaidit Singh Brar, as Independent Director of the Company, and complied with the applicable provisions of the Act in this regard.

ii) obtained approval of the members for appointment of Ms. Roopali Singh as Woman Director and complied with the applicable provisions of the Act in this regard.

iii) ratified the remuneration paid to Mr. Rishinaradamangalam Chidambaram Subramaniam, Managing Director of the Company during the financial year 2025-26.

iv) ratified the remuneration paid to Mr. Praveen Kumar Singh, Executive Director of the Company during the financial year 2025-26.

v) declared and paid interim dividend.

	FOR RPA & PARTNERS **COMPANY SECRETARIES**
	CS ALOK KUMAR TRIPATHI
Place: NEW DELHI	**ACS-27448, CP No.- 13447**
Date: 28.05.2026	**UDIN: A027448H000525968**

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

Annexure-I

To,
The Members,
Tenneco Automotive India Private Limited
122, Sipcot Industrial Complex, Hosur,
Tamil Nadu- 635126

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

1. Management of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of the events requiring compliance and reporting etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

	FOR RPA & PARTNERS **COMPANY SECRETARIES**
	CS ALOK KUMAR TRIPATHI
Place: NEW DELHI	**ACS-27448, CP No.- 13447**
Date: 28.05.2026	**UDIN: A027448H000525968**

INDEPENDENT AUDITOR'S REPORT

To The Members of Tenneco Automotive India Private Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Tenneco Automotive India Private Limited (the "Company"), which comprise the Balance Sheet as at 31 March 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of the Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

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

Basis for Opinion

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

Information Other than the Financial Statements and Auditor's Report Thereon

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

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

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

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

Responsibilities of Management and Board of Directors for the Financial Statements

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

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

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

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

the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

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

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

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

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

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

Reporting on comparatives in case the previous year was audited by the predecessor auditor

The financial statements of the Company for the year ended 31 March 2025, were audited by another auditor who expressed an unmodified opinion on those statements on 26 June 2025.

Our opinion on the financial statements is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

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

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

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for not keeping backup on a daily basis of such books of account maintained in electronic mode in a server physically located in India (refer Note 48 to the financial statements) and not complying with the requirement of audit trail as stated in (vi) below.

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

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

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

f) The modifications relating to the maintenance of accounts and other matters connected therewith, are as stated in paragraph (b) above.

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

h) In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to the managerial remuneration is not applicable.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 41 to the financial statements.

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

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

iv. a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 48 to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the

Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 48 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

v. The interim dividend declared and paid by the Company during the year and until the date of this report is in accordance with Section 123 of the Companies Act 2013.

vi. Based on our examination, which included test checks, the Company has used accounting software system for maintaining its books of account for the financial year ended 31 March 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year at the application level for all relevant transactions recorded in the software systems. However, the audit trail was not enabled at the database level to log any direct data changes. Consequently, we are unable to comment whether there were any instances of the audit trail feature being tampered with (refer note 49 to the financial statements).

Additionally, the audit trail that was enabled and operated for the year ended 31 March 2026 has been preserved by the Company as per the statutory requirements for record retention, as stated in note 49 to the financial statements.

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

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm 's Registration No.117366W/W-100018)

Sachanand C Mohnani
Partner
(Membership No. 407265)
UDIN: 26407265VTZDVE6107

Place: Pune
Date: May 28, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph (g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to financial statements of Tenneco Automotive India Private Limited (the "Company") as at 31 March 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to financial statements based on "the internal control with reference to financial statements" criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

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

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm 's Registration No.117366W/W-100018)

Sachanand C Mohnani
Partner
(Membership No. 407265)
UDIN: 26407265VTZDVE6107

Place: Pune
Date: May 28, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

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

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, Capital work in progress and relevant details of right-of-use assets.

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

(b) The Company has a program of verification of property, plant and equipment so to cover all the items once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, no such assets were due for physical verification during the year. Since no physical verification of property, plant and equipment was due during the year, the question of reporting on material discrepancies noted on verification does not arise.

(c) Based on our examination of the registered conveyance deed provided to us, we report that the title deeds of all the immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued any of its property, plant and equipment (including Right of Use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at 31 March 2026, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories except for (goods-in-transit and stock held with third parties), were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanation given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained and in respect of goods-in-transit, the goods have been received subsequent to the year end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with the books of account.

(b) As disclosed under Note 48 to the financial statements, the Company has been sanctioned a working capital limit more than Rs.5 crores, by banks. Pursuant to terms of 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 made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause 3(iii) of the Order is not applicable.

(iv) The Company has not granted any loans, made investments or provided guarantees or securities and hence reporting under clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) Having regard to the nature of the Company's business / activities, reporting under clause 3(vi) of the Order is not applicable.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service Tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, duty of Excise, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Customs, cess and other material statutory dues in arrears as at 31 March 2026, for a period of more than six months from the date they became payable.

(This space has been intentionally left blank)

(b) Details of Statutory dues referred to in sub-clause (a) above which have not been deposited as on 31 March 2026, on account of disputes are given below:

Amount (Rs.) in Mn.

Name of the Statute	**Nature of the Dues**	**Amount**	**Amount paid under protest**	**Period to which the Amount Relates**	**Forum where Dispute is Pending**
Income Tax Act, 1961	Income Tax	10.00	Nil	2003-04	High Court of India
Income Tax Act, 1961	Income Tax	2.54	Nil	2004-05	High Court of India
Income Tax Act, 1961	Income Tax	3.85	Nil	2004-05	Commissioner of Income Tax(Appeals)
Income Tax Act, 1961	Income Tax	5.28	Nil	2005-06	Commissioner of Income Tax(Appeals)
Income Tax Act, 1961	Income Tax	0.34	Nil	2006-07	Income Tax Appellate Tribunal
Income Tax Act, 1961	Income Tax	7.80	Nil	2007-08	Commissioner of Income Tax(Appeals)
Income Tax Act, 1961	Income Tax	149.05	Nil	2008-09	Commissioner of Income Tax(Appeals)
Income Tax Act, 1961	Income Tax	10.91	Nil	2009-10	Transfer Pricing Officer
Income Tax Act, 1961	Income Tax	0.80	Nil	2009-10	Deputy Commissioner of Income Tax(Appeals)
Income Tax Act, 1961	Income Tax	40.51	Nil	2009-10	Commissioner of Income Tax(Appeals)
Income Tax Act, 1961	Income Tax	13.37	Nil	2010-11	Transfer Pricing Officer
Income Tax Act, 1961	Income Tax	47.69	Nil	2010-11	Deputy Commissioner of Income Tax(Appeals)
Income Tax Act, 1961	Income Tax	5.29	Nil	2011-12	Transfer Pricing Officer

Name of the Statute	Nature of the Dues	Amount	Amount paid under protest	Period to which the Amount Relates	Forum where Dispute is Pending
Income Tax Act, 1961	Income Tax	224.44	Nil	2017-18	Commissioner of Income Tax(Appeals)
Income Tax Act, 1961	Income Tax	1.08	Nil	2020-21	Commissioner of Income Tax(Appeals)
Income Tax Act, 1961	Income Tax	49.86	Nil	2022-23	Transfer Pricing Officer
Tamil Nadu General Sales Tax Act,1959	Sales Tax	25.71	Nil	1990-91, 1992-93, 1993-94, 1996-97 and 1999-2000	Commercial Tax Officer, Hosur
Goods and Service Tax Act,2017	Goods and Service Tax	1.84	Nil	2017-18	Deputy Commissioner
Goods and Service Tax Act,2017	Goods and Service Tax	6.14	Nil	2018-19	Deputy Commissioner
Goods and Service Tax Act,2017	Goods and Service Tax	6.65	0.32	2019-20	Deputy Commissioner
Goods and Service Tax Act,2017	Goods and Service Tax	2.46	Nil	2020-21	Deputy Commissioner
Goods and Service Tax Act,2017	Goods and Service Tax	11.18	Nil	2022-23	Deputy Commissioner
Customs Act,1962	Customs Duty	0.13	Nil	1987-88	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	2007-08	Commissioner of Customs

Name of the Statute	Nature of the Dues	Amount	Amount paid under protest	Period to which the Amount Relates	Forum where Dispute is Pending
Customs Act,1962	Customs Duty	13.87	Nil	2021-22	Commissioner of Customs
Customs Act,1962	Customs Duty	0.08	Nil	2024-25	Commissioner of Customs

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the order is not applicable to the company

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

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.

(f) The Company has not raised any loans during the year on the pledge of securities, and hence reporting on clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year the company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) We have taken into consideration the whistle blower complaints received by Company during the year (and upto the date of this report) and provided to us, when performing our audit.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with section 188 of the Companies Act, where applicable, for all the transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards. The company is a private company and hence the provision of section 177 of the Companies Act,2013 are not applicable to Company.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto 31 March 2026.

(xv) In our opinion, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

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

(d) The Group does not have any Core Investment Company as part of the group as at 31 March 2026, and accordingly reporting under clause 3 (xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

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

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

(xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm 's Registration No.117366W/W-100018)

Sachanand C Mohnani
Partner
(Membership No. 407265)
UDIN: 26407265VTZDVE6107

Place: Pune
Date: May 28, 2026

Tenneco Automotive India Private Limited
Balance Sheet as at 31 March 2026
(All amounts in ₹ Millions, unless otherwise stated)

Particulars	Notes	Amount as at 31 March 2026	Amount as at 31 March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3	2,062.77	2,066.96
Capital work-in-progress	3	324.44	163.92
Right-of-use assets	3	459.46	176.48
Intangible assets	4	3.63	5.69
Financial assets			
(i) Investments	5	3.29	3.29
(ii) Loans	6	2.39	2.33
(iii) Other financial assets	7	40.90	8,339.63
Deferred tax assets (net)	8	136.37	84.83
Income tax assets (net)	9	143.66	116.76
Other non-current assets	10	741.31	50.07
Total non-current assets		**3,918.22**	**11,009.96**
Current assets			
Inventories	11	1,050.25	854.93
Financial assets			
(i) Trade receivables	12	2,710.20	3,192.82
(ii) Cash and cash equivalents	13(a)	1,379.11	627.05
(iii) Bank balances other than cash and cash equivalents	13(b)	0.50	0.50
(iv) Loans	6	17.02	3.69
(v) Other financial assets	7	72.00	0.13
Current tax assets (net)	9	14.61	-
Other current assets	14	136.58	58.86
Total current assets		**5,380.27**	**4,737.98**
Assets classified as held for sale	34	-	8.70
Total current assets		**5,380.27**	**4,746.68**
Total assets		**9,298.49**	**15,756.64**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	1.00	1.00
Other equity	16	3,933.79	10,222.90
Total equity		**3,934.79**	**10,223.90**
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities	17	293.52	14.28
Provisions	18	302.91	41.94
Other non-current liabilities	19	-	241.43
Total non-current liabilities		**596.43**	**297.65**
Current liabilities			
Financial liabilities			
(i) Lease liabilities	17	57.90	21.52
(ii) Vendor bill financing	20	283.13	503.44
(iii) Trade payables			
(a) total outstanding dues of micro enterprises and small enterprises	21	1,004.71	814.35
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	21	2,819.07	2,396.49
(iv) Other financial liabilities	22	286.06	140.63
Other current liabilities	23	109.88	193.88
Provisions	18	206.52	263.69
Current tax liabilities (net)	24	-	892.39
Total current liabilities		**4,767.27**	**5,226.39**
Liabilities relating to assets classified as held for sale	34	-	8.70
Total current liabilities		**4,767.27**	**5,235.09**
Total liabilities		**5,363.70**	**5,532.74**
Total equity and liabilities		**9,298.49**	**15,756.64**

The accompanying material accounting policies and other explanatory notes (1-52) form an integral part of the Financial Statements.

As per our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

Sachanand C Mohnani
Partner
Membership No.: 407265

Place: Pune
Date: May 28, 2026

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited
(CIN : U34300TZ1998PTC015231)

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: May 28, 2026

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: May 28, 2026

Akanksha Arora
Company Secretary
Place: Gurugram
Date: May 28, 2026

Tenneco Automotive India Private Limited
Statement of Profit and Loss for the year ended 31 March 2026
(All amounts in ₹ Millions, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2026	For the year ended 31 March 2025
Income			
Revenue from operations	25	24,884.71	20,781.61
Other income	26	485.44	342.37
Total income		**25,370.15**	**21,123.98**
Expenses			
Cost of materials consumed	27	16,831.57	14,356.62
Change in inventories of finished goods and work-in-progress	28	(20.53)	(20.37)
Employee benefits expense	29	1,513.84	1,344.86
Finance costs	30	167.32	49.77
Depreciation and amortisation expense	31	446.85	385.25
Other expenses	32	2,982.04	2,448.80
Total expenses		**21,921.09**	**18,564.93**
Profit before exceptional items and tax		**3,449.06**	**2,559.05**
Exceptional item			
Impact of New Labour Codes	29	(152.11)	-
Gain on sale of investment in subsidiary	50	-	5,734.51
Profit before tax		**3,296.95**	**8,293.56**
Tax expense			
- Current tax	33	905.94	1,441.50
- Deferred tax	33	(45.31)	(33.46)
- (Excess) / short provision of tax relating to earlier years	33	(3.45)	6.94
Total tax expense		**857.18**	**1,414.98**
Profit for the year		**2,439.77**	**6,878.58**
Other comprehensive income/(loss) for the year			
Items that will not be reclassified to profit or loss			
- Remeasurements of the post employment defined benefit obligations		(24.77)	(40.65)
- Income tax effect on the above		6.23	10.23
Total other comprehensive income/(loss) for the year		**(18.54)**	**(30.42)**
Total comprehensive income for the year		**2,421.23**	**6,848.16**
Earnings per equity share (of ₹ 10 each)			
Basic (Rs.)	44	24,397.65	68,785.80
Diluted (Rs.)		24,397.65	68,785.80

The accompanying material accounting policies and other explanatory notes (1-52) form an integral part of the Financial Statements.

As per our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

Sachanand C Mohnani
Partner
Membership No.: 407265

Place: Pune
Date: May 28, 2026

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited
(CIN : U34300TZ1998PTC015231)

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: May 28, 2026

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: May 28, 2026

Akanksha Arora
Company Secretary
Place: Gurugram
Date: May 28, 2026

Tenneco Automotive India Private Limited
Statement of Cash Flows for the year ended 31st March 2026
(All amounts in ₹ Millions, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flow from operating activities		
Profit before tax	3,296.95	8,293.56
Adjustments for:		
Depreciation and amortisation expense	446.85	385.25
Liabilities no longer required written back	-	(8.29)
Provision for expected credit loss	(19.00)	2.00
Provision for doubtful advances to supplier written-back	-	(5.41)
Provision for warranty expenses	97.84	60.51
Loss on termination of lease	4.64	-
Interest income on fixed deposits with banks	(14.90)	(0.70)
Interest income from financial assets	(1.28)	(1.63)
Interest income on receivable from related party	(340.38)	(19.09)
Interest income on income tax asset	-	(3.51)
Finance cost	167.32	49.77
Loss/(Gain) on disposal of property, plant and equipment	(2.20)	2.21
Unrealised foreign exchange (gain)/loss	(41.17)	4.56
Dividend Income	-	(294.19)
Exceptional item (gain on sale of investment in subsidiary)	-	(5,734.51)
Operating profit before working capital changes	**3,594.67**	**2,730.53**
Change in operating assets and liabilities		
(Increase)/decrease in assets		
- trade receivables	542.79	(1,141.35)
- inventories	(195.32)	(27.14)
- other current and non-current financial assets	8,559.62	1.94
- current and non-current loans	(13.39)	6.94
- other current and non-current assets	(460.10)	33.69
Increase/(decrease) in liabilities		
- trade payables including vendor bill financing	379.93	381.77
- current and non-current provisions	81.19	(35.78)
- other current financial liabilities	2.72	(476.31)
- other current and non-current liabilities	(325.52)	(89.97)
Cash generated from operations post working capital changes	**12,166.59**	**1,384.32**
Income taxes paid (including tax deducted at source)	(1,870.85)	(546.23)
Net cash inflow from operating activities (A)	**10,295.74**	**838.09**
Cash flows from investing activities:		
Purchase of property, plant and equipment (including capital work-in progress)	(705.33)	(290.46)
Proceeds from sale of property, plant and equipment	303.09	1.49
Dividend received from subsidiary company	-	294.19
Investment made during the year	-	(3.10)
Interest received on bank deposits	13.76	4.21
Net cash (outflow)/inflow from investing activities (B)	**(388.48)**	**6.33**
Cash flows from financing activities:		
Repayment of lease liabilities	(76.28)	(20.22)
Interest paid on lease liabilities	(21.49)	(4.24)
Interest paid	(98.56)	-
Dividend paid	(8,958.87)	(1,149.41)
Net cash outflow from financing activities (C)	**(9,155.20)**	**(1,173.87)**
Net increase/(decrease) in cash and cash equivalents (A)+(B)+(C)	**752.06**	**(329.45)**
Cash and cash equivalents at the beginning of the financial year	627.05	956.50
Cash and cash equivalents at end of the year	**1,379.11**	**627.05**
Cash and cash equivalents as per above comprise of the following:		
Balances with scheduled banks:		
- on current accounts	379.11	627.05
Deposit with original maturity less than 3 months	1,000.00	-
	1,379.11	**627.05**

The above statement of cash flows have been prepared under the indirect method as set out in Ind AS 7, 'Statement of Cash Flows'.
The accompanying material accounting policies and other explanatory notes (1-52) form an integral part of the Financial Statements.

As per our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

Sachanand C Mohnani
Partner
Membership No.: 407265

Place: Pune
Date: May 28, 2026

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited
(CIN : U34300TZ1998PTC015231)

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: May 28, 2026

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: May 28, 2026

Akanksha Arora
Company Secretary
Place: Gurugram
Date: May 28, 2026

Tenneco Automotive India Private Limited
Statement of Changes in Equity for the year ended 31 March 2026
(All amounts in ₹ Millions, unless otherwise stated)

A. Equity share capital*

Particulars	Balance as at 1 April 2024	Change in equity share capital during the year	Balance as at 31 March 2025	Change in equity share capital during the year	Balance as at 31 March 2026
Equity share capital	1.00	-	1.00	-	1.00

* Face value of equity shares as at 31 March 2026 of ₹10 each

B. Other equity**

	Reserve and Surplus					
Particulars	**Capital reserve**	**Capital redemption reserve**	**Securities premium**	**Retained earnings**	**Deemed Equity Contribution**	**Total**
Balance as at 1 April 2024	**3.84**	**0.65**	**6.02**	**4,513.64**	**-**	**4,524.16**
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**	**-**	11,372.32
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**	**-**	**10,222.91**
Balance as at 1 April 2025	**3.84**	**0.65**	**6.02**	**10,212.39**	**-**	**10,222.90**
Profit for the year	-	-	-	2,439.77	-	2,439.77
Other comprehensive income	-	-	-	(18.54)	-	(18.54)
Total comprehensive income for the year	**3.84**	**0.65**	**6.02**	**12,633.61**	**-**	12,644.13
Dividend paid during the year	-	-	-	(8,958.87)	-	(8,958.87)
Movement	-	-	-	-	248.53	248.53
Balance as at 31 March 2026	**3.84**	**0.65**	**6.02**	**3,674.74**	**248.53**	**3,933.79**

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

The accompanying material accounting policies and other explanatory notes (1-52) form an integral part of the Financial Statements.

As per our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

Sachanand C Mohnani
Partner
Membership No.: 407265

Place: Pune
Date: May 28, 2026

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited
(CIN : U34300TZ1998PTC015231)

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: May 28, 2026

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: May 28, 2026

Akanksha Arora
Company Secretary
Place: Gurugram
Date: May 28, 2026

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 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 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.

These financial statements are approved for issue in accordance with a resolution of the directors passed in Board meeting held on May 28, 2026.

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 purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the 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 associated with the item will flow to the Company. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred.

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.

(This space has been intentionally left blank)

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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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 (excluding transit 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, similarly tooling cost (net) represents costs incurred by the company in excess of amounts recovered from customers. The Company recognizes such tooling income (net)/ tooling cost (net) when the control of the goods have passed on to the customer. The Company expenses all pre-production tooling costs related to customer owned tools for which reimbursement is not contractually guaranteed by the customer or for which the customer has not provided a non-cancellable right to use the tooling, at the time of their estimation. 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 tooling income (net) is recognized at the time of receipt of Production Part Approval Process from customer .

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.

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.

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

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.

Provision for Excess and Obsolete Inventory - Management determines the allowance for excess and obsolete inventory based on a review of items with no consumption in the previous 12 months. A provision of 100% is recognised on such inventories.

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 Standards that became effective during the year
There are no new Standards that became effective during the year. Amendments that became effective during the year did not have any material impact.

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

	Owned								Total	
Particulars	**Buildings**	**Plant and machinery**	**Computers**	**Office equipments**	**Furniture and fixtures**	**Vehicles**	**Land***	**Total**	**Right-to-use asset (ROU)**	**Capital work-in-progress**
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**
Gross carrying amount										
Opening gross carrying amount as on 1 April 2025	730.46	3,548.37	85.47	6.44	29.14	23.24	-	4,423.12	332.08	163.92
Additions *	51.78	235.47	33.28	0.67	-	-	61.31	382.51	406.70	783.75
Disposals/ adjustments	(0.09)	(61.94)	-	(2.23)	-	(0.29)	-	(64.55)	(171.02)	(623.23)
Closing gross carrying amount as on 31 March 2026	**782.15**	**3,721.90**	**118.75**	**4.88**	**29.14**	**22.95**	**61.31**	**4,741.08**	**567.76**	**324.44**
Accumulated depreciation										
Opening accumulated depreciation as on 1 April 2025	193.31	2,071.13	56.18	2.99	21.90	10.65	-	2,356.16	155.60	-
Depreciation charge for the year	30.58	330.20	15.47	0.91	2.85	2.40	-	382.41	62.38	-
Disposals/ adjustments	(0.03)	(57.83)	-	(2.11)	-	(0.29)	-	(60.27)	(109.68)	-
Closing accumulated depreciation as on 31 March 2026	**223.86**	**2,343.49**	**71.65**	**1.79**	**24.75**	**12.76**	**-**	**2,678.31**	**108.30**	**-**
Net carrying amount as at 31 March 2026	**558.29**	**1,378.40**	**47.10**	**3.09**	**4.39**	**10.19**	**61.31**	**2,062.77**	**459.46**	**324.44**

* The Haryana State Industrial and Infrastructure Development Corporation Limited ("HSIIDC") allotted the land at the Bawal facility ("Land") to the Company vide Letter of Allotment dated 6 July 2007, which was accepted pursuant to an agreement dated 21 September 2007 providing for payment of consideration on a deferred payment basis along with applicable interest. The Company subsequently obtained the occupation certificates in relation to the Land from HSIIDC and paid the entire consideration, with the final installment being paid on 30 December 2009. However, as the conveyance deed had not been executed at that time due to administrative and legal transitions within the Company, including changes in the board of directors and certain corporate restructuring activities requiring updates to statutory records, approvals and registrations, the Land continued to be disclosed as leasehold land/right-of-use asset in the financial statements. During the current year, upon completion of the requisite administrative and regulatory formalities and pursuant to the application submitted to HSIIDC on 6 October 2025, the conveyance deed was executed and registered in favor of the Company on 15 January 2026. Consequently, the said Land has been capitalised during the current year.

3(b) Capital work-in-progress

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

As at 31 March 2026	**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	272.80	50.98	0.37		**324.15**
Project temporarily suspended	-	-		0.28	**0.28**
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**

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. Buildings includes buildings which are developed on the leasehold land classified under right of use assets (refer note 3).
3. Refer note 40 for disclosure of right-of-use assets
4. The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
5. There is no property, plant and equipment which are pledged or under lien.
6. There are no impairment losses recognised during each reporting year.

Tenneco Automotive India Private Limited
Notes to the Financial Statements for the year ended 31 March 2026
(All amounts in ₹ Millions, unless otherwise stated)

4 Intangible assets

Particulars	Computer Software
Gross carrying amount	
Opening gross carrying amount as on 1 April 2024	**16.63**
Additions	2.27
Disposals	-
Closing gross carrying amount as on 31 March 2025	**18.90**
Accumulated amortisation	
Opening accumulated amortisation as on 1 April 2024	**10.64**
Amortisation charge for the year	2.57
Disposals	-
Closing accumulated amortisation as on 31 March 2025	**13.21**
Net carrying amount as at 31 March 2025	**5.69**
Gross carrying amount	
Opening gross carrying amount as on 1 April 2025	**18.90**
Additions	-
Disposals	-
Closing gross carrying amount as on 31 March 2026	**18.90**
Accumulated amortisation	
Opening accumulated amortisation as on 1 April 2025	**13.21**
Amortisation charge for the year	2.06
Disposals	-
Closing accumulated amortisation as on 31 March 2026	**15.27**
Net carrying amount as at 31 March 2026	**3.63**

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.
3. There are no Intangible assets under development as at each reporting year.
4. The Company has not revalued its Intangible Assets as on each reporting year and therefore Schedule III disclosure requirements with respect to fair value details is not applicable.

5 Investments

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Non-Current:		
A. Investment measured at cost		
(i) Investment in equity shares of other entity, unquoted		
62,000 equity shares (31 March 2025: 62,000) fully paid of ₹ 10 each in Yash Metal Resources Private Limited	3.10	3.10
(ii) Investment in equity shares of other entity, unquoted		
3,545 equity shares (31 March 2025: 3,545) fully paid of ₹ 10 each in Caparo Power Limited	0.19	0.19
	3.29	**3.29**
Aggregate amount of unquoted investments	**3.29**	**3.29**
Aggregate amount of impairment in the value of investments	**-**	**-**

6 Loans

Particulars	Non-Current Amount as at 31 March 2026	Current Amount as at 31 March 2026	Non-Current Amount as at 31 March 2025	Current Amount as at 31 March 2025
Loan to employees	2.39	17.02	2.33	3.69
	2.39	**17.02**	**2.33**	**3.69**

7 Other financial assets

Particulars	Non-Current Amount as at 31 March 2026	Current Amount as at 31 March 2026	Non-Current Amount as at 31 March 2025	Current Amount as at 31 March 2025
Unsecured, considered good measured at amortised cost				
Receivable from related party*	-	62.46	8,312.20	-
Security deposits	40.90	1.23	27.43	0.13
Accrued interest on deposits	-	1.14	-	-
Unbilled revenue	-	7.17	-	-
	40.90	**72.00**	**8,339.63**	**0.13**

*Refer note 37

8 Deferred tax assets/liabilities (net)

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Deferred tax liabilities		
Property, plant and equipment and intangible assets	16.51	32.60
Right-of-use assets	93.46	8.79
Others	10.41	-
	120.38	**41.39**
Deferred tax assets		
Defined benefit obligations	91.31	45.90
Provisions	76.99	71.33
Lease liabilities	88.45	8.99
	256.75	**126.22**
Deferred tax assets (net)	**136.37**	**84.83**

Note: Deferred tax assets and deferred tax liabilities have been offset as they are governed by the same taxation laws.

Movement in deferred tax assets/liabilities	Depreciation and amortisation	Right-of-use assets	Others	Total
Deferred tax liabilities				
As on 1 April 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**
As on 1 April 2025	**32.60**	**8.79**	**-**	**41.39**
Charged/(credited)				
- to profit or loss	(16.09)	84.67	10.41	78.99
- to other comprehensive income	-	-	-	-
At 31 March 2026	**16.51**	**93.46**	**10.41**	**120.38**

	Defined benefit obligations	Provisions	Lease liabilities	Total
Deferred tax assets				
As on 1 April 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**
As on 1 April 2025	**45.90**	**71.33**	**8.99**	**126.22**
(Charged)/credited				-
- to profit or loss	39.18	5.66	79.46	124.30
- to other comprehensive income	6.23	-	-	6.23
At 31 March 2026	**91.31**	**76.99**	**88.45**	**256.75**

9 Tax assets (net)

Particulars	Non current Amount as at 31 March 2026	Current Amount as at 31 March 2026	Non current Amount as at 31 March 2025	Current Amount as at 31 March 2025
Tax assets (net of provision for tax)	143.66	14.61	116.76	-
	143.66	**14.61**	**116.76**	**-**

10 Other non-current assets

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Capital advances - unsecured, considered good	326.67	17.82
Prepaid expenses	379.08	1.94
Corporate social responsibility (CSR) - excess spent	33.20	27.95
Amount paid under protest	2.36	2.36
	741.31	**50.07**

* Refer note 32(b) for CSR.

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

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Raw materials [includes stock in transit ₹94.80 million (previous year: ₹ 51.60 million)]	618.19	453.00
Work-in-progress	148.88	136.96
Finished goods [includes stock in transit ₹71.26 million (previous year: ₹ 50.29 million)]	184.05	175.44
Stores and spares	99.13	89.53
	1,050.25	**854.93**

Note: The cost of inventories recognised as an expense includes ₹ 0.75 million (previous year ₹ 0.88 million) in respect of write-downs of inventory to net realisable value. The same has been included in Note No.27 and 28

12 Trade receivables

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Trade receivables - considered good, secured	-	0.76
Trade receivables - considered good, unsecured	2,030.40	2,817.18
Trade receivables from related parties - considered good, unsecured	679.80	374.88
Trade receivables - significant increase in credit risk, unsecured	20.79	39.79
	2,730.99	3,232.61
Less: allowances for expected credit losses	(20.79)	(39.79)
Total receivables	**2,710.20**	**3,192.82**

Refer note no. 35 (b) for allowance for expected credit loss.
Refer note 37 for related party balances.
Refer note 51 for FEMA compliances.

Trade receivables ageing schedule as on 31 March 2026:

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	1,898.20	807.41	4.59	-		-	**2,710.20**
(ii) Undisputed trade receivables - which have significant increase in credit risk	2.45	12.40	5.69	0.25		-	**20.79**
(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	**1,900.65**	**819.81**	**10.28**	**0.25**	**-**	**-**	**2,730.99**
Less: Allowances for expected credit losses							**(20.79)**
Total							**2,710.20**

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 losses							**(39.79)**
Total							**3,192.82**

13 Cash and cash equivalents

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
a) Cash and cash equivalents		
*Balances with banks:		
- on current accounts	379.11	627.05
Deposit with original maturity less than 3 months	1,000.00	-
	1,379.11	**627.05**
*The bank balance includes both rupee accounts and foreign currency accounts.		
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**
*INR 0.50 millions (31 March 2025: ₹ 0.50 millions) is under lien with banks		

14 Other current assets

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Balances with government authorities	75.00	16.41
Prepaid expenses	9.23	30.91
Export incentive receivable	5.01	4.44
Advance to suppliers		
- Considered good	47.34	7.10
- Considered doubtful (with significant increase in credit risk)	5.89	5.89
	53.23	**12.99**
Less: loss allowance	(5.89)	(5.89)
	47.34	**7.10**
	136.58	**58.86**

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15 Equity Share Capital

Particulars	As at 31 March 2026	As at 31 March 2025
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	2542.75
	2,545.00	**2,545.00**
Issued, subscribed and fully paid 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 31 March 2024	100,000	1.00
Movement during the year	-	-
As at 31 March 2025	**100,000**	**1.00**
As at 01 April 2025	100,000	1.00
Movement during the year	-	-
As at 31 March 2026	**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 Immediate Holding and Intermediate Holding Company :

Name of the shareholders*	As at 31 March 2026		As at 31 March 2025	
	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 Immediate Holding Company	99,999	100%	99,999	100%
Tenneco Mauritius Limited, Mauritius, Intermediate holding company	1	0%	1	0%
	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*	Number	% holding
Equity Shares of ₹ 10/- each held by:		
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited), the Immediate Holding Company	99,999	100%
Tenneco Mauritius Limited, Mauritius, Intermediate holding company	1	0%
	100,000	**1.00**

*As per records of the Company, including register of shareholders / members and other declarations received from shareholders regarding beneficial interests, the above shareholding represents both legal and beneficial owners of shares.

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

Name of the promoter	31 March 2026			31 March 2025	
	Number of shares	% of total Shares	Changes during the year	Number of shares	% of total Shares
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited), the Immediate Holding Company	99,999	100%	100%	99,999	100%
Tenneco Mauritius Limited, Mauritius, Intermediate holding company	1	0%	%	1	0%
	100,000	**100%**		**100,000**	**100%**

16 Other equity

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Capital reserve	3.84	3.84
Capital redemption reserve	0.65	0.65
Securities premium	6.02	6.02
Deemed equity contribution	248.53	-
Retained earnings	3,674.75	10,212.39
	3,933.79	10,222.90

(i) Capital reserve

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Balance as at the beginning of the year	3.84	3.84
Add: movement during the year	-	-
Balance as at the end of the year	**3.84**	**3.84**

ii) Capital redemption reserve:

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
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 2026	Amount as at 31 March 2025
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) Deemed equity contribution:

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Balance as at the beginning of the year	-	-
Add: movement during the year	248.53	-
Balance as at the end of the year	**248.53**	**-**

(v) Retained Earnings:

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Balance as at the beginning of the year	10,212.39	4,513.64
Less: Dividend paid during the year	(8,958.87)	(1,149.41)
Add: Comprehensive income for the year	2,421.23	6,848.16
Balance as at the end of the year	**3,674.75**	**10,212.39**

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 can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(iv) Deemed equity contribution:

During the current financial year, Company has received a machine (DynachromePlatter DCP 2000) from its Group Company, Drive Automotive Inc ("Drive Automotive") without consideration for further use. The Company has carried out an independent valuation from Chartered Engineer and paid the customs duty of Rs. 23.20 million based on the assessed fair value and freight Rs. 24.88 million. As the asset has been received without consideration, the assessed fair value Rs. 248.53 Mn of the machine has been considered as Deemed equity contribution as both Drive Automotive and the Company are entities under common control.

(v) Retained Earnings:

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss/ (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

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17 Lease liabilities

Particulars	Non current Amount as at 31 March 2026	Current Amount as at 31 March 2026	Non current Amount as at 31 March 2025	Current Amount as at 31 March 2025
Lease liabilities (refer note 40)	293.52	57.90	14.28	21.52
	293.52	**57.90**	**14.28**	**21.52**

18 Provisions

Particulars	Non current Amount as at 31 March 2026	Current Amount as at 31 March 2026	Non current Amount as at 31 March 2025	Current Amount as at 31 March 2025
Provision for warranties (refer note (a) below)	-	146.61	-	116.09
Provision for employee benefits				
Provision for compensated absences (refer note (b) below)	116.05	18.67	-	129.81
Provision for gratuity (refer note (c) below)	186.86	41.24	41.94	17.79
	302.91	**206.52**	**41.94**	**263.69**

(a) Movement in provision for warranties:

Provisions movement	Amount as at 31 March 2026	Amount as at 31 March 2025
Opening balance	116.09	128.16
Add: additional provisions made during the year	97.84	60.51
Less: utilised during the year	(67.32)	(72.58)
Closing balance	**146.61**	**116.09**

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

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Financial assumptions		
Discount rate	6.80%	6.50%
Salary growth rate	10.00%	10.00%
Demographic assumptions		
Mortality rate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
Disability rate	5% of Mortality Rate	5% of Mortality Rate
Withdrawal rate	10.00%	7.50%
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 2026	Amount as at 31 March 2025
A. Change in defined benefit obligation (DBO)		
Defined benefit obligation at beginning of year	233.70	174.46
Current service cost	20.19	17.93
Past service cost	152.11	-
Interest cost	17.69	12.09
Benefit payments from plan assets	(10.88)	(13.12)
Actuarial loss/(gain)	26.21	42.34
Defined benefit obligation at the end of the year	**439.02**	**233.70**

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
B. Change in fair value of plan assets		
Fair value of plan assets at beginning of year	173.97	135.26
Interest income	11.63	10.69
Employer contributions	34.76	39.45
Benefit payments from plan assets	(10.88)	(13.12)
Remeasurements - return on assets (excluding interest income)	1.44	1.69
Fair value of plan assets at end of year	**210.92**	**173.97**

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Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
C. Assets and liabilities recognised in the Balance Sheet		
Present value of funded defined benefit obligation	439.02	233.70
Fair value of plan assets	210.92	173.97
Net liability arising from defined benefit obligation	**228.10**	**59.73**
Net Liability recognised in the Balance Sheet		
Current liability	41.24	17.79
Non-current liability	186.86	41.94
Total	**228.10**	**59.73**

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
D. Reconciliation of amounts in Balance Sheet		
Net defined benefit liability at beginning of the year	59.73	39.20
Defined benefit cost included in Statement of Profit and Loss	178.36	19.33
Total remeasurements included in Other Comprehensive (Income) / Loss	24.77	40.65
Employer contributions to the fund	(34.76)	(39.45)
Net defined benefit liability	**228.10**	**59.73**

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
E. Total expense recognised in Statement of Profit & Loss Account		
Service cost		
a. Current service cost	20.19	17.93
b. Past service cost	152.11	-
Total service cost	**172.30**	**17.93**
Net interest cost		
a. Interest expense on defined benefit obligation	17.69	12.09
b. Interest (income) on plan assets	(11.63)	(10.69)
Total net interest cost	**6.06**	**1.40**
Defined benefit cost included in Statement of Profit and Loss	**178.36**	**19.33**
Remeasurement		
a. Actuarial (gain) / loss due to financial assumption changes in DBO	(8.23)	42.50
b. Actuarial (Gain) / Loss due to Experience on DBO	34.45	(0.16)
c. Return on Plan Assets (Excluding Interest Income)	(1.44)	(1.69)
Total actuarial (gain) included in other comprehensive income	**24.77**	**40.65**
Total expenses	**203.13**	**59.98**
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	84.28	77.62
H. Actuarial assumptions		
Financial assumptions		
Discount rate	6.80%	6.50%
Salary growth rate*	10.00%	10.00%
Expected rate of return on plan assets	7.05% to 7.63%	6.50%
Demographic assumptions		
Mortality rate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
Disability rate	5% of Mortality Rate	5% of Mortality Rate
Withdrawal rate*	10.00%	7.50%
Retirement age	58 years	58 years
I. Weighted average duration of DBO (years)	7.00	8.00

**Withdrawal rate and salary increase depends upon various factors namely nature of employee, location etc.*

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J. Maturity analysis - Expected cash flow for following years			
Year - 1	Within 1 year	15.26	18.36
Year - 2	Between 1 to 3 years	38.12	62.11
Year - 4	Between 3 to 5 years	49.05	26.19
Year - 6	Later than 5 years	172.66	163.28
K. Sensitivity analysis*			
Gratuity			
Effect on DBO due to discount rates (up by 1%)		(28.25)	215.34
Effect on DBO due to discount rates (down by 1%)		30.00	255.04
Effect on DBO due to salary escalation (up by 1%)		37.60	252.86
Effect on DBO due to salary escalation (down by 1%)		(39.79)	216.37
Effect on DBO due to withdrawal rates (up by 1%)		(5.72)	229.77
Effect on DBO due to withdrawal rates (down by 1%)		5.97	238.29

* 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.

19 Other non-current liabilities

Particulars	**Amount as at 31 March 2026**	**Amount as at 31 March 2025**
Deferred income (tooling contracts)	-	241.43
	-	**241.43**

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20 Vendor bill financing

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Vendor bill financing	283.13	503.44
	283.13	**503.44**

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 2026	Amount as at 31 March 2025
Total outstanding dues of micro enterprises and small enterprises (refer note 43)	1,004.71	814.35
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,819.07	2,396.49
	3,823.78	**3,210.84**

Refer note 51 for FEMA compliances

Trade payable ageing schedule as at 31 March 2026

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*	**155.03**	849.32	-	0.36	-	-	1,004.71
(ii) Others	823.10	1,596.87	393.30	2.87	0.22	2.71	2,819.07
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-

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	-	-	-	-	-	-	-

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act)
The average credit period on purchase is 30-90 days.
For explanation on liquidity risk process, refer Note 35.

22 Other financial liabilities

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
At amortised cost		
Capital creditors	195.52	52.81
Employee benefits payable	86.54	74.82
Others	4.00	13.00
	286.06	**140.63**

23 Other current liabilities:

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Advance from customers	25.32	4.63
Deferred income (tooling contracts)	-	31.10
Customer security deposit	0.86	0.76
Statutory dues	83.70	157.39
	109.88	**193.88**

24 Current tax liabilities (net)

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Current tax liabilities (net of advance tax)	-	892.39
	-	**892.39**

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25 Revenue from operations *

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Sale of products		
Manufactured goods	24,319.33	20,399.58
Tool sales	279.90	74.75
Sale of services :		
Information technology enabled services	13.45	94.77
Business support services	79.90	73.06
Engineering services	117.95	79.05
	24,810.53	**20,721.21**
Other operating revenue		
Scrap sales	37.02	32.92
Export incentives	37.16	27.48
	74.18	**60.40**
Total revenue from operations	**24,884.71**	**20,781.61**

*Refer note 38 for revenue related disclosures

26 Other income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income on		
- fixed deposits with bank	14.90	0.70
- income tax refund	-	3.51
- receivable from related party	340.38	19.09
- financial assets at amortised cost	1.28	1.63
Insurance claim received**	62.46	-
Liability no longer required written-back	-	8.29
	-	5.42
Provision for doubtful advances to supplier written-back		
Foreign exchange fluctuation (net)	56.71	8.99
Dividend from Subsidiary*	-	294.19
	2.20	-
Gain on sale of property, plant and equipment (net)		
Miscellaneous income	7.51	0.55
	485.44	**342.37**

*Refer note 37

** During the year, the Company received an amount of Rs. 62.45 million from group company in relation to insurance claim filed by them with respect to inadequacies in vendor payments in the earlier years.

27 Cost of materials consumed

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Raw materials at the beginning of the year	453.00	452.60
Add: Purchases (Net)	16,996.76	14,357.02
Less: Raw material at the end of the year	(618.19)	(453.00)
Total Cost of raw materials consumed	**16,831.57**	**14,356.62**

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

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Opening stock		
Work-in-progress	136.96	125.39
Finished goods	175.44	166.64
Total (A)	**312.40**	**292.03**
Less: Closing stock		
Work-in-progress	(148.88)	(136.96)
Finished goods	(184.05)	(175.44)
Total (B)	**(332.93)**	**(312.40)**
(Increase)/ decrease in inventories (A-B)	**(20.53)**	**(20.37)**

29 Employee benefits expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries, wages and bonus	1,273.80	1136.78
Contribution to provident and other funds [refer note (a) below]	81.33	67.41
Staff welfare expenses	158.71	140.67
	1,513.84	**1,344.86**
(a) Defined contribution plans		
Amount recognised in the Statement of Profit and Loss :		
(i) Gratuity and Provident fund	77.38	64.32
(ii) Employee state insurance	3.95	3.09
	81.33	**67.41**

Changes to Employee Benefits upon notification of Labour Codes

The Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively, the "Labour Codes"). These Labour Codes, which have become effective from November 21, 2025, consolidate and rationalise 29 labour laws and introduce, among other matters, a uniform definition of "Wages". Also, the Labour Codes have modified certain employee benefits and eligibility conditions in respect of those benefits. Accordingly, during the year, the Company has amended its policies relating to employee benefits and modified its employment contracts to align such benefits with the requirements of the Labour Codes. The changes include (i) alignment of the definition of Wages for social security contributions / provisions and (ii) modifications to gratuity-related terms and take effect on and from November 21, 2025.
Past service cost resulting from plan amendments amounting to Rs. 152.11 Million has been recognised immediately in the Statement of Profit and Loss and has been classified as a part of "Exceptional items". Rs. 51.02 Million being the higher current service cost and the net interest on the net defined benefit liabilities (or assets), post the plan amendment, has been charged to the Statement of Profit and Loss and has been classified as a part of "Employee Benefits Expense".

30 Finance costs

Interest on external commercial borrowings from related parties at amortised cost

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on lease liability	21.49	4.24
Interest on delayed payment of taxes	34.57	14.69
Interest on factored receivables	96.15	-
Interest on amount due to MSME suppliers	12.70	29.33
Other interests	2.41	1.51
	167.32	**49.77**

31 Depreciation and amortisation expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation on property, plant and equipment (refer note 3)	382.41	366.55
Depreciation on right-of-use assets (refer note 3)	62.38	16.13
Amortisation of intangible assets (refer note 4)	2.06	2.57
	446.85	**385.25**

32 Other expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Consumption of stores and spares	299.73	250.54
Packing materials consumed	274.51	277.98
Power and fuel	234.83	232.24
Freight and forwarding charges	196.71	170.18
Repairs and maintenance:		
- Buildings	24.77	18.87
- Plant and machinery	162.73	143.89
- Others	25.15	18.27
Rent (refer note 40)	0.61	9.61
Rates and taxes	12.21	18.89
Travelling and conveyance	114.94	70.85
Insurance	14.41	15.67
Communication expenses	12.60	7.92
Printing and stationery	11.55	10.23
Legal and professional fees	133.54	48.76
Payment to auditors	7.84	9.10
Provision for expected credit loss	(19.00)	2.00
Research and development expenses	67.40	43.11
Contractual labour expenses	486.01	344.92
Provision for warranty expenses	97.84	60.51
	-	2.21
Loss on sale of property, plant and equipment (net)		
Corporate social responsibility	43.17	36.61
Loss recognised on early termination of lease	4.64	-
Royalty expense (refer note 37)	547.90	465.75
Networking fees	111.94	-
Management support charges	-	91.40
Miscellaneous expenses	116.01	99.29
	2,982.04	**2,448.80**

(a) Payment to auditors

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Audit fee	3.25	6.80
Limited Review	3.50	-
Certificate Fee	0.85	-
Others	0.24	2.30
	7.84	**9.10**

(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 ₹ 43.17 millions

b) Amount spent during the year on:

Particulars	For the year ended 31 March 2026			For the year ended 31 March 2025		
	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	48.42	-	48.42	47.22	-	47.22
	48.42	**-**	**48.42**	**47.22**	**-**	**47.22**

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

d) Details of excess amount spent for year ended 31 March 2026:

Opening Balance	Amount required to be spent during the year	Amount spent during the year	Closing Balance
27.95	43.17	48.42	33.20

e) The Company's Board of Directors in its meeting 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 2026.

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

33 Tax expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current tax	905.94	1,441.50
(Excess) / short provision of tax relating to earlier years	(3.45)	6.94
Deferred tax credit	(45.31)	(33.46)
Income tax expense reported in the Statement of Profit and Loss	**857.18**	**1,414.98**

	For the year ended 31 March 2026	For the year ended 31 March 2025
Remeasurement gain / (loss) of defined benefit obligations	6.23	10.23
Income tax expense charged to Other Comprehensive Income	**6.23**	**10.23**

Reconciliation of tax expense and the accounting profit multiplied by tax rate

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Accounting Profit before income tax expenses	3,296.95	8,293.56
India's statutory income tax rate	25.17%	25.17%
Computed tax expense	829.78	2,087.32
Tax effect on permanent non deductible expenses:		
Non-deductible expenses for tax purpose	23.58	22.36
Dividend Income	-	(74.04)
Tax related to earlier years	(3.45)	6.90
Income taxable at different rate on sale of subsidiary	-	(623.20)
Others	7.27	(4.37)
Income tax expense	**857.18**	**1,414.97**

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. 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 2026	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 assets and liabilities by category*

Particulars	Level of hierarchy	Amount as at 31 March 2026	Amount as at 31 March 2025
Financial assets measured at amortised cost:			
Loan to employees	3	19.41	6.02
Other financial assets	3	112.89	8,339.76
Trade receivables	3	2,710.20	3,192.82
Cash and cash equivalents	3	1,379.11	627.05
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	3.29
Total financial assets		**4,225.40**	**12,169.44**
Financial liabilities			
Lease liabilities	3	351.42	35.80
Trade payables	3	3,823.78	3,210.84
Vendor bill financing	3	283.13	503.44
Other financial liabilities	3	286.06	140.63
Total financial liabilities		**4,744.39**	**3,890.71**

*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 and loans to employees 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 assest 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 2026.

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,
- laons 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 at 31 March 2026	Amount as at 31 March 2025
A: Low	Cash and cash equivalents	1,379.11	627.05
	Bank balances other than cash and cash equivalents	0.50	0.50
	Other financial assets	112.89	8,339.76
	Investments	3.29	3.29
	Trade receivables	2,689.41	3,153.03
	Loans	19.41	6.02
B: High	Trade receivables	20.79	39.79

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.

b) Expected credit losses for financial assets

The Company provides for expected credit losses based on the following:

(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.

Particulars	Amount as at31 March 2026		Amount as at 31 March 2025	
	>365 days	0 - 365 Days	>365 days	0 - 365 Days
Gross amount of trade receivables where no default (as defined above) has occurred	0.25	2,730.74	2.52	3,230.08
Expected loss rate (in %)	100%	0.75%	100%	1.15%
Expected credit loss(loss allowance provision)	0.25	20.54	2.52	37.27

Reconciliation of loss allowance – lifetime expected credit losses:

Reconciliation of loss allowance	Trade receivable
Loss allowance on 1 April 2025	**24.90**
Impairment loss recognised/(reversed) during the year	12.89
Loss allowance on 31 March 2025	**37.79**
Impairment loss recognised/(reversed) during the year	(17.00)
Loss allowance on 31 March 2026	**20.79**

(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	Amount as at 31 March 2026	Amount as at 31 March 2025
Floating rate		
- Expiring within one year (bank overdraft, short term credit and other facilities)	915.30	695.87
	915.30	**695.87**

(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 2026					
Non derivatives					
Lease liabilities	88.11	198.24	141.04	-	427.39
Trade payables	3,823.78	-	-	-	3,823.78
Vendor bill financing	283.13	-	-	-	283.13
Other financial liabilities	286.06	-	-	-	286.06
Total	**4,481.08**	**198.24**	**141.04**	**-**	**4,820.36**

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**

(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 2026		Amount as at 31 March 2025	
		In FC	In ₹	In FC	In ₹
Financial asset					
Cash in Bank	USD	0.74	69.96	1.62	138.51
	EUR	0.05	5.01	-	-
Trade receivables	EUR	0.06	6.37	0.10	9.66
	USD	4.25	402.74	4.81	411.27
Exposure to foreign currency risk (assets)		**5.10**	**484.08**	**6.53**	**559.44**
Financial liability					
Trade Payables	EUR	0.75	81.90	0.79	73.39
	GBP	0.01	1.45	0.01	0.65
	USD	2.93	276.96	5.56	475.78
	CNY	0.11	1.49	-	-
Other financial liability					
Capital creditors	EUR	0.04	4.33	0.06	5.13
	USD	0.00	0.45		
Exposure to foreign currency risk (liabilities)		**3.84**	**366.58**	**6.42**	**554.95**
Net exposure to foreign currency risk			**117.50**		**4.49**

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 2026	Amount as at 31 March 2025
USD Sensitivity		
INR /USD - Increase by 2%	3.91	1.11
INR /USD - decrease by 2%	(3.91)	(1.11)

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
EURO Sensitivity		
INR /EUR - Increase by 2%	(1.60)	(1.03)
INR /EUR - decrease by 2%	1.60	1.03

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
GBP Sensitivity		
INR /GBP - Increase by 2%	(0.03)	(0.01)
INR /GBP - decrease by 2%	0.03	0.01

(ii) Interest rate risk

(a) Liabilities

The Company's policy is to minimize interest rate cash flow risk exposures on long-term financing. As at March 31, 2026, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates. The Company's investments in fixed deposits pay fixed interest rates.

(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 2026	Amount as at 31 March 2025
Total debt	-	-
Less: Cash and cash equivalents	1,379.11	627.05
Net debt	**(1,379.11)**	**(627.05)**
Total equity	3,934.79	10,223.90
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 2026	31 March 2025
Equity shares		
Interim dividend of per ₹ 89,589.64 equity share for the year ended 31 March 2026 (previous year: ₹ 11,494.05)	8,958.87	1,149.41

The Board of Directors in its meeting held on 15 May 2025, 21 July 2025 and 13 August 2025 have declared and paid an interim dividend of ₹ 3,414.00 ,₹ 31,480.60 and ₹ 54,694.14 respectively, on fully paid equity shares, aggregating to ₹ 8,958.87 millions for the financial year ended 31 March 2026.

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.

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37 Related party disclosures

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

(i) **Parent entities:**

Immediate holding company:	Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited) (with effect from 25 March 2025)
Intermediate holding company:	Tenneco Mauritius Limited, Mauritius Tenneco Mauritius Holdings Limited, Mauritius is an indirect subsidiary of Tenneco LLC, Delaware, which is owned through a set of holding entities by AP IX Pegasus Holdings L.P. Delaware. AP IX Pegasus Holdings L.P. Delaware is owned by certain funds which are managed and/or advised by affiliates of Apollo Global Management Inc.

(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
Tenneco LLC., USA (formerly, Tenneco Inc., USA)
Tenneco Mauritius Holdings Limited, Mauritius
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
Tenneco Automotive Europe BV (formerly, Tenneco Automotive Europe BVBA., Belgium)
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)
Tenneco Automotive Brasil Ltd., Brazil
Monroe Mexico S.DE R. L DE C.V (formerly, Monroe Mexico.S.A.C.V., Mexico)
Monroe Czechia SRO., Czech Republic
Fric Rot S.A.I.C., Argentina

Federal-Mogul Global Aftermarket EMEA BV
DRiV Poland Sp. z.o.o
Servicios Administrativos Industriales (Formerly known as Monroe mexico celaya)
Federal-Mogul Powertrain LLC
Tenneco Monroe Hodkovice., Czech Republic
Tenneco Global Services Private Limited
TENNECO INDIA OPERATIONS PRIVATE LI
Federal Mogul Goetze India Ltd
Tenneco Holdings LLC
Tenneco Automotive Eastern Europe SP. ZOO, Poland
Tenneco Ride Control South Africa (PTY) Ltd., South Africa
Tenneco (Suzhou) Co. Ltd., China
Tenneco Silesia SP ZOO, Poland
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
Mr. Jadit Singh Brar, Independent Director (from 30 May 2025)
Ms. Roopali Singh, Director (from 13 August 2025)
Ms. Mayuri Ramdasi, Company Secretary (till 14 January 2025)
Ms. Priya Nimje, Company Secretary (from 15 May 2025 to 5 February 2026)
Ms. Akanksha Arora, Company Secretary (from 11 February 2026)

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

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 2026	For the year ended 31 March 2025
(i) Sale of goods			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Fellow subsidiary	3.15	18.82
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	12.58	26.13
Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	-	15.00
Tenneco Automotive India P Ltd	Fellow subsidiary	-	-
Tenneco Ride Control South Africa (PTY) Ltd., South Africa	Fellow subsidiary	0.05	21.87
Tenneco Automotive Eastern Europe SP. ZOO, Poland	Fellow subsidiary	1.40	0.22
Monroe Mexico S.DE R. L DE C.V (formerly, Monroe Mexico.S.A.C.V., Mexico)	Fellow subsidiary	-	3.58
Motocare India Private Limited, India	Fellow subsidiary (from 25 March 2025)	1,733.16	1,711.72
Driv Japan Ltd., Japan	Fellow subsidiary	33.38	24.49
Tenneco Automotive Brasil Ltd., Brazil	Fellow subsidiary	0.28	1.32
Federal-Mogul of South Africa (Propriety) Limited (formerly, Federal-Mogul of S.Africa)	Fellow subsidiary	19.95	8.69
Federal-Mogul Global Aftermarket EMEA BV	Fellow subsidiary		
Federal-Mogul Motorparts (Singapore) Pte Ltd (formerly, Federal-Mogul Motorparts (Singapore) PLtd)	Fellow subsidiary	0.36	2.14
Monroe Australia Pty Ltd	Fellow subsidiary	2.23	
Fric Rot S.A.I.C., Argentina	Fellow subsidiary	4.95	22.26
DRiV Poland Sp. z.o.o		0.16	
Monroe Czechia S.R.O	Fellow subsidiary		
Federal-Mogul Global Aftermarket EMEA BV	Fellow subsidiary	2.15	
Servicios Administrativos Industriales (Formerly known as Monroe mexico celaya)		2.47	
Total		**1,816.27**	**1,856.24**
(ii) Sale of services: Information technology enabled services			
Federal-Mogul Powertrain LLC	Fellow subsidiary	13.45	-
Tenneco LLC., USA (formerly, Tenneco Inc., USA)	Fellow subsidiary	-	94.77
Total		**13.45**	**94.77**
(iii) Sale of services: Business Support Services			
Tenneco LLC., USA (formerly, Tenneco Inc., USA)	Fellow subsidiary	4.81	8.27
Tenneco Automotive Europe BV (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	49.54	42.06
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Fellow subsidiary	25.55	20.23
Federal-Mogul Motorparts LLC	Fellow subsidiary	-	2.50
Total		**79.90**	**73.06**
(iv) Other income (Insurance claim)			
Tenneco LLC., USA (formerly, Tenneco Inc., USA)	Fellow subsidiary	62.46	-
Total		**62.46**	**-**
(v) Sale of services: Engineering services			
Tenneco Automotive Brasil Ltd., Brazil	Fellow subsidiary	0.62	
Motocare India Private Limited, India	Fellow subsidiary	56.69	
Total		**57.31**	**-**

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 2026	For the year ended 31 March 2025
(vi) Purchase of goods			
Tenneco Automotive Europe BV (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	336.59	192.77
Monroe Czechia S.R.O., Czech Republic	Fellow subsidiary	-	0.34
Tenneco Ride Control South Africa (PTY) Ltd., South Africa	Fellow subsidiary	8.36	4.24
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	1.71	2.49
Tenneco (Suzhou) Co. Ltd., China	Fellow subsidiary	1.60	1.05
Tenneco (Changzhou) Ride Control System Co. Ltd (formerly, Tenneco (Changzhou) Ride Performance, China)	Fellow subsidiary	109.77	1.57
Tenneco Monroe Hodkovice., Czech Republic	Fellow subsidiary	0.67	-
Tenneco Automotive Brasil Ltd., Brazil	Fellow subsidiary	3.85	2.49
Tenneco (Suzhou) Ride Control Co.,Ltd China	Fellow subsidiary	1.51	0.07
TENNECO AUTOMOTIVE IBERICA S.A	Fellow subsidiary	7.31	-
Tenneco Automotive Eastern Europe., Poland	Fellow subsidiary	0.84	1.10
Federal Mogul Coventry Limited, UK	Fellow subsidiary	3.49	2.96
Total		**475.70**	**209.08**
(vii) Purchase of property, plant and equipment			
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.) (Refer note 16)	Fellow subsidiary	**-**	**-**
Total		**-**	
(viii) Re-imbursement of expenses paid			
Driv Japan Ltd., Japan	Fellow subsidiary	3.15	2.26
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited)	Immediate holding company (from 25 March 2025)	48.85	0.24
Fric Rot S.A.I.C., Argentina	Fellow subsidiary	-	0.80
Tenneco Global Services Private Limited	Fellow subsidiary	2.31	-
TENNECO INDIA OPERATIONS PRIVATE LI	Fellow subsidiary	14.62	-
Federal-Mogul Powertrain LLC	Fellow subsidiary	0.19	-
Total		**69.12**	**3.30**
(ix) 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)	50.94	0.69
Tenneco LLC., USA (formerly, Tenneco Inc., USA)	Fellow subsidiary	2.42	-
Tenneco Global Services Private Limited	Fellow subsidiary	0.32	-
Federal Mogul Goetze India Ltd	Fellow subsidiary	2.61	-
Total		**56.29**	**0.69**
(x) Sale of investment			
Federal-Mogul Motorparts India Limited	Fellow subsidiary	**-**	8,293.54
Total		**-**	**8,293.54**
(xi) Interest on recoverable from related party			
Federal-Mogul Motorparts India Limited	Fellow subsidiary	**340.38**	19.09
Total		**340.38**	**19.09**
(xii) Gain on sale of investment(subsidiary)			
Federal-Mogul Motorparts India Limited	Fellow subsidiary	**-**	5,734.51
Total		**680.75**	**5,734.51**
(xiii) Dividend received			
Motocare India Private Limited, India	Fellow subsidiary (from 25 March 2025)	**-**	294.19
Total		**1,361.51**	**294.19**

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 2026	For the year ended 31 March 2025
(xiv) R & D			
Tenneco Automotive Brasil Ltd., Brazil	Fellow subsidiary	0.13	
Total		**0.13**	**-**
(xv) Dividend paid			
Tenneco Clean Air India Limited	Imrmediate holding company (from 24 March 2025)	8,958.87	1,066.69
Tenneco Mauritius Limited, Mauritius	Intermediate holding company	-	82.71
Total		**8,958.87**	**1,149.41**
(xvi) Royalty			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Fellow subsidiary	355.64	465.75
Tenneco Holdings LLC	Fellow subsidiary	192.26	-
Total		**547.90**	**-**
(xvii) Management support charges			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Fellow subsidiary	-	91.40
Total		**-**	**91.40**
(xvii) Networking fees			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Fellow subsidiary	111.94	-
Total		**111.94**	
(xix) Remuneration to key managerial personnel			
Mr. R.C. Subramaniam	Managing Director	36.31	33.75
Mr. Praveen Kumar Singh	Director	20.40	17.50
Ms. Mayuri Ramdasi	Company Secretary (till 14 January 2025)	-	1.64
Ms. Priya Nimje	Company Secretary (till 5 February 2026)	1.04	-
Ms. Akanksha Arora	Company Secretary (11 February 2026)	0.80	-
Total		**58.55**	**52.89**

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.

Related party disclosures (cont'd)

(c) Balances with related parties as at the year end 31 March 2026:

Particulars	Nature of related party relationship	For the year ended 31 March 2026	Amount as at 31 March 2025
(i) Trade payable			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Fellow subsidiary	31.90	232.18
Tenneco Automotive Europe BV (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	51.02	34.09
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	4.13	2.31
Tenneco Holdings LLC	Fellow subsidiary	136.95	-
Monroe Czechia S.R.O., Czech Republic	Fellow subsidiary	0.00	0.01
Tenneco Automotive Eastern Europe Sp z. o. o.	Fellow subsidiary	3.35	2.01
Tenneco Ride Control South Africa (PTY) Ltd., South Africa	Fellow subsidiary	0.62	0.81
Driv Japan Ltd., Japan	Fellow subsidiary	1.54	0.61
Tenneco Monroe Hodkovice	Fellow subsidiary	0.05	-
Tenneco (Suzhou) Co., Ltd., China	Fellow subsidiary	0.36	0.32
Tenneco Automotive Brazil Ltd., Brazil	Fellow subsidiary	0.64	0.36
Tenneco (Changzhou) Ride Control System Co. Ltd (formerly, Tenneco (Changzhou) Ride Performance, China)	Fellow subsidiary	55.16	1.20
Tenneco (Suzhou) Ride Control Co., Ltd China	Fellow subsidiary	0.03	0.02
Federal Mogul Coventry Limited, UK	Fellow subsidiary	1.24	0.52
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited)	Immediate holding company	14.08	-
Federal-Mogul Powertrain LLC	Fellow subsidiary	0.19	-
TENNECO AUTOMOTIVE IBERICA S.A	Fellow subsidiary	7.28	-
TENNECO INDIA OPERATIONS PRIVATE LIMITED	Fellow subsidiary	2.50	-
Tenneco Global Services Private Lim	Fellow subsidiary	(0.32)	-
Total		**310.72**	**274.44**
(ii) Trade receivables			
Tenneco LLC., USA (formerly, Tenneco Inc., USA)	Fellow subsidiary	15.25	13.46
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Fellow subsidiary	12.40	15.89
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	2.62	4.64
Tenneco Automotive Europe BV (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	14.31	24.48
Tenneco Ride Control South Africa (PTY) Ltd., South Africa	Fellow subsidiary	-	0.35
Monroe Mexico S.DE R. L DE C.V (formerly, Monroe Mexico.S.A.C.V., Mexico)	Fellow subsidiary	-	7.92
Driv Japan Ltd., Japan	Fellow subsidiary	20.49	5.61
Motocare India Private Limited, India	Fellow subsidiary (from 25 March 2025)	602.80	279.33
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited)	Immediate holding company (from 25 March 2025)	0.50	-
FRIC-ROT S.A.I.C, Argentina	Fellow subsidiary	0.47	12.21
Federal Mogul Goetze India Ltd	Fellow subsidiary	2.61	
Monroe Czechia SRO., Czech Republic	Fellow subsidiary	0.00	-
Federal-Mogul of South Africa (Propriety) Limited (formerly, Federal-Mogul of S.Africa)	Fellow subsidiary	-	1.18
Tenneco Automotive Eastern Europe Sp z. o. o.	Fellow subsidiary	1.45	0.06
Federal-Mogul Motorparts (Singapore) Pte Ltd (formerly, Federal-Mogul Motorparts (Singapore) PLtd)	Fellow subsidiary	0.39	0.63
Federal-Mogul of South Africa (Propriety) Limited (formerly, Federal-Mogul of S.Africa)	Fellow subsidiary	1.58	8.69
DRiV Poland Sp. z.o.o	Fellow subsidiary	-	-
Federal-Mogul Global Aftermarket EM	Fellow subsidiary	1.16	-
Monroe Australia Pty Ltd	Fellow subsidiary	1.05	-
Servicios Administrativos Industriales (Formerly known as Monroe mexico celaya)	Fellow subsidiary	2.72	-
Total		**679.80**	**374.88**

Related party disclosures (cont'd)

(c) Balances with related parties as at the year end 31 March 2026:

Particulars	Nature of related party relationship	For the year ended 31 March 2026	Amount as at 31 March 2025
(iii) Recoverable from related party			
Tenneco LLC., USA (formerly, Tenneco Inc., USA)	Fellow subsidiary	62.46	-
Federal-Mogul Motorparts India Limited	Fellow subsidiary	**-**	**8,312.20**
		62.46	**8,312.20**
(iv) Loss allowance for trade receivables:			
Loss allowance	Refer Note 1	-	10.92
Total		**-**	**10.92**

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.

(d) Additional information:

(i) The information above has been determined to the extent such parties have been identified by the Company and relied upon by the auditors.

(ii) Related party transactions were made on terms equivalent to those that prevail in arm's length transactions.

(iii) There are no commitments in respect of related party transactions.

(iv) There are no provisions for doubtful debts related to the amount of outstanding balances.

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 enginerring services. Set out below is the disaggregation of the Company's revenue from contracts with customers:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from contracts with customers		
Sale of goods and services		
Domestic	23,167.42	19,164.39
Export	1,643.11	1,556.82
Other operating income	74.18	60.40
Total revenue covered under Ind AS 115	**24,884.71**	**20,781.61**

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue by time		
Revenue recognised at point in time	24,884.71	20,534.73
Revenue recognised over time	-	246.88
Total	**24,884.71**	**20,781.61**

c Contract balances

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

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Contract assets		
Unbilled revenue	7.17	-
Total contract assets	**7.17**	**-**
Contract liabilities		
Advances from customers	25.32	4.63
Deferred income (tooling contracts)	-	272.53
Security deposits received from customers	0.86	0.76
Total contract liabilities	**26.18**	**277.92**

d Trade receivables

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

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Receivables		
Trade receivables	2,730.99	3232.61
Less : Allowances for expected credit loss	(20.79)	(39.79)
Net receivables	**2,710.20**	**3,192.82**

Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the entity's obligation to transfer goods or services to a customer for which the entity has received consideration from the customer in advance. Contract assets (unbilled receivables) are transferred to receivables when the rights become unconditional and contract liabilities are recognised as and when the performance obligation is satisfied.

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

Particulars	Amount as at 31 March 2026		
	Contract Liabilities		
	Deferred Income	Advances from customers	Security deposits received from
Opening balance	**272.53**	**4.63**	**0.76**
Additions during the year	7.37	53.64	0.10
Revenue recognised during the year/ amount refunded during the year	(279.90)	(32.95)	-
Closing balance	**-**	**25.32**	**0.86**

Particulars	Amount as at 31 March 2025		
	Contract Liabilities		
	Deferred Income	Advances from customers	Security deposits received from
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 year	(74.75)	(74.80)	(1.10)
Closing balance	**272.53**	**4.63**	**0.76**

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

As the Company's business activities fall within a single primary business segment viz. auto components for automobile industry, the disclosure requirement of Indian Accounting Standard (Ind AS-108), Operating Segments is not applicable.

The following is the transactions by the Company with external customers individually contributing 10% or more of revenue from operations:
a) Customer 1 represented approximately 41% of revenue from operations.
b) Customer 2 represented approximately 18% of revenue from operations.
c) Customer 3 represented approximately 13% of revenue from operations.
No other single customer represents 10% or more to the revenue of the Company for financial year ended 31 March 2026.

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 2026	Year ended 31 March 2025
India	23,241.60	19,224.79
Other countries	1,643.11	1,556.82
	24,884.71	**20,781.61**

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

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
India	2,301.09	2,771.89
Other countries	409.11	420.93
	2,710.20	**3,192.82**

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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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 2026

Particulars	Category of ROU				Total
	Leasehold land	Buildings	Plant & Machinery	Vehicle	
Gross carrying value					
As at 1 April 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**
Accumulated depreciation					
As at 1 April 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 as at 31 March 2025	**141.00**	**30.78**	**-**	**4.70**	**176.48**

Particulars	Category of ROU				Total
	Leasehold land	Buildings	Plant & Machinery	Vehicle	
Gross carrying value					
As at 1 April 2025	**156.90**	**155.05**	**-**	**20.13**	**332.08**
Additions/ transfers	-	56.38	350.32	-	**406.70**
Disposals/Adjustments	(61.44)	(97.18)	-	(12.40)	**(171.02)**
As at 31 March 2026	**95.46**	**114.25**	**350.32**	**7.73**	**567.76**
Accumulated depreciation					
As at 1 April 2025	**15.90**	**124.27**	**-**	**15.43**	**155.60**
Depreciation charge for the year	0.98	24.23	35.03	2.14	62.38
Disposals/ adjustments	(9.51)	(87.77)	-	(12.40)	(109.68)
As at 31 March 2026	**7.37**	**60.73**	**35.03**	**5.17**	**108.30**
Net as at 31 March 2026	**88.09**	**53.52**	**315.29**	**2.56**	**459.46**

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 2026	Amount as at 31 March 2025
Non-current lease liabilities	293.52	14.28
Current lease liabilities	57.90	21.52
	351.42	**35.80**

The following is the movement in lease liabilities:

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
As at 01 April	35.80	41.88
Additions	396.67	15.55
Finance cost accrued during the year	21.49	4.24
Deletions	(4.78)	(1.41)
Payment of lease liabilities	(97.76)	(24.46)
As at 31 March	**351.42**	**35.80**

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 2026	Amount as at 31 March 2025
Less than one year	87.72	24.02
One to five years	296.87	15.10
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.

The following are the amounts recognised in profit or loss:

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Depreciation expense of right-of-use assets	62.38	16.13
Interest expense on lease liabilities	21.49	4.24
Expense relating to short-term leases (included in other expenses)	0.61	9.61
	84.48	**29.98**

(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 2026 was ₹ 97.76 millions (previous year: ₹ 24.46 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 9.1% to 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	3	50 - 90 Years	66 years	-	-	3.00
Buildings	4	4 - 48 months	18 months	-	-	4.00
Plant & Machinery	1	54 months	54 months	-	-	1.00
Vehicles	7	2- 41 months	15 months	-	-	15.00

(f) There are no leases which are yet to commence as on 31 March 2026.

41. Contingent liabilities

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Claims against the Company not acknowledged as debts:		
- Income tax matters (1)	572.82	522.97
- Excise/ customs matters (2)	48.17	48.17
- Sales tax and Goods & service tax (GST) matters (3)	53.98	40.34
- Employee related matters (4)	0.70	0.70
	675.67	**612.18**

(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.

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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42 Capital commitments

Particulars	Amount as at 31 March 2026	Amount as at 31 March 2025
Property, plant and equipment (net of advances paid)	845.14	46.58
	845.14	**46.58**

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 2026	Amount as at 31 March 2025
(a)	The principal amount remaining unpaid as at the end of year	849.68	814.35
(b)	Interest due on above principal and remaining unpaid as at the end of the year	0.56	0.03
(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.	12.14	29.30
(e)	The amount of interest accrued and remaining unpaid at the end of each accounting year; and	155.03	142.33
(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	155.03	142.33

44 Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit for the year as per Statement of Profit and Loss	2,439.77	6,878.58
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	100,000
Nominal value of shares (₹)	10.00	10.00
Earning per share - basic and diluted (₹)	**24,397.65**	**68,785.80**

45 Transfer pricing

Per transfer pricing legislation under sections 92-92F of the Income Tax Act, 1961, the Company is required to use certain specific methods in computing arm's length prices of international transactions with associated enterprises and maintain adequate documentation in this respect. Since law requires existence of such information and documentation to be contemporaneous in nature, the Company has appointed independent consultants for conducting a Transfer Pricing Study (the 'Study') to determine whether the transactions with associate enterprises undertaken during the financial year are on an "arms length basis". Management is of the opinion that the Company's international transactions are at arm's length and that the results of the on-going study will not have any impact on the financial statements and the independent consultants appointed have also preliminarily confirmed that they do not expect any transfer pricing adjustments.

46 Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities:

Particulars	Leases	Interest
Opening Balance 1 April 2024	**41.88**	-
Non cash changes due to		
- Recognition of lease liabilities	15.55	-
- Interest expense #	4.24	4.24
- Deletion	(1.41)	-
- Adjustment	-	
Cash flows during the year due to		
- Movement in Short term borrowings during the year (net)	-	-
- Repayment of lease liabilities	(20.22)	
- Payment of interest	(4.24)	(4.24)
Closing Balance as on 31 March 2025	**35.80**	-
Opening Balance 1 April 2025	**35.80**	-
Non cash changes due to		
- Recognition of lease liabilities	396.67	-
- Interest expense #	21.49	21.49
- Deletion	(4.78)	-
- Adjustment		
Cash flows during the year due to		
- Movement in Short term borrowings during the year (net)	-	-
- Repayment of lease liabilities	(76.27)	-
- Payment of interest	(21.49)	(21.49)
Closing Balance as on 31 March 2026	**351.42**	-

Interest expense of ₹21.49 Million (previous year: ₹ 4.24 Million) related to interest on right of use liabilities as per Ind AS 116 "Leases".

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47 Ratio Analysis and its elements :

Ratio	Numerator	Denominator	Unit	31 March 2026	31 March 2025	% Variance	Reason for Variance
(a) Current ratio	Current assets	Current liabilities	Times	1.13	0.91	24%	Refer note below
(b) Debt-equity ratio	Total debt	Shareholder's equity	Times	-	-	0%	Refer note below
(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	15.56	361.70	-96%	Decrease on account of gain on sale of subsidiary last year.
(d) Return on equity ratio	Net profit after taxes for the year(including OCI) less preference dividend (if any)	Average shareholder's equity	%	34.46%	93.27%	-63%	Decrease on account of gain on sale of subsidiary last year.
(e) Inventory turnover ratio	Revenue from operations	Average inventories	Times	26.12	24.70	6%	Refer note below
(f) Trade receivables turnover ratio	Net credit sales	Average trade receivables	Times	8.43	7.92	7%	Refer note below
(g) Trade payables turnover ratio	Net credit purchases	Average trade payables	Times	4.83	4.56	6%	Refer note below
(h) Net capital turnover ratio	Net sales	Working capital	Times	40.59	(42.76)	-195%	Decrease on account of gain on sale of subsidiary last year.
(i) Net profit ratio	Net Profit after tax	Net Sales	%	9.80%	33.00%	-70%	Decrease on account of gain on sale of subsidiary last year.
(j) Return on capital employed	Earning before interest and taxes	Capital employed = Tangible net worth + Total debt - Deferred tax asset	%	88.12%	82.29%	7%	Refer note below
(k) Return on investment	Return on investment	Average investment	%	0.00%	0.00%	0%	Refer note below

Note : 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.

48 Other Statutory Information

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 August 05, 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 Company are maintained in electronic mode. These are readily accessible in India at all times however backup is not maintained in India.

49 Audit Trail

The Company has used an accounting software for maintaining its books of account for the year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the audit trail feature at the application level has operated throughout the year for all relevant transactions recorded in the software. However, audit trail was not enabled at the database level to log any direct data changes. The audit trail that was enabled and operated for the year ended March 31, 2025 has been preserved by the Company as per the statutory requirements for record retention.

50 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, which was receivable from FMMP is received during the year ended 31 March 2026.

51 As at March 31, 2026, the company has an outstanding payable for import of goods and services for a period exceeding the specified time limit from date of shipment amounting to Rs.9.66 Million (subsequently paid Rs.Nil) which exceeds the permissible time frame stipulated by Reserve Bank of India ('RBI') Master Direction No.17/2016-17, Import of Goods and services issued by the RBI dated January 01, 2016 (amended from time to time).

As at March 31, 2026, the company has an outstanding receivable for export of goods and services for a period exceeding the specified time limit from the date of shipment of goods or the date of invoice, whichever is later amounting to Rs.10.58 Million (subsequently received Rs.Nil) which exceeds the permissible time frame stipulated by Reserve Bank of India ('RBI') Master Circular No.10/2011-12, Export of Goods and services issued by the RBI dated July 01, 2011 (amended from time to time).

As per the assessment performed by the Company, the consequential impact of this matter, including the liability for penal charges, if any, on the financial statements is presently not expected to be material and therefore no provision made in financial statements.

52 Rounding-off

Amounts mentioned as "0" in the financial statements denote amounts rounded off being less than INR ten thousand and rounding differences may occur between individual figures and totals.

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited
(CIN : U34300TZ1998PTC015231)

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 28 May 2026

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 28 May 2026

Akanksha Arora
Company Secretary
Place: Gurugram
Date: 28 May 2026

Federal-Mogul Ignition Products India Limited

ANNUAL REPORT 2025-26

CORPORATE INFORMATION

Registered Office

Federal-Mogul Ignition Products India Limited
803, Best Sky Tower, Netaji Subhash Place, New Delhi – 110034
CIN: U51109DL1998PLC195010
Tel.: (91-11) 49057597
E-mail: corpsecretarial@tenneco.com

Manufacturing Facility

SP-812/B-1&2 RIICO Industrial Area,
Phase III, Bhiwadi, Rajasthan – 301019

Board of Directors

Mr. Jasbir Singh, Whole-Time Director
Mr. Upkar Singh, Whole-Time Director
Mr. Abhishek Aggarwal, Director

Statutory Auditors

Deloitte Haskins & Sells LLP
Chartered Accountants

Registrars & Share Transfer Agents

Skyline Financial Services Private Limited
D-153 A, 1st Floor, Okhla Industrial Area,
Phase I, New Delhi -110 020

DIRECTORS' REPORT

Dear Shareholder(s),

The Board of Directors ("Board") have the pleasure in presenting the 27th (Twenty Seventh) Annual Report on the business and operations of Federal-Mogul Ignition Products India Limited ("Company") together with the Audited Financial Statements and Auditor's Report thereon for the financial year ending on March 31, 2026.

FINANCIAL PERFORMANCE

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

(in million INR)

Particulars	Financial Year ended	
	March 31,2026	March 31,2025
Revenue from operations	2,723.96	2,638.62
Interest and other income	26.94	29.88
Profit / (Loss) Before depreciation, exceptional item and taxes	477.36	330.65
Depreciation	58.88	62.47
Profit/(loss) Before Tax	418.48	268.18
Exceptional Items	13.27	-
Income Tax	104.21	67.26
Profit after tax	301.00	200.92
Other comprehensive Income	(3.37)	(2.21)
Amount transferred to reserves	-	-
Balance Carried to Balance Sheet	297.63	198.71

During the year, the total income of Company was INR 2,750.90 million as compared to INR 2668.50 million in the previous year.

There have been no material changes and commitments affecting the financial position of your Company, which have occurred between the end of financial year of your Company to which the financial statements relate and the date of this report.

SHARE CAPITAL OF THE COMPANY

There has been no change in the capital structure of the Company during the year under review.

The Authorised Share Capital of the Company as on March 31, 2026, is INR 50,00,00,000 divided into 5,00,00,000 equity shares of INR 10/- each and the issued, subscribed and paid-up capital of the Company as on March 31, 2026, is INR 42,78,90,360 consisting of 4,27,89,036 equity shares of INR 10 each. During the year, there is no change in the Capital.

BUSINESS REVIEW/STATE OF THE COMPANY'S AFFAIRS

The Company is a wholly owned subsidiary of Tenneco Clean Air India Limited and is engaged in the manufacture and supply of ignition products, primarily spark plugs and related ignition solutions, catering to two-wheeler, passenger vehicle and other gasoline engine applications. The Company's products support reliable engine performance, fuel efficiency and compliance with evolving emission standards.

During the year, the Company delivered a strong business performance driven by sustained demand in the two-wheeler and passenger vehicle segments, continued preference for gasoline-powered vehicles and a healthy order book. Revenue for FY 2025-26 stood at INR 2,723,959,289 and is forecasted to increase to INR 3,403,088,363 in FY 2026-27. Growth was aided by demand from key vehicle platforms in Passenger Vehicle and Two-Wheeler segment along with the additional spark plug business wins.

The Company continued to focus on product quality, customer satisfaction, capacity readiness and operational efficiency to support business growth and meet customer requirements. While the industry continues to face risks relating to market demand fluctuations, raw material cost pressures, competitive intensity and the gradual transition towards electric mobility, the Company remains well positioned for future growth, supported by its strong customer relationships, new platform wins and continued demand for gasoline-powered vehicles.

Further, there has been no change in the nature of business of the Company during the year under review.

TRANSFER TO RESERVES

During the year under review, the Company has not transferred any amount to reserves.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENT

During the financial year 2025–26, the Company has not provided any loans or guarantees nor made any investments within the meaning of Section 186 of the Companies Act, 2013 ("**Act**").

DIVIDEND

The directors have not recommended any dividend for the year.

DEPOSITS

The Company has neither invited nor accepted any deposits from public falling within the purview of section 73 of the Act read with the Companies (Acceptance of Deposits) Rules 2014 during the year. There is no unclaimed or unpaid deposit lying with the Company. Accordingly, there were no cases of default in repayment of deposits or payment of interest thereon at the beginning of the year, during the year, and at the end of the year.

HOLDING COMPANY AND SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, the Company continued to be the wholly owned subsidiary of Tenneco Clear Air India Limited. The Company did not have any subsidiary, joint venture or associate company as on March 31, 2026.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

a) Composition of the Board of Directors and KMPs of the Company as on March 31, 2026 is mentioned below:

Sl. No	Name of the Director	Designation
1	Mr. Upkar Singh Randhawa	Whole-time Director
2	Mr. Jasbir Singh	Whole-time Director
3	Mr. Nadella Phani Kishor Rao	Non-Executive Director
4	Mr. Rishi Verma	Non-Executive Director
5	Mr. Manoj Sharma	Chief Financial Officer
6	Ms. Priya Nimje	Company Secretary

b) Changes in Directors and KMP during the financial year 2025-26 and thereafter:

- Mr. Pulkit Verma was appointed as the Company Secretary with the effect form May 9, 2025 and resigned from the position of Company Secretary with the effect from June 10, 2025.
- Mr. Khalid Khan resigned from the position of Independent Director with effect from May 19, 2025.
- Mr. Manish Chadha resigned from the position of Independent Director with effect from August 11, 2025.
- Mr. Kunal Kirti was appointed as an additional Non-Executive Director with the effect form August 11, 2025 and resigned from the position of additional Non-Executive Director with the effect from December 3, 2025.
- Mr. Rishi Verma was appointed as an additional Non-Executive Director with the effect form December 3, 2025 and resigned from the position of additional Non-Executive Director with the effect from March 31, 2026.
- Mr. Nadella Phani Kishor Rao was appointed as an additional Non-Executive Director with the effect form December 3, 2025 and resigned from the position of additional Non-Executive Director with the effect from March 31, 2026.
- Ms. Akanksha Arora was appointed as the Company Secretary with the effect form December 4, 2025 and resigned from the position of Company Secretary with the effect from February 5, 2026.
- Mr. Sumit Gupta resigned from the position of Chief Financial Officer of the Company with the effect from January 31, 2026.
- Mr. Manoj Sharma was appointed as the Chief Financial Officer of the Company with the effect from February 6, 2026.
- Ms. Priya Nimje was appointed as the Company Secretary with the effect from February 6, 2026.

- Mr. Jasbir Singh was redesignated as a Whole-time Director of the Company with effect from March 26, 2026.

c) Changes after closure of financial year

Further, after the closure of financial year, Mr. Abhishek Aggarwal was appointed as an additional Non-Executive Director with the effect from April 1, 2026.to hold the office upto the date of ensuing AGM.

Being eligible, the Board of Directors have recommended the appointment of Mr. Abhishek Aggarwal as the Director of the Company at the ensuing AGM pursuant to the provisions of Section 152 of the Act and all other applicable provisions.

In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr. Upkar Singh Randhawa (DIN: 10834630) Whole-time Director of the Company shall retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment. The Board of Directors of the Company have recommended his re-appointment subject to approval by members at the ensuing Annual General Meeting of the Company.

Further, pursuant to Companies (Appointment and Qualification of Directors) Rules, 2014, an unlisted public company which is a wholly owned subsidiary is exempt from appointing Independent Directors on its Board of Directors. Further, the requirements of constitution of an Audit Committee and Nomination and Remuneration Committee were also not applicable to the Company.

BOARD EVALUATION

In terms of the requirement of the Act, an annual performance evaluation of the Board, its committees and individual directors is required to be undertaken, where the Board formally assesses its own performance with the aim of improving the effectiveness of the Board and the Committee as a whole.

The criteria for performance evaluation of Board, CSR Committee and Individual Directors on the Board were being adopted by the Board of Directors. The Company had implemented a structured and confidential evaluation process to which the directors provided feedback through a rating mechanism based on defined performance parameters.

The overall performance assessment was completed to the satisfaction of the Board, and the outcome of the evaluation was presented and discussed at the Board meeting.

DETAILS OF BOARD MEETINGS

During the year, thirteen (13) Board meetings were held, details of which are given below:

Date of meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
April 28, 2025	1	4	4	Mr. Jasbir Singh Mr. Upkar Singh Randhawa

				Mr. Manish Chadha Dr. Khalid Iqbal Khan
May 28, 2025	2	3	3	Mr. Jasbir Singh Mr. Upkar Singh Randhawa Mr. Manish Chadha
June 11, 2025	3	3	2	Mr. Upkar Singh Randhawa Mr. Manish Chadha
June 19, 2025	4	3	3	Mr. Jasbir Singh Mr. Upkar Singh Randhawa Mr. Manish Chadha
June 27, 2025	5	3	2	Mr. Jasbir Singh Mr. Upkar Singh Randhawa
July 21, 2025	6	3	2	Mr. Jasbir Singh Mr. Upkar Singh Randhawa
August 11, 2025	7	3	3	Mr. Jasbir Singh Mr. Upkar Singh Randhawa Mr. Kunal Kirti
September 5, 2025	8	3	2	Mr. Jasbir Singh Mr. Upkar Singh Randhawa
September 23, 2025	9	3	3	Mr. Jasbir Singh Mr. Upkar Singh Randhawa Mr. Kunal Kirti
December 3, 2025	10	4	3	Mr. Jasbir Singh Mr. Upkar Singh Randhawa Mr. Nadella Phani Kishor Rao
February 6, 2026	11	4	3	Mr. Jasbir Singh Mr. Upkar Singh Randhawa Mr. Nadella Phani Kishor Rao
March 25, 2026	12	4	3	Mr. Jasbir Singh Mr. Upkar Singh Randhawa Mr. Nadella Phani Kishor Rao
March 26, 2026	13	4	4	Mr. Jasbir Singh Mr. Upkar Singh Randhawa Mr. Nadella Phani Kishor Rao Mr. Rishi Verma

The interval between any two meetings was well within the maximum allowed gap of 120 days as per the Act and the requisite quorum was present in each meeting of the Board.

BOARD COMMITTEES

Corporate Social Responsibility Committee

In accordance with the provisions of Section 135 of the Act, the Company has a Corporate Social Responsibility Committee. The composition of the Corporate Social Responsibility Committee as on March 31, 2026 is as follows:

S.No.	Name of Director	Category of Director	Status in Committee
1.	Mr. Jasbir Singh	Whole Time Director	Chairman
2.	Mr. Upkar Singh Randhawa	Whole Time Director	Member

3.	Mr. Nadella Phani Kishor Rao	Non- Executive Director	Member

During the year all the recommendations made by the Corporate Social Responsibility Committee were accepted by the Board.

Details of Corporate Social Responsibility Committee meetings

During the year, one meeting of Corporate Social Responsibility Committee was held, details of which are given below:

Date of meeting	No. of Meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
Feb 6, 2026	1	3	Mr. Jasbir Singh Mr. Upkar Singh Randhawa Mr. Nadella Phani Kishor Rao

General Meetings

Date of Meeting	Annual/Extra-ordinary General Meeting
June 11,2025	25th Annual General Meeting
June 19, 2025	26th Annual General Meeting

RISK MANAGEMENT

The Company operates in an environment influenced by various risks, some within its control and others beyond it. To identify and manage these risks, the Company has put in place a robust risk management policy and systems, with oversight and monitoring carried out by the Board and senior management to ensure effective implementation of risk mitigation strategies and plans. The Company continues to take appropriate and timely measures to mitigate risks.

STATUTORY AUDITORS, THEIR REPORT AND NOTES TO FINANCIAL STATEMENTS

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No.: 117366W/W100018) were appointed as the Statutory Auditors of the Company, for 5 (five) consecutive years from the conclusion of 23rd AGM of the Company held on September 30, 2022 Accordingly, they continue to act as Statutory Auditors of the Company until the AGM to be held in the year 2027

The Notes on financial statements referred to in the Auditor's Report are self –explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer.

REPORTING OF FRAUD BY AUDITORS

During the year under review, the Auditors of your Company have not reported any instance of fraud under section 143 (12) of the Companies Act 2013. Further, no case of fraud has been reported to the management of your Company from any other source.

COST AUDIT

The Company has maintained the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, as required by the Company and such accounts and records are made and maintained as per rule 8(5) (ix) of the Companies Accounts Rules, 2014. The Board of your Company has appointed M/s. Sanjay Gupta & Associates, Cost Accountants (Firm Registration No.: 000212) as the Cost Auditors for conducting the audit of cost records for the Financial Year 2025-26

SECRETARIAL AUDIT

The Board of the Company, at its meeting held on September 5, 2025, appointed M/s. RPA & Partners (FRN: P2024DE099400), Practicing Company Secretaries, as the Secretarial Auditors of the Company, in accordance with the provisions of Section 204 of Act, for a term of five consecutive years to conduct the secretarial audit.

The Secretarial Audit Report for the financial year ended March 31, 2026, is annexed herewith and marked as **Annexure I** to this report and does not contain any qualification, reservation, adverse remark or disclaimer.

INTERNAL AUDIT

The Board approved the appointment of M/s. KPMG Assurance and Consulting Services LLP, Chartered Accountants, as the internal auditors of the Company. The reports submitted by the Internal Auditor have been reviewed by the Board.

RELATED PARTY TRANSACTIONS

All the contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The copy of Form no. AOC-2, as prescribed under section 134 (3) (h) of the Companies Act 2013, read with Rule 8(2) of the Companies (Accounts) Rules, 2014 (including any modifications or re- enactments thereof), containing the details of transactions, contracts or arrangements entered into with Related Parties are annexed herewith as **Annexure II.**

Details of related party transactions entered into by the Company, in terms of Ind AS have been disclosed in the notes to the financial statements forming part of the Directors' Report.

INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

The Board has established comprehensive policies and procedures to govern the orderly and efficient conduct of its business, ensuring adherence to Company's policies, 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 and its disclosures.

The Company's internal control systems as laid down are adequate and commensurate with the nature of its business, the size and the complexity of its operations. To further strengthen the internal control system, the Company has a well-established internal audit mechanism. The internal audit is carried out by external independent auditor. The Internal Auditors periodically review operational compliances in accordance with documented policies and procedures and evaluate their effectiveness and efficacy in ensuring robust internal control.

The Statutory Auditors have audited the financial statements for the financial year ended March 31, 2026, and have also issued an attestation report on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting in accordance with Section 143 of the Companies Act, 2013

CORPORATE SOCIAL RESPONSIBILITY

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the provisions relating to Corporate Social Responsibility are applicable to the Company and the company has formulated Corporate Social Responsibility (CSR) Policy in this regard.

An Annual Report on CSR activities undertaken during the year along with the salient features of the CSR Policy, constitution of the CSR Committee, and expenditure incurred, are set out in **Annexure-III** to the Board Report.

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

The information pertaining to the conservation of energy, technology absorption and foreign exchange earnings and outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 forms part of this report and is annexed as **Annexure-IV**

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3), 134(3)(a) of the Act read with the Companies Rules, 2014 (including any modifications or re-enactments thereof), every company shall place a copy of the annual return on the website of the company. Since the Company does not have a website, this is not applicable. Further the Annual Return will be filed with the Registrar of Companies.

SECRETARIAL STANDARDS

The Directors state that notified Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively issued by the Institute of Company Secretarial of India (ICSI), have been duly followed by the Company.

PARTICULARS OF EMPLOYEES

Being an unlisted Company, the disclosure of details regarding employee remuneration, as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has in place Prevention of Sexual Harassment (POSH) Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and complied with the provisions relating to constitution of internal complaints committee under the said Act.

During the year under review:

1. Number of sexual harassment complaints received during the year- Nil
2. Number of complaints disposed of during the year – Not Applicable
3. Number of cases pending for more than 90 days - Not Applicable

MATERNITY BENEFIT ACT, 1961

In accordance with the requirements of the Maternity Benefit Act, 1961, the Company confirms that it is fully compliant with the provisions of the said Act. The Company provides all statutory benefits and other entitlements as prescribed under the Act. The Company is committed to fostering an inclusive and supportive work environment for all employees and ensures that all applicable provisions relating to maternity benefits are implemented.

VIGIL MECHANISM AND WHISTLE BLOWER POLICY

Your Company has established a vigil mechanism and whistle blower policy to handle the complaints received from various internal as well as external stakeholders of your company The policy provides a structured framework for directors and employees to report genuine concerns with adequate safeguards against victimization.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

OTHER DISCLOSURE

The Board of Directors confirms that no disclosure or reporting is required in respect of the following matters, as there were no transactions or events of the nature specified below during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting, or otherwise.
2. Issue of shares, including sweat equity shares, to employees under any scheme.
3. Grant of voting rights not directly exercisable by employees in respect of shares held by them, as contemplated under Section 67(3)(c) of the Companies Act, 2013.
4. Transfer of any amount to the Investor Education and Protection Fund (IEPF).
5. Initiation or pendency of any proceedings under the Insolvency and Bankruptcy Code, 2016.
6. One-time settlement with any Bank or Financial Institution.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors state that:

(a) In the preparation of the annual accounts for the year ended March, 31, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act and there were no material departures from the same;

(b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March, 31, 2026 and of the profits of the Company for the year ended on that date;

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

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

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

ACKNOWLEDGEMENT

The Board of Directors expresses its sincere appreciation for the continued support and cooperation extended by the Company's stakeholders, including its bankers, customers, dealers, vendors, promoters, shareholders, government authorities, and all other business associates during the year under review. Their trust and collaboration have been instrumental in enabling the Company to navigate challenges and pursue its strategic objectives.

The Board also places on record its deep gratitude to all employees of the Company for their unwavering commitment, dedication, and tireless efforts. Their professionalism and perseverance have played a pivotal role in sustaining the Company's growth and operational excellence.

For and on behalf of the Board of Directors
Federal Mogul Ignition Products India Limited

Jasbir Singh
Whole-time Director
DIN: 10817653
Place: Patiala
Date: May 30, 2026

Upkar Singh Randhawa
Whole-time Director
DIN: 10834630
Place: Bhiwadi
Date: May 30, 2026

ANNEXURE - I

SECRETARIAL AUDIT REPORT
For the financial year ended on 31st March, 2026

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

To,
The Members,
Federal - Mogul Ignition Products India Limited
803, Best Sky Tower,
Netaji Subhash place, Rani Bagh,
New Delhi-110034

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

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

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

i) The Companies Act, 2013 (the Act) and the rules made there under;
ii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under;
iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above. Further, the Company has received Show Cause Notice by Ministry of Corporate Affairs (Cost Audit Branch) during the financial year 2025-26 for non-compliance of section 148 of the Companies Act, 2013 for the financial year ended on 31st March, 2023, and accordingly, the response was submitted to the above said department.

We further report that: -

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of

Directors that took place during the period under review were carried out in compliance with the provisions of the Act. The Company became a wholly owned subsidiary w.e.f 26th March, 2025, and accordingly, the Company was not required to have Independent Directors.

Adequate notice has been given to all directors/members of the committee, as the case may be, to schedule the Board Meetings including committee meetings during the financial year under review, agenda and detailed notes on agenda were sent properly before the scheduled meeting, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

In terms of the minutes of the board and committee meetings, all the decisions have been carried unanimously. The members of the Board have not expressed dissenting views on any of the agenda items during the financial year under review.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the audit period the Company has:

1. filed an application for compounding of offence under section 441 of the Companies Act, 2013 for not holding Annual General Meeting for the financial year ended 31st March, 2024;

2. designated Mr. Jasbir Singh as Whole Time Director of the Company during the financial year 2025-26 and his remuneration was also approved during the financial year;

3. ratified the remuneration paid to Mr. Upkar Singh Randhawa, Whole Time Director of the Company during the financial year 2025-26.

FOR RPA & PARTNERS
COMPANY SECRETARIES

CS ALOK KUMAR TRIPATHI
ACS-27448, CP No.- 13447
UDIN: A027448H000445800

Place: NEW DELHI
Date: 22/05/2026

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

Annexure-I

To,
The Members,
Federal - Mogul Ignition Products India Limited
803, Best Sky Tower,
Netaji Subhash place, Rani Bagh,
New Delhi-110034

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

1. Management of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of the events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR RPA & PARTNERS
COMPANY SECRETARIES

CS ALOK KUMAR TRIPATHI
ACS-27448, CP No.- 13447
UDIN: A027448H000445800

Place: NEW DELHI
Date: 22/05/2026

ANNEXURE - II

FORM NO. AOC 2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: **NIL**

   (a) Name(s) of the related party and nature of relationship
   (b) Nature of contracts/arrangements/transactions
   (c) Duration of the contracts/arrangements/transactions
   (d) Salient terms of the contracts or arrangements or transactions including the value, if any
   (e) Justification for entering into such contracts or arrangements or transaction
   (f) Date of approval by the Board
   (g) Amount paid as advances, if any
   (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

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

Name of the Related Party and Nature of Relationship	**Nature of contracts/ arrangements/ transactions**	**Salient terms of the contracts/ arrangements/ transactions including the value, if any**	**Date of Approval of the Board, if any**	**Amount paid as advances, if any**
Motocare India Private Limited- Group Company	Sale of Products	INR 434.20 Mn	NA	Nil
Federal Mogul Ignition LLC - Group Company	Purchase of Raw materials	INR 699.39 Mn	NA	Nil

For and on behalf of the Board of Directors
Federal Mogul Ignition Products India Limited

Jasbir Singh
Whole-time Director
DIN: 10817653
Place: Patiala
Date: May 30, 2026

Upkar Singh Randhawa
Whole-time Director
DIN: 10834630
Place: Bhiwadi
Date: May 30, 2026

ANNEXURE III

Annual Report on Corporate Social Responsibility (CSR) activities for the Financial Year 2025-26

1. **Brief outline on CSR Policy of the Company:**

Federal Mogul Ignition Product India Limited's CSR Policy outlines the Company's commitment to integrating social, environmental, and ethical considerations into its business operations and contributing to sustainable development and community welfare.

The policy is framed in accordance with Section 135 of the Companies Act, 2013 and applicable CSR Rules, and is implemented under the guidance of the CSR Committee and the Board.

The Company focuses its CSR initiatives on key areas such as:

- Healthcare, sanitation, and poverty eradication
- Education and skill development
- Gender equality and social inclusion
- Environmental sustainability
- Rural development and community welfare

CSR activities may be undertaken directly or through eligible implementing agencies, with a structured process of identification, planning, execution, and monitoring.

The Board ensures statutory CSR spending requirements are met, oversees utilization of funds, and monitors the effectiveness and impact of CSR initiatives, including reporting in the Board's report.

2. **Composition of CSR Committee:**

Name of the Member	Category	Status	No. of Meetings	
			Entitled to attend	Attended
Mr. Jasbir Singh	Whole- Time Director	Chairman	1	1
Mr. Upkar Singh Randhawa	Whole- Time Director	Member	1	1
Mr. Nadella Phani Kishor Rao	Non- Executive Director	Member	1	1

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

The Company does not have a website. Accordingly, disclosure under this clause is not applicable.

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

The provisions relating to impact assessment under Rule 8(3) of the Companies (CSR Policy) Rules, 2014 are not applicable to the Company during the financial year. Accordingly, no impact assessment was carried out.

5. (a) **Average net profit of the company as per sub-section (5) of section 135**.- INR 21,94,43,700

(b) **Two percent of average net profit of the company as per sub-section (5) of section 135**.- INR 43,88,874

(c) **Surplus arising out of the CSR Projects or programmes or activities of the previous financial years** - Nil

(d) **Amount required to be set-off for the financial year, if any**. - Nil

(e) **Total CSR obligation for the financial year** - INR 43,88,874

6. (a) **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)** –

INR 43,88,874

Ongoing project: Nil

Other than Ongoing projects:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S. No.	Name of the project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in INR)	Mode of implem-entation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registra-tion number
1.	Providing basic infrastructure to government school.	Item (ii) promoting education	Yes	Rajasthan, Tijara		17,46,992	No	Maa Foundation	CSR00016160
2.	Green belt development and jute bag distribution	Item (iv) ensuring environmental sustainability	Yes	Rajasthan, Tijara		26,41,882	No	Maa Foundation	CSR00016160
	Total					**43,88,874**			

(b) **Amount spent in Administrative Overheads** - Nil

(c) **Amount spent on Impact Assessment, if applicable** - Not Applicable

(d) **Total amount spent for the Financial Year [(a)+(b)+(c)]:** INR 43,88,874

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

Total Amount Spent for the Financial Year (in INR.)	Amount Unspent (in INR)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
43,88,874	Nil		Nil		

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

S. N.	Particular	Amount (INR.)
i.	Two percent of average net profit of the company as per section 135(5)	43,88,874
ii.	Total amount spent for the Financial Year	43,88,874
iii.	Excess amount spent for the financial year [(ii)-(i)]	-
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

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

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in INR)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in INR)	Amount Spent in the Financial Year (in INR)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in INR)	Date of Transfer		
1	FY-2022-23	-	-	-	-	-	-	-
2	FY-2023-	-	-	-	-	-	-	-

	24							
3	FY-2024-25	-	-	-	-	-	-	-

8. **Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:**

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

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

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

For and on behalf of the Board of Directors
Federal Mogul Ignition Products India Limited

Jasbir Singh
Chairman of CSR Committee and
Whole-time Director
DIN: 10817653
Place: Patiala
Date: May 30, 2026

Upkar Singh Randhawa
Whole-time Director

DIN: 10834630
Place: Bhiwadi
Date: May 30, 2026

ANNEXURE IV

The information in accordance with the provisions of Section 134(3) (m) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are under:

Sr. No.	Particulars	Comments
(A) Conservation of Energy:		
	the steps taken or impact on conservation of energy;	Analysis was undertaken for implementation of solar power projects aimed at reducing overall energy consumption and improving energy efficiency across operations.
	the steps taken by the Company for utilizing alternate sources of energy;	Installation of solar power projects to promote utilization of renewable energy sources and reduce dependence on conventional energy.
	the capital investment on energy conservation equipment	INR 9.76 million
(B) Technology Absorption:		
I	the efforts made towards technology absorption	1. Continued localization of ceramic components in India to strengthen the domestic supply chain and reduce import dependency. 2. Enhancement of engineering laboratory capabilities through installation of Dielectric Strength testing facilities. 3. Introduction of advanced Heat Range Measurement System to improve product validation and testing capabilities.
III	the benefits derived like product improvement, cost reduction, product development or import substitution;	1. Successful localization of ceramic manufacturing in India with an installed production capacity of approximately 500,000 units per month. 2. Strengthened testing and validation capabilities through the addition of Dielectric Strength testing facilities, enabling greater independence in product validation activities and reduced lead times. 3. Improved product development and quality assurance through advanced heat range testing capabilities, resulting in more accurate temperature measurements and enhanced customer support during product validation and development activities. 4. Reduction in import dependence and improvement in overall manufacturing competitiveness through localization initiatives.

IIII	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year:	**A. The details of technology imported and the year of import** 1. Ceramics Technology (Grades 2140 and 5008) imported in 2025 for localization and production enhancement. 2. Dielectric Test Capability incorporating specialized testing ceramics introduced in 2025. 3. Advanced Heat Range Measurement System introduced in 2026. **B. Whether the technology been fully absorbed** The Dielectric Test Capability and Heat Range Measurement System have been fully absorbed and integrated into manufacturing and testing operations. **C. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof**; Higher-grade ceramic (Surefire) technology has not been fully absorbed. The localization project is currently under implementation and is expected to be fully absorbed by the end of year 2026.	
IV	the expenditure incurred on Research and Development	Nil	
(C) FOREIGN EXCHANGE EARNINGS AND OUTGO:		**2025-26 (INR Mn)**	**2024-25 (INR Mn)**
I	Foreign Exchange earnings	272.65	279.60
II	Foreign Exchange outgo	1224.37	1235.03

For and on behalf of the Board of Directors
Federal Mogul Ignition Products India Limited

Jasbir Sing
Whole-time Director
DIN: 10817653
Place: Patiala
Date: May 30, 2026

Upkar Singh Randhawa
Whole-time Director
DIN: 10834630
Place: Bhiwadi
Date: May 30, 2026

INDEPENDENT AUDITOR'S REPORT

To The Members of Federal-Mogul Ignition Products India Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Federal Mogul Ignition Products India Limited** (the "Company"), which comprise the Balance Sheet as at 31 March 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

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

Basis for Opinion

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

Information Other than the Financial Statements and Auditor's Report Thereon

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

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

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

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

Responsibilities of Management and Board of Directors for the Financial Statements

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

records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

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

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

   b) In our opinion, proper books of account as required by law have been kept by the Company except for not keeping backup on a daily basis of such books of account maintained in electronic mode in a server physically located in India till 16 December 2025 and thereafter, the Company has started keeping backup on a daily basis of such books of account maintained in electronic mode in a server physically located in India. (refer Note 36 to the financial statements) and not complying with the requirement of audit trail as stated in (i)(vi) below.

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

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

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

   f) The modifications relating to the maintenance of accounts and other matters connected therewith, are as stated in paragraph (b) above.

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

   h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

      i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 31(b) and 34(b) to the financial statements;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses - Refer note 37 (xi) to the financial statements.

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company - Refer note 37 (xvi) to the financial statements.

      iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 37(xii) to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of

funds) by the Company to or in any other person(s) or entity(ies), including foreign entities.

(b) The Management has represented, that, to the best of its knowledge and belief, other than as disclosed in the note 37(xiii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities.

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

v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account for the year ended 31 March 2026 which has a feature of recording audit trail (edit log) facility and the audit trail feature at the application level has operated throughout the year for all relevant transactions recorded in the software. However, the audit trail was not enabled at the database level to log any direct data changes. Consequently, we are unable to comment whether there were any instances of the audit trail feature being tampered with (refer note 37(xiv) to the financial statements).

Additionally, the audit trail that was enabled and operated has been preserved by the Company as per the statutory requirements for record retention, as stated in Note 37(xiv) to the financial statements.

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

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Jyoti Vaish
Partner
Membership No. 096521
UDIN: 26096521MHWSAZ5126

Place: Gurugram
Date: 30 May 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our report on the financial statements for the year ended 31 March 2026 to the Members of Federal-Mogul Ignition Products India Limited of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to financial statements of Federal-Mogul Ignition Products India Limited (the "Company") as at 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

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

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Jyoti Vaish
Partner
Membership No. 096521
UDIN: 26096521MHWSAZ5126

Place: Gurugram
Date: 30 May 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report on the financial statements for the year ended 31 March 2026 to the Members of **Federal-Mogul Ignition Products India Limited** of even date]

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

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

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

(b) The Company has a program of verification of Property, Plant and Equipment, capital work-in-progress and right-of-use assets so to cover all the items once every three years, which, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. Pursuant to the program no such assets were due for physical verification during the year. Since no physical verification of property, plant and equipment, capital work-in-progress, and right-of-use assets was due during the year, therefore the question of reporting on material discrepancies noted on verification does not arise.

(c) The Company does not have any immovable properties of freehold land and buildings. In respect of immovable property that has been taken on lease and disclosed in the financial statements as right-of use asset as at the balance sheet date, the lease agreement is duly executed in favour of the Company.

(d) The Company has not revalued any of its property, plant and equipment (including Right-of-Use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at 31 March 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories except for (goods-in-transit and stocks held with third parties), were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained and in respect of goods in- transit, the goods have been received subsequent to the year end or confirmations have been obtained from the parties. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories/alternate procedures performed as applicable, when compared with the books of account.

(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause 3(ii)(b) of the Order is not applicable.

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

(iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, as amended. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year. We have been informed that Sales tax, Service tax, duty of Excise and Value Added Tax are not applicable to the Company.

There were no undisputed amounts payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other material statutory dues in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31 March 2026 on account of disputes are given below:

Name of the statute	**Nature of Dues**	**Amount (Rs In million)***	**Amount paid under protest (Rs. In million)**	**Period to which the Amount Relates (Financial year)**	**Forum where dispute is Pending**
The Income Tax Act, 1961	Income Tax	6.24	-	2004-05	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	5.53	-	2008-09	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	8.83	-	2011-12	Income Tax Appellate Tribunal
The Income Tax Act, 1961	Income Tax	10.3	3.20	2012-13	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	3.52	0.30	2013-14	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	6.93	2.34	2015-16	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	2.89	0.74	2016-17	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	5.12	-	2017-18	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	17.26	-	2019-20	Income Tax Appellate Tribunal
The Income Tax Act, 1961	Income Tax	22.52	-	2020-21	Income Tax Appellate Tribunal
The Income Tax Act, 1961	Income Tax	14.34	-	2021-22	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	10.26	-	2022-23	Commissioner of Income Tax (Appeals)

* includes amount paid under protest.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income-tax Act, 1961 (43 of 1961) during the year.

(ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

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

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, not been used during the year for long-term purposes by the Company.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.

(f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year and upto the date of this report and provided to us, when performing our audit.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with section 188 of the Companies Act for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards. The provisions of section 177 of the Companies Act, 2013 are not applicable to the Company.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit report issued to the Company after the balance sheet date covering the period (April 2025 to January 2026) for the period under audit.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

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

(b) The Group does not have any CIC as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one

year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act, 2013 or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Jyoti Vaish
Partner
Membership No. 096521
UDIN: 26096521MHWSAZ5126

Place: Gurugram
Date: 30 May 2026

Federal-Mogul Ignition Products India Limited
CIN: U51109DL1998PLC195010
Balance Sheet as at 31 March 2026
(All amounts in Rs Millions, unless otherwise stated)

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	289.03	290.64
Capital work-in-progress	3(b)	39.75	39.68
Right-of-use assets	4	10.11	9.49
Intangible assets	5	-	-
Financial assets			
i. Other financial assets	6(a)	13.45	13.28
Deferred tax assets (net)	7	22.58	23.18
Income tax assets (net)	8	35.28	27.73
Other non-current assets	9	14.79	14.19
Total non-current assets		**424.99**	**418.19**
Current assets			
Inventories	10	477.40	428.65
Financial assets			
i. Trade receivables	6(b)	392.52	417.78
ii. Cash and cash equivalents	6(c)	462.92	160.74
iii. Other financial assets	6(a)	26.70	24.02
Other current assets	11	21.50	22.38
Total current assets		**1,381.04**	**1,053.57**
Total assets		**1,806.03**	**1,471.76**
EQUITY AND LIABILITIES			
Equity			
i. Equity share capital	12(a)	427.89	427.89
ii. Other Equity	12(b)	704.36	406.73
Total equity		**1,132.25**	**834.62**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
i. Lease Liabilities	13(a)	0.75	0.04
Provisions	15	92.57	56.90
Total non-current liabilities		**93.32**	**56.94**
Current liabilities			
Financial liabilities			
i. Lease liabilities	13(a)	0.34	0.32
ii. Trade payables	13(b)		
(a) total outstanding dues of micro enterprises and small enterprises		57.22	46.91
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		474.37	491.11
iii. Other financial liabilities	13(c)	17.01	3.97
Other current liabilities	14	7.93	27.98
Provisions	15	6.94	4.38
Current tax liabilities (net)	16	16.65	5.53
Total current liabilities		**580.46**	**580.20**
Total liabilities		**673.78**	**637.14**
Total equity and liabilities		**1,806.03**	**1,471.76**

See accompanying notes forming part of financial statements.

As per our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

Jyoti Vaish
Partner
Membership No.: 096521

Place: Gurugram
Date: 30 May 2026

For and on behalf of the Board of Directors of
Federal-Mogul Ignition Products India Limited

Jasbir Singh
Whole Time Director
DIN: 10817653
Place: Patiala

Upkar Singh Randhawa
Whole Time Director
DIN: 10834630
Place: Bhiwadi

Manoj Sharma
Chief Financial Officer
PAN: BROPM7222C
Place: Bhiwadi

Priya Nimje
Company Secretary
Membership No: A-69348
Place: Pune

Date: 30 May 2026

General Business - Tenneco Confidential

Federal-Mogul Ignition Products India Limited
CIN: U51109DL1998PLC195010
Statement of Profit and Loss for the year ended 31 March 2026
(All amounts in Rs Millions, unless otherwise stated)

Particulars	Notes	Year ended 31 March 2026	Year ended 31 March 2025
Income			
Revenue from operations	17	2,723.96	2,638.62
Other income	18	26.94	29.88
Total income		**2,750.90**	**2,668.50**
Expenses			
Cost of materials consumed	19	1,593.04	1,514.78
Change in inventories of finished goods and work-in-progress	20	(72.83)	(13.38)
Employee benefits expense	21	184.05	168.26
Finance costs	22	2.43	2.67
Depreciation and amortisation expense	23	58.88	62.47
Other expenses	24	566.85	665.52
Total expenses		**2,332.42**	**2,400.32**
Profit before exceptional items & tax		**418.48**	**268.18**
Exceptional Items			
Statutory Impact of New labour codes	21(a)	13.27	-
Profit before tax		**405.21**	**268.18**
Income tax expense	25		
Current tax		110.01	86.11
Deferred tax	7	1.75	(16.40)
Adjustments relating to earlier years		(7.55)	(2.45)
Total tax expense		**104.21**	**67.26**
Profit for the year		**301.00**	**200.92**
Other comprehensive income			
Items that will not be reclassified to statement of profit or loss			
- Remeasurement of post-employment benefit obligations		(4.51)	(2.96)
- Income tax Impact		1.14	0.75
Other comprehensive loss for the year		**(3.37)**	**(2.21)**
Total comprehensive income for the year		**297.63**	**198.71**
Earnings per equity share (of Rs 10 each)	26		
Basic (Rs) absolute amount		**7.03**	**4.70**
Diluted (Rs) absolute amount		**7.03**	**4.70**

See accompanying notes forming part of financial statements.

As per our report of even date attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

For and on behalf of the Board of Directors of
Federal-Mogul Ignition Products India Limited

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Place: Gurugram
Date: 30 May 2026

Date: 30 May 2026

General Business - Tenneco Confidential

Federal-Mogul Ignition Products India Limited
CIN: U51109DL1998PLC195010
Statement of Cash Flows for the year ended 31 March 2026
(All amounts in Rs Millions, unless otherwise stated)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Cash flow from operating activities		
Profit before tax	**405.21**	**268.18**
Adjustments for:		
Depreciation and amortisation expense	58.88	62.47
Profit on sale of property, plant and equipment	-	(1.82)
Interest Income	(13.18)	(23.90)
Finance costs	2.43	2.67
Warranty claim expense	2.79	3.18
Bad debts written off	0.87	0.41
Unrealised forex (gain)/loss (net)	21.47	4.81
Provision for expected credit loss	1.08	0.92
Provision no longer payable, written back	(4.98)	-
Operating profit before working capital changes	**474.57**	**316.92**
Change in operating assets and liabilities		
Decrease/(Increase) in trade receivables	22.74	(55.70)
(Increase) in inventories	(48.75)	(39.68)
(Increase)/Decrease in financial and other assets	(7.56)	2.48
(Decrease)/Increase in trade payables	(22.43)	127.41
(Decrease)/Increase in financial and other current liabilities	(18.69)	0.92
Increase in provisions	33.73	7.83
Cash generated from operations	**433.61**	**360.19**
Direct taxes paid (net of refunds)	(99.36)	(99.60)
Net cash generated from operating activities (A)	**334.25**	**260.59**
Cash flows from investing activities:		
Purchase of property, plant and equipment	(43.08)	(60.87)
Proceeds from sale of property, plant and equipment	-	1.95
Inter-corporate deposit received back during the year	-	200.00
Interest received	11.63	27.48
Movement in deposit	(0.17)	2.34
Net cash (used in)/generated from investing activities (B)	**(31.62)**	**170.90**
Cash flows from financing activities:		
Repayment of principal portion of lease liabilities (refer note 4)	(0.45)	(0.45)
Dividend paid (refer note 12(b))	-	(538.57)
Net cash (used in) financing activities (C)	**(0.45)**	**(539.02)**
Net increase/(decrease) in cash and cash equivalents	**302.18**	**(107.53)**
Cash and cash equivalents at the beginning of the financial year	160.74	268.27
Cash and cash equivalents at end of the year	**462.92**	**160.74**

Cash and Cash Equivalents as per above comprise of the following:

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts [Refer Note 6 (c)]	79.23	16.68
Bank deposits with original maturity of less than three months [Refer Note 6 (c)]	383.69	144.06
	462.92	**160.74**

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

See accompanying notes forming part of the financial statements.

As per our report of even date attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

For and on behalf of the Board of Directors of
Federal-Mogul Ignition Products India Limited

Jyoti Vaish
Partner
Membership No.: 096521

Jasbir Singh
Whole Time Director
DIN: 10817653
Place: Patiala

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Company Secretary
Membership No: A-69348
Place: Pune

Place: Gurugram
Date: 30 May 2026

Date: 30 May 2026

General Business - Tenneco Confidential

Federal-Mogul Ignition Products India Limited
CIN: U51109DL1998PLC195010
Statement of Changes in Equity for the year ended 31 March 2026
(All amounts in Rs Millions, unless otherwise stated)

A) Equity share capital

Particulars	No. of shares	Amount
Balance as at 1 April 2024	**4,27,89,036**	**427.89**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2025	**4,27,89,036**	**427.89**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2026	**4,27,89,036**	**427.89**

B) Other equity

Particulars	Reserves and Surplus		Total Equity
	Securities Premium	Retained Earnings	
Balance as at 1 April 2024	**67.91**	**678.68**	**746.59**
Profit for the year	-	200.92	200.92
Dividend paid during the year	-	(538.57)	(538.57)
Other comprehensive (loss) (net of taxes)	-	(2.21)	(2.21)
Balance as at 31 March 2025	**67.91**	**338.82**	**406.73**
Balance as at 1 April 2025	**67.91**	**338.82**	**406.73**
Profit for the year	-	301.00	301.00
Other comprehensive (loss) (net of taxes)	-	(3.37)	(3.37)
Balance as at 31 March 2026	**67.91**	**636.45**	**704.36**

See accompanying notes forming part of the financial statements.

As per our report of even date attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

Jyoti Vaish
Partner
Membership No.: 096521

For and on behalf of the Board of Directors of
Federal-Mogul Ignition Products India Limited

Jasbir Singh
Whole Time Director
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Priya Nimje
Company Secretary
Membership No: A-69348
Place: Pune

Place: Gurugram
Date: 30 May 2026

Date: 30 May 2026

1 Corporate Information

Federal-Mogul Ignition Products (India) Limited ('the Company') was incorporated in December 1998 and is engaged in the business of manufacture and trading of spark plugs, its accessories and caters to both the Indian market and International market. The Company also trades in auto-ignition systems and auto components. The Company has its registered office at New Delhi and manufacturing facility in Bhiwadi, Rajasthan.

These financial statement are approved for issue in accordance with a resolution of the directors passed in Board meeting held on 30 May 2026.

2 Basis of preparation, measurement and material accounting policies

2.1 Basis of preparation

These financial statements for the year ended 31 March 2026 have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and other relevant provisions of the Act. These financial statements comprise balance sheet, statement of Profit and Loss, statement of changes in equity, statement of cash flow, and Summary of Material Accounting Policies and other explanatory notes (collectively, the "Financial Statements").

The financial statements have been prepared on a historical cost basis, except for certain financial instruments and plan assets that are measured at fair values. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Functional & Presentational currency: The financial statements are presented in Indian Rupee and all values are rounded to the nearest million (Rs 000,000), except when otherwise indicated.

2.2 Summary of Material Accounting Policies

(a) Overall consideration

The financial statements have been prepared using material accounting policies and measurement bases summarised below. These were used throughout all periods presented in the financial statements.

b) Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle which is twelve months and other criteria set out in the Act. Deferred tax assets and liabilities are classified as non-current assets and non-current liabilities, as the case may be.

c) Use of estimates and judgements

The preparation of these financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the year. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision to accounting estimates is recognised in the current and future periods.

d) Property, plant and equipment

Recognition and initial measurement

Property plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the 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 associated with the item will flow to the Company. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred.

Subsequent measurement (depreciation and useful lives)

Property plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the 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 associated with the item will flow to the Company. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred.

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General Business - Tenneco Confidential

Asset Class	Management estimated useful life (in years)*
Plant and machinery	5 to 15 years
Furniture and fixtures	10 years
Office equipment	5 years
Computers	3 years
Vehicles	8 years
Buildings	30 Years
Solar Panels	30 Years

* Based on technical evaluation, the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence, the useful lives for certain items within these classes of assets is different from the useful lives as prescribed under Part C of Schedule II to the Companies Act 2013.

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

De-recognition

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

e) Intangible assets

Recognition and initial measurement

Intangible assets (Computer softwares) are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent measurement (amortisation)

The cost of capitalised software is amortised over a period of 5 years from the date of its acquisition.

f) Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

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

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful lives.

g) Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired.
Ind AS 109 requires expected credit losses to be measured through a loss allowance. Company performs credit assessment for customers on an annual basis. Company recognizes credit risk, on the basis of lifetime expected losses and where receivables are due for more than twelve months.

For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

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

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General Business - Tenneco Confidential

h) Financial instruments

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value, except for trade receivables that do not have a significant financing component which are measured at transaction price.Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in statement of profit and loss.

Non-derivative financial assets

Subsequent measurement

i. Financial assets carried at amortised cost – a financial asset is measured at the 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 rate (EIR) method.

ii. Financial assets carried at fair value through other comprehensive income (FVOCI) – a financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

iii. Financial assets carried at fair value through profit or loss (FVTPL) – financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in Statement of Profit and Loss.

iv. Derecognition of financial assets - The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

Non-derivative financial liabilities

Subsequent measurement

Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortised cost using the effective interest method.

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 and Loss.

Offsetting of financial instruments

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

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General Business - Tenneco Confidential

Fair value measurement:

The Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the chief financial officer. The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:
Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).
When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

i) Leases

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.

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 recognises 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.

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

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.

The lease liability is initially measured at amortised 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.

j) Inventories

Inventories are valued as follows:

Raw materials, components, stores and spares and packing material.	Lower of cost or 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.
Work-in-progress	Lower of cost or net realisable value. Cost for this purpose includes material, labour and appropriate allocation of overheads. Cost is determined on a moving weighted average basis.
Finished Goods: - Manufactured	Lower of cost or net realisable value. Cost for this purpose includes material, labour and appropriate allocation of overheads. Cost is determined on a moving weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Provision for obsolescence is determined based on management's assessment and is charged to Statement of Profit and Loss.

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k) 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. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the Contract. The Company recognises revenue from the following major sources:

i) Sale of products:

Revenue from sale of products 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 the amount of transaction price (net of variable consideration) allocated to that performance obligation. The trasaction price of goods is net of variable consideration on account 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.

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 30-60 days.

Variable considerations associated with such sales

Periodically, the Company launches various volume or other rebate programs, as applicable, where once a certain volume or other conditions are met, it gives the customer as volume discount on 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.

(ii) Interest:

Interest income is recorded on accrual basis.

(iii) 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.

The Company provide designing services for customised tools to its customers and recognises its revenue over time using an input method to measure progress towards complete satisfaction of tool designing.

The Company recognises revenue from designing of tools over time if it can reasonably measure its progress towards complete satisfaction of the performance obligation.

Where the Company cannot reasonably measure the outcome of a performance obligation, but the Company expects to recover the costs incurred in satisfying the performance obligation, in those circumstances, the Company recognises revenue only to the extent of the costs incurred until such time that it can reasonably measure the outcome of the performance obligation.

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(iv) 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, similarly tooling cost (net) represents costs incurred by the company in excess of amounts recovered from customers. The Company recognizes such tooling income (net)/ tooling cost (net) when the control of the goods have passed on to the customer. The Company expenses all pre-production tooling costs related to customer owned tools for which reimbursement is not contractually guaranteed by the customer or for which the customer has not provided a non-cancellable right to use the tooling, at the time of their estimation. 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 tooling income (net) is deferred and recognized over the initial contract period over which supply of goods using developed tools will be made available to the customer. The contract period is generally five years, so tooling income is recognised accordingly. The deferred portion of such income is recognised as deferred income in financial statements.

Determining the timing of satisfaction of development of tools

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.

The input method is the best method in measuring progress of the development of tools because there is a direct relationship between the Company's effort (i.e., costs incurred) and the transfer of tooling to the customer. The Company recognises revenue on the basis of the total costs incurred relative to the total expected costs to complete the tool.

(v) Contract assets

A contract asset is the Company's right to consideration in exchange for goods or services that the Company has transferred to the customer. A contract asset becomes a receivable when the Company's right to consideration is unconditional, which is the case when only the passage of time is required before payment of the consideration is due. The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables. The Contract asset in case of company comprises of deferred income which relates to expenses incurred but not billed yet as per the terms of contract.

(vi) Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract. The Contract liability comprises of unearned income which relates to excess of invoicing over cost incurred for a particular project.
The Company's contract liabilities are disclosed in Note 14

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l) Other Income/ Other operating revenue

(i) Interest:
Interest income is recorded on accrual basis.

(ii) Other Operating Revenue:
Export entitlements under the Remission of Duty and Taxes on Exported Products Pass Book (RODTEP) Scheme/ Duty Drawback scheme are recognised in the Statement of Profit and Loss when the same is received by the company.

m) Statement of Cash flows
Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

n) Foreign Currency Transactions

Functional and presentation currency
The financial statements are presented in Indian Rupee ('INR or Rs') which is also the functional and presentation currency of the Company.
Transactions and balances
Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items outstanding at the balance sheet date are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transactions.

Exchange differences arising on such conversion and settlement at rates different from those at which they were initially recorded, are recognised in the Statement of Profit and Loss in the year in which they arise.

o) Retirement and other employee benefits

(i) **Defined Contribution Plans:**
These are plans in which the Company pays pre-defined amounts to funds administered by government authority. The Company does not have any legal or constructive obligation to pay additional sums. These comprise contributions in respect of Employees' Provident Fund and Employees' State Insurance. The Company's payments to the defined contribution plans are recognised as employee benefit expenses when they are due.

(ii) **Defined Benefit Plans:**
Gratuity liability under the Payment of Gratuity Act is accrued on the basis of an actuarial valuation made at the end of each financial period. The actuarial valuation is done as per projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to other comprehensive income in the period in which such gains or losses are determined.

(iii) Short term compensated absences are provided for based on estimates. Long term compensation liability for leave encashment is determined in accordance with Company policy and is measured on the basis of valuation by an independent actuary at the end of the financial year. The actuarial valuation is done as per 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.

(iv) **Bonus plans**
The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

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p) Income Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India.

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).

Deferred tax is recognised in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes. Deferred tax assets on unrealised tax loss are recognised to the extent that it is probable that the underlying tax loss will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside Statement of Profit and Loss (either in other comprehensive income or in equity).

q) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

r) Provisions, contingent liabilities and contingent assets

Provisions are recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are discounted to their present values, where the time value of money is material. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are discounted to their present values, where the time value of money is material.

Any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

In cases where the outflow of economic resources as a result of present obligations is considered improbable or remote, no provision is recognised.

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.

s) Cash and Cash Equivalents

Cash and cash equivalent comprise cash at banks and on hand and short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

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t) 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.

Significant management judgements

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 specialised nature of the leased asset.

Provisions – 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.

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 non financial 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.

Significant estimates

Assessment of contingent liabilities - The assessment of contingent liabilities requires significant judgment and evaluation of various internal and external factors.

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.

Allowance for excess and obsolete inventory – Management determines the allowance for excess and obsolete inventory based on a review of items with no consumption in the previous 12 months. A provision of 100% is recognised on such inventories.

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.

u) Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured and are paid as per the terms of contracts with the supplier. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

v) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors assess the financial performance and position of the Company, and makes strategic decisions and therefore the board would be the chief operating decision maker or 'CODM, within the meaning of Ind AS 108. The CODM evaluates the Company's performance and allocates resources based on the dominant source, nature of product and nature of risks and returns.

The directors of Federal-Mogul Ignition Products India Limited assess the financial performance and position of the Company and make strategic decisions. Refer Note 32 for segment information.

w) I. Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at 31 March 2026, there are no new/revised standards that have been issued by the MCA but are not effective.

II. Adoption of new and revised standards

The Company has considered amendments to Ind AS's that are effective for the annual period that begins on or after 1 April 2025. These amendments did not have any material impact on these financial statements.

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General Business - Tenneco Confidential

Federal-Mogul Ignition Products India Limited
CIN: U51109DL1998PLC195010
Notes to financial statements for the year ended 31 March 2026
(All amounts in Rs Millions, unless otherwise stated)

3(a). Property, plant and equipment

Particulars	Buildings	Plant and Machinery	Office equipment	Furniture and fixtures	Computer	Vehicles	Total
Gross carrying amount							
Balance as at 1 April 2024	30.84	318.97	0.53	0.99	7.99	0.92	**360.24**
Additions during the year	-	46.22	-	-	0.62	-	**46.84**
Disposals during the year	-	(0.13)	-	-	-	-	**(0.13)**
Balance as at 31 March 2025	**30.84**	**365.06**	**0.53**	**0.99**	**8.61**	**0.92**	**406.95**
Balance as at 1 April 2025	30.84	365.06	0.53	0.99	8.61	0.92	**406.95**
Additions during the year	2.69	52.21	-	-	1.87	-	**56.77**
Balance as at 31 March 2026	**33.53**	**417.27**	**0.53**	**0.99**	**10.48**	**0.92**	**463.72**
Accumulated depreciation							
Balance as at 1 April 2024	2.00	51.05	0.20	0.18	1.54	0.14	**55.11**
Depreciation charge for the year (refer note 23)	2.00	55.92	0.10	0.18	2.86	0.14	**61.20**
Balance as at 31 March 2025	**4.00**	**106.97**	**0.30**	**0.36**	**4.40**	**0.28**	**116.31**
							-
Balance as at 1 April 2025	4.00	106.97	0.30	0.36	4.40	0.28	**116.31**
Depreciation charge for the year (refer note 23)	2.00	53.80	-	0.18	2.26	0.14	**58.38**
Balance as at 31 March 2026	**6.00**	**160.77**	**0.30**	**0.54**	**6.66**	**0.42**	**174.69**
Net carrying amount as on 31 March 2025	**26.84**	**258.09**	**0.23**	**0.63**	**4.21**	**0.64**	**290.64**
Net carrying amount as on 31 March 2026	**27.53**	**256.50**	**0.23**	**0.45**	**3.82**	**0.50**	**289.03**

3(b) Capital work-in-progress (CWIP)

Particulars	Amount
Balance as at 1 April 2024	**44.85**
Additions during the year	41.67
Capitalised during the year	(46.84)
Balance as at 31 March 2025	**39.68**
Balance as at 1 April 2025	**39.68**
Additions during the year	56.84
Capitalised during the year	(56.77)
Balance as at 31 March 2026	**39.75**

General Business - Tenneco Confidential

Federal-Mogul Ignition Products India Limited
CIN: U51109DL1998PLC195010
Notes to financial statements for the year ended 31 March 2026
(All amounts in Rs Millions, unless otherwise stated)
Capital work-in-progress (CWIP) ageing schedule

As at 31 March 2026

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	32.79	6.96	-	-	39.75
Projects temporarily suspended	-	-	-	-	-

As at 31 March 2025

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	20.36	19.32	-	-	39.68
Projects temporarily suspended	-	-	-	-	-

For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, following is the CWIP completion schedule:

As at 31 March 2026

Particulars	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Plant and Machinery	6.96	-	-	-	6.96
Projects temporarily suspended	-	-	-	-	-

As at 31 March 2025

Particulars	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Plant and Machinery	7.82	13.82	-	-	21.64
Projects temporarily suspended	-	-	-	-	-

Notes:
1.) Refer to Note 31(a) for disclosure of contractual commitments for the acquisition of property, plant and equipment.
2.) Buildings includes buildings which are developed on the leasehold land classified under right of use assets (refer note 4).
3.) The Company has not revalued its property, plant and equipment or intangible assets or both during each reporting period.
4) There are no property, plant and equipment which are pledged or under lien.
5) There are no impairment losses recognised during year ended 31 March 2026 and 31 March 2025.

General Business - Tenneco Confidential

4. Leases
(i) Right-of-use assets (ROU)

Following are the changes in the carrying value of right-of-use assets:

Particulars	Leasehold land	Buildings	Total
Gross carrying value			
Balance as at 1 April 2024	9.46	1.03	10.49
Additions during the year	-	-	-
Disposals during the year	-	-	-
Balance as at 31 March 2025	**9.46**	**1.03**	**10.49**
Balance as at 1 April 2025	9.46	1.03	10.49
Additions during the year	-	1.12	1.12
Disposals during the year	-	-	-
Balance as at 31 March 2026	**9.46**	**2.15**	**11.61**
Accumulated depreciation			
Balance as at 1 April 2024	0.13	0.37	0.50
Depreciation charged for the year (refer note 23)	0.13	0.37	0.50
Disposals during the year	-	-	-
Balance as at 31 March 2025	**0.26**	**0.74**	**1.00**
Balance as at 1 April 2025	0.26	0.74	1.00
Depreciation charged for the year (refer note 23)	0.13	0.37	0.50
Disposals during the year	-	-	**-**
Balance as at 31 March 2026	**0.39**	**1.11**	**1.50**
Net carrying amount as on 31 March 2025	**9.20**	**0.29**	**9.49**
Net carrying amount as on 31 March 2026	**9.07**	**1.04**	**10.11**

The aggregate depreciation expense on ROU assets is included under depreciation and amortisation expense in the Statement of Profit and Loss (refer note 23)

The following is the break-up of current and non-current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Non-current lease liabilities	0.75	0.04
Current lease liabilities	0.34	0.32
Total	**1.09**	**0.36**

The Company has taken premises on lease for an average lease term of 3 years. Gross carrying value of leasehold land includes amounts which were paid upfront, at the commencement date of the lease along with relevant initial direct costs to acquire leasehold rights. The Company has entered into long term leases of around 99 years for land leases.

General Business - Tenneco Confidential

The following is the movement in lease liabilities:

Particulars	Amount
Balance as at 1 April 2024	0.74
Finance cost accrued during the year (refer note 22)	0.07
Payment of lease liabilities	(0.45)
Balance as at 31 March 2025	**0.36**
Balance as at 1 April 2025	0.36
Additions during the year	1.12
Finance cost accrued during the year (refer note 22)	0.06
Payment of lease liabilities	(0.45)
Balance as at 31 March 2026	**1.09**

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

Particulars	As at 31 March 2026	As at 31 March 2025
Less than one year	0.45	0.34
One to five years	0.80	0.01
More than five years	1.22	1.22

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.

The following are the amounts recognised in Statement of Profit and Loss:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation expense of right-of-use assets (refer note 23)	0.50	0.50
Interest expense on lease liabilities (refer note 22)	0.06	0.07
Expense relating to short-term leases (included in other expenses) (refer note 24)	0.67	0.62
Total	**1.23**	**1.19**

(ii) Lease related disclosures

(a) The Company has leases for Land and buildings. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability.

(b) Total cash outflow for leases for the year ended 31 March 2026 was Rs. 0.45 million (31 March 2025 Rs. 0.45 million).

(c) Other than leasehold land 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) There are no leases which are yet to commence as on 31 March 2026 and 31 March 2025.

(e) The Company has not revalued its right-of-use assets during the reporting period.

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5. Other intangible assets

Particulars	Computer Software (acquired)	Total
Gross carrying amount		
Balance as at 1 April 2024	1.66	1.66
Additions during the year	-	-
Disposals during the year	-	-
Balance as at 31 March 2025	**1.66**	**1.66**
Balance as at 1 April 2025	1.66	1.66
Additions during the year	-	-
Disposals during the year	-	-
Balance as at 31 March 2026	**1.66**	**1.66**
Accumulated amortisation		
Balance as at 1 April 2024	0.89	0.89
Amortisation charged for the year (refer note 23)	0.77	0.77
Disposals during the year	-	-
Balance as at 31 March 2025	**1.66**	**1.66**
Balance as at 1 April 2025	**1.66**	**1.66**
Amortisation charged for the year (refer note 23)	-	-
Impairment charge for the year	-	-
Disposals during the year	-	-
Balance as at 31 March 2026	**1.66**	**1.66**
Net carrying amount as on 31 March 2025	**-**	**-**
Net carrying amount as on 31 March 2026	**-**	**-**

Note:
1. There are no Intangible assets under development as at 31 March 2026 and 31 March 2025.
2. The Company has not revalued its intangible assets during the reporting period.

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6. Financial Assets

6(a) Other Financial assets

Particulars	As at 31 March 2026	As at 31 March 2025
Non-Current		
At amortised cost		
Unsecured, considered good		
Security deposits	11.97	11.97
Deposits with original maturity more than 12 months[#]	1.48	1.31
Total	**13.45**	**13.28**
Current		
At amortised cost		
Unsecured, considered good		
Interest accrued on bank deposits	2.17	0.62
Export incentive recoverable	1.56	3.89
Other receivables*	22.97	19.51
Total	**26.70**	**24.02**

*recoverable from related parties (refer note 27)

[#] Includes deposits given as security for bank guarantees furnished to custom and excise authorities.

6(b) Trade receivables

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables from contract with customers		
Unsecured trade receivables - Considered good	392.52	417.78
Unsecured trade receivables which have a significant increase in credit risk	1.08	0.92
Gross Trade receivables	**393.60**	**418.70**
Less: Allowance for expected credit loss (refer note 29)	(1.08)	(0.92)
Net Trade receivables	**392.52**	**417.78**

The average credit period on sales of goods is between 30 to 90 days.

Trade Receivables Ageing (on the basis of due date of payment):

As at 31 March 2026

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed trade receivables – considered good	347.06	35.95	8.48	1.03	-	-	392.52
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	1.08	-	-	1.08
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables–considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in cre	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Gross amount	**347.06**	**35.95**	**8.48**	**2.11**	**-**	**-**	**393.60**
Less: Expected credit loss allowance	-	-	-	(1.08)	-	-	**(1.08)**
Total	**347.06**	**35.95**	**8.48**	**1.03**	**-**	**-**	**392.52**

As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed trade receivables – considered good	363.75	53.48	0.55	-	-	-	417.78
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	0.92	-	-	-	0.92
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables–considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in cre	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Gross amount	**363.75**	**53.48**	**1.47**	**-**	**-**	**-**	**418.70**
Less: Expected credit loss allowance	-	-	(0.92)	-	-	-	**(0.92)**
Total	**363.75**	**53.48**	**0.55**	**-**	**-**	**-**	**417.78**

Notes:
(1) Refer note no. 29 for allowance for expected credit loss.
(2) Refer note no. 27(c) for balances due from related parties.amounting Rs. 56.57 millions (Previous year Rs.103.74 millions)
(3) Refer note no. 38 for FEMA Compliance.

6(c) Cash and cash equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks in		
Current accounts	79.23	16.68
Deposits with original maturity of less than three months	383.69	144.06
Total	**462.92**	**160.74**

Note: There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period.

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7 Deferred tax Asset/(liabilities)

Particulars	Opening as at 01 April 2025	Recognised in statement of profit and loss	Recognised in OCI	Closing balance as at 31 March 2026
Deferred tax assets				
Provision for employee benefits	11.32	(9.21)	1.14	3.25
Expected credit loss	0.23	0.04	-	0.27
Lease liabilities	0.07	0.21		0.28
Others	18.68	3.67	-	22.35
	30.30	**(5.29)**	**1.14**	**26.15**
Deferred tax liabilities				
Property, plant and equipment and Intangible assets on account of difference in Written Down Value (WDV) between books & income tax computation	7.05	(3.73)	-	3.31
Right-of-use assets	0.07	0.19		0.26
	7.12	**(3.54)**	**-**	**3.57**
Net deferred tax assets	**23.18**	**(1.75)**	**1.14**	**22.58**

Particulars	Opening as at 01 April 2024	Recognised in statement of profit and loss	Recognised in OCI	Closing balance as at 31 March 2025
Deferred tax assets				
Provision for employee benefits	9.16	1.41	0.75	11.32
Expected credit loss	1.34	(1.11)	-	0.23
Lease liabilities	0.17	(0.10)	-	0.07
Others	6.94	11.74	-	18.68
	17.61	**11.94**	**0.75**	**30.30**
Deferred tax liabilities				
Property, plant and equipment and Intangible assets on account of difference in Written Down Value (WDV) between books & income tax computation	11.42	(4.37)	-	7.05
Right-of-use assets	0.16	(0.09)	-	0.07
	11.58	**(4.46)**	**-**	**7.12**
Net deferred tax assets	**6.03**	**16.40**	**0.75**	**23.18**

Note:
Deferred tax assets and deferred tax liabilities have been offset as the Company has a legally enforceable right to set off current tax assets against current tax liabilities.

8. Income tax assets (net)

Particulars	As at 31 March 2026	As at 31 March 2025
Advance Income Tax (net of provision for tax)	35.28	27.73
Total	**35.28**	**27.73**

9. Other non-current assets

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good, unless otherwise stated		
Capital advances	0.89	7.60
Amount paid under protest including other deposits*	13.90	6.59
Total	**14.79**	**14.19**

* includes Rs. 7.32 Million (As at 31 March 2025: Nil) paid pursuant to completion of departmental audit by tax authorities. There is no demand as at 31 March 2026 in this regard.

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

Particulars	As at 31 March 2026	As at 31 March 2025
Raw materials (includes goods in transit of Rs. 96.83 Million (31 March 2025: Rs 124.64 Million)	217.95	240.31
Work-in-progress	153.05	125.05
Finished Goods (includes goods in transit of Rs. 56.76 Million (31 March 2025: Rs. 21.95 Million)	91.00	46.17
Stores and spares	12.61	14.31
Packing materials	2.79	2.81
Total	**477.40**	**428.65**

The cost of inventories recognised as an expense includes INR 1.90 million (previous year: INR 0.18 million) in respect of the reversal of write-downs to net realisable value. The same has been included in note 19 and note 20.

11. Other current assets

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, Considered good		
Prepaid expenses	5.01	4.44
Balance with government authorities	5.44	-
Advance to suppliers	7.29	7.90
Others	3.76	10.04
Total	**21.50**	**22.38**

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12. Share Capital and Other Equity

(a) Share Capital

Particulars	As at 31 March 2026	As at 31 March 2025
Authorised share capital		
500,000,000 Equity shares of Rs 10 each (As at 31 March 2025: 500,000,000 Equity shares of Rs 10 each (absolute amount))	500.00	500.00
	500.00	**500.00**
Issued, subscribed and fully paid share capital		
42,789,036 Equity shares of Rs 10 each (As at 31 March 2025: 42,789,036 Equity shares of Rs 10 each (absolute amount))	427.89	427.89
	427.89	**427.89**

(i) Movement in share capital

Particulars	Number of shares (Absolute value)	Amount
Balance as at 1 April 2024	**4,27,89,036**	**427.89**
Movement during the year	**-**	**-**
Balance as at 31 March 2025	**4,27,89,036**	**427.89**
Balance as at 1 April 2025	**4,27,89,036**	**427.89**
Movement during the year	**-**	**-**
Balance as at 31 March 2026	**4,27,89,036**	**427.89**

Terms/rights attached to equity shares

Equity Shares: The Company has only one class of equity shares having a par value of ₹ 10 (absolute amount) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after payment of all liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

(ii) Shares held by holding company

Name of the shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares	% holding	Number of shares	% holding
Equity shares of INR 10 each fully paid (absolute value)				
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited) (the Holding Company)*	4,27,89,036	100.00%	4,27,89,036	100.00%

*Note: Includes seven shares held by Tenneco Clean Air India Limited as a beneficial owner but not entered in register of members pursuant to requirements of section 89 of the Companies Act, 2013.

* Pursuant to the approval of Board of Directors in their meeting held on 25 March 2025 and 26 March 2025. Share swap agreement dated 25 March 2025 has been executed amongst Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited), Federal Mogul Ignition Products India Limited, Federal-Mogul PTY Limited and Tenneco Inc. (Collectively known as "Sellers"). Subject to and in accordance with the terms and conditions specified in the agreement, Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited), has acquired swap shares from sellers. The Company has completed applicable regulatory compliance in respect of the transaction during year ended 31 March 2025.

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

Name of the shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares	% holding	Number of shares	% holding
Equity shares of INR 10 each fully paid (absolute value)				
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited) (the Holding Company)*	4,27,89,036	100.00%	4,27,89,036	100.00%

*Note: Includes seven shares held by Tenneco Clean Air India Limited as a beneficial owner but not entered in register of members pursuant to requirements of section 89 of the Companies Act, 2013.

The Company has not issued any equity shares pursuant to any contract without payment being received in cash, allotted as fully paid up by way of bonus issues and bought back any equity shares during the last five years.

(iv) Details of shares held by Promoter*

Name of the shareholder	As at 31 March 2026		As at 31 March 2025		% change during the year
	Number of shares	% holding	Number of shares	% holding	
Equity shares of INR 10 each fully paid (absolute value)					
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited) (the Holding Company)	4,27,89,036	100.00%	4,27,89,036	100.00%	-

*Promoters here means promoter as defined under Companies Act, 2013.

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(b) Other Equity

Particulars	As at 31 March 2026	As at 31 March 2025
Securities Premium	67.91	67.91
Retained Earnings	636.45	338.82
Total Reserves and Surplus	**704.36**	**406.73**

(i) Securities Premium

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	67.91	67.91
Add: movement during the year	-	-
Balance at the end of the year	**67.91**	**67.91**

(ii) Retained earnings:

Particulars	As at 31 March 2026	As at 31 March 2025
Balance as at the beginning of the year	338.82	678.68
Profit for the year	301.00	200.92
Remeasurement gain / (loss) (net of taxes)	(3.37)	(2.21)
Dividend paid*	-	(538.57)
Balance as at the end of the year	**636.45**	**338.82**

*The Company has not paid an interim dividend during the year(31 March 2025: Rs. 12.58 per equity share).

Nature and Purpose of reserves

(i) Securities Premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings:

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

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13. Financial Liabilities

13 (a) Lease Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Non-current	0.75	0.04
Total	**0.75**	**0.04**
Current	0.34	0.32
Total	**0.34**	**0.32**

13 (b) Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding due of micro enterprises and small enterprises (Refer table (ii) below)	57.22	46.91
Total outstanding dues of creditors other than micro enterprises and small enterprises	133.08	174.40
Dues of related parties [Refer Note 27(c)]	341.29	316.71
Total	**531.59**	**538.02**

(i) Trade Payables Ageing:

Particulars	Outstanding as at 31 March 2026 from due date of payment						Total
	Unbilled	Not due	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	
Undisputed trade payables		-	-	-	-	-	
Micro enterprises and small enterprises	-	46.05	9.39	0.62	0.29	0.87	**57.22**
Others	75.83	239.82	157.27	0.08	1.08	0.29	**474.37**
Disputed trade payables							
Micro enterprises and small enterprises	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
Total	**75.83**	**285.87**	**166.66**	**0.70**	**1.37**	**1.16**	**531.59**

Particulars	Outstanding as at 31 March 2025 from due date of payment						Total
	Unbilled	Not due	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	
Undisputed trade payables							
Micro enterprises and small enterprises	-	44.54	1.22	0.29	0.27	0.60	**46.92**
Others	199.34	216.51	74.07	1.09	-	0.09	**491.10**
Disputed trade payables							
Micro enterprises and small enterprises	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
Total	**199.34**	**261.05**	**75.29**	**1.38**	**0.27**	**0.69**	**538.02**

The average credit period on purchases is upto 90 days.
For explanations on the Company's liquidity risk management processes refer note 29

(ii) Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development 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	As at 31 March 2026	As at 31 March 2025
a. The principal amount remaining unpaid as at the end of period	53.53	46.80
b. Interest due on above principal and remaining unpaid as at the end of the period	0.29	0.11
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 period.	-	-
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.	3.39	1.65
e. The amount of interest accrued and remaining unpaid at the end of each accounting period; and	3.69	1.76
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	3.69	1.76

13 (c) Other financial liabilities (current)

Particulars	As at 31 March 2026	As at 31 March 2025
At amortised cost		
Capital creditors	10.72	3.67
Security deposits	1.48	0.30
Employee dues	4.81	(0.00)
Total	**17.01**	**3.97**

14. Other current liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory dues	5.21	18.10
Advance from customers (refer note 17(d))	2.72	9.88
Total	**7.93**	**27.98**

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15. Provisions

Particulars	As at 31 March 2026		As at 31 March 2025	
	Non Current	Current	Non Current	Current
Provision for employee benefits (refer note 33)				
Gratuity	65.23	3.72	34.43	1.68
Compensated absences	11.10	1.83	7.55	1.32
Provision for regulatory matters (refer note(a) below and 34(b))	16.24	1.39	14.92	1.38
Total	**92.57**	**6.94**	**56.90**	**4.38**

(a) Provision for regulatory matters (refer note 34b)

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	16.30	18.94
Add: Provision made during the year	1.33	3.60
Less: Provision utilised / written back during the year	-	(6.24)
Closing balance	**17.63**	**16.30**

16. Current tax liabilities (net)

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax liabilities (net of advance tax)	16.65	5.53
Total	**16.65**	**5.53**

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17. Revenue from operations

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contracts with customers		
Sale of products (Manufactured goods)	2,698.45	2,615.40
	2,698.45	**2,615.40**
Other operating revenue		
Scrap sales	21.48	18.56
Export Incentives	4.03	4.66
	25.51	**23.22**
Total	**2,723.96**	**2,638.62**

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 spark plugs, ignition coil and others. Set out below is the disaggregation of the Company's revenue from contracts with customers:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contracts with customers		
Sale of products		
Domestic	2,521.85	2,375.72
Export	176.60	239.68
Total revenue covered under Ind AS 115	**2,698.45**	**2,615.40**

c. Timing of revenue recognition

The Company presently recognises its revenue from contract with customers for the transfer of goods at a point in time.

d. Contract balances

Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the Company's obligation to transfer goods or services to a customer for which the Company has received consideration from the customer in advance. Contract assets (unbilled receivables) are transferred to receivables when the rights become unconditional and contract liabilities are recognised as and when the performance obligation is satisfied.

Refer contract liabilities (advance from customers) in Note 14.

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

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Contracted price with the customers	2,709.02	2,627.64
Reduction towards variable considerations (Discounts, rebates, refunds, credits, price concessions, as applicable)	(10.57)	(12.24)
Revenue from contract with customers (as per Statement of Profit and Loss)	**2,698.45**	**2,615.40**

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

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening balance	9.88	0.05
Addition during the year	-	9.83
Revenue recognised during the year/ amount refunded during the year	(7.16)	-
Closing balance	**2.72**	**9.88**

g. 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 goods 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, to which the Company expects to be entitled in exchange for goods or services.

h. Payment terms

The sale of products is typically made under credit payment terms differing from customer to customer and ranges between 30-90 days (excluding transit days).

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18. Other Income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest income from financial assets measured at amortized cost		
- On deposits with bank	12.49	7.08
- On inter corporate deposits	-	16.15
- On electricity deposits	0.69	0.67
Management services (Refer note 27(b))	8.78	4.16
Provision no longer payable, written back (Refer Note 40)	4.98	-
Net gain on disposal of property, plant and equipment	-	1.82
Total	**26.94**	**29.88**

19. Cost of materials consumed

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Raw materials at the beginning of the year	240.31	213.12
Add : Purchases	1,570.68	1,541.97
Less: Raw materials at the end of the year	(217.95)	(240.31)
Total cost of materials consumed	**1,593.04**	**1,514.78**

20. Change in inventories of finished goods and work-in-progress

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Inventories at the beginning of the year		
Finished goods	46.17	32.44
Work-in-progress	125.05	125.40
Total (A)	**171.22**	**157.84**
Inventories at the end of the year		
Finished goods	91.00	46.17
Work-in-progress	153.05	125.05
Total (B)	**244.05**	**171.22**
Total changes in inventories finished goods, work-in-progress and stock in trade (A-B)	**(72.83)**	**(13.38)**

21. Employee benefits expense

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Salaries and wages	149.01	136.42
Contribution to provident fund and other funds [refer note 33]	8.14	7.13
Gratuity expense [refer note 33 and (a) below]	6.83	5.11
Staff welfare expenses	20.07	19.60
Total	**184.05**	**168.26**

Note a:

Changes to Employee Benefits upon notification of Labour Codes

The Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively, the "Labour Codes"). These Labour Codes, which have become effective from November 21, 2025, consolidate and rationalise 29 labour laws and introduce, among other matters, a uniform definition of "Wages". Also, the Labour Codes have modified certain employee benefits and eligibility conditions in respect of those benefits. Accordingly, during the year, the Company has amended its policies relating to employee benefits and modified its employment contracts to align such benefits with the requirements of the Labour Codes. The changes include (i) alignment of the definition of Wages for social security contributions / provisions and (ii) modifications to gratuity-related terms and take effect on and from 21 November 2025.

Past service cost resulting from plan amendments amounting to Rs. 13.27 Million has been recognised immediately in the Statement of Profit and Loss during the year and has been classified as a part of "Exceptional items". Rs. 6.83 Million being the higher current service cost and the net interest on the net defined benefit liabilities (or assets), post the plan amendment, has been charged to the Statement of Profit and Loss and has been classified as a part of "Employee Benefits Expense".

22. Finance costs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest on		
- delayed payment of taxes	0.46	1.98
- lease liability	0.06	0.07
- others (MSME)	1.91	0.62
Total	**2.43**	**2.67**

23. Depreciation and amortisation expense

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation on property, plant and equipment (refer note 3(a))	58.38	61.20
Amortisation on intangible assets (refer note 5)	-	0.77
Depreciation on right of use asset (refer note 4)	0.50	0.50
Total	**58.88**	**62.47**

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24. Other expenses

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Stores and spares consumed	161.71	163.51
Packing materials consumed	40.43	33.01
Job-work services	19.69	20.02
Sub-contract charges	59.12	56.38
Power and fuel	66.57	69.52
Freight and Forwarding charges	18.71	20.78
Rent (refer note 4)	0.67	0.62
Rates and taxes	3.67	5.21
Insurance	1.50	3.29
Repairs and maintenance:		
- Buildings	2.11	2.73
- Plant and machinery	42.36	58.95
Travelling expenses	6.59	5.93
Communication expenses	0.67	0.87
Printing and stationery	1.04	1.52
Professional and consultancy charges	8.74	80.00
Payment to auditors [Refer note (a)]	2.86	1.44
Warranty expenses	2.79	3.18
Provision for expected credit loss (refer note 29)	1.08	0.92
Bad debts written off	0.87	0.41
Royalty expense [refer note 27(b)]	55.75	55.38
Networking fees [refer note 27(b)]	11.19	-
Corporate Support Service charges [refer note 27(b)]	2.50	63.96
Security Service charges	4.16	3.58
Foreign currency fluctuation loss (net)	38.25	3.05
Corporate social responsibility expenditure [refer note (b)]	4.39	3.43
Miscellaneous expenses	9.43	7.83
Total	**566.85**	**665.52**

(a) Details of payment to auditors (excluding applicable taxes)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
As auditor:		
-Audit fee	1.20	1.29
-Limited Review Fees	1.25	-
-Reimbursement of expenses	0.41	0.15
Total	**2.86**	**1.44**

(b) Corporate Social Responsibility Expenditure

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Amount required to be spent by the Company during the year	4.39	3.43
b) Amount spent during the year	4.39	3.43
c) Total of previous year shortfall	-	-
d) (Excess)/shortfall by the year end	-	-

Particulars	Year ended 31 March 2026		
	In cash	Yet to be paid in	Total
(i) Construction/acquisition of any asset	-	-	-
(ii) On purposes other than (i) above*	4.39	-	4.39
	4.39	**-**	**4.39**

Particulars	Year ended 31 March 2025		
	In cash	Yet to be paid in	Total
(i) Construction/acquisition of any asset	-	-	-
(ii) On purposes other than (i) above*	3.43	-	3.43
	3.43	**-**	**3.43**

Note: The Company does not have ongoing projects as at 31 March 2026 and 31 March 2025.

* The Company's Corporate social responsibility activities involve promotion of education, environment protection, protection of wild life and preventive healthcare and no amount have been spent during the year on construction/acquisition of any asset..

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25. Income tax expense

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Current tax expenses	110.01	86.11
Adjustment of current tax related to earlier years	(7.55)	(2.45)
Total current tax expense	**102.46**	**83.66**
Deferred tax	1.75	(16.40)
Income tax expense reported in the Statement of Profit and Loss	**104.21**	**67.26**

Income Tax relating to Other Comprehensive Income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Remeasurement gain of post employment benefit obligations	1.14	0.75
Income tax expense recognized to Other Comprehensive Income	**1.14**	**0.75**

(b) Reconciliation of tax expense and the accounting profit multiplied by tax rate:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Accounting profit before income tax	**405.21**	**268.18**
Applicable domestic effective income tax rate	25.17%	25.17%
Computed Tax Expense	101.98	67.50
Tax effect on permanent non deductible expenses:		
Effect of expenses/provision not deductible in determining taxable profit	1.94	1.89
Others	0.29	(2.13)
Income tax expense reported in the Statement of Profit and Loss	**104.21**	**67.26**
Tax rate(refer note below)		
Base rate	22.00%	22.00%
Surcharge	2.20%	2.20%
Education cess	0.97%	0.97%
Total	**25.17%**	**25.17%**

The Company does not have any unused tax losses, unabsorbed depreciation and uncertain tax positions as on reporting date.

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26. Earnings per Share

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit for the year as per Statement of Profit and Loss	301.00	200.92
No of equity shares outstanding at the beginning of the year (absolute	4,27,89,036	4,27,89,036
No of equity shares outstanding at the end of the year (absolute value)	4,27,89,036	4,27,89,036
Weighted average number of equity shares for calculating basic and diluted EPS	4,27,89,036	4,27,89,036
Weighted average equity shares outstanding		
Face value of per equity share (Rs)	10	10
Basic and Diluted Earnings per share (Rs)	**7.03**	**4.70**

The Company has not issued any dilutive equity instruments and therefore Diluted EPS is same as Basic EPS.

27. Related Party Disclosures

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

(i)

Description of relationship	Name of related parties
Parent entities	
Immediate Parent Company	Tenneco Clean Air India Limited (w.e.f. 26 March 2025) (Subsidiary of Tenneco Mauritius Holdings Limited, Mauritius) Tenneco Mauritius Holdings Limited, Mauritius is an indirect subsidiary of Tenneco LLC,Delaware, which is owned through a set of holding entities by AP IX Pegasus Holdings L.P.Delaware. AP IX Pegasus Holdings L.P. Delaware is owned by certain funds which are managed and/or advised by affiliates of Apollo Global Management Inc.

(ii) **Parties under common control with whom transactions have taken place during the year**

Description of relationship	Name of related parties
Fellow Subsidiaries	Federal Mogul Motorparts LLC Federal Mogul PTY Ltd (on and after 24 March 2025) Federal Mogul Global Aftermarket EMEA Federal Mogul Yura Qingdao Ignition Co. Ltd. Federal Mogul Goetze (India) Limited Federal Mogul Powertrain Solutions India Private Limited Federal Mogul Italy S.R.L. Federal Mogul De-Mexico SA DE Federal-Mogul Holding Deutschland GmbH Federal Mogul Ignition Products SAS- France Motocare India Private Limited Yura Federal Mogul Sejong Ignition LLC Federal Mogul Sealings India Limited Federal Mogul Powertrain LLC Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.) Federal Mogul Ignition LLC Federal Mogul Ignition GmbH Tenneco Clean Air India Limited Tenneco India Operations Private Limited
(iii) Key Management Personnel	Thiagarajan Kannan (w.e.f. 1 February 2024 upto 18 October 2024), Director Jasbir Singh (w.e.f 22 October 2024), Director Dr. Khalid Iqbal Khan (upto 19 May 2025), Director Manish Chadha (w.e.f. 24 May 2023 upto 11 August 2025), Director Pankaj Dhir (w.e.f. 7 August 2023 upto 18 October 2024), Whole Time Director Upkar Singh Randhawa (w.e.f. 11 November 2024), Whole Time Director Sumit Gupta (w.e.f 1 March 2024 upto 31 January 2026), Chief Financial Officer Lalita Sanjay Notani (upto 12 November 2024), Company Secretary Pulkit Verma (w.e.f 9 May 2025 upto 10 June 2025), Company Secretary Manoj Sharma (w.e.f 6 February 2026), Chief Financial Officer Akansha Arora (w.e.f. 4 December 2025 upto 5 February 2026), Company Secretary Priya Nimje (w.e.f. 6 February 2026), Company Secretary Abhishesk Aggarwal, Additional Director (w.e.f. 01 April 2026)

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27 Related Party Disclosures (contd…)

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

Nature of transaction	Nature of related party relationship	Year ended 31 March 2026	Year ended 31 March 2025
(i) Sale of products			
Federal Mogul Global Aftermarket EMEA	Fellow subsidiary	31.09	49.23
Yura Federal Mogul Sejong Ignition LLC	Fellow subsidiary	0.33	0.32
Federal Mogul Motorparts LLC	Fellow subsidiary	2.94	2.15
Motocare India Private Limited	Fellow subsidiary	434.20	603.36
Federal Mogul Goetze (India) Limited	Fellow subsidiary	4.10	1.02
Federal Mogul Ignition LLC	Fellow subsidiary	60.14	45.07
Federal Mogul Yura Qingdao Ignition Co. Ltd.	Fellow subsidiary	0.04	-
Federal Mogul Ignition Products SAS- France	Fellow subsidiary	0.20	-
Federal Mogul De-Mexico SA DE	Fellow subsidiary	0.32	-
		533.36	**701.15**
(ii) Loan received back			
Federal Mogul Sealings India Limited	Fellow subsidiary	-	200.00
		-	**200.00**
(iii) Interest income on intercorporate deposit			
Federal Mogul Sealings India Limited	Fellow subsidiary	-	16.15
		-	**16.15**
(iv) Reimbursement of expenses received			
Federal Mogul Powertrain LLC	Fellow subsidiary	58.24	27.30
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	-	1.09
Federal Mogul Goetze (India) Limited	Fellow subsidiary	0.48	1.62
Tenneco Clean Air India Limited	Immediate Parent Company	3.95	
		62.67	**30.01**
(v) Management services (other income)			
Federal Mogul Powertrain LLC	Fellow subsidiary	8.78	4.00
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	-	0.16
		8.78	**4.16**
(vi) Royalty expenses			
Federal Mogul Powertrain LLC	Fellow subsidiary	55.75	55.38
		55.75	**55.38**
(vii) Purchase of raw materials			
Federal Mogul Yura Qingdao Ignition Co. Ltd.	Fellow subsidiary	51.18	54.24
Federal Mogul De-Mexico SA DE	Fellow subsidiary	11.51	38.28
Federal Mogul Italy S.R.L.	Fellow subsidiary	102.58	80.89
Federal Mogul Ignition Products SAS- France	Fellow subsidiary	0.60	0.08
Federal Mogul Ignition GmbH	Fellow subsidiary	4.92	1.25
Yura Federal Mogul Sejong Ignition LLC	Fellow subsidiary	-	2.34
Federal Mogul Ignition LLC	Fellow subsidiary	699.39	747.70
		870.18	**924.78**
(viii) Networking fees			
Federal Mogul Ignition LLC	Fellow subsidiary	11.19	-
		11.19	**-**
(ix) Corporate Support Service charges			
Federal Mogul Holding Deutschland GmbH	Fellow subsidiary	-	63.96
Tenneco Clean Air India Limited	Immediate Parent Company	0.58	-
Tenneco India Operations Private Limited	Fellow subsidiary	1.92	-
		2.50	**63.96**

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27 Related Party Disclosures (contd…)

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

Nature of transaction	Nature of related party relationship	Year ended 31 March 2026	Year ended 31 March 2025
(x) Dividend paid			
Federal Mogul PTY Ltd (Parent Company till 24 March 2025)	Fellow subsidiary	-	538.57
		-	**538.57**
(xi) Purchase of capital goods			
Federal Mogul Yura Qingdao Ignition Co. Ltd.	Fellow subsidiary	-	1.26
Federal Mogul Ignition LLC	Fellow subsidiary	5.33	-
Federal Mogul Ignition GmbH	Fellow subsidiary	1.45	1.48
Yura Federal Mogul Sejong Ignition LLC	Fellow subsidiary	2.28	-
		9.06	**2.74**
(xii) Dividend Received*			
Federal Mogul Powertrain Solutions India Private Limited	Fellow subsidiary	-	0.00
		-	**0.00**
(xiii) Balance written off			
Motocare India Private Limited	Fellow subsidiary	-	0.13
Federal Mogul Yura Qingdao Ignition Co. Ltd.	Fellow subsidiary	-	0.07
		-	**0.20**
(xiv) Reimbursement made			
Federal Mogul Powertrain LLC	Fellow subsidiary	-	60.67
Federal Mogul Yura Qingdao Ignition Co. Ltd.	Fellow subsidiary	0.19	-
		0.19	**60.67**

* Rounded off to Rs. Nil

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27 Related Party Disclosures (contd…)

(c) Balances with related parties

Nature of outstanding	Nature of related party relationship	As at 31 March 2026	As at 31 March 2025
(i) Trade Payables			
Federal Mogul Goetze (India) Limited	Fellow Subsidiary	-	1.61
Federal Mogul Yura Qingdao Ignition Co. Ltd.	Fellow Subsidiary	20.50	17.39
Federal Mogul Holding Deutschland GmbH	Fellow Subsidiary	-	63.96
Federal Mogul De-Mexico SA DE	Fellow Subsidiary	7.13	11.61
Federal Mogul Italy S.R.L.	Fellow Subsidiary	52.90	8.38
Federal Mogul Ignition Products SAS- France	Fellow Subsidiary	0.65	0.08
Federal Mogul Powertrain LLC	Fellow Subsidiary	21.68	65.28
Federal Mogul Ignition GmbH	Fellow Subsidiary	0.48	1.48
Federal Mogul Ignition LLC	Fellow Subsidiary	234.42	146.92
Tenneco Clean Air India Limited	Immediate Parent Company	0.63	-
Tenneco India Operations Private Limited	Fellow Subsidiary	0.62	-
Yura Federal Mogul Sejong Ignition LLC	Fellow Subsidiary	2.28	-
Total		**341.29**	**316.71**
ii) Trade Receivables			
Federal Mogul Global Aftermarket EMEA	Fellow Subsidiary	3.67	19.95
Federal Mogul Goetze (India) Limited	Fellow Subsidiary	1.49	-
Federal Mogul Motorparts LLC	Fellow Subsidiary	4.06	1.18
Federal Mogul Holding Deutschland GmbH	Fellow Subsidiary	-	7.82
Motocare India Private Limited	Fellow Subsidiary	31.79	52.33
Federal Mogul Ignition LLC	Fellow Subsidiary	15.21	22.46
Federal Mogul De-Mexico SA DE	Fellow Subsidiary	0.34	-
		56.57	**103.74**
iii) Other receivables			
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow Subsidiary	-	10.51
Federal Mogul Powertrain LLC	Fellow Subsidiary	22.37	9.00
Federal Mogul Goetze (India) Limited	Fellow Subsidiary	0.60	-
		22.97	**19.51**
iv) Capital Commitments			
Federal Mogul Ignition LLC [Refer Note. 31(a)]	Fellow Subsidiary	**359.50**	**-**

(d) Key Managerial Personnel ('KMP')*:

Remuneration to KMP	Designation	As at 31 March 2026	As at 31 March 2025
Pankaj Dhir	Whole Time Director	-	3.46
Sumit Gupta	Chief Financial Officer	4.92	3.09
Manoj Sharma	Chief Financial Officer	0.56	-
Lalita Sanjay Notani	Company Secretary	-	0.18
Jasbir Singh**	Whole Time Director	16.90	-
Upkar Singh	Whole Time Director	4.62	2.10
Pulkit Verma	Company Secretary	0.03	-
Akansha Arora	Company Secretary	0.41	-
Priya Nimje	Company Secretary	0.18	-
Total (Short term benefits)		**27.61**	**8.83**

* 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 sums amounts are provided on the basis of actuarial valuation, the same is not included above, However the amount of post employment benefits paid to them as part of their full and final settlement are included in the remuneration. There are no termination benefits and share based payments made to the Key Managerial Personnel during the year.

** Includes amount cross charged to a related party. Refer Note 27(b).

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27 Related Party Disclosures (contd…)

(d) Additional information:

(i) The information above has been determined to the extent such parties have been identified by the Company and relied upon by the auditors.

(ii) There are no specific provisions for doubtful debts related to the amount of outstanding balances. Loss allowances has been determined by applying expected credit loss model (Refer Note 29)

(iii) Disclosure as per Section 186(4) of the Companies Act, 2013

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Federal-Mogul Sealings India Limited (fellow subsidiary)#		
Outstanding at the beginning of the year	-	200.00
Given during the year	-	-
Received back during the year	-	(200.00)
Outstanding at the end of the year	-	-

#The above amount has been provided for business purpose. Further, the Company has not entered into any transaction in respect of any guarantee or investments during the year.

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28. Fair value disclosures

i) Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are classified into three Levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

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.

ii) Fair value of instruments measured at amortised cost

Cash and cash equivalents, other bank balances, trade receivables, other current financial assets, loans, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Financial instruments by category

Particulars	As at 31 March 2026	As at 31 March 2025
Financial assets		
Measured at Amortised cost		
Trade receivables	392.52	417.78
Cash and cash equivalents	462.92	160.74
Other financial assets	40.15	37.30
Total	**895.59**	**615.82**

Particulars	As at 31 March 2026	As at 31 March 2025
Financial liabilities		
Measured at Amortised cost		
Trade payables	531.59	538.02
Lease Liabilities	1.09	0.35
Other financial liabilities	17.01	3.97
Total	**549.69**	**542.35**

29. Financial risk management

Risk Management

The Company's activities expose it to market risk, liquidity risk and credit 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

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.
The Company is exposed to credit risk from its operating activities (primarily trade receivables).

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 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 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 measured at amortised cost

Other financial assets measured at amortised cost includes loans and advances to employees, security deposits and others. 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.

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Expected credit losses:

The Company provides for expected credit losses based on the following:

The Company recognizes lifetime expected credit losses on trade receivables using a simplified approach, wherein the Company 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.

As at 31 March 2026

Particulars	upto 1 year	> 1 year
Gross amount of trade receivables where no default (as defined above) has occurred	391.49	2.11
Rate of ECL	0.00%	51.13%
Expected credit loss(loss allowance provision including specific identified provision) (refer note 6(a))	-	1.08

As at 31 March 2025

Particulars	upto 1 year	> 1 year
Gross amount of trade receivables where no default (as defined above) has occurred	418.70	-
Rate of ECL	0%	-
Expected credit loss(loss allowance provision including specific identified provision) (refer note 6(a))	0.92	-

Reconciliation of loss allowance

Particulars	Amount
Balance as at April 1, 2024	**5.31**
Impairment loss recognised during the year (net)	(4.39)
Balance as at March 31, 2025	**0.92**
Impairment loss recognised during the year (net)	0.16
Loss allowance as on 31 March 2026	**1.08**

B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. 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 and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements as applicable and maintaining debt financing plans.

Maturities of financial liabilities

The tables below analyses the Company's financial liabilities into relevant maturity classification based on their contractual maturities for all non-derivative financial liabilities.

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

Particulars	Less than 1 year	1-5 year	More than 5 years	Total
As at 31 March 2026				
Trade payables	531.59	-	-	531.59
Lease liabilities	0.45	0.80	1.22	2.47
Other financial liabilities	17.01	-	-	17.01
Total	**549.05**	**0.80**	**1.22**	**551.07**

Particulars	Less than 1 year	1-5 year	More than 5 years	Total
As at 31 March 2025				
Trade payables	538.02	-	-	538.02
Lease liabilities	0.34	0.01	1.22	1.57
Other financial liabilities	3.97	-	-	3.97
Total	**542.33**	**0.01**	**1.22**	**543.56**

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C) Market Risk

a) Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar,GBP, Euro and Chinese Yuan. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of any of the Company.

(i) Foreign currency risk exposure:

The Company's exposure to foreign currency risk at the end of the reporting year are as follows

Particulars	Foreign currency	As at 31 March 2026	As at 31 March 2025
Financial liabilities			
Trade payables	USD	3.13	2.19
	Equivalent in Rs. Millions	299.57	190.65
	EUR	0.49	0.10
	Equivalent in Rs. Millions	53.88	9.55
	GBP	0.01	0.00
	Equivalent in Rs. Millions	1.46	0.31
	CNY	1.76	3.13
	Equivalent in Rs. Millions	24.99	38.55
Financial assets			
Trade receivables			
	USD	0.49	0.66
	Equivalent in Rs. Millions	45.56	55.33
	EUR	0.03	0.22
	Equivalent in Rs. Millions	3.67	19.95
EEFC Bank a/c			
	USD	0.02	0.11
	Equivalent in Rs. Millions	2.17	9.54
	EUR	0.08	0.03
	Equivalent in Rs. Millions	8.68	2.59

Sensitivity

The sensitivity of profit or loss and equity to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Trade payables*		
USD sensitivity		
Rs/USD- increase by 0.50%	(1.50)	(0.95)
Rs/USD- decrease by 0.50%	1.50	0.95
EUR sensitivity		
Rs/EUR- increase by 0.50%	(0.27)	(0.05)
Rs/EUR- decrease by 0.50%	0.00	-
GBP sensitivity		
Rs/GBP- increase by 0.50%	(0.01)	(0.00)
Rs/GBP- decrease by 0.50%	0.01	0.00
CNY sensitivity		
Rs/CNY- increase by 0.50%	(0.12)	(0.19)
Rs/CNY- decrease by 0.50%	0.12	0.19
(b) Trade receivables*		
USD sensitivity		
Rs/USD- increase by 0.50%	0.23	0.28
Rs/USD- decrease by 0.50%	(0.23)	(0.28)
EUR sensitivity		
Rs/EUR- increase by 0.50%	0.02	0.10
Rs/EUR- decrease by 0.50%	(0.02)	(0.10)
(c) EEFC Bank a/c*		
USD sensitivity		
Rs/USD- increase by 0.50%	0.01	0.05
Rs/USD- decrease by 0.50%	(0.01)	(0.05)
EUR sensitivity		
Rs/EUR- increase by 0.50%	0.04	0.01
Rs/EUR- decrease by 0.50%	(0.04)	(0.01)

** Holding all other variables constant*

b) Interest rate risk

i) Liabilities

The Company does not have any long term or short term borrowings. Hence, it is not exposed to any interest rate risks.

ii) 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 investments in equity instruments which create an exposure to price risk.

30. Capital management

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 and return capital to shareholders, issue new shares.

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Total debt (including lease liabilities)	1.09	0.36
Less: Cash and cash equivalents (restricted to total debt)	1.09	0.36
Net debt	**-**	**-**

Total equity (as shown on the face of balance sheet)	**1,132.25**	**834.62**
Debt to equity ratio:	**0.00**	**0.00**
Net debt to equity ratio:	**-**	**-**

31. Commitments and Contingent liabilities

a) Capital commitments

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Estimated amount of contracts, remaining to be executed on capital account and not provided [net of capital advances of Rs 0.89 millions (31 March 2025: Rs. 7.60 millions)]	360.57	6.17
	360.57	**6.17**

b) Contingent liabilities*

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Direct Tax litigations pending for disposal by the Income tax authorities (Also Refer note 34(b))	112.51	87.80
Litigations related to labour law	3.21	2.80
	115.72	**90.60**

* The management is of the opinion that appeals will be allowed in the favour of the Company and hence no provision is required for the above.
The Company has involved experts for the cases above and on the basis of advice received from them the Company believes that no liability with respect to these cases will devolve on Company. Also refer note 34(b)

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32. Segment information

The business activities fall within a single operating segment viz. manufacturing and sale of auto components. There are no separate business reportable segment.

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

The Company's revenue with external customers individually contributing 10 % or more of revenue from operations:
a) Customer A represented approximately 16.32% of revenue from operations in financial year 2025-26 (2024-25: 14.62%)
b) No other single customer represents 10% or more to the revenue of the Company for the financial year ended 31 March 2026 and 31 March 2025.

(c) Geographical information in respect of Revenue from external customers (including other operating revenue) is given below:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
India	2,547.37	2,398.94
Other countries	176.59	239.68
Total	**2,723.96**	**2,638.62**

Also refer note 17 for disaggregation of revenue

Carrying amount of segment trade receivables by geographical market (net of provision)

Particulars	As at 31 March 2026	As at 31 March 2025
India	343.28	342.50
Other countries	49.24	75.28
	392.52	**417.78**

The Company has common assets for producing goods for India and outside countries. Hence, separate figures for non-current assets have not been reported.

33. Employee benefit obligations

The Company has recognized the following amount in statement of profit and loss:

(i) Defined Contribution Plans

Particulars	As at 31 March 2026	As at 31 March 2025
i) Employer's Contribution to Provident fund	7.72	6.62
ii) Employer's Contribution to National Pension Scheme and Employees State Insurance Fund	0.42	0.51
Total (refer note 21)	**8.14**	**7.13**

(ii) Defined Benefit Plan

A. Gratuity (unfunded)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of services, gets a gratuity on departure at 15 days basic salary (last drawn) for each completed year of service on terms not less favorable than the provisions of the Payment of Gratuity Act, 1972. The present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period. There was no change in the methods and assumptions used in the preparation of the Sensitivity Analysis from previous period.

The plan typically expose the Company to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The probability or likelihood of occurrence of losses relative to the expected return on any particular investment
Interest risk	A decrease in the bond interest rate will increase the plan liability.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the lift expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of the plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

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The following tables summaries the components of net benefit expense recognized in the Statement of Profit and Loss and amounts recognized in the balance sheet for the gratuity.

(i) Amount recognised in the Statement of Profit and Loss is as under:

Description	As at 31 March 2026	As at 31 March 2025
Current service cost	4.01	3.04
Past service cost	13.27	-
Interest expense on defined benefit obligation	2.82	2.07
Amount recognised in the Statement of Profit and Loss (refer note 21)	**20.10**	**5.11**

(ii) Remeasurement (gain) / loss recognised in other comprehensive income:

Description	As at 31 March 2026	As at 31 March 2025
Actuarial (gain)/loss on obligations arising from changes in demographic adjustments	-	-
Actuarial (gain)/loss on obligations arising from changes in experience adjustments	6.12	0.78
Actuarial (gain)/loss on obligations arising from changes in financial assumptions	(1.61)	2.18
Remeasurements of the post employment defined benefit plans (gain)/loss	**4.51**	**2.96**
Return on plan assets	-	-
Remeasurements of the post employment defined benefit plans (gain)/loss recognised in OCI	**4.51**	**2.96**

(iii) Movement in the liability recognised in the balance sheet is as under:

Description	As at 31 March 2026	As at 31 March 2025
Present value of defined benefit obligation as at the beginning of the year	36.11	29.46
Current service cost	4.01	3.04
Past service cost [Refer note 21(a)]	13.27	-
Interest cost	2.82	2.07
Remeasurements of the post employment defined benefit plans (gain)/loss	4.51	2.96
Benefits paid directly by the Company	(2.44)	(1.42)
Other Adjustments in relation to employees whose cost is cross charged as per the contractual arrangements in this regard	10.67	-
Present value of defined benefit obligation as at the end of the year	**68.95**	**36.11**

Current liability (refer note 15)	3.72	1.68
Non-current liability (refer note 15)	65.23	34.43

(iv) Actuarial assumptions

Description	As at 31 March 2026	As at 31 March 2025
Discount rate	6.80%	6.50% p.a.
Normal retirement age	58 years	58 years
Mortality rate	Indian Assured Lives Mortality (IALM) (2006-08) (modified) Ult.	Indian Assured Lives Mortality (IALM) (2006-08) (modified) Ult.
Disability rate	5.0% of mortality rate	5.0% of mortality rate
Employee turnover#	Upto 24 years: 1%, 25-34 years: 10%, 35-49 years: 6.5%, 50 years & above: 0.5%	Upto 24 years: 1%, 25-34 years: 10%, 35-49 years: 6.5%, 50 years & above: 0.5%
Expected rate of return on Plan Assets	NA	NA
Salary increase rate^#	10%p.a.	10%p.a.

^The estimates of seniority, future salary increases, considered in actuarial valuation, take account of price inflation, promotions and other relevant factors, such as supply and demand in the employment market.

Rate of employee turnover and salary increase depends upon various factors namely nature of employee, location etc.

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(v) A quantitative sensitivity analysis for gratuity liability:

Description	As at 31 March 2026	As at 31 March 2025
Impact of the change in discount rate		
- Impact due to increase of 0.50 %	(2.54)	(34.52)
- Impact due to decrease of 0.50 %	2.71	37.79
Impact of the change in salary increase		
- Impact due to increase of 0.50 %	2.62	(37.73)
- Impact due to decrease of 0.50 %	(2.48)	34.56

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The weighted average duration of the defined benefit obligation is 7 years as on 31 March 2026 (31 March 2025: 8 years).

The above sensitivity analysis are based on a change in an assumptions while holding all other assumption constant. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

The weighted average duration of the defined benefit obligation is 7 years. The expected maturity analysis of defined benefit plan (gratuity) (on as undiscounted basis) is as follows:

Description	As at 31 March 2026
Year ended 31 March 2027	3.84
Year ended 31 March 2028	3.55
Year ended 31 March 2029	3.10
Year ended 31 March 2030	25.09
Year ended 31 March 2031	4.20
Year ended 32 March 2036 and above (Next 6 years)	39.77

Description	As at 31 March 2025
Year ended 31 March 2026	1.73
Year ended 31 March 2027	4.24
Year ended 31 March 2028	2.61
Year ended 31 March 2029	2.10
Year ended 31 March 2030 and above (Next 5 years)	29.79

B. Compensated absences

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end.

The Company has an unconditional right, at the end of reporting period, to defer settlement for any of these obligation beyond 12 months and therefore, such obligation as at year end has been shown in note no.15 as per actuarial certificate.

The following pay-outs(on an undiscounted basis) are expected in future years:

Description	As at 31 March 2026
Year ended 31 March 2027	1.88
Year ended 31 March 2028	1.98
Year ended 31 March 2029	1.83
Year ended 31 March 2030	2.80
Year ended 31 March 2031	1.56
Year ended 32 March 2036 and above (Next 6 years)	7.33

Description	As at 31 March 2025
Year ended 31 March 2026	1.36
Year ended 31 March 2027	1.56
Year ended 31 March 2028	1.23
Year ended 31 March 2029	1.13
Year ended 31 March 2030 and above (Next 5 years)	6.32

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34.a As per transfer pricing legislation under sections 92-92F of the Income Tax Act, 1961, the Company is required to use certain specific methods in computing arm's length prices of international transactions with associated enterprises and maintain adequate documentation in this respect. Since law requires existence of such information and documentation to be contemporaneous in nature, the Company has appointed independent consultants for conducting a Transfer Pricing Study (the 'Study') to determine whether the transactions with associate enterprises undertaken during the financial year are on an "arms length basis". Basis the on going study by an independent consultants, the management is of the opinion that the Company's international transactions are at arm's length and are not expected to result in any transfer pricing adjustments having impact on the tax expenses recognized on the financial statements .

34.b There are certain ongoing matters related to tax, labour laws, Goods and Service Tax and other regulatory matter ('litigations'), the outcome of which may not be favourable to the Company. The Company is actively seeking to resolve these actual and potential statutory, taxation and regulatory matters. Management is in consultation with the legal, tax and others advisers to assess the likelihood that a pending claim will succeed. The Company has applied its judgement and has recognised liabilities based on whether additional amounts will be payable and has included contingent liabilities where economic outflows are considered possible but not probable. Based on management assessment on likelihood, timing of cash outflows (current/non-current), interpretation of local laws, pending disposal of these matters and consultations obtained from the management experts, where considered necessary in respect of these matters, the management has recognised for provision for contingencies towards legal, tax and other regulatory matters amounting to Rs.17.63 millions as at 31 March 2026 (31 March 2025: Rs. 16.30 millions).

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General Business - Tenneco Confidential

35 Ratio as per schedule III requirements

Ratio	Numerator	Denominator	Year ended 31 March 2026	Year ended 31 March 2025	Reason for variance
Current ratio	Current Assets	Current Liabilities	2.38	1.82	Due to increase in Inventory & Cash at Bank at year end.
Return on Equity ratio	Net Profits after taxes - Preference Dividend	Average Shareholder's Equity	30.61%	20.00%	Improved on account of profit from operations during the year.
Inventory Turnover ratio	Revenue from operations	Average Inventories	6.01	6.45	Due to Increase in Inventory
Trade Receivable Turnover Ratio	Revenue from operations	Average Trade Receivables	6.72	6.71	Refer note 1 below
Trade Payable Turnover Ratio	Purchases	Average Trade Payables	2.94	3.26	Refer note 1 below
Net Capital Turnover Ratio	Revenue from operations	Working capital = Current assets - Current liabilities	3.40	5.57	Dropped due to increase in Inventory & Cash at year end.
Net Profit ratio	Net profit after taxes	Revenue from operations	11.05%	7.61%	Improved due to increase in profit from operations.
Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	37.17%	32.45%	Improved due to increase in profit from operations.
Return on Investment (ROI)	Income generated from funds in fixed deposits	Average invested funds in fixed deposits	4.73%	1.41%	Due to increase in Interest income from fixed deposit.

Note 1: Schedule III require explaination where the change in the ratio is more than 25% as compared to the preceding year, Since there are six instances where the change is more than 25% i.e. Current ratio, Return on Equity ratio, Net capital turnover ratio, Net Profit ratio, Return on capital employed and Return on Investment (ROI) , hence explanation is given only for the said ratios.

Note 2: As the Company does not have any debt, therefore debt-equity ratio and debt service coverage ratio have not been reported.

36 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 back-up of accounts or servers physically located in India on a daily basis. The books of accounts along with other relevant records and papers of the Company are maintained in electronic mode on servers physically located out of India till December 16, 2025 and thereafter, the Company has started keeping backup on a daily basis of such books of account maintained in electronic mode in a server physically located in India.

37 Additional Disclosures

i) The Company does not have any immovable properties, other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee held in its name.

ii) 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.

iii) The Company has not revalued its property, plant and equipment or intangible assets or both during the year.

iv) The Company has not been sanctioned any working capital facility from banks or financial institutions on the basis of security of current assets. So, there is no requirement to file monthly / quarterly return with banks.

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

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

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

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

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

x) The Company has not granted loans or advances in the nature of loan to 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.

xi) The Company did not have any long term contracts including derivative contracts for which there were any material forseeable losses.

xii) The Company has not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

xiii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities ("Funding Parties") with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

xiv) As per the proviso to Rule 3(1) of Companies(Accounts) Rules, 2014, for the financial year commencing on or after the 1st day of April 2023 every company 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.
The Company uses SAP as its primary accounting softwares for recording all the accounting transactions viz., sales, purchases, production/costing, fixed assets, other expenses, payroll, cash and bank transactions, journal entries and all other general ledger accounting transactions for the year ended 31 March 2026. The Company has used accounting softwares for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes.

Additionally, the audit trail that was enabled and operated has been preserved by the Company as per the statutory requirements for record retention.

xv) The provisions of Section 177 of Companies Act, 2013 are not applicable to the Company as it is wholly owned subsidiary of Tenneco Clean Air India Limited, listed parent company.

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

General Business - Tenneco Confidential

38 The Company had overseas receivable from related parties and others on account of goods and services provided which included balances due for more than nine months as at March 31, 2026 amounting to Rs. 8.08 million (31 March 2025 Rs. 10.51 million,). These amounts are overdue for a period beyond the time stipulated under Foreign Exchange Management Act 1999 ("FEMA"). 'The Company has intimated the AD banker in respect of aforesaid outstanding receivables. Management is of view that outstanding amount of Rs.8.08 million as on 31 March 2026 will be received in due course and consequential penalty, if any is not expected to be material to the financial statements and therefore, no provision has been recognized in the financial statements.

39 The Company had payables to overseas parties on account of import of goods and services which include balance due for more than six months as at March 31, 2026 amounting to Rs. 4.10 million (31 March 2025: Rs. 1.77 million). These amounts are overdue for a period beyond the time stipulated under Foreign Exchange Management Act 1999 ("FEMA"). 'The Company has intimated AD banker in respect of aforesaid outstanding payables. Management is of view, that outstanding amount of Rs. 4.10 million will be paid in due course and consequential penalty, if any is not expected to be material to the financial statements and therefore, no provision has been recognized in the financial statements.

40 The Company could not convene Annual General Meeting of the shareholders for the year ended 31 March 2024 within stipulated time period resulting in non-compliances with applicable provisions (such as section 92, 96 and 137) of the Companies Act, 2013.

Based on the compounding order received recived durig the year ended 31 March 2026, the Company paid the compounding fees of Rs. 0.30 million and the consequently, excess provision of Rs. 4.98 million was reversed. The matter stands fully compounded with no further liability or pending legal exposure.

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General Business - Tenneco Confidential

41 The Board of Directors is of view that there are no subsequent events requiring adjustments/disclosures to the financial statements for the year ended 31 March 2026.

42 Amounts mentioned as "0" in the financial statements denote amounts rounded off being less than INR million and rounding differences may occur between individual figures and totals.

43 Figures for the previous period are re-arranged, wherever necessary, to conform to the figures of the current period. The same does not have any material impact on the financial statements.

For and on behalf of the Board of Directors
Federal-Mogul Ignition Products (India) Limited

Jasbir Singh
Whole time Director
DIN: 10817653
Place: Patiala

Upkar Singh Randhawa
Whole time Director
DIN: 10834630
Place: Bhiwadi

Manoj Sharma
Chief Financial Officer
PAN: BROPM7222C
Place: Bhiwadi

Priya Nimje
Company Secretary
Membership No: A-69348
Place: Pune

Date: 30 May 2026

General Business - Tenneco Confidential

Federal-Mogul Bearings India Limited

ANNUAL REPORT 2025-26

CORPORATE INFORMATION

Registered Office

Federal-Mogul Bearings India Limited
10th Floor, Paras Twin Towers, Tower B, Sector-54,
Golf Course Road, Gurugram-122002
CIN: U29199HR2006PLC043262
Tel.: +91 124 4784530
E-mail: corpsecretarial@tenneco.com

Manufacturing Facility

Plot No.3, 4 and 5, Sector-II,
Parwanoo, Tehsil Kasaull,
Solan -173 220, Himachal Pradesh, India

Board of Directors

Mr. Sanjay Bahl, Independent Director
Mr. Girish Narang, Independent Director
Mr. Jasbir Singh, Director
Mr. Vinit Jain, Director
Mr. Abhishek Aggarwal, Director

Statutory Auditors

Deloitte Haskins & Sells LLP
Chartered Accountants

Registrar & Share Transfer Agents

KFin Technologies Limited ('KFINTECH)'
Selenium Building, Tower B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad – 500 032

DIRECTORS' REPORT

Dear Shareholder(s),

The Board of Directors ("**Board**") have the pleasure in presenting the 20th Annual Report on the business and operations of Federal-Mogul Bearings India Limited ("**Company**") together with the Audited Financial Statements and Auditor's Report thereon for the financial year ending on March 31, 2026.

FINANCIAL PERFORMANCE

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

(in INR million)

Particulars	Financial Year ended	
	March 31, 2026	March 31, 2025
Revenue from operations	2,338.14	2,049.38
Interest and other income	14.08	8.77
Profit / (Loss) Before depreciation, exceptional item and taxes	294.72	348.93
Depreciation	56.98	55.45
Statutory Impact of New labour codes	14.82	-
Profit/(loss) Before Tax	222.92	293.48
Income Tax	56.50	76.15
Profit after tax	166.42	217.33
Other comprehensive Income	0.24	1.31
Amount transferred to reserves	166.66	218.64
Balance Carried to Balance Sheet	166.66	218.64

During the year, the total income of Company was INR 2,352.22 Million as compared to INR 2058.15 Million in the previous year.

There have been no material changes and commitments affecting the financial position of your Company, which have occurred between the end of financial year of your Company to which the financial statements relate and the date of this report.

SHARE CAPITAL OF THE COMPANY

There has been no change in the capital structure of the Company during the year under review.

The Authorised Share Capital of the Company as on March 31, 2026, is INR 10,00,00,000 divided into 1,00,00,000 equity shares of INR 10/- each and the issued, subscribed and paid-up capital of the Company as on March 31, 2026, is INR 8,77,63,650 consisting of 87,76,365 equity shares of INR 10 each. During the year, there is no change in the Capital.

BUSINESS REVIEW/STATE OF THE COMPANY'S AFFAIRS

The Company is a subsidiary of Tenneco Clean Air India Limited and primarily caters to automotive OEM customers in India, with a strong presence in the passenger vehicle and commercial vehicle segments. The Company is also expanding its footprint in the tractor segment and continues to strengthen its customer base across diverse automotive applications. The manufacturing facility located at Parwanoo, Himachal Pradesh, manufactures and distributes bearings, bushes, and washers for the automotive industry.

During the year, the Company has secured a robust order book, which is expected to drive approximately 20% revenue growth, supported by increased market demand and industry growth following the implementation of GST 2.0-related initiatives. In addition, the Company foresees further revenue enhancement opportunities from their key customers, driven by their expanding international business requirements and incremental orders under existing programs.

The Company has invested into localization of IROX technology to India, which is highly recommended on Con Rod Big end assembly. This will leverage the opportunity to ease the existing supply chain & dependency on import viz-a-viz new business opportunity appearing on next upcoming Emison norms (BS7 & CAFE3).

Further, there has been no change in the nature of business of the Company during the year under review.

TRANSFER TO RESERVES

During the financial year 2025-26, the Company transferred an amount of INR 166.66 Millon to the reserves and surplus.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENT

During the financial year 2025-26, the Company has not provided any loans or guarantees nor made any investments within the meaning of Section 186 of the Companies Act, 2013 ("**Act**").

DIVIDEND

The directors have not recommended any dividend for the year.

DEPOSITS

Your Company has neither invited nor accepted any deposits from public falling within the purview of section 73 of the Act read with the Companies (Acceptance of Deposits) Rules 2014 during the year. There is no unclaimed or unpaid deposit lying with the Company. Accordingly, there were no cases of default in repayment of deposits or payment of interest thereon at the beginning of the year, during the year, and at the end of the year.

HOLDING COMPANY AND SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, the Company continued to be the subsidiary of Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited). The Company did not have any subsidiary, joint venture or associate company as on March 31, 2026.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

a) Composition of the Board of Directors and Key Managerial Personnels (KMPs) of the Company as on March 31, 2026 is mentioned below:

Sl. No	Name of the Director	DIN/ PAN	Designation
1	Mr. Kapil Arora	08837647	Whole-time Director
2	Mr. Nadella Phani Kishor Rao	08871799	Additional Director (Non-executive)
4	Mr. Rishi Verma	08943606	Additional Director (Non- executive))
5	Mr. Sanjay Bahl	00332153	Independent Director*
6	Mr. Girish Narang	00001100	Independent Director*

** Appointment to be approved in the ensuing AGM*

b) Changes in Directors and KMP during the financial year 2025-26 and thereafter:

- Mr. Manish Chadha and Mr. T. Kannan resigned from the position of Independent Director w.e.f. August 11, 2025.
- Mr. Kunal Kirti was redesignated as an Independent Director w.e.f. August 11, 2025 and approved by the members in the Annual General Meeting held on September 26, 2025. Further, he resigned from the Directorship w.e.f. close of business hours of December 4, 2025.
- Mr. Shobhit Garg was appointed as an Additional Director in the Board Meeting held on August 11, 2025, and approved by the members in the Annual General Meeting held on September 26, 2025. Further, he resigned from the Directorship w.e.f. close of business hours of December 4, 2025.
- Mr. Sanjay Bahl and Mr. Girish Narang were appointed as Independent Directors, w.e.f. December 3, 2025 by the board of directors.
- Mr. Nadella Phani Kishor Rao and Mr. Rishi Verma were appointed as Additional Non-Executive Directors w.e.f. December 3, 2025, by the board of directors and resigned from the directorship w.e.f. close of business hours of March 31, 2026.
- Mr. Kapil Arora resigned from the position of Whole Time Director w.e.f. close of business hours of March 31, 2026.

c) Changes after closure of financial year

After the closure of financial year, Mr. Jasbir Singh, Mr. Abhishek Aggarwal and Mr. Vinit Jain were appointed as an Additional Directors (Non-Executive) in the Board Meeting held on March 26, 2026, w.e.f. April 01, 2026 to hold the office upto the date of ensuing AGM.

Being eligible, the Board of Directors recommends the appointment of Mr. Jasbir Singh, Mr. Abhishek Aggarwal and Mr. Vinit Jain as the Directors of the Company at the ensuing AGM pursuant to the provisions of Section 152 of the Act and all other applicable provisions.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declaration of independence from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under the Companies Act, 2013. The Independent Directors confirmed that they complied with the Code for Independent Directors as prescribed in Schedule IV to the Act.

Further, all the Independent Directors have confirmed that they are registered in the online data bank maintained by the Ministry of Corporate Affairs and the Indian Institute of Corporate Affairs.

In the opinion of the Board, all the Independent Directors possess requisite expertise, integrity, experience and proficiency and they fulfil the conditions prescribed under the Act and are independent of the management of the Company.

BOARD EVALUATION

In terms of the requirement of the Act, an annual performance evaluation of the Board, its committees and individual directors is required to be undertaken, where the Board formally assesses its own performance with the aim of improving the effectiveness of the Board and the Committee as a whole.

The criteria for performance evaluation of the Board, Committee and Individual Directors on the Board were specified by the Nomination and Remuneration Committee. The Company had implemented a structured and confidential evaluation process to which the directors provided feedback through a rating mechanism based on defined performance parameters.

The overall performance assessment was completed to the satisfaction of the Board, and the outcome of the evaluation was presented and discussed at the Board meeting.

DETAILS OF BOARD MEETINGS

During the year, six Board meetings were held, details of which are given below:

Date of meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
June 17, 2025	1	4	4	Mr. Manish Chadha Mr. Kunal Kirti Mr. Kapil Arora Mr. Thiagarajan Kannan
August 11, 2025	2	2	2	Mr. Kunal Kirti Mr. Kapil Arora
September 5, 2025	3	3	3	Mr. Kunal Kirti Mr. Kapil Arora

				Mr. Shobhit Garg
December 4, 2025	4	7	4	Mr. Kapil Arora Mr. Girish Narang Mr. Sanjay Bahl Mr. Nadella Phani Kishor Rao
February 9, 2026	5	5	4	Mr. Kapil Arora Mr. Girish Narang Mr. Sanjay Bahl Mr. Nadella Phani Kishor Rao
March 26, 2026	6	5	4	Mr. Kapil Arora Mr. Girish Narang Mr. Sanjay Bahl Mr. Nadella Phani Kishor Rao

The interval between any two meetings was well within the maximum allowed gap of 120 days as per the Act and the requisite quorum was present in each meeting of the Board.

BOARD COMMITTEES

Audit Committee:

In accordance with the provisions of Section 177 of the Act, the Company has constituted an Audit Committee. The composition of the Audit Committee as on March 31, 2026 is as follows:

S.No.	Name of Director	Category of Director	Status in Committee
1.	Mr. Girish Narang	Independent Director	Chairman
2.	Mr. Sanjay Bahl	Independent Director	Member
3.	Mr. Kapil Arora	Whole-time Director	Member

During the year, all the recommendations made by the Audit committee were accepted by the Board.

Nomination and remuneration Committee

In accordance with the provisions of Section 178 of the Act, the Company has constituted a Nomination and Remuneration Committee. The composition of the Nomination and Remuneration Committee as on March 31, 2026 is as follows:

S.No.	Name of Director	Category of Director	Status in Committee
1.	Mr. Girish Narang	Independent Director	Chairman
2.	Mr. Sanjay Bahl	Independent Director	Member
3.	Mr. Rishi Verma	Non- Executive Director	Member

During the year, all the recommendations made by the Nomination and Remuneration committee were accepted by the Board.

Pursuant to the provisions of Section 178 of the Companies Act, 2013, the Company has adopted a Nomination and Remuneration Policy. The Policy lays down the criteria for appointments, qualifications, positive attributes and independence of Directors and also provides for remuneration

of Directors, Key Managerial Personnel and Senior Management Personnel. The Nomination and Remuneration Committee reviews the Policy from time to time in accordance with applicable provisions of the Act.

Corporate Social Responsibility Committee

In accordance with the provisions of Section 135 of the Act, the Company has a Corporate Social Responsibility Committee. The composition of the Corporate Social Responsibility Committee as on March 31, 2026 is as follows:

S.N.	Name of Director	Category of Director	Status in Committee
1.	Mr. Sanjay Bahl	Independent Director	Chairman
2.	Mr. Kapil Arora	Whole-time Director	Member
3.	Mr. Nadella Phani Kishor Rao	Non- Executive Director	Member

During the year, all the recommendations made by the Corporate Social Responsibility Committee were accepted by the Board.

Stakeholders' Relationship Committee

In accordance with the provisions of Section 178 of the Act, the Company has constituted a Stakeholders' Relationship Committee. The composition of the Stakeholders' Relationship Committee as on March 31, 2026 is as follows:

S.No.	Name of Director	Category of Director	Status in Committee
1.	Mr. Nadella Phani Kishor Rao	Non- Executive Director	Chairman
2.	Mr. Rishi Verma	Non- Executive Director	Member
3.	Mr. Kapil Arora	Whole-time Director	Member

During the year, all the recommendations made by the Stakeholders' Relationship Committee were accepted by the Board.

DETAILS OF COMMITTEE MEETINGS

Audit Committee

During the year, five meetings of Audit Committee were held, details of which are given below:

Date of Meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
June 17, 2025	1	3	3	Mr. Manish Chadha Mr. Kunal Kirti Mr. Thiagarajan Kannan
September 5, 2025	2	3	3	Mr. Shobhit Garg Mr. Kunal Kirti Mr. Kapil Arora

December 4, 2025	3	3	3	Mr. Girish Narang Mr. Sanjay Bahl Mr. Kapil Arora
February 9, 2026	4	3	3	Mr. Girish Narang Mr. Sanjay Bahl Mr. Kapil Arora
March 26, 2026	5	3	3	Mr. Girish Narang Mr. Sanjay Bahl Mr. Kapil Arora

Nomination and Remuneration Committee

During the year, two meetings of Nomination and Remuneration Committee were held during the year, details of which are given below:

Date of meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
August 11, 2025	1	3	3	Mr. Manish Chadha Mr. Kunal Kirti Mr. Thiagarajan Kannan
March 26, 2026	2	3	2	Mr. Girish Narang Mr. Sanjay Bahl

Corporate Social Responsibility Committee

During the year, two meetings of Corporate Social Responsibility Committee were held during the year, details of which are given below:

Date of meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
June 17, 2025	1	4	4	Mr. Manish Chadha Mr. Kunal Kirti Mr. Thiagarajan Kannan Mr. Kapil Arora
February 9, 2026	2	3	3	Mr. Sanjay Bahl Mr. Nadella Phani Kishor Rao Mr. Kapil Arora

Stakeholders' Relationship Committee

During the year, one meeting of Stakeholders' Relationship Committee was held, details of which are given below:

Date of meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
February 9, 2026	1	3	3	Mr. Nadella Phani Kishor Rao Mr. Kapil Arora Mr. Rishi Verma

General Meetings

The details of the general meeting held during the year are given below:

Date of Meeting	Annual/Extraordinary General Meeting
September 26,2025	19th Annual General Meeting

RISK MANAGEMENT

The Company operates in an environment influenced by various risks, some within its control and others beyond it. To identify and manage these risks, the Company has put in place a robust risk management policy and systems, with oversight and monitoring carried out by the Board and senior management to ensure effective implementation of risk mitigation strategies and plans.The Company continues to take appropriate and timely measures to mitigate risks.

STATUTORY AUDITORS, THEIR REPORT AND NOTES TO FINANCIAL STATEMENTS

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants were appointed as the Statutory Auditors of the Company, for 5 (five) consecutive years from the conclusion of 16th AGM of the Company held in the year 2022 till 21st AGM to be held in the year 2027. Accordingly, they continue to act as Statutory Auditors of the Company until the AGM to be held in the year 2027.

The Notes on financial statements referred to in the Auditor's Report are self explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer.

REPORTING OF FRAUD BY AUDITORS

During the year under review, the Auditors of the Company have not reported any instance of fraud under section 143 (12) of the Companies Act 2013. Further, no case of fraud has been reported to the management of your Company from any other source.

COST AUDIT

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 (including any modifications or re-enactments thereof) the Company is required to maintain cost records under Rule 3 of the said Rules. Accordingly, the Company has duly maintained the cost records in the format prescribed under the Act. The Board of your Company had appointed M/s. Sanjay Gupta & Associates, Cost Accountants (Firm Registration No.: 000212) as the

Cost Auditors to conduct the audit of cost records of the products made by the Company for the Financial Year 2025-26.

SECRETARIAL AUDIT

The provisions of Section 204 of the Companies Act, 2013 relating to Secretarial Audit were not applicable to the Company for the financial year ended March 31, 2026. Accordingly, no Secretarial Audit was conducted during the year under review.

INTERNAL AUDIT

The Board approved the appointment of M/s. KPMG Assurance and Consulting Services LLP, Chartered Accountants, as the internal auditors of the Company for the financial year 2025-26. The reports submitted by the Internal Auditors have been reviewed by the Board.

RELATED PARTY TRANSACTIONS

All the contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The copy of Form no. AOC-2, as prescribed under section 134 (3) (h) of the Companies Act 2013, read with Rule 8(2) of the Companies (Accounts) Rules, 2014 (including any modifications or re- enactments thereof), containing the details of transactions, contracts or arrangements entered into with Related Parties are annexed herewith as **Annexure I.**

Details of related party transactions entered into by the Company, in terms of Ind AS have been disclosed in the notes to the financial statements forming part of the Directors' Report.

INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

The Board has established comprehensive policies and procedures to govern the orderly and efficient conduct of its business, ensuring adherence to Company's policies, 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 and its disclosures.

The Company's internal control systems as laid down are adequate and commensurate with the nature of its business, the size and the complexity of its operations. To further strengthen the internal control system, the Company has a well-established internal audit mechanism. The internal audit is carried out by external independent auditor. The Internal Auditors periodically review operational compliances in accordance with documented policies and procedures and evaluate their effectiveness and efficacy in ensuring robust internal control.

The Statutory Auditors have audited the financial statements for the financial year ended March 31, 2026, and have also issued an attestation report on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting in accordance with Section 143 of the Companies Act, 2013

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Corporate Social Responsibility apply to the Company, and the Company has in place a duly framed Corporate Social Responsibility Policy.

An Annual Report on CSR activities undertaken during the year along with the salient features of the CSR Policy, constitution of the CSR Committee, and expenditure incurred, are set out in **Annexure-II** to the Board Report.

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

The information pertaining to the conservation of energy, technology absorption and foreign exchange earnings and outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 forms part of this report and is annexed as **Annexure-III**

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3), 134(3)(a) of the Act read with the Companies Rules, 2014 (including any modifications or re-enactments thereof), every company shall place a copy of the annual return on the website of the company. Since the Company does not have a website, this is not applicable. Further the Annual Return will be filed with the Registrar of Companies.

SECRETARIAL STANDARDS

The Directors state that notified Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively issued by the Institute of Company Secretarial of India (ICSI), have been duly followed by the Company.

PARTICULARS OF EMPLOYEES

Being an unlisted Company, the disclosure of details regarding employee remuneration, as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has in place Prevention of Sexual Harassment (POSH) Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and complied with the provisions relating to constitution of internal complaints committee under the said Act. An Internal Committee (IC) has been duly constituted to address and redress complaints of sexual harassment.

During the year under review:

1. Number of sexual harassment complaints received during the year- 3 (Three)
2. Number of complaints disposed off during the year - 3 (Three)
3. Number of cases pending for more than 90 days - Nil

MATERNITY BENEFIT ACT, 1961

In accordance with the requirements of the Maternity Benefit Act, 1961, the Company confirms that it is fully compliant with the provisions of the said Act. The Company provides all statutory benefits and other entitlements as prescribed under the Act. The Company is committed to fostering an inclusive and supportive work environment for all employees and ensures that all applicable provisions relating to maternity benefits are implemented.

VIGIL MECHANISM AND WHISTLE BLOWER POLICY

Your Company has established a vigil mechanism and whistle blower policy to handle the complaints received from various internal as well as external stakeholders of your company. The policy provides a structured framework for directors and employees to report genuine concerns with adequate safeguards against victimization.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

In accordance with the provisions of the Act and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, the Company is required to transfer the following to Investor Education and Protection Fund (IEPF):

- Dividend amount that remains unpaid/unclaimed for a period of seven (7) years; and
- Shares on which the dividend has not been paid/claimed for seven (7) consecutive years or more.

During the financial year 2023–24, the Company declared an interim dividend. As of March 31, 2026, a dividend amount of INR 2,85,809.77 pertaining to 8196 equity shares remained unclaimed and continues to be held in the Unclaimed Dividend Account.

The Company was not required to transfer any unpaid or unclaimed dividend or shares to the IEPF during the year under review

OTHER DISCLOSURES

The Board confirms that no disclosure or reporting is required in respect of the following matters, as there were no transactions or events of the nature specified below during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting, or otherwise.
2. Issue of shares, including sweat equity shares, to employees under any scheme.
3. Grant of voting rights not directly exercisable by employees in respect of shares held by them, as contemplated under Section 67(3)(c) of the Companies Act, 2013.
4. Issue of debentures or warrants
5. Whole-time Director of the Company receiving remuneration or commission from any of its associate/holding/subsidiary company.
6. Initiation or pendency of any proceedings under the Insolvency and Bankruptcy Code, 2016.
7. One-time settlement with any Bank or Financial Institution.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors state that:

(a) In the preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act and there were no material departures from the same;

(b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March, 31, 2026 and of the profits of the Company for the year ended on that date;

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

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

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

ACKNOWLEDGEMENT

The Board of Directors expresses its sincere appreciation for the continued support and cooperation extended by the Company's stakeholders, including its bankers, customers, dealers, vendors, promoters, shareholders, government authorities, and all other business associates during the year under review. Their trust and collaboration have been instrumental in enabling the Company to navigate challenges and pursue its strategic objectives.

The Board also places on record its deep gratitude to all employees of the Company for their unwavering commitment, dedication, and tireless efforts. Their professionalism and perseverance have played a pivotal role in sustaining the Company's growth and operational excellence.

For and on behalf of the Board of Directors
Federal- Mogul Bearings India Limited

Vinit Jain
Director
DIN: 10998912
Date: May 30, 2026
Place: Gurugram

Abhishek Aggarwal
Director
DIN: 11632167
Date: May 30, 2026
Place: Amsterdam

ANNEXURE - I

FORM NO. AOC 2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: **NIL**

   (a) Name(s) of the related party and nature of relationship
   (b) Nature of contracts/arrangements/transactions
   (c) Duration of the contracts/arrangements/transactions
   (d) Salient terms of the contracts or arrangements or transactions including the value, if any
   (e) Justification for entering into such contracts or arrangements or transaction
   (f) Date of approval by the Board
   (g) Amount paid as advances, if any
   (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

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

Name of the Related Party and Nature of Relationship	Nature of contracts/ arrangements/ transactions	Salient terms of the contracts/ arrangements/ transactions including the value, if any	Date of Approval of the Board, if any	Amount paid as advances, if any
Federal-Mogul Sejong Co. Ltd. – Group Company	Purchase of raw materials and traded goods	INR 554.31 Million	NA	Nil
Federal-Mogul Shanghai Compound Material Co. Limited- Group Company	Purchase of raw materials and traded goods	INR 374.66 Million	NA	Nil

For and on behalf of the Board of Directors
Federal Mogul Bearings India Limited

Vinit Jain
Director
DIN: 10998912
Date: May 30, 2026
Place: Gurugram

Abhishek Aggarwal
Director
DIN: 11632167
Date: May 30, 2026
Place: Amsterdam

ANNEXURE II

Annual Report on Corporate Social Responsibility (CSR) activities for the Financial Year 2025-26

1. Brief outline on CSR Policy of the Company:

Federal Mogul Bearings India Limited's CSR Policy outlines the Company's commitment to integrating social, environmental, and ethical considerations into its business operations and contributing to sustainable development and community welfare.

The policy is framed in accordance with Section 135 of the Companies Act, 2013 and applicable CSR Rules, and is implemented under the guidance of the CSR Committee and the Board.
The Company focuses its CSR initiatives on key areas such as:

- Healthcare, sanitation, and poverty eradication
- Education and skill development
- Gender equality and social inclusion
- Environmental sustainability
- Rural development and community welfare

CSR activities may be undertaken directly or through eligible implementing agencies, with a structured process of identification, planning, execution, and monitoring.

The Board ensures statutory CSR spending requirements are met, oversee utilization of funds, and monitors the effectiveness and impact of CSR initiatives, including reporting in the Board's report.

2. Composition of CSR Committee:

Name of the Member	Category	Status	No. of Meetings	
			Entitled to attend	Attended
Mr. Sanjay Bahl	Independent Director	Chairman	1	1
Mr. Kapil Arora	Whole-time Director	Member	2	2
Mr. Nadella Phani Kishor Rao	Non- Executive Director	Member	1	1

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company.

The Company does not have a website. Accordingly, disclosure under this clause is not applicable

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

The provisions relating to impact assessment under Rule 8(3) of the Companies (CSR Policy) Rules, 2014are not applicable to the Company during the financial year. Accordingly, no impact assessment was carried out.

5. (a) **average net profit of the Company as per sub-section (5) of section 135**.- INR 24,63,27,597

(b) **Two percent of average net profit of the company as per sub-section (5) of section 135**.- INR 49,26,552

(c) **Surplus arising out of the CSR Projects or programmes or activities of the previous financial years**- Nil

(d) **Amount required to be set- off for the financial year, if any** – INR 202,340

(e) **Total CSR obligation for the financial year** – INR 47,24,212

6. (a) **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)** - INR 47,24,493

Ongoing project: Nil

Other than Ongoing projects:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S. No.	Name of the project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in INR)	Mode of implem-entation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registra-tion number
1.	Medical Equipment support to ESIS Hospital, Parwanoo	Item (i) promoting health care including preventive health	Yes	Himachal Pradesh, Solan		20,90,653	No	Maa Foundation	CSR00016160
2.	Donation of 200 First Aid Kits to ESIS Hospital, Parwanoo	Item (i) promoting health care including preventive health	Yes	Himachal Pradesh, Solan		93,840	No	Maa Foundation	CSR00016160

3.	Creating Next generation STEM Leaders - Avanti fellows Laptop and Tablet distribution for IIT/engineering aspirants	Item (ii) promoting education	No	Rajasthan, Bundi	25,40,000	No	Avanti Fellows	CSR00000837
	Total				**47,24,493**			

(b) **Amount spent in Administrative Overheads**- Nil

(c) **Amount spent on Impact Assessment, if applicable** – Not Applicable

(d) **Total amount spent for the Financial Year:** INR 49,26,833

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

Total Amount Spent for the Financial Year (in INR)	Amount Unspent (in INR)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
47,24,493	Nil				

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

S. N.	Particulars	Amount (INR)
i.	Two percent of average net profit of the company as per section 135(5)	49,26,552
ii.	Total amount spent for the Financial Year	49,26,833
iii.	Excess amount spent for the financial year [(ii)-(i)]	281
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

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

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in INR)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in INR)	Amount Spent in the Financial Year (in INR)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in INR)	Deficiency, if any
					Amount (in INR)	Date of Transfer		
1	FY-2022-23	-	-	-	-	-	-	-
2	FY-2023-24	-	-	-	-	-	-	-
3	FY-2024-25	-	-	-	-	-	-	-

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

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

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

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

For and on behalf of the Board of Directors
Federal Mogul Bearings India Limited

Sanjay Bahl
Chairman of CSR Committee
DIN: 00332153
Date: May 30, 2026
Place: Gurugram

Abhishek Aggarwal
Director
DIN: 11632167
Date: May 30, 2026
Place: Amsterdam

ANNEXURE III

The information in accordance with the provisions of Section 134(3) (m) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are under:

Sr. No.	Particulars	Comments
(A) Conservation of Energy:		
	the steps taken or impact on conservation of energy;	1. Replacement of 250W halogen lighting fixtures with 110W energy-efficient LED lighting systems, resulting in enhanced energy efficiency. 2. Implementation of an automatic shutdown system with a 10-minute idle timer for equipment such as hydro power packs, motors, and press machines. 3. Air conditioners have been set at a standard temperature of 25°C to enhance energy efficiency, reduce electricity consumption, and maintain a comfortable indoor environment. 4. Installation of Servo Voltage Stabilizer in electrical distribution system. With this integration, entire 2000 KVA network operates under a regulated and stable voltage supply. ensuring clean and consistent electrical power to all connected equipment, which will directly enhance operational reliability and machine performance.
	the steps taken by the Company for utilizing alternate sources of energy;	_
	the capital investment on energy conservation equipment	INR 3.5 Million
(B) Technology Absorption:		
I	the efforts made towards technology absorption	1. Localization of Premium Coatings like Irox 1&2, which enhances load carrying capability with superior wear resistance & perform better during start -stop Operation. 2. Successful implementation of Double Bit Boring technology for Japanese OEMs in LV Segment project which helps to reduce oil losses with optimized hydrodynamic lubrication. 3. LF-8 bush material, extensively used in connecting rod bushes, has been successfully

		localized at the Parwanoo facility for all customers.	
II	benefits derived like product improvement, cost reduction, product development or import substitution;	1. Enhanced product performance, quality and competitiveness. 2. Reduction in import dependence and foreign exchange outflow. 3. Strengthened manufacturing capabilities and process efficiency. 4. Faster response to customer requirements and market demands.	
III	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year:	**A. The details of technology imported** 1. IROX coated bearings- 2. Electroplated bearings **B. The year of import**: 2024, 2025, 2026 **C. Whether the technology has been fully absorbed:** IROX Coated Technology - Fully absorbed. Electroplating Technology – Partially absorbed. **D. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof:** Electroplating Technology is available globally within Tenneco and customers are supported through import. It's not getting localized as the demand and expected volumes are very low.	
IV	the expenditure incurred on Research and Development	Nil	
(C) Foreign Exchange Earnings and Outgo:		**2025-26 (INR Million)**	**2024-25 (INR Million)**
I	Foreign Exchange earnings	76.24	141.14
II	Foreign Exchange outgo	227.16	105.86

For and on behalf of the Board of Directors
Federal Mogul Bearings India Limited

Vinit Jain
Director
DIN: 10998912
Date: May 30, 2026
Place: Gurugram

Abhishek Aggarwal
Director
DIN: 11632167
Date: May 30, 2026
Place: Gurugram

INDEPENDENT AUDITOR'S REPORT

To The Members of Federal-Mogul Bearings India Limited (formerly known as Federal-Mogul Anand Bearings India Limited)

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Federal-Mogul Bearings India Limited** (the "Company"), which comprise the Balance Sheet as at 31st March 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

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

Basis for Opinion

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

Information Other than the Financial Statements and Auditor's Report Thereon

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

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

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

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

Responsibilities of Management and Board of Directors for the Financial Statements

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

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

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

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

internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

   b) In our opinion, proper books of account as required by law have been kept by the Company except for not keeping backup on a daily basis of such books of account maintained in electronic mode in a server physically located in India till December 16, 2025 and thereafter, the Company has started keeping backup on a daily basis of such books of account maintained in electronic mode in a server physically located in India. (refer Note 37 to the financial statements) and not complying with the requirement of audit trail as stated in (i)(vi) below.

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

   d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under

Section 133 of the Act.

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

f) The modifications relating to the maintenance of accounts and other matters connected therewith, are as stated in paragraph (b) above.

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

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 31(b) to the financial statements;

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses - Refer note 38(xi) to the financial statements.

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company. – Refer note 38(xiv) to the financial statements.

   iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 38(xii) to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities.

   (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 38(xiii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities.

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

v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account for the year ended 31 March 2026 which has a feature of recording audit trail (edit log) facility and the audit trail feature at the application level has operated throughout the year for all relevant transactions recorded in the software. However, the audit trail was not enabled at the database level to log any direct data changes. Consequently, we are unable to comment whether there were any instances of the audit trail feature being tampered with (refer note 38(xv) to the financial statements).

Additionally, the audit trail that was enabled and operated has been preserved by the Company as per the statutory requirements for record retention, as stated in Note 38(xv) to the financial statements.

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

For **Deloitte Haskins and Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W100018)

Jyoti Vaish
Partner
Membership No. 096521
UDIN: 26096521YXSUHE6279

Place: Gurugram
Date: May 30, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to financial statements of **Federal-Mogul Bearings India Limited** (the "Company") as at 31st March 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

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

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to financial statements

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation

of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

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

For **Deloitte Haskins and Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W100018)

Jyoti Vaish
(Partner)
Membership No. 096521
UDIN: 26096521YXSUHE6279

Place: Gurugram
Date: May 30, 2026

Annexure 'B' to the Independent Auditor's Report

Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Federal-Mogul Bearings India Limited (formerly known as Federal-Mogul Anand Bearings India Limited)

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

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

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

(b) The Company has a program of verification of Property, Plant and Equipment, capital work-in-progress and right-of-use assets so to cover all the items once every three years, which, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. Pursuant to the program no such assets were due for physical verification during the year. Since no physical verification of property, plant and equipment, capital work-in-progress, and right-of-use assets was due during the year, therefore the question of reporting on material discrepancies noted on verification does not arise.

(c) The Company does not have any immovable properties of freehold land and buildings. In respect of immovable property that has been taken on lease and disclosed in the financial statements as right-of use asset as at the balance sheet date, the lease agreement is duly executed in favour of the Company.

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

(e) No proceedings have been initiated or are pending against the Company as at 31st March 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) The inventories except for (goods-in-transit and stocks held with third parties), were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained and in respect of goods in- transit, the goods have been received subsequent to the year end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories/alternate procedures performed as applicable, when compared with the books of account.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from a bank on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly statements comprising stock statements and book debts statements, have been filed by the Company with the such bank are in agreement with the unaudited books of account of the Company of the respective quarters.

iii. (a) The Company has not made investments in or provided any guarantee or security, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties during the year. However, the Company has provided loans or advances in the nature of loans (unsecured interest free) to employees during the year and details of which are given below:

(Rs. In millions)

Particulars	**Amount in Rs.**
A. Aggregate amount of loans granted during the year to Employees	0.1
B. Balance outstanding as the balance sheet date with Employees	-

(b) The terms and conditions of the grant of all the above-mentioned loans and advances in the nature of loan, provided during the year, in our opinion, not prejudicial to the Company's interest.

(c) In respect of loans granted or advances in the nature of loans provided by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted and advances in the nature of loans provided by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying terms. Hence, reporting under clause 3(iii)(f) of the Order is not applicable.

iv. According to information and explanation given to us, the Company has not granted any loans, made investment or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause 3(iv) of the Order is not applicable.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, as amended. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. The maintenance of cost records has been specified by the central government under Section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Record and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under section 148(1) of the Companies Act, 2013, and are of the opinion that, *prime facie*, prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Customs, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities though there has been a delay in respect of remittance of provident fund dues. We have been informed that Sales tax, Service tax, duty of Excise and Value Added Tax are not applicable to the Company.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, cess and other material statutory dues in arrears as at on 31st March 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on on 31st March 2026 on account of disputes are given below:

Name of the Statute	Nature of Dues	Amount (₹ In Mn)	Amount paid under protest (₹ In Mn)	Period to which the Amount Relates (Financial year)	Forum where Dispute is Pending
The Income Tax Act, 1961	Income Tax	1.07	-	2011-12	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	4.89	-	2012-13	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	6.59	-	2013-14	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	17.5	-	2019-20	Income Tax Appellate Tribunal (ITAT)
The Goods and Service Tax Act, 2017	Goods and Service tax	0.71	-	2020-21	Commissioner (Appeal)
The Goods and Service Tax Act, 2017	Goods and Service tax	1.27	-	2021-22	Joint Commissioner

viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

ix. a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.

(b) The Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, not been used during the year for long-term purposes by the Company.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clauses 3(ix)(e) of the Order is not applicable.

(f). The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x. (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

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

xi. (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of Section 143 of the Companies Act has been filled in Form ADT-4 as described under rule 13 of Companies (Audit and Auditors) Rules,2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year and upto the date of this report and provided to us, when performing our audit.

xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

xiii. In our opinion, the Company is in compliance with section 177 and 188 of the Companies Act, where applicable, for all transactions with related parties and the details of related parties transactions have been disclosed in the financial statement etc. as required by applicable accounting standards.

xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and nature of its business.

(b) We have considered, the internal audit report issued to the Company after the balance sheet date covering the period (April 2025 to January 2026) for the period under audit.

xv. In our opinion, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies act, 2013 are not applicable to the Company.

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

The Group does not have any CIC as part of the group and accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii. The Company has not incurred cash losses during the financial year covered by our audit and immediately preceding financial year.

xviii. There has been no resignation of statutory auditors of the Company during the year.

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

xx. The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **Deloitte Haskins and Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W100018)

Jyoti Vaish
Partner
Membership No. 096521
UDIN: 26096521YXSUHE6279

Place: Gurugram
Date: May 30, 2026

Federal-Mogul Bearings India Limited
(Formerly known as Federal-Mogul Anand Bearings India Limited)
CIN No. U29199HR2006PLC043262
Balance Sheet as at 31 March 2026
(All amount in INR millions, unless otherwise stated)

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	290.49	299.84
Capital work in progress	3(b)	113.42	33.82
Right-of-use assets	4	1.59	1.62
Intangible asset	5	0.22	0.78
Financial assets			
i.Other financial assets	6(a)	7.72	7.72
Income tax assets (net)	8	8.13	8.98
Deferred tax assets (net)	7	3.77	-
Other non-current assets	10	8.03	-
Total non-current assets		**433.37**	**352.76**
Current assets			
Inventories	9	537.45	413.25
Financial assets			
i. Trade receivables	6(b)	612.46	395.35
ii. Cash and cash equivalents	6(c)	184.53	252.16
iii. Other financial assets	6(d)	42.65	15.58
Other current assets	10	26.34	20.22
Total current assets		**1,403.43**	**1,096.56**
Total assets		**1,836.80**	**1,449.32**
EQUITY AND LIABILITIES			
Equity			
i. Equity share capital	11(a)	87.76	87.76
ii. Other Equity	11(b)	967.44	800.78
Total equity		**1,055.20**	**888.54**
LIABILITIES			
Non-current liabilities			
Provisions	14	38.26	19.65
Deferred tax liabilities (net)	7	-	1.05
Total non-current liabilities		**38.26**	**20.70**
Current liabilities			
Financial liabilities			
i. Trade payables	12(a)		
(a) total outstanding dues of micro enterprises and small enterprises		23.56	12.04
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		639.69	520.78
ii. Other financial liabilities	12(b)	70.66	2.21
Other current liabilities	13	5.51	1.58
Provisions	14	1.86	3.47
Current tax liabilities (net)	15	2.06	-
Total current liabilities		**743.34**	**540.08**
Total liabilities		**781.60**	**560.78**
Total equity and liabilities		**1,836.80**	**1,449.32**

See accompanying notes forming part of financial statements.

As per our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

For and on behalf of the Board of Directors of
Federal-Mogul Bearings India Limited

Jyoti Vaish
Partner
Membership No.: 096521

Jasbir Singh
Director
DIN: 10817653

Vinit Jain
Director
DIN: 10998912

Place: Gurugram
Date: 30 May 2026

Place: Patiala
Date: 30 May 2026

Place: Gurugram
Date: 30 May 2026

Federal-Mogul Bearings India Limited
(Formerly known as Federal-Mogul Anand Bearings India Limited)
CIN No. U29199HR2006PLC043262
Statement of Profit and Loss for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

Particulars	Notes	Year ended 31 March 2026	Year ended 31 March 2025
Income			
Revenue from operations	16	2,338.14	2,049.38
Other income	17	14.08	8.77
Total income		**2,352.22**	**2,058.15**
Expenses			
Cost of materials consumed	18	1,044.40	843.05
Purchase of stock-in-trade	19	468.19	346.06
Change in inventories of finished goods, stock-in-trade and work in progress	20	(53.00)	6.35
Employee benefits expense	21	194.09	180.49
Finance cost	22	0.92	2.88
Depreciation and amortisation expense	23	56.98	55.45
Other expenses	24	402.90	330.39
Total expenses		**2,114.48**	**1,764.67**
Profit before exceptional items and tax		**237.74**	**293.48**
Exceptional Items			
Statutory impact of New labour codes	21	14.82	-
Profit before tax		**222.92**	**293.48**
Tax expense	25		
Current tax		60.55	75.80
Deferred tax		(4.90)	(9.58)
Short provision of tax relating to earlier years		0.85	9.93
Total tax expense		**56.50**	**76.15**
Profit for the year		**166.42**	**217.33**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
- Remeasurements of post-employment benefit obligations		0.32	1.85
- Income tax relating to items that will not be reclassified to profit or loss		(0.08)	(0.54)
Other comprehensive income for the year		**0.24**	**1.31**
Total comprehensive income for the year		**166.66**	**218.64**
Earnings per equity share (of INR 10 each) (absolute value)	26		
Basic (INR)		18.96	24.76
Diluted (INR)		18.96	24.76

See accompanying notes forming part of financial statements.

As per our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

For and on behalf of the Board of Directors of
Federal-Mogul Bearings India Limited

Jyoti Vaish
Partner
Membership No.: 096521

Jasbir Singh
Director
DIN: 10817653

Vinit Jain
Director
DIN: 10998912

Place: Gurugram
Date: 30 May 2026

Place: Patiala
Date: 30 May 2026

Place: Gurugram
Date: 30 May 2026

Federal-Mogul Bearings India Limited
(Formerly known as Federal-Mogul Anand Bearings India Limited)
CIN No. U29199HR2006PLC043262
Statement of cash flows for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Cash flow from operating activities		
Profit before tax	**222.92**	**293.48**
Adjustments for:		
Depreciation and amortisation expense	56.98	55.45
(Gain)/ Loss on sale of property plant and equipment (net)	(0.27)	0.31
Finance cost	0.92	2.88
Liability no longer required, written back	-	(0.32)
Interest income from financial assets (fixed deposits) measured at amortised cost	(8.72)	(7.99)
Allowance for expected credit loss	13.96	2.46
Unrealised forex (gain)/ loss (net)	(3.47)	1.32
Operating cashflows before working capital changes	**282.32**	**347.59**
Change in operating assets and liabilities		
(Increase) in Inventories	(124.19)	(104.93)
(Increase) in Trade receivables	(229.31)	(1.60)
(Increase)/Decrease in Financial and other assets	(34.07)	6.40
Increase in Trade payables	132.14	49.62
Increase/(Decrease) in provisions and current / non-current liabilities	40.10	(18.24)
Cash generated from operations	**66.99**	**278.84**
Income taxes paid (net of refunds)	(58.48)	(93.23)
Net cash inflow from operating activities (A)	**8.51**	**185.61**
Cash flows from investing activities:		
Purchase of Property, plant and equipment, including capital work-in-progress and capital advances	(87.62)	(62.67)
Interest received	9.60	-
Sale of property, plant and equipment	2.80	15.62
Net cash outflow from investing activities (B)	**(75.22)**	**(47.05)**
Cash flows from financing activities:		
Interest paid	(0.92)	(2.88)
Net cash outflow from financing activities (C)	**(0.92)**	**(2.88)**
Net (decrease)/ increase in cash and cash equivalents (A)+(B)+(C)	**(67.63)**	**135.68**
Cash and cash equivalents at the beginning of the year	252.16	116.48
Cash and cash equivalents at end of the year	**184.53**	**252.16**

Cash and Cash Equivalents as per above comprise of the following:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Balances with banks:		
In current accounts [Refer Note 6 (c)]	63.80	57.13
Deposits with original maturity less than 3 months [Refer Note 6 (c)]	120.73	195.03
	184.53	**252.16**

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

See accompanying notes forming part of financial statements.

As per our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

For and on behalf of the Board of Directors of
Federal-Mogul Bearings India Limited

Jyoti Vaish
Partner
Membership No.: 096521

Jasbir Singh
Director
DIN: 10817653

Vinit Jain
Director
DIN: 10998912

Place: Gurugram
Date: 30 May 2026

Place: Patiala
Date: 30 May 2026

Place: Gurugram
Date: 30 May 2026

Federal-Mogul Bearings India Limited
(Formerly known as Federal-Mogul Anand Bearings India Limited)
CIN No. U29199HR2006PLC043262
Statement of changes in equity for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

A) Equity share capital

Particulars	No. of shares (in Absolute value)	Amount
Balance as at 1 April 2024	**87,76,365**	**87.76**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2025	**87,76,365**	**87.76**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2026	**87,76,365**	**87.76**

B) Other equity

Particulars	Reserves and Surplus		Total Equity
	Securities Premium	Retained Earnings	
Balance as at 1 April 2024	**542.34**	**39.80**	**582.14**
Profit for the year	**-**	217.33	217.33
Other comprehensive income (net of taxes)	-	1.31	1.31
Balance as at 31 March 2025	**542.34**	**258.44**	**800.78**
Balance as at 1 April 2025	**542.34**	**258.44**	**800.78**
Profit for the year	-	166.42	166.42
Other comprehensive income (net of taxes)	-	0.24	0.24
Balance as at 31 March 2026	**542.34**	**425.10**	**967.44**

See accompanying notes forming part of financial statements.

As per our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

For and on behalf of the Board of Directors of
Federal-Mogul Bearings India Limited

Jyoti Vaish
Partner
Membership No.: 096521

Place: Gurugram
Date: 30 May 2026

Jasbir Singh
Director
DIN: 10817653

Place: Patiala
Date: 30 May 2026

Vinit Jain
Director
DIN: 10998912

Place: Gurugram
Date: 30 May 2026

Federal-Mogul Bearings India Limited
(Formerly known as Federal-Mogul Anand Bearings India Limited)
CIN No. U29199HR2006PLC043262
Summary of material accounting policies and other explanatory information for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

1 Corporate Information

Federal-Mogul Bearings India Limited (Formerly known as Federal-Mogul Anand Bearings India Limited) ('the Company') is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956 on 17 July 2006. The Company is engaged in the business of manufacture and sale of bi-metal engine bearings, bushes, washers, flanges for automotive, industrial, agricultural, earthmoving, marine and stationary engines. The Company has its registered office at Gurugram, Haryana, India and principal activities of the Company at Parwanoo, Himachal Pradesh, India.

These financial statements are approved for issue in accordance with a resolution of the directors passed in Board meeting held on 30 May 2026.

2 Basis of preparation, measurement and material accounting policies

2.1 Basis of preparation

These financial statements for the year ended 31 March 2026 have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules issued thereunder and other accounting principles generally accepted in India and in terms of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. These financial statements comprise balance sheet, statement of Profit and Loss, statement of changes in equity, statement of cash flow, and Summary of Material Accounting Policies and other explanatory notes (collectively, the "Financial Statements").

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the financial statements have been prepared on historical cost basis except for certain financial assets and financial liabilities which are measured at fair values as explained in relevant accounting policies.

Functional & Presentational currency: The financial statements are presented in Indian Rupee and all values are rounded to the nearest million (Rs 000,000), except when otherwise indicated.

2.2 Summary of Material Accounting Policies

(a) Overall consideration

The financial statements have been prepared using material accounting policies and measurement bases summarised below. These were used throughout all periods presented in the financial statements.

b) Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Act. Deferred tax assets and liabilities are classified as non-current assets and non-current liabilities, as the case may be.

c) Use of estimates and judgements

The preparation of these financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the year. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision to accounting estimates is recognised in the current and future periods.

d) Property, plant and equipment

Recognition and initial measurement

Property plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the 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 associated with the item will flow to the Company. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred.

Subsequent measurement (depreciation and useful lives)

Property, plant and equipment are subsequently measured at cost less accumulated depreciation and impairment losses. Depreciation on property, plant and equipment is provided on a straight-line basis, computed on the basis of useful lives mentioned below:

Asset Class	Estimated useful life (in years)
Plant and machinery	5 to 15 years
Furniture and fixtures	10 years
Office equipment	5 years
Computers	3 years
Vehicles	8 years
Building	30 Years

*Based on technical evaluation, the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence, the useful lives for certain items within these classes of assets is different from the useful lives as prescribed under Part C of Schedule II to the Companies Act 2013.

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

De-recognition

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

e) Intangible assets

Recognition and initial measurement
Intangible assets (Computer softwares) are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent measurement (amortisation)
The cost of capitalised software is amortised over a period of 5 years from the date of its acquisition.

f) Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

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

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful lives.

g) Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired.

Ind AS 109 requires expected credit losses to be measured through a loss allowance. Company performs credit assessment for customers on an annual basis. Company recognizes credit risk, on the basis of lifetime expected losses and where receivables are due for more than twelve months.

For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

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

h) Financial instruments

Initial recognition and measurement
Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value, except for trade receivables that do not have a significant financing component which are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in profit or loss.

Non-derivative financial assets

Subsequent measurement

i. Financial assets carried at amortised cost – a financial asset is measured at the 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 rate (EIR) method.

ii. Financial assets carried at fair value through other comprehensive income (FVOCI) – a financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

iii. Financial assets carried at fair value through profit or loss (FVTPL) – financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in Statement of Profit and Loss.

iv. Derecognition of financial assets - The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

Non-derivative financial liabilities

Subsequent measurement
Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortised cost using the effective interest method.

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 and Loss.

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

i) Fair value measurement
The Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the chief financial officer. The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:
Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

j) Leases

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.

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 recognises 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.

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

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.

The lease liability is initially measured at amortised 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.

k) Inventories

Inventories are valued as follows:

Raw materials, components, stores and spares and bought out tools.	Lower of cost or 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.
Work-in-progress	Lower of cost or net realisable value. Cost for this purpose includes material, labour and appropriate allocation of overheads. Cost is determined on a moving weighted average basis.
Finished Goods: - Manufactured	Lower of cost or net realisable value. Cost for this purpose includes material, labour and appropriate allocation of overheads. Cost is determined on a moving weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Provision for obsolescence is determined based on management's assessment and is charged to Statement of Profit and Loss.

l) 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. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the Contract. The Company recognises revenue from the following major sources:

(i) Sale of products:

Revenue from sale of products 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 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.

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 30-60 days.

(ii) 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, similarly tooling cost (net) represents costs incurred by the Company in excess of amounts recovered from customers. The Company recognizes such tooling income (net)/ tooling cost (net) when the control of the goods have passed on to the customer. The Company expenses all pre-production tooling costs related to customer owned tools for which reimbursement is not contractually guaranteed by the customer or for which the customer has not provided a non-cancellable right to use the tooling, at the time of their estimation. 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 tooling income (net) is recognized at the receipt of Pre Production Approval Process from the customer.

(iii) Contract assets

A contract asset is the Company's right to consideration in exchange for goods or services that the Company has transferred to the customer. A contract asset becomes a receivable when the Company's right to consideration is unconditional, which is the case when only the passage of time is required before payment of the consideration is due. The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables. The Contract asset in case of company comprises of deferred income which relates to expenses incurred but not billed yet as per the terms of contract.
The Company's contract assets are disclosed in Note 6 and Note 29.

(iv) Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract. The Contract liability comprises of unearned income which relates to excess of invoicing over cost incurred for a particular project.
The Company's contract liabilities are disclosed in Note 13.

m) Other Income

(i) Interest:
Interest income is recorded on accrual basis.

(ii) Export Benefits/Incentives:

Export entitlements under the Duty Entitlement Pass Book (DEPB) Scheme/ Duty Drawback scheme are recognised in the Statement of Profit and Loss when the same is received by the Company.

n) Statement of cash flows

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

o) Foreign Currency Transactions

Functional and presentation currency
The financial statements are presented in Indian Rupee ('INR or Rs') which is also the functional and presentation currency of the Company.
Transactions and balances

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items outstanding at the balance sheet date are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transactions.

Exchange differences arising on such conversion and settlement at rates different from those at which they were initially recorded, are recognised in the Statement of Profit and Loss in the year in which they arise.

p) Retirement and other employee benefits

(i) **Defined Contribution Plans:**
These are plans in which the Company pays pre-defined amounts to funds administered by government authority. The Company does not have any legal or constructive obligation to pay additional sums. These comprise contributions in respect of Employees' Provident Fund and Employees' State Insurance. The Company's payments to the defined contribution plans are recognised as employee benefit expenses when they are due.

(ii) **Defined Benefit Plans:**
Gratuity liability under the Payment of Gratuity Act is accrued on the basis of an actuarial valuation made at the end of each financial period. The actuarial valuation is done as per projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to other comprehensive income in the period in which such gains or losses are determined.

(iii) Short term compensated absences are provided for based on estimates. Long term compensation liability for leave encashment is determined in accordance with Company policy and is measured on the basis of valuation by an independent actuary at the end of the financial year. The actuarial valuation is done as per 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.

(iv) **Bonus plans**
The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

q) Income Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India.

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).

Deferred tax is recognised in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes. Deferred tax assets on unrealised tax loss are recognised to the extent that it is probable that the underlying tax loss will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside Statement of Profit and Loss (either in other comprehensive income or in equity).

r) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

s) Provisions, contingent liabilities and contingent assets

Provisions are recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are discounted to their present values, where the time value of money is material. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are discounted to their present values, where the time value of money is material.

Any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

In cases where the outflow of economic resources as a result of present obligations is considered improbable or remote, no provision is recognised.

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.

t) Cash and Cash Equivalents

Cash and cash equivalent comprise cash at banks and on hand and short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

u) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are paid as per the terms of contracts with the supplier. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

v) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors assess the financial performance and position of the Company, and makes strategic decisions and therefore the board would be the chief operating decision maker or 'CODM, within the meaning of Ind AS 108. The CODM evaluates the Company's performance and allocates resources based on the dominant source, nature of product and nature of risks and returns. The Company's segment reporting are disclosed in Note 32.

w) 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.

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 non- financial 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.

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.

Significant estimates

Assessment of contingent liabilities - The assessment of contingent liabilities requires significant judgment and evaluation of various internal and external factors.

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.

Allowance for excess and obsolete inventory – Management determines the allowance for excess and obsolete inventory based on a review of items with no consumption in the previous 12 months. A provision of 100% is recognised on such inventories.

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.

2.3 Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at March 31, 2026, there are no new/revised standards that have been issued by the MCA but are not effective.

2.4 Adoption of new and revised standards

The Company has considered new and amended Ind AS's that are effective for the annual period that begins on or after 1 April 2025. These amendments related to Ind AS 21, Ind AS 7, Ind AS 1 and Ind AS 12 have no impact on these financial statements.

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Federal-Mogul Bearings India Limited
(Formerly known as Federal-Mogul Anand Bearings India Limited)
CIN No. U29199HR2006PLC043262
Notes to financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

3(a) Property, plant and equipment

Particulars	Building on leasehold land	Plant and machinery	Office equipment	Furniture and fixtures	Computer	Vehicles	Total
Gross Carrying Amount							
Balance as at 1 April 2024	28.87	321.98	2.44	1.71	3.63	0.33	**358.96**
Additions	3.50	64.11	-	-	4.37	-	**71.98**
Disposals/adjustments	-	(15.93)	-	-	-	-	**(15.93)**
Balance as on 31 March 2025	**32.37**	**370.16**	**2.44**	**1.71**	**8.00**	**0.33**	**415.01**
Balance as at 01 April 2025	32.37	370.16	2.44	1.71	8.00	0.33	**415.01**
Additions	-	43.66	0.96	-	4.96	-	**49.58**
Disposals/adjustments	(5.54)	(35.72)	(0.26)	-	-	-	**(41.52)**
Balance as on 31 March 2026	**26.83**	**378.10**	**3.14**	**1.71**	**12.96**	**0.33**	**423.07**
Accumulated depreciation							
Balance as at 1 April 2024	2.00	57.07	0.37	0.40	0.65	0.08	**60.57**
Depreciation charge for the year	2.00	50.23	0.47	0.38	1.42	0.11	**54.61**
Disposals	-	-	-	-	-	-	-
Balance as on 31 March 2025	**4.00**	**107.30**	**0.84**	**0.78**	**2.07**	**0.19**	**115.18**
Balance as at 01 April 2025	4.00	107.30	0.84	0.78	2.07	0.19	**115.18**
Depreciation charge for the year	1.78	51.37	0.45	0.22	2.50	0.07	**56.39**
Disposals	(1.20)	(37.55)	(0.24)	-	-	-	**(38.99)**
Balance as on 31 March 2026	**4.58**	**121.12**	**1.05**	**1.00**	**4.57**	**0.26**	**132.58**
Net carrying amount as on 31 March 2025	**28.37**	**262.86**	**1.60**	**0.93**	**5.94**	**0.14**	**299.84**
Net carrying amount as on 31 March 2026	**22.25**	**256.99**	**2.09**	**0.71**	**8.39**	**0.07**	**290.49**

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3(b). Capital-Work-in-Progress (CWIP)

Particulars	Amount
Balance as at 01 April 2024	43.13
Additions during the year	62.67
Capitalised during the year	(71.98)
Balance as at 01 April 2025	**33.82**
Additions during the period	129.16
Capitalised during the period	(49.56)
Balance as at 31 March 2026	**113.42**

Capital-work-in-Progress (CWIP) Ageing
As at 31 March 2026

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	107.82	-	3.73	1.87	113.42
Projects temporarily suspended	-		-	-	-

As at 31 March 2025

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	27.41	1.94	4.47	-	33.82
Projects temporarily suspended	-	-	-	-	-

For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, following is the CWIP completion schedule:

As at 31 March 2026

Particulars	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Plant & Equipment	-	5.60	-	-	5.60

As at 31 March 2025

Particulars	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Plant & Equipment	5.60	-	-	-	5.60

Notes:
1.) Refer Note 31(a) for disclosure of contractual commitments for the acquisition of property, plant and equipment.
2.) The Company has not revalued its property, plant and equipment during reporting period.
3) The plant and machinery are pledged as security (2nd pari passu charge) against credit facilities availed by the Company.
4) There are no impairment losses recognised during reporting year.

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4.Right-of-use assets

Following are the changes in the carrying value of right of use:

Particulars	Leasehold land	Total
Gross carrying amount		
As at 01 April 2024	1.68	**1.68**
Additions	-	**-**
Disposals	-	**-**
As at 31 March 2025	**1.68**	**1.68**
As at 01 April 2025	1.68	**1.68**
Additions	-	**-**
Disposals	-	**-**
As at 31 March 2026	**1.68**	**1.68**
Accumulated depreciation		
As at 01 April 2024	0.03	**0.03**
Depreciation charge for the year	0.03	**0.03**
As at 31 March 2025	**0.06**	**0.06**
As at 01 April 2025	0.06	**0.06**
Depreciation charge for the period	0.03	**0.03**
As at 31 March 2026	**0.09**	**0.09**
Net carrying amount as on 31 March 2025	1.62	1.62
Net carrying amount as on 31 March 2026	1.59	1.59

Note 1: Gross carrying value of leasehold land includes amounts which were paid upfront, at the commencement date of the lease. The Company has entered into long term lease of around 99 years.

Note 2: Other than leasehold land, 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.

The following are the amounts recognised in profit or loss:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation expense of right-of-use assets	0.03	0.03
Expense relating to short-term leases (included in Note 24 : Other expense)	3.66	2.87
Total	**3.69**	**2.90**

Note: The Company has not revalued its right-of-use assets during reporting period.

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5 Other Intangible assets

Particulars	Computer Software (Acquired)	Total
Gross carrying amount		
Balance as at 01 April 2024	2.40	**2.40**
Additions	**-**	**-**
Disposals/adjustments	**-**	**-**
Balance as at 31 March 2025	**2.40**	**2.40**
Balance as at 01 April 2025	2.40	**2.40**
Additions	**-**	**-**
Disposals/adjustments	**-**	**-**
Balance as at 31 March 2026	**2.40**	**2.40**
Accumulated amortisation		
Balance as at 01 April 2024	**0.81**	**0.81**
Amortisation charge for the year	0.81	0.81
Disposals	-	-
Balance as on 31 March 2025	**1.62**	**1.62**
Balance as at 01 April 2025	**1.62**	**1.62**
Additions	0.56	0.56
Disposals	-	-
Balance as at 31 March 2026	**2.18**	**2.18**
Net carrying amount as on 31 March 2025	**0.78**	**0.78**
Net carrying amount as on 31 March 2026	**0.22**	**0.22**

Notes:

1) There are no intangible assets under development as at Balance Sheet Date.

2) The Company has not revalued its intangible assets during reporting period.

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6. Financial Assets

6(a) Other Non- Current Financial assets

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good		
At amortised cost		
Security deposits	7.72	7.72
Total	**7.72**	**7.72**

6(b) Trade receivables*

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good	612.46	395.35
Unsecured, credit impaired	18.01	3.59
Total	**630.47**	**398.94**
Less: Allowance for expected credit loss	(18.01)	(3.59)
Total Trade receivables	**612.46**	**395.35**

*Unsecured and current

The average credit period on sales of goods is 30-60 days.

Trade Receivables Ageing (on the basis of due date of payment):

As at 31 March 2026

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		0-6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 years	
(i) Undisputed Trade receivables – considered good	430.66	117.78	42.28	21.71	0.03	-	612.46
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	4.10	5.62	5.44	0.01	2.84	18.01
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
	430.66	**121.88**	**47.90**	**27.15**	**0.04**	**2.84**	**630.47**
Less: Expected credit loss allowance	-	(4.10)	(5.62)	(5.44)	(0.01)	(2.84)	(18.01)
Total							**612.46**

As at 31 March 2025

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		0-6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade receivables – considered good	307.23	57.60	20.68	7.18	0.49	2.17	395.35
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	0.46	0.88	1.16	0.10	0.99	3.59
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
	307.23	**58.06**	**21.56**	**8.34**	**0.59**	**3.16**	**398.94**
Less: Expected credit loss allowance							(3.59)
Total							**395.35**

Notes:

(1) Refer note no. 29(b) for allowance for expected credit loss.

(2) Refer note no. 27(c) for balances due from related parties amounting INR 143.70 million (previous year: INR 71.65 million).

(3) Refer note no. 36 for FEMA Compliances.

6(c) Cash and cash equivalents (includes fixed deposits)

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with scheduled banks		
- in current accounts	63.80	57.13
Deposits with original maturity of less than three months	120.73	195.03
Total	**184.53**	**252.16**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period.

6(d) Other Current Financial assets

Particulars	As at 31 March 2026	As at 31 March 2025
At amortised cost		
Unsecured, considered good		
Interest accrued on bank deposits	0.17	1.04
Claims recoverable	0.60	10.51
Export incentive recoverable	0.39	1.16
Unbilled tooling cost	-	2.87
Contract asset (Refer Note 16.4)	41.50	-
Total	**42.65**	**15.58**

7 Deferred tax assets (net)

Particulars	Opening as at 01 April 2025	Recognised in statement of profit and loss	Recognised in OCI	Closing balance as at 31 March 2026
Deferred tax assets				
Provision for employee benefits	5.12	4.77	(0.08)	9.81
Expected credit loss	0.74	3.79	-	4.53
Others	5.02	(3.28)	-	1.74
	10.88	**5.28**	**(0.08)**	**16.08**
Deferred tax liabilities				
Property, plant and equipment and Intangible assets on account of difference in Written Down Value (WDV) Between books and income tax computation	11.93	0.38	-	12.31
	11.93	**0.38**	**-**	**12.31**
Net deferred tax assets	**(1.05)**	**4.90**	**(0.08)**	**3.77**

Particulars	Opening as at 01 April 2024	Recognised in statement of profit and loss	Recognised in OCI	Closing balance as at 31 March 2025
Deferred tax assets				
Provision for employee benefits	4.35	1.31	(0.54)	5.12
Expected credit loss	1.41	(0.67)	-	0.74
Others	3.01	2.01	-	5.02
	8.77	**2.65**	**(0.54)**	**10.88**
Deferred tax liabilities				
Property, plant and equipment and Intangible assets on account of difference in Written Down Value (WDV) Between books and income tax computation	18.86	(6.93)	-	11.93
	18.86	**(6.93)**	**-**	**11.93**
Net deferred tax liabilities	**(10.09)**	**9.58**	**(0.54)**	**(1.05)**

Note: Deferred tax assets and deferred tax liabilities have been offset as the Company has a legally enforceable right to set off current tax assets against current tax liabilities.

8. Income tax assets (net)

Particulars	As at 31 March 2026	As at 31 March 2026
Advance Income Tax (net of provision for tax)	8.13	8.98
Total	**8.13**	**8.98**

9. Inventories (Valued at lower of cost or net realisable value)

Particulars	As at 31 March 2026	As at 31 March 2025
Raw materials [(includes goods-in-transit of INR 128.42 million (previous year: INR 69.66 million)]	325.84	252.19
Work-in-progress	92.32	60.10
Finished Goods (includes goods-in-transit of INR14.32 million [(previous year: INR 8.28 million)]	32.81	36.01
Stock-in-trade [(includes goods-in-transit of INR 30.92 million (previous year: INR 9.21 million)]	64.14	40.16
Stores and spares [(includes goods-in-transit of INR 0.71 million (previous year: Nil)]	22.34	24.79
Total	**537.45**	**413.25**

The cost of inventories recognised as an expense during the year was INR 1459.59 million (previous year: INR 1,195.46 million).
The cost of inventories recognised as an expense includes INR 8.23 million (previous year: INR 2.34 million) in respect of the reversal of write-downs to net realisable value.

10. Other assets

Particulars	As at 31 March 2026	As at 31 March 2025
Non-current		
Unsecured, Considered good		
Capital advances	8.03	
	8.03	**-**
Current		
Unsecured, Considered good		
Balances with government authorities	19.80	10.67
Loans to employees	-	0.04
Prepaid expenses	5.88	2.55
Advance to suppliers	0.11	5.41
Other receivables	0.55	1.55
	26.34	**20.22**

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11. Share Capital and Other Equity

(a) Share Capital

Particulars	As at 31 March 2026	As at 31 March 2025
Authorised share capital		
10,000,000 Equity shares of INR 10 each (absolute value)	100.00	100.00
(as at 31 March 2025: 10,000,000 Equity shares of INR 10 each)	**100.00**	**100.00**
Issued, subscribed and fully paid share capital		
8,776,365 Equity shares of INR 10 each (absolute value)	87.76	87.76
(as at 31 March 2025: 8,776,365 Equity shares of INR 10 each)	**87.76**	**87.76**

(i) Movements in share capital

Particulars	Number of shares (Absolute value)	Equity Share Capital
As at 1 April 2024	**87,76,365**	**87.76**
Movement during the year	**-**	**-**
As at 31 March 2025	**87,76,365**	**87.76**
Movement during the period	**-**	**-**
As at 31 March 2026	**87,76,365**	**87.76**

Terms/rights attached to equity shares

Equity Shares: The Company has only one class of equity shares having a par value of ₹ 10 (absolute amount) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after payment of all liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

The Company has not declared and paid any dividend during the year.

(ii) Shares held by Holding /Ultimate Holding Company and /or their subsidiaries/associates*

Name of the shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares	% holding	Number of shares	% holding
Equity shares of INR 10 each fully paid (absolute value)				
Tenneco Clean Air India Limited (Formerly known as Tenneco Clean Air India Private Limited)*	87,21,086	99.40%	87,21,086	99.40%

*Pursuant to the approval of Board of Directors in their meetings held on March 25, 2025 and March 26, 2025, Share Swap Agreement dated March 25,2025 (agreement) was executed amongst Tenneco Clean Air Limited (Clear Air), Federal Mogul Bearings India Limited, Federal Mogul Investments BV and Tenneco LLC (formerly known as Tenneco Inc. upto 29 April 2025) (Collectively known as "Sellers") subject to and in accordance with the terms and conditions specified in the agreement, Clean Air has acquired swap shares from the sellers. The Company completed applicable regulatory compliances in respect of this transaction during year ended 31 March 2025.

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

Name of the shareholder*	As at 31 March 2026		As at 31 March 2025	
	Number of shares	% holding	Number of shares	% holding
Equity shares of INR 10 each fully paid (absolute value)				
Tenneco Clean Air India Limited (Formerly known as Tenneco Clean Air India Private Limited)*	87,21,086	99.40%	87,21,086	99.40%

*As per records of the Company, including register of shareholders/members and other declarations received from shareholders regarding beneficial interests, the above shareholding respresents both legal and beneficial owners of shares.

(iv) Details of shares held by Promoter

Name of the Promoter*	As at 31 March 2026		As at 31 March 2025		% change during the year
	Number of shares	% holding	Number of shares	% holding	
Equity shares of INR 10 each fully paid (absolute value)					
Tenneco Clean Air India Limited (Formerly known as Tenneco Clean Air India Private Limited)*	87,21,086	99.40%	87,21,086	99.40%	-

*Promoters here means promoter as defined under Companies Act, 2013.

(v) The Company has not issued any equity shares pursuant to any contract without payment being received in cash, allotted as fully paid up by way of bonus issues and bought back any equity shares during the last five years.

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(b) Reserves and Surplus

Particulars	As at 31 March 2026	As at 31 March 2025
Securities Premium	542.34	542.34
Retained Earnings	425.10	258.44
Total Reserves and Surplus	**967.44**	**800.78**

(i) Securities Premium

Particulars	As at 31 March 2026	As at 31 March 2025
Balance as at the beginning of the year	542.34	542.34
Add: movement during the year	-	-
Balance as at the end of the year	**542.34**	**542.34**

(ii) Retained Earnings:

Particulars	As at 31 March 2026	As at 31 March 2025
Balance as at the beginning of the year	258.44	39.80
Add: profit for the year	166.42	217.33
Remeasurement gain (net of taxes)	0.24	1.31
Balance as at the end of the year	**425.10**	**258.44**

Nature and purpose of reserves

(i) Securities Premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings:

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

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12. Financial Liabilities

12 (a) Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Dues of micro enterprises and small enterprises	23.56	12.04
Dues of creditors other than micro enterprises and small enterprises	150.30	174.32
Dues of related parties [Refer Note 27(c)]	489.40	346.46
Total	**663.25**	**532.82**

Trade Payables Ageing:

As at 31 March 2026

Particulars	Outstanding for following periods from due date of payment					
	Unbilled	Less than 1 Years	1-2 Years	2-3 Years	More than 3 years	Total
Undisputed trade payables						
Micro enterprises and small enterprises	-	22.64	0.92	-	-	23.56
Others	69.37	560.63	3.70	2.13	3.86	639.69
Disputed						
Micro enterprises and small enterprises	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	**69.37**	**583.27**	**4.62**	**2.13**	**3.86**	**663.25**

As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment					
	Unbilled	Less than 1 Years	1-2 Years	2-3 Years	More than 3 years	Total
Undisputed trade payables						
Micro enterprises and small enterprises	-	12.04	-	-	-	12.04
Others	271.89	241.82	2.74	1.89	2.44	520.78
Disputed						
Micro enterprises and small enterprises	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	**271.89**	**253.86**	**2.74**	**1.89**	**2.44**	**532.82**

The average credit period on purchases is upto 90 days.
Refer note no. 36(b) for FEMA Complaince.
For explanations on the Company's liquidity risk management processes refer note 29.

Disclosures of dues to micro and small enterprises as defined under the Micro, Small And Medium Enterprises Development 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	As at 31 March 2026	As at 31 March 2025
a) The principal amount remaining unpaid as at the end of year	23.56	12.04
b) Interest due on above principal and remaining unpaid as at the end of the year	-	-
c) The amount of interest paid by the buyer in terms of section 16, of the Micro, Small, 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.	0.92	0.94
e) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	0.92	0.94
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	-	-

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12 (b) Other Current financial liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
At amortised cost		
Capital creditors	50.44	0.85
Security deposit	2.65	1.36
Employee dues	17.57	-
Total	**70.66**	**2.21**

13. Other current liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Advance from customers (refer Note 16.4)	0.87	0.83
Statutory dues	4.64	0.75
Total	**5.51**	**1.58**

14. Provisions

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non Current	Current	Non Current
Provision for employee benefits (refer note 33)				
Gratuity	-	18.21	1.23	-
Compensated absences	1.86	12.33	2.24	11.76
Provision for litigation related to labour matters*	-	7.72	-	7.89
Total	**1.86**	**38.26**	**3.47**	**19.65**

* Provision for disputed dues in respect of labour laws matter [refer note 31 and 34(b)]

Movement of provision for litigation related to labour matters

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	7.89	7.89
Add: Provision made during the year	-	-
Less: Provision utilised during the year	(0.17)	-
Closing balance	**7.72**	**7.89**

15. Current Tax liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax liabilities (net of advance tax)	2.06	-
Total	**2.06**	**-**

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16. Revenue from operations

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Sale of products		
Finished goods	1,839.00	1,603.11
Traded goods	437.49	390.45
Tooling income	4.83	0.43
	2,281.32	**1,993.99**
Other operating revenue		
Scrap sales	53.45	52.30
Export incentive	3.37	3.09
	56.82	**55.39**
Total	**2,338.14**	**2,049.38**

16.1. Revenue from Contracts with Customers

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.

16.2 Disaggregation of revenue

Revenue recognised mainly comprises of sale of products which majorly comprises of bi-metal engine bearings, bushes, washers, flanges for automotive, industrial, agricultural, earthmoving, marine and stationary engines. Set out below is the disaggregation of the Company's revenue from contracts with customers:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contracts with customers		
Sale of products		
Domestic	2,126.93	1,852.85
Export	154.40	141.14
Total revenue covered under Ind AS 115	**2,281.32**	**1,993.99**

16.3 Timing of revenue recognition

The Company presently recognises its revenue from contract with customers for the transfer of goods at a point in time.

16.4 Contract balances

Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the Company's obligation to transfer goods or services to a customer for which the Company has received consideration from the customer in advance. Contract assets (unbilled receivables) are transferred to receivables when the rights become unconditional and contract liabilities are recognised as and when the performance obligation is satisfied.

Refer details of Unbilled revenue in Note 6(d) and contract liabilities (advance from customer) in Note 13.

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

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Contracted price with the customers	2,285.76	2,003.46
Reduction towards variables considerations (Discounts, rebates, refunds, credits, price concessions)	(4.44)	(9.47)
Revenue from contract with customers (as per statement of profit and loss)	**2,281.32**	**1,993.99**

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16.6 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 goods 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, to which the Company expects to be entitled in exchange for goods or services.

16.7 Payment terms

The sale of products is typically made under credit payment terms differing from customer to customer and ranges between 30-90 days (excluding transit days).

17. Other income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest Income from financial assets (fixed deposits) measured at amortised cost	8.72	7.99
Interest from others	-	0.46
Liability no longer required, written back	-	0.32
Profit on sale of property, plant & equipment (net)	0.27	-
Claim received from insurance (refer note a below)	5.09	-
Total	**14.08**	**8.77**

Note a:

The Company sustained damage of INR 41.9 million towards related plant and machinery with carrying value of INR 9.90 Mn and business disruption consequent to a fire in its Plating Plant located within manufacturing facility (Parwanoo) on 17 February 2025. Pursuant to the intimation dated 17 February 2025, of this incident to HDFC ERGO General Insurance Company Limited , Insurance Company , a claim amounting to INR 62 million has been filed with Insurance Company on 05 May 2025 under the company's, Industrial All Risks Insurance Commercial insurance policy which has a coverage limit of INR 1221 million. Basis the confirmation from M/S Marsh India Insurance Brokers Pvt. Ltd., insurance broker regarding certainty of receipt of claim equivalent to loss of INR 30 million incurred by the Company towards plant and machinery, the management has recognized a receivable of INR 9.9 million as at 31st March 2025. During the year ended March 31, 2026, the Company has received insurance claim of INR 15.00 million and it has recognised a income of INR 5.09 million on account of insurance claim after netting off with aforesaid loss INR 9.9 million in these financial statements. The Company has not incurred any liability consequent to the fire incident and therefore, no provision for such potential claims has been recognised in these financial statements.

18. Cost of materials consumed

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Raw materials at the beginning of the year	252.19	162.07
Add : Purchases (net)	1,118.05	933.17
Less: Raw materials at the end of the period	(325.84)	(252.19)
Total Cost of raw materials consumed	**1,044.40**	**843.05**

19.Purchase of stock-in-trade

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Bearings	468.19	346.06
Total	**468.19**	**346.06**

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20. Change in inventories of finished goods, work-in progress and stock-in-trade

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Stock		
Finished goods	36.01	59.26
Work in progress	60.10	43.18
Stock-in-Trade	40.16	40.18
Total (A)	**136.27**	**142.62**
Closing Stock		
Finished goods	32.81	36.01
Work in progress	92.32	60.10
Stock-in-Trade	64.14	40.16
Total (B)	**189.27**	**136.27**
Total changes in inventories of finished goods, work-in-progress and stock-in-trade (A-B)	**(53.00)**	**6.35**

21. Employee benefits expense [Refer Note a]

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Salaries, wages and bonus	160.97	151.49
Contribution to provident fund and other funds [Refer Note 33 and a below]	13.36	13.09
Staff welfare expenses	19.76	15.91
Total	**194.09**	**180.49**

Note a:

Changes to Employee Benefits upon notification of Labour Codes

The Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively, the "Labour Codes"). These Labour Codes, which have become effective from November 21, 2025, consolidate and rationalise 29 labour laws and introduce, among other matters, a uniform definition of "Wages". Also, the Labour Codes have modified certain employee benefits and eligibility conditions in respect of those benefits. Accordingly, during the year, the Company has amended its policies relating to employee benefits and modified its employment contracts to align such benefits with the requirements of the Labour Codes. The changes include (i) alignment of the definition of Wages for social security contributions / provisions and (ii) modifications to gratuity-related terms and take effect on and from November 21, 2025.

Past service cost resulting from plan amendments amounting to INR 14.82 Million has been recognised immediately in the Statement of Profit and Loss and has been classified as a part of "Exceptional items". INR 3.71 Million being the current service cost and the net interest on the net defined benefit liabilities (or assets), post the plan amendment, has been charged to the Statement of Profit and Loss and has been classified as a part of "Employee Benefits Expense".

22. Finance costs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest		
- on delayed payment of taxes	-	1.86
- to Micro and Small enterprises	0.92	1.02
Total	**0.92**	**2.88**

23. Depreciation and amortisation expense

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation on property, plant and equipment (Refer Note 3(a))	56.39	54.61
Amortisation on intangible assets (Refer Note 5)	0.56	0.81
Depreciation on right of use asset (Refer Note 4)	0.03	0.03
Total	**56.98**	**55.45**

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24. Other expenses

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Consumption of stores and spares	79.42	68.99
Sub-contracting expenses	29.72	14.03
Labour Charges	48.04	38.53
Power and fuel	56.77	50.55
Freight and forwarding charges	41.24	29.10
Rent (refer note 4)	3.66	2.87
Rates and taxes	0.70	2.59
Insurance	4.46	3.10
Repairs and maintenance		
Plant and machinery	17.03	20.98
Buildings	1.68	4.52
Others	0.66	1.03
Royalty and License fees	24.51	23.24
Legal and professional fees	11.57	8.77
Networking fees	10.53	19.41
Travelling and conveyance	14.40	12.69
Communication costs	1.25	1.33
Printing and stationery	1.58	2.21
Auditors' remuneration (refer note (a) below)	3.75	2.68
Environmental maintenance and remediation	1.13	1.03
Corporate social responsibility expenditure (refer note (b) below)	4.73	3.35
Provision for expected credit loss (refer note 29)	13.96	2.46
Loss on sale of property, plant & equipment (net)	-	0.31
Bank charges	0.50	0.56
Foreign exchange fluctuation (net)	25.32	10.41
Miscellaneous expenses	6.29	5.66
Total	**402.90**	**330.39**

(a) Details of payment to statutory auditors (excluding applicable taxes)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
As auditor:		
-Audit fee	1.20	1.30
-Tax audit fee	0.20	0.20
- Limited review fees	1.25	-
- Reimbursement of expenses	0.30	0.53
In other capacity:		
- Other services	0.80	0.65
Total	**3.75**	**2.68**

(b) Corporate social responsibility expenditure

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Amount required to be spent by the Company during the year	4.73	3.35
b) Amount spent during the period	4.73	4.52
c) Shortfall as at the period end	-	-

The Company's Corporate social responsibility activities involve promotion of education, environment protection, protection of wild life and preventive healthcare and no amounts have been spent during the year on construction/acquisition of any asset.

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(i) The amount of shortfall at the end of the year out of amount required to be spent by the Company during the year,	-	-
(ii) total of previous years shortfall	-	1.17

25. Income tax expense

a) Income tax expense recognised in Statement of Profit or Loss

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Current tax	60.55	75.80
Adjustments for current tax of prior years	0.85	9.93
Total current tax expense	**61.40**	**85.73**
Decrease/ (increase) in deferred tax assets	(5.28)	(2.65)
(Decrease)/ increase in deferred tax liabilities	0.38	(6.93)
Total deferred tax expense/(benefit)	**(4.90)**	**(9.58)**
Income tax expense reported in the Statement of Profit and Loss	**56.50**	**76.15**

b) Income Tax recognised in Other Comprehensive Income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Remeasurement of defined benefit obligations	(0.08)	(0.54)
Income tax expense charged to Other Comprehensive Income	**(0.08)**	**(0.54)**

(c) Reconciliation of tax expense and the accounting profit multiplied by tax rate

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Accounting profit before income tax	**222.92**	**293.48**
India's statutory income tax rate	25.17%	25.17%
Computed Tax Expense	56.10	73.86
Tax effect on permanent non deductible expenses:		
CSR expenditure	1.19	0.84
Others	(0.79)	1.44
Income tax expense reported in the Statement of Profit and Loss	**56.50**	**76.14**
Tax rate		
Base rate	22.00%	22.00%
Surcharge	2.20%	2.20%
Education cess	0.97%	0.97%
Total	**25.17%**	**25.17%**

The Company does not have any unused tax losses and uncertain tax positions.

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26. Earnings per Share (EPS)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit for the year as per Statement of Profit and Loss	166.42	217.33
No of equity shares outstanding at the beginning of the year (absolute value)	87,76,365	87,76,365
No of equity shares outstanding at the end of the year (absolute value)	87,76,365	87,76,365
Weighted average number of equity shares for calculating basic and diluted EPS (absolute value)	**87,76,365**	**87,76,365**
Face value of per equity share (INR) (absolute value)	10	10
Basic and Diluted Earnings per share (INR) (absolute amount)	**18.96**	**24.76**

The Company has not issued any dilutive equity instrument and therefore Diluted EPS is same as Basic EPS.

27. Related Party Disclosures

(a) I Details of Related Parties

Sr No	Description of Relationship	Name of Related Parties
(i)	**Parent entities**	
	Immediate Parent Company	Tenneco Clean Air India Limited (w.e.f. 26 March 2025) (Subsidiary of Tenneco Mauritius Holdings Limited, Mauritius) Tenneco Mauritius Holdings Limited, Mauritius is an indirect subsidiary of Tenneco LLC,Delaware, which is owned through a set of holding entities by AP IX Pegasus Holdings L.P.Delaware. AP IX Pegasus Holdings L.P. Delaware is owned by certain funds which are managed and/or advised by affiliates of Apollo Global Management Inc.
(ii)	**Parties under common control with whom transactions have taken place during the period** Fellow Subsidiaries	Federal Mogul Investment B V (with effect from 25 March 2025) Federal - Mogul Italy S.r.l Federal-Mogul Bimet, S.A Motocare India Private Limited Federal-Mogul of South Africa (Propriety) Limited Federal-Mogul Goetze (India) Limited Federal-Mogul Wiesbaden GmbH, Germany Federal Mogul Sistemas Automotivos LTDA. Federal-Mogul Operations France S.A.S Federal-Mogul Shanghai Compound Material Co. Ltd. Federal-Mogul Sejong Co. Ltd. Federal Mogul Powertrain LLC
(iii)	**Key Management Personnel**	Manish Chadha, Director (upto 11 August 2025) Kunal Kirti, Additional Director (upto 04 December 2025) Thiagarajan Kannan, Additional Director (upto 11 August 2025) Kapil Arora, Whole time Director (upto 23 April 2026) Jasbir Singh, Additional Director (w.e.f. 01 April 2026) Vinit Jain, Additional Director (w.e.f. 01 April 2026) Abhishesk Aggarwal, Additional Director (w.e.f. 01 April 2026)

27 Related Party Disclosures (contd…)
(b) Transactions with the related parties in the ordinary course of business:

Nature of transaction	Nature of related party relationship	As at 31 March 2026	As at 31 March 2025
(i) Sale of goods#			
Tenneco LLC (formerly known as Tenneco Inc. upto 29 April 2025)	Controlling Party	3.09	3.73
Federal-Mogul Bimet S.A.	Fellow Subsidiary	80.04	38.73
Tenneco Sistemas Automotives LTDA.	Fellow Subsidiary	2.08	2.93
Federal-Mogul Wiesbaden GMBH	Fellow Subsidiary	14.03	38.51
Federal-Mogul of South Africa (Propriety) Limited	Fellow Subsidiary	24.10	44.19
Federal-Mogul Sejong Co. Ltd.	Fellow Subsidiary	23.06	13.98
Federal - Mogul Italy S.r.l	Fellow Subsidiary	0.06	-
Federal-Mogul Shanghai Compound Material Co. Limited	Fellow Subsidiary	0.06	-
Motocare India Pvt Ltd	Fellow Subsidiary	2.74	0.76
		149.26	**142.83**
(ii) Purchase of property, plant and equipment			
Tenneco LLC (formerly known as Tenneco Inc. upto 29 April 2025)	Controlling Party	35.04	2.59
Federal-Mogul Wiesbaden GMBH	Fellow Subsidiary	3.41	-
		38.45	**2.59**
(iii) Reimbursement of expenses			
Federal Mogul Powertrain LLC	Fellow Subsidiary	1.43	0.02
Tenneco LLC (formerly known as Tenneco Inc. upto 29 April 2025)	Controlling Party	-	(1.31)
Tenneco Sistemas Automotives LTDA.	Fellow Subsidiary	(2.63)	-
Tenneco Clean Air India Limited	Immediate Parent Company	2.17	-
Federal-Mogul Goetze (India) Limited	Fellow Subsidiary	(0.88)	0.80
Federal-Mogul Wiesbaden GMBH	Fellow Subsidiary	0.08	3.59
		0.17	**3.10**
(iv) Royalty			
Federal Mogul Powertrain LLC	Fellow Subsidiary	20.90	19.79
		20.90	**19.79**
(v) Networking Fees			
Federal Mogul Powertrain LLC	Fellow Subsidiary	10.53	19.41
		10.53	**19.41**
(vi) Purchase of raw materials and traded goods			
Tenneco LLC (formerly known as Tenneco Inc. upto 29 April 2025)	Controlling Party	2.87	11.16
Federal - Mogul Italy S.r.l	Fellow Subsidiary	-	(0.11)
Federal-Mogul Bimet S.A.	Fellow Subsidiary	126.13	74.03
Federal Mogul Sistemas Automotives LTDA.	Fellow Subsidiary		-
Federal-Mogul Operation France S.A.S	Fellow Subsidiary	10.58	4.76
Federal-Mogul Wiesbaden GMBH	Fellow Subsidiary	25.43	10.36
Federal-Mogul Sejong Co. Ltd.	Fellow Subsidiary	554.31	455.27
Federal Mogul Powertrain LLC	Fellow Subsidiary	0.04	-
Federal-Mogul Shanghai Compound Material Co. Limited	Fellow Subsidiary	374.66	356.84
		1,094.02	**912.31**
(vii) Key Managerial Personnel ('KMP')*:			
Remuneration to KMP			
Kapil Arora	WholeTime Director	7.28	5.84
		7.28	**5.84**

* 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 sums amounts provided on the basis of actuarial valuation, the same is not included above. However the amount of post employment benefits paid to them as part of their full and final settlement are included in the remuneration.

#Sales are net of sales returns and discounts.

27 Related Party Disclosures (contd…)

(c) Balances with related parties:

Nature of outstanding	Nature of related party relationship	As at 31 March 2026	As at 31 March 2025
(i) Trade Payables			
Tenneco LLC (formerly known as Tenneco Inc. upto 30 April 2025)	Controlling Party	39.36	28.88
Federal Mogul Powertrain LLC	Fellow Subsidiary	2.34	9.59
Federal-Mogul Bimet S.A.	Fellow Subsidiary	109.72	24.27
Federal-Mogul Goetze (India) Limited	Fellow Subsidiary	0.04	0.05
Federal-Mogul Operations France S.A.S	Fellow Subsidiary	4.19	1.11
Federal-Mogul Wiesbaden GMBH	Fellow Subsidiary	25.56	2.46
Tenneco Clean Air India Limited	Immediate Parent Company	0.51	-
Tenneco Sistemas Automotivos Ltda.	Fellow Subsidiary	0.59	0.37
Federal-Mogul Sejong Co. Ltd.	Fellow Subsidiary	186.24	137.28
Federal-Mogul of South Africa (Propriety) Limited	Fellow Subsidiary	2.23	
Federal-Mogul Shanghai Compound Material Co. Limited	Fellow Subsidiary	118.60	142.47
Total		**489.40**	**346.46**
(ii) Trade Receivables			
Tenneco LLC (formerly known as Tenneco Inc. upto 30 April 2025)	Controlling Party	5.34	2.25
Federal-Mogul Bimet S.A.	Fellow Subsidiary	104.46	24.42
Federal - Mogul Italy S.r.l	Fellow Subsidiary	0.06	-
Tenneco Sistemas Automotivos Ltda.	Fellow Subsidiary	0.83	0.71
Federal-Mogul Wiesbaden GMBH	Fellow Subsidiary	4.98	40.78
Federal-Mogul Sejong Co. Ltd.	Fellow Subsidiary	3.95	3.50
Federal-Mogul of South Africa (Propriety) Limited	Fellow Subsidiary	24.10	-
		143.70	**71.65**

(d) Additional information:

(i) The information above has been determined to the extent such parties have been identified by the Company and relied upon by the auditors.

(ii) There are no commitments in respect of related party transactions.

(iii) There are no provisions for doubtful debts related to the amount of outstanding balances.

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28. Fair value disclosures

i) Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are classified into three Levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

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.

ii) Fair value of instruments measured at amortised cost

Cash and cash equivalents, trade receivables, other current and non-current financial assets, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.
Security deposits given to government authorities are shown at cost as the same are given till perpetuity.

Financial instruments by category

Particulars	As at 31 March 2026			As at 31 March 2025		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Trade receivables	-	-	612.46	-	-	395.35
Cash and cash equivalents	-	-	184.53	-	-	252.16
Other financial assets	-	-	50.38	-	-	23.30
Total	**-**	**-**	**847.37**	**-**	**-**	**670.81**

Particulars	As at 31 March 2026			As at 31 March 2025		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial liabilities						
Trade payable	-	-	663.24	-	-	532.82
Other financial liabilities	-	-	70.66	-	-	2.21
Total	**-**	**-**	**733.90**	**-**	**-**	**535.03**

29. Financial risk management objectives and policies

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

i) Risk Management

The Company's activities expose it to market risk, liquidity risk and credit 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

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,
- receivables 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	As at 31 March 2026	As at 31 March 2025
A: Low	Cash and cash equivalents	184.53	252.16
	Other financial assets	50.38	23.30
	Trade receivables (gross of expected credit loss)	630.47	398.94
B: High	Trade receivables	18.01	3.59

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 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 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 measured at amortised cost

Other financial assets measured at amortised cost includes loans and advances to employees, security deposits and others. 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.

b) Expected credit losses

The Company provides for expected credit losses based on the following:

The Company recognizes lifetime expected credit losses on trade receivables using a simplified approach, wherein Company 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.

As at 31 March 2026

Particulars	Not due	< 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	> 3 years
Gross amount of trade receivables where no default (as defined above) has occurred	430.66	121.88	47.90	27.15	0.04	2.84
ECL as a % of gross trade receivables	0%	3%	12%	20%	25%	100%
Expected credit loss (loss allowance provision)	**-**	**4.1**	**5.62**	**5.44**	**0.01**	**2.84**

As at 31 March 2025

Particulars	Not due	< 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	> 3 years
Gross amount of trade receivables where no default (as defined above) has occurred	307.23	58.06	21.56	8.34	0.59	3.16
ECL as a % of gross trade receivables	-	1%	4%	14%	17%	31%
Expected credit loss (loss allowance provision)	**-**	**0.46**	**0.88**	**1.16**	**0.1**	**0.99**

Reconciliation of loss allowance

Particulars	Amount
Loss allowance on 01 April 2024	**5.56**
Impairment loss recognised (net) during the year	2.46
Amounts written off	(4.43)
Loss allowance as on 1 April 2025	**3.59**
Impairment loss recognised (net) during the year	13.96
Amounts written off	0.46
Loss allowance as on 31 March 2026	**18.01**

B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. 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 and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements as applicable, and maintaining debt financing plans.

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Maturities of financial liabilities

The tables below analyses the Company's financial liabilities into relevant maturity classification based on their contractual maturities for all non-derivative financial liabilities.

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

Particulars	Less than 1 year	1-3 year	3-5 year	More than 5 years	Total
31 March 2026					
Trade payables	663.25	-	-	-	**663.25**
Other financial liabilities	70.66	-	-	-	**70.66**
Total	**733.92**	**-**	**-**	**-**	**733.92**

Particulars	Less than 1 year	1-3 year	3-5 year	More than 5 years	Total
31 March 2025					
Trade payables	532.82	-	-	-	**532.82**
Other financial liabilities	2.21	-	-	-	**2.21**
Total	**535.03**	**-**	**-**	**-**	**535.03**

C) Market Risk

a) Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar, Korean Won, Euro and Chinese Yuan. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of any of the Company. The Company does not have derivative instruments to manage its exposure.

(i) Foreign currency risk exposure:

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR are as follows

Particulars	Foreign currency	As at 31 March 2026	As at 31 March 2025
Financial liabilities			
Trade Payables	USD	0.30	0.12
	Equivalent in INR Millions	25.92	9.94
	EUR	1.33	0.24
	Equivalent in INR Millions	138.78	23.05
	KRW	2,150.80	1,259.80
	Equivalent in INR Millions	137.83	78.34
	CNY	3.79	3.89
	Equivalent in INR Millions	45.58	47.59
Total		**348.11**	**158.92**
Financial assets			
Trade Receivables	USD	0.33	0.02
	Equivalent in INR Millions	28.94	1.69
	GBP	-	-
	Equivalent in INR Millions	-	-
	EUR	1.18	0.76
	Equivalent in INR Millions	115.06	70.25
Bank (EEFC A/c)	EUR	0.00	0.01
	Equivalent in INR Millions	0.07	0.72
Total		**144.07**	**72.66**
Net exposure to foreign currency risk		**(204.03)**	**(86.26)**

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Sensitivity

The sensitivity Statement of profit or loss and equity to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Trade payables		
USD sensitivity		
INR/USD- increase by 0.50%*	0.13	0.05
INR/USD- decrease by 0.50%*	(0.13)	(0.05)
EUR sensitivity		
INR/EUR- increase by 0.50%*	0.69	0.12
INR/EUR- decrease by 0.50%*	(0.69)	(0.12)
KRW sensitivity		
INR/KRW- increase by 0.50%*	0.69	0.39
INR/KRW- decrease by 0.50%*	(0.69)	(0.39)
CNY sensitivity		
INR/CNY- increase by 0.50%*	0.23	0.24
INR/CNY- decrease by 0.50%*	(0.23)	(0.24)
(b) Trade receivables		
USD sensitivity		
INR/USD- increase by 0.50%*	0.14	0.01
INR/USD- decrease by 0.50%*	(0.14)	(0.01)
GBP sensitivity		
INR/GBP- increase by 0.50%*	-	-
INR/GBP- decrease by 0.50%*	-	-
EUR sensitivity		
INR/EUR- increase by 0.50%*	0.58	0.35
INR/EUR- decrease by 0.50%*	(0.58)	(0.35)
(c) EEFC Bank a/c		
EUR sensitivity		
INR/EUR- increase by 0.50%*	0.00	0.00
INR/EUR- decrease by 0.50%*	(0.00)	(0.00)

*Holding all other Variables Constant.

b) Interest rate risk

i) Liabilities

The Company does not have any long term borrowings neither has short term borrowings. Hence, it is not exposed to any interest rate risks.

ii) 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.

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30. Capital management

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 and issue new shares.

The Company does not have any debt hence the debt to equity ratio is not applicable.

31. Commitments and Contingent liabilities

a) Capital commitments

Particulars	As at 31 March 2026	As at 31 March 2025
Estimated amount of contracts, remaining to be executed on capital account and not provided [net of capital advances of INR 8.03 million (Previous Year : Nil)]	10.23	0.27
	10.23	**0.27**

b) Contingent liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Income Tax matters (refer note 34b)#	30.94	30.94
Goods & Service Tax matter	1.98	15.87
Litigation related to labour law*	17.28	17.28
	50.20	**64.09**

*As of 31 March 2026, a total of 33 labour-related cases are pending adjudication before the Hon'ble High Court and Labour Court. These cases pertain to various employment matters including dismissals employees strikes, refusal by employees to accept alternate job roles, termination of labour contracts, and disputes relating to retirement benefits. The aggregate amount involved in the such outstanding matters is approximately INR 25.00 million out of which 7.72 million provision has been recognised in the books of account and balance amount of Rs 17.28 million has been disclosed as contingent liability. Based on internal assessment and consultation with legal counsel, the Company is confident that of the outcome of these cases is likely to come in the favour of the Company, the provision recognised in note 14 is adequate.

The above includes transfer pricing cases in respect of assessment years 2012-13, 2013-14, 2014-15 and 2020-21 pending before appellate authorities, wherein certain adjustments have been made on account of arm length margin in certain international transactions. The Company is confident on the favorable orders in these cases .

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32. Segment information

As the Company's business activities fall within a single operating segment viz. auto components for automobile industry, the disclosure requirements of Indian Accounting Standard (Ind AS-108), Operating Segments is not applicable.

Company's revenue with external customers individually contributing 10 % or more of revenue from operations:

(i) Revenue from three customers at 31 March 2026 INR 1427.49 million (previous year: INR 1,339.02 million) contributing more than 10% of the total revenue of the Company.

(ii) Geographical information in respect of revenue from external customers is given below:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
India	2,183.75	1,908.24
Other countries	154.40	141.14
	2,338.14	**2,049.38**

Also, refer note 16 for disaggregation of revenue.

Carrying amount of segment Trade receivables by geographical market (net of provision)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
India	468.45	323.42
Other countries	144.01	71.93
	612.46	**395.35**

The Company has common assets for producing goods for India and outside countries. Hence, separate figures for non-current assets have not been reported.

33. Employee benefit obligations

The Company has classified various benefits provided to employees as under:

The Company has certain defined contribution plans. The contribution are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations, which is recognized as expenses in the Statement of Profit and Loss.

(i) Defined Contribution Plans

Amount recognised in the statement of profit and loss:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(i) Contribution to Provident fund	8.06	7.51
(ii) Employee State Insurance fund	0.52	0.50
(iii) National Pension Systems	1.07	0.69
Total	**9.65**	**8.70**

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(ii) Defined Benefit Plan

Gratuity (Funded)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of services, gets a gratuity on departure at 15 days basic salary (last drawn) for each completed year of service on terms not less favorable than the provisions of the Payment of Gratuity Act, 1972. The scheme is funded with an insurance company in the form of a qualifying insurance policy. The present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the Defined Benefit Obligation presented above. There was no change in the methods and assumptions used in the preparation of the Sensitivity Analysis from previous year.

The plan typically expose the Company to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The probability or likelihood of occurrence of losses relative to the expected return on any particular investment
Interest risk	A decrease in the bond interest rate will increase the plan liability.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the lift expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of the plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The following tables summaries the components of net benefit expense recognized in the Statement of Profit and Loss and the funded status and amounts recognized in the balance sheet for the plan.

Disclosure of gratuity

(a) Amount recognised in the statement of profit and loss is as under:

Description	**Year ended 31 March 2026**	**Year ended 31 March 2025**
Current service cost	3.32	2.75
Interest expense on defined benefit obligation	3.24	4.16
Interest income on plan assets	(2.85)	(3.83)
Amount recognised in the statement of profit and loss	**3.71**	**3.08**

(b) Remeasurement (gains) / loss recognised in other comprehensive income:

Description	**Year ended 31 March 2026**	**Year ended 31 March 2025**
Actuarial (gain) on obligations arising from changes in demographic adjustments	-	(5.99)
Actuarial (gain) on obligations arising from changes in experience adjustments	3.69	0.49
Actuarial (gain) on obligations arising from changes in financial assumptions	1.96	2.93
Remeasurements of the post employment defined benefit plans (gain)	**5.65**	**(2.57)**
Return on plan assets (greater)/ less than discount rate	(5.97)	0.72
Remeasurements of the post employment defined benefit plans loss recognised in OCI	**(0.32)**	**(1.85)**

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(c) Movement in the liability recognised in the balance sheet is as under:

Description	Year ended 31 March 2026	Year ended 31 March 2025
Present value of defined benefit obligation as at the beginning of the year	49.36	57.75
Current service cost	3.32	2.75
Past service cost	14.82	-
Interest cost	3.24	4.16
Remeasurements of the post employment defined benefit plans (gain)	5.65	(2.57)
Benefits paid directly by the Company	(10.44)	(12.73)
Present value of defined benefit obligation as at the end of the year	**65.95**	**49.36**
Current portion	**-**	**1.22**
Non-Current portion	**18.20**	**-**

Movement in the plan assets is as under:

Description	Year ended 31 March 2026	Year ended 31 March 2025
Fair value of plan assets at beginning of year	48.14	53.17
Interest income on plan assets	2.85	3.83
Contributions by employer	1.23	4.58
Benefits paid	(10.44)	(12.73)
Remeasurements of the post employment defined benefit plans loss/(gain)	5.97	(0.72)
Fair Value of plan assets at the end of the year	**47.75**	**48.14**

Plan liability

Description	Year ended 31 March 2026	Year ended 31 March 2025
Defined benefit obligation	65.95	49.36
Fair valuation of plan assets	47.75	48.14
Net provision (refer note 14)	**18.20**	**1.22**

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows

Description	Year ended 31 March 2026	Year ended 31 March 2025
Insurance company products	100%	100%

Expected contribution to defined benefit plan for the year ended March 31 2026 is INR 7.18 million (Previous year: INR 6.26 million)

(d) Actuarial assumptions

Description	As at 31 March 2026	As at 31 March 2025
Discount rate	6.60% p.a.	6.55% p.a.
Normal retirement age	58 Years - Staff and Operative Engineers, 60 Years - Workmen	58 Years - Staff and Operative Engineers, 60 Years - Workmen
Mortality rate	100% of IALM 2012-14	100% of IALM 2012-14
Disability rate	NA	NA
Employee Turnover#	11.52% Per annum	11.52% Per annum
Expected rate of return on Plan Assets	7.21% p.a.	7.21% p.a.
Salary increase rate^#	10%p.a.	10%p.a.

^The estimates of seniority, future salary increases, considered in actuarial valuation, take account of price inflation, promotions and other relevant factors, such as supply and demand in the employment market.

Rate of employee turnover and salary increase depends upon various factors namely nature of employee, location etc.

*'For Age 18-30 years - 3%, 31-44 years - 2%, Above 44 years - 1% for all years.

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(e) A quantitative sensitivity analysis for significant assumptions:

Description	As at 31 March 2026	As at 31 March 2025
Impact of the change in discount rate		
Present value of obligation at the end of the year	65.95	49.36
- Impact due to increase of 0.50 %	(1.65)	(0.99)
- Impact due to decrease of 0.50 %	1.76	1.04
Impact of the change in salary increase		
Present value of obligation at the end of the year	65.95	49.36
- Impact due to increase of 0.50 %	3.20	0.94
- Impact due to decrease of 0.50 %	(3.05)	(0.89)
Impact of the change in Withdrawal Rate		
Present value of obligation at the end of the year	65.95	49.36
- Impact due to increase of 0.50 %	(2.89)	(0.14)
- Impact due to decrease of 0.50 %	4.73	2.35

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The above sensitivity analysis are based on a change in an assumptions while holding all other assumption constant. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

The weighted average duration of the defined benefit obligation is 9 years (previous year: 8 years).

The weighted average duration of the defined benefit obligation is 9 years. The expected maturity analysis of undiscounted defined benefit plan (gratuity) is as follows:

Description	As at 31 March 2026
Year ended 31 March 2027	10.78
Year ended 31 March 2028	14.24
Year ended 31 March 2029	12.28
Year ended 31 March 2030	6.19
Year ended 31 March 2031 and above (Next 5 years)	38.23

Description	As at 31 March 2025
Year ended 31 March 2026	14.09
Year ended 31 March 2027	3.98
Year ended 31 March 2028	8.79
Year ended 31 March 2029	8.16
Year ended 31 March 2030 and above (Next 5 years)	34.57

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iii. Other employee benefit - Compensated Absences

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end.

The Company has an unconditional right, at the end of reporting period, to defer settlement for any of these obligation beyond 12 months and therefore, such obligation as at year end has been shown in note no.14 as per actuarial certificate.

The principal assumptions used in determining compensated absences are shown below:

Description	As at 31 March 2026	As at 31 March 2025
Discount rate	6.60% p.a.	6.55% p.a.
Normal retirement age	58 Years - Staff and Operative engineers, 60 Years - Workmen	58 Years - Staff and Operative engineers, 60 Years - Workmen
Mortality rate	100% of IALM 2012-14	100% of IALM 2012-15
Disability rate	NA	NA
Employee Turnover#	11.52%	11.52%
Salary increase rate^#	10%p.a.	10%p.a.

The following pay-outs are expected in future years:

Description	As at 31 March 2026
Year ended 31 March 2027	1.51
Year ended 31 March 2028	1.17
Year ended 31 March 2029	1.13
Year ended 31 March 2030	1.26
Year ended 31 March 2031 and above (Next 5 years)	38.22

The following pay-outs are expected in future years:

Description	As at 31 March 2025
Year ended 31 March 2025	2.32
Year ended 31 March 2026	1.91
Year ended 31 March 2027	1.89
Year ended 31 March 2028	1.30
Year ended 31 March 2029 and above (Next 5 years)	15.86

*The leave availment rate has been considered at 0% as the leaves are encashed on gross salary.
^*The estimates of seniority, future salary increases, considered in actuarial valuation, take account of price inflation, promotions and other relevant factors, such as supply and demand in the employment market.

Rate of employee turnover and salary increase depends upon various factors namely nature of employee, location etc.
*^For Age 18-30 years - 3%, 31-44 years - 2%, Above 44 years - 1% for all years.

34a. As per transfer pricing legislation under sections 92-92F of the Income Tax Act, 1961, the Company is required to use certain specific methods in computing arm's length prices of international transactions with associated enterprises and maintain adequate documentation in this respect. Since law requires existence of such information and documentation to be contemporaneous in nature, the Company has appointed independent consultants for conducting a Transfer Pricing Study (the 'Study') to determine whether the transactions with associate enterprises undertaken during the financial year are on an "arms length basis". Basis the ongoing study by an independent consultants, the management is of the opinion that the Company's international transactions are at arm's length and are note expected to result in any transfer pricing adjustments having impact on the tax expenses recognized on the financial statements.

34b. The Company is involved in certain legal, tax (direct and indirect taxes) and other regulatory matters ('litigations'), the outcome of which may not be favourable to the Company. The Company is actively seeking to resolve these actual and potential statutory, taxation and regulatory matters. Management is in consultation with the legal, tax and other experts to assess the likelihood that a pending claim will succeed. The Company has applied its judgement and has recognised liabilities based on whether additional amounts will be payable and has included contingent liabilities where economic outflows are considered possible but not probable. Based on management assessment on likelihood, timing of cash outflows (current/non-current), interpretation of local laws, pending disposal of these matters and consultations obtained from the management experts, where considered necessary in respect of these matters, the management has recognised for provision for contingencies towards legal, tax and other regulatory matters amounting to INR 7.72 million as at 31 March 2026 (Previous Year INR 7.89 million). Also refer note 14 to the Financial Statements.

35 Ratio as per schedule III requirements

Ratio	Numerator	Denominator	Year ended 31 March 2026	Year ended 31 March 2025	% change	Unit of measurement	Reason for variance
Current ratio	Current Assets	Current Liabilities	1.89	2.03	-7%	Times	Refer note 1 below
Return on Equity ratio	Net Profits after taxes	Average Shareholder's Equity	17.15%	28.06%	-39%	%	Net profit after taxes has declined primarily due to increased raw material costs and job worker charges and statutory impact of new labour codes leading to low return on equity.
Inventory Turnover ratio	Revenue from operations	Average Inventory	4.92	5.68	-13%	Times	Refer note 1 below
Trade Receivable Turnover Ratio	Revenue from operations	Average Trade Receivables	4.64	5.18	-10%	Times	Refer note 1 below
Trade Payable Turnover Ratio	Purchases	Average Trade Payables	2.65	2.52	5%	Times	Refer note 1 below
Net Capital Turnover Ratio	Revenue from operations	Working capital = Current assets - Current liabilities	3.54	3.68	-4%	Times	Refer note 1 below
Net Profit ratio	Net profit after taxes	Revenue from operations	7.12%	10.67%	-33%	%	Revenue from operations increased by 14% during the year due to increase in business share. However, Net Profit After Tax declined by 33%, resulting in a decrease in the net profit ratio from 10.67% to 7.12%, primarily on account of increased raw material costs and job worker charges and statutory impact of new labour codes.
Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	22.62%	33.34%	-32%	%	ROCE has decreased mainly on account of low EBITDA in current year due to increased raw material cost.
Return on Investment (ROI)	Interest (Finance Income)	Investment	5.53%	6.00%	-8%	%	Refer note 1 below

Note 1- Schedule III require explanation where the change in the ratio is more than 25% as compared to the preceding year, Since there are three instances where the change is more than 25% i.e. Current ratio, Net capital turnover ratio and Return on capital employed ratio, hence explanation is given only for the said ratios.

Note 2- As the Company does not have any debt, therefore debt-equity ratio and debt service coverage ratio have not been reported.

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36 a) Receivables

The Company has overseas receivable from related parties and others on account of goods and services provided which included balances due for more than nine months as at March 31, 2026 amounting to Rs. 57.28 million (as at March 31, 2025: Rs. 11.33 million). The amounts overdue are for a period beyond the time stipulated under Foreign Exchange Management Act 1999 ("FEMA"). 'The Company has intimated the Authorised Dealer (AD) banker in respect of aforesaid outstanding receivables. Management is of view, that pending amounts will be received in due course and consequential damages, if any is not expected to be material and in view of the same no provision has been recognized in the financial statements.

b) Payables

The Company has payables to overseas parties on account of import of goods and services which include balance due for more than six months as at March 31, 2026 amounting to Rs. 27.78 million (as at March 31, 2025: Rs. 7.13 million). The amounts overdue are for a period beyond the time stipulated under Foreign Exchange Management Act 1999 ("FEMA"). 'The Company has intimated Authorised Dealer (AD) banker in respect of aforesaid outstanding payables. Management is of view, that pending amounts will be paid in due course and consequential damages, if any is not expected to be material and in view of the same no provision has been recognized in the financial statements.

37 As per the MCA notification dated August 05, 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 back-up of accounts or servers physically located in India on a daily basis. The books of accounts along with other relevant records and papers of the Company are maintained in electronic mode on servers physically located out of India. These books of accounts are readily accessible in India at all times however, the back-up of such books of account is not maintained in India.

38 Additional Disclosures

i) The Company does not have any title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) held in its name.

ii) 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.

iii) The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

iv) The Company has been sanctioned working capital limits of INR 140 million (Previous Year INR 140 million) which is unavailed as at reporting date from banks on the basis of security of current assets. The quarterly returns being filed by Company with banks are in line with the books of accounts.

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

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

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

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

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

x) The Company has not granted loans or advances in the nature of loan to 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.

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

xii) The Company has not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

xiii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities ("Funding Parties") with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

xv) As per the proviso to Rule 3(1) of Companies (Accounts) Rules, 2014, for the financial year commencing on or after the 1st day of April 2023, every company 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.
The Company uses SAP as its primary accounting software's for recording all the accounting transactions viz., sales, purchases, production/costing, fixed assets, other expenses, payroll, cash and bank transactions, journal entries and all other general ledger accounting transactions for the year ended March 31, 2026. The Company has used accounting software's for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all identified transactions recorded in the software except that the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes.
Additionally, the audit trail that was enabled and operated has been preserved by the Company as per the statutory requirements for record retention.

39 Rounding Off

Amounts mentioned as "0" in the standalone financial statements denote amounts rounded off being less than INR ten thousand and rounding differences may occur between individual figures and totals.

40 Previous Year Figures

Previous Year Figures have been regrouped / reclassified wherever necessary.

For and on behalf of the Board of Directors of
Federal-Mogul Bearings India Limited

Jasbir Singh	**Vinit Jain**
Director	Director
DIN: 10817653	DIN: 10998912
Place: Patiala	**Place: Gurugram**
Date: 30 May 2026	**Date: 30 May 2026**

Federal-Mogul Sealings India Limited

ANNUAL REPORT 2025-26

CORPORATE INFORMATION

Registered Office and Manufacturing Facility

Federal-Mogul Sealings India Limited
152/223, Village Mahalunge, Chakan Talegaon Road
Tal: Khed, Dist:Pune 410501, Maharashtra.
CIN: U29253pn2014plc152540
Tel.: +91-2135 677300,
E-Mail: corpsecretarial@tenneco.com

Board of Directors

Mr. Sanjay Bahl, Independent Director
Mr. Girish Narang, Independent Director
Mr. Jasbir Singh, Director
Mr. Vinit Jain, Director
Mr. Abhishek Aggarwal, Director

Statutory Auditors

Deloitte Haskins & Sells LLP
Chartered Accountants

Registrar & Share Transfer Agents

KFin Technologies Limited (KFINTECH)
Selenium Building, Tower B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad – 500 032

DIRECTORS' REPORT

Dear Shareholder(s),

The Board of Directors ("**Board**") have the pleasure in presenting the 12th Annual Report on the business and operations of Federal-Mogul Sealings India Limited ("**Company**") together with the Audited Financial Statements and Auditor's Report thereon for the financial year ending on March 31, 2026.

FINANCIAL PERFORMANCE

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

(in million INR)

Particulars	Financial Year ended	
	March 31, 2026	March 31, 2025
Revenue from operations	1,207.73	1,067.14
Interest and other income	2.67	0.80
Profit / (Loss) Before depreciation, exceptional item and taxes	132.26	135.63
Depreciation	36.51	36.03
Profit/(loss) Before Tax	95.75	99.60
Exceptional Items	6.17	-
Income Tax	22.81	6.42
Profit after tax	66.77	93.18
Other comprehensive Income	(4.42)	(0.85)
Amount transferred to reserves	-	-
Balance Carried to Balance Sheet	62.35	92.33

During the year, the total income of Company was INR 1,210.40 million as compared to 1,067.94 million in the previous year.

There have been no material changes and commitments affecting the financial position of your Company, which have occurred between the end of financial year of your Company to which the financial statements relate and the date of this report.

SHARE CAPITAL OF THE COMPANY

The Authorised Share Capital of the Company as on March 31, 2026, is INR 1,50,00,000 divided into 1,50,00,000 equity shares of INR 1/- each and the issued, subscribed and paid-up capital of the Company as on March 31, 2026, is INR 83,34,142 consisting of 83,34,142 equity shares of INR 1 each. During the year, there is no change in the Capital.

BUSINESS REVIEW/STATE OF THE COMPANY'S AFFAIRS

The Company is engaged in the manufacture and supply of advanced engine sealing solutions and caters to leading automotive OEMs in India and overseas markets. The Company's product portfolio

includes Multi-Layer Steel (MLS) Cylinder Head Gaskets, Hot Gaskets, Cold Gaskets and Heat Shields, which are designed to enhance engine efficiency, durability, thermal management and emission compliance. The Company has established a strong presence across passenger vehicles, commercial vehicles, tractors and off-highway applications, with a particularly strong position in the passenger vehicle segment.

The Indian engine sealing market continues to demonstrate healthy growth, supported by increasing vehicle production, adoption of stringent emission norms, expansion of hybrid and alternative fuel vehicles, and rising demand for fuel-efficient engines. The Company remains well-positioned to capitalize on these opportunities through its comprehensive product portfolio, strong OEM relationships, advanced engineering capabilities and focus on innovative sealing technologies.

During the year, the Company strengthened its business outlook by securing new export business. These programs are expected to contribute to approximately 25% volume growth and provide a strong foundation for future revenue expansion. As per the current business forecast, the Company anticipates continued growth in sales volumes over the coming years, supported by both domestic and export market demand.

To support future business growth and customer requirements, the Company expanded its manufacturing facility by approximately 1,150 square meters, resulting in an additional 50% production capacity. The Company has planned for capital expenditure investments of approximately INR 359 Mn during calendar years 2025 and 2026 to further enhance manufacturing capabilities, operational efficiency and future growth readiness.

The Company continued to focus on operational excellence and manufacturing competitiveness during the year. In recognition of its efforts towards continuous improvement, the Company achieved Bronze Certification under Tenneco's Manufacturing Excellence Initiative (P3 - People, Performance and Pride), demonstrating significant progress in people safety, product quality, innovation and environmental performance aligned with global Tenneco manufacturing standards.

The outlook for the business remains positive, driven by increasing demand for advanced sealing solutions, growth in domestic and export automotive markets, and evolving regulatory requirements. The Company continues to focus on enhancing its technological capabilities, expanding customer relationships and strengthening operational excellence to achieve sustainable long-term growth.

Further, there has been no change in the nature of business of the Company during the year under review.

TRANSFER TO RESERVES

During the year under review, the Company has not transferred any amount to reserves.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENT

During the financial year 2025–26, the Company has not provided any loans or guarantees nor made any investments within the meaning of Section 186 of the Companies Act, 2013 ("**Act**").

DIVIDEND

The directors have not recommended any dividend for the year.

DEPOSITS

Your Company has neither invited nor accepted any deposits from public falling within the purview of section 73 of the Act read with the Companies (Acceptance of Deposits) Rules 2014 during the year. There is no unclaimed or unpaid deposit lying with the Company. Accordingly, there were no cases of default in repayment of deposits or payment of interest thereon at the beginning of the year, during the year, and at the end of the year.

HOLDING COMPANY AND SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, the Company continued to be the subsidiary of Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited). The Company did not have any subsidiary, joint venture or associate company as on March 31, 2026.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

a) Composition of the Board of Directors and KMPs of the Company as on March 31, 2026 is mentioned below:

Sl. No	Name of the Director	DIN	Designation
1	Mr. Kapil Arora	08837647	Non-Executive Director
2	Mr. Nadella Phani Kishor Rao	08871799	Additional Director (Non- executive)
4	Mr. Rishi Verma	08943606	Additional Director (Non- executive)
5	Mr. Sanjay Bahl	00332153	Independent Director*
6	Mr. Girish Narang	00001100	Independent Director*

** Appointment to be approved in the ensuing AGM*

b) Changes in Directors and KMP during the financial year 2025-26 and thereafter:

- Mr. Manish Chadha and Mr. T. Kannan resigned from the position of Independent Director w.e.f. August 11, 2025
- Mr. Kunal Kirti was appointed as an Independent Director w.e.f. 11th August 2025 and approved by the members in the Annual General Meeting held on September 26, 2025. Further, he resigned from the Directorship w.e.f. close of business hours of December 04, 2025.
- Mr. Shobhit Garg was appointed as an Additional Director in the Board Meeting held on August 11, 2025, and approved by the members in the Annual General Meeting held on September 26, 2025. He further resigned from the Directorship w.e.f. close of business hours of December 4, 2025.
- Mr. Sanjay Bahl and Mr. Girish Narang were appointed as Independent Directors, w.e.f. December 3, 2025 by the board of directors.
- Mr. Nadella Phani Kishor Rao and Mr. Rishi Verma were appointed as Additional Non-Executive Directors w.e.f. December 3, 2025, by the board of directors and resigned from the directorship

w.e.f. close of business hours of March 31, 2026.

- Mr. Kapil Arora resigned from Directorship w.e.f. close of business hours of March 31, 2026.

c) Changes after closure of financial year

Further, after the closure of financial year, Mr. Jasbir Singh, Mr. Abhishek Aggarwal and Mr. Vinit Jain were appointed as an Additional Directors (Non-Executive) in the Board Meeting held on March 26, 2026 w.e.f. April 01, 2026 to hold the office upto the date of ensuing AGM.

Being eligible, the Board of Directors have recommended the appointment of Mr. Jasbir Singh, Mr. Abhishek Aggarwal and Mr. Vinit Jain as the Director of the Company at the ensuing AGM pursuant to the provisions of Section 152 of the Act and all other applicable provisions.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declaration of independence from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under the Companies Act, 2013. The Independent Directors confirmed that they complied with the Code for Independent Directors as prescribed in Schedule IV to the Act.

Further, all the Independent Directors have confirmed that they are registered in the online data bank maintained by the Ministry of Corporate Affairs and the Indian Institute of Corporate Affairs.

In the opinion of the Board, all the Independent Directors possess requisite expertise, integrity, experience and proficiency and they fulfil the conditions prescribed under the Act and are independent of the management of the Company.

BOARD EVALUATION

In terms of the requirement of the Act, an annual performance evaluation of the Board, its committees and individual directors is required to be undertaken, where the Board formally assesses its own performance with the aim of improving the effectiveness of the Board and the Committee as a whole.

The criteria for performance evaluation of the Board, Committee and Individual Directors on the Board were specified by the Nomination and Remuneration Committee. The Company had implemented a structured and confidential evaluation process to which the directors provided feedback through a rating mechanism based on defined performance parameters.

The overall performance assessment was completed to the satisfaction of the Board, and the outcome of the evaluation was presented and discussed at the Board meeting.

DETAILS OF BOARD MEETINGS

During the year, seven (7) Board meetings were held, details of which are given below:

Date of meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
June 18, 2025	1	3	3	Mr. Manish Chadha Mr. Kapil Arora Mr. Thiagarajan Kannan
August 11, 2025	2	5	5	Mr. Manish Chadha Mr. Kunal Kirti Mr. Kapil Arora Mr. Thiagarajan Kannan Mr. Shobhit Garg
September 5, 2025	3	3	3	Mr. Shobhit Garg Mr. Kunal Kirti Mr. Kapil Arora
September 5, 2025	4	3	3	Mr. Kapil Arora Mr. Kunal Kirti Mr. Shobhit Garg
December 4, 2025	5	7	3	Mr. Girish Narang Mr. Sanjay Bahl Mr. Kapil Arora
February 10, 226	6	5	3	Mr. Sanjay Bahl Mr. Kapil Arora Mr. Girish Narang
March 26, 2026	7	5	3	Mr. Sanjay Bahl Mr. Kapil Arora Mr. Girish Narang

The interval between any two meetings was well within the maximum allowed gap of 120 days as per the Act and the requisite quorum was present in each meeting of the Board.

BOARD COMMITTEES

Audit Committee:

In accordance with the provisions of Section 177 of the Act, the Company has constituted an Audit Committee. The composition of the Audit Committee as on March 31, 2026 is as follows:

S.N.	Name of Director	Category of Director	Status in Committee
1.	Mr. Girish Narang	Independent Director	Chairman
2.	Mr. Sanjay Bahl	Independent Director	Member
3.	Mr. Kapil Arora	Non-executive Director	Member

During the year all the recommendations made by the Audit committee were accepted by the Board.

Nomination and remuneration Committee

In accordance with the provisions of Section 178 of the Act, the Company has constituted a Nomination and Remuneration Committee. The composition of the Nomination and Remuneration

Committee as on March 31, 2026 is as follows:

S.N.	Name of Director	Category of Director	Status in Committee
1.	Mr. Girish Narang	Independent Director	Chairman
2.	Mr. Sanjay Bahl	Independent Director	Member
3.	Mr. Rishi Verma	Non- Executive Director	Member

During the year all the recommendations made by the Nomination and Remuneration committee were accepted by the Board.

Pursuant to the provisions of Section 178 of the Companies Act, 2013, the Company has adopted a Nomination and Remuneration Policy. The Policy lays down the criteria for appointments, qualifications, positive attributes and independence of Directors and also provides for remuneration of Directors, Key Managerial Personnel and Senior Management Personnel. The Nomination and Remuneration Committee reviews the Policy from time to time in accordance with applicable provisions of the Act.

Corporate Social Responsibility Committee

In accordance with the provisions of Section 135 of the Act, the Company has a Corporate Social Responsibility Committee. The composition of the Corporate Social Responsibility Committee as on March 31, 2026 is as follows:

S.N.	Name of Director	Category of Director	Status in Committee
1.	Mr. Sanjay Bahl	Independent Director	Chairman
2.	Mr. Kapil Arora	Non- Executive Director	Member
3.	Mr. Nadella Phani Kishor Rao	Non- Executive Director	Member

During the year all the recommendations made by the Corporate Social Responsibility Committee were accepted by the Board.

Stakeholders' Relationship Committee

In accordance with the provisions of Section 178 of the Act, the Company has constituted a Stakeholders' Relationship Committee. The composition of the Stakeholders' Relationship Committee as on March 31, 2026 is as follows:

S.N.	Name of Director	Category of Director	Status in Committee
1.	Mr. Nadella Phani Kishor Rao	Non- Executive Director	Chairman
2.	Mr. Rishi Verma	Non- Executive Director	Member
3.	Mr. Kapil Arora	Non- Executive Director	Member

During the year all the recommendations made by the Stakeholders' Relationship Committee were accepted by the Board.

DETAILS OF COMMITTEE MEETINGS

Audit Committee

During the year, six (6) meetings of Audit Committee were held, details of which are given below:

Date of Meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
June 18, 2025	1	3	3	Mr. Manish Chadha Mr. Kapil Arora Mr. Thiagarajan Kannan
September 5, 2025	2	3	3	Mr. Shobhit Garg Mr. Kunal Kirti Mr. Kapil Arora
September 25, 2025	3	3	3	Mr. Shobhit Garg Mr. Kunal Kirti Mr. Kapil Arora
December 4, 2025	4	3	3	Mr. Girish Narang Mr. Sanjay Bahl Mr. Kapil Arora
February 10, 2026	5	3	3	Mr. Girish Narang Mr. Sanjay Bahl Mr. Kapil Arora
March 26, 2026	6	3	3	Mr. Girish Narang Mr. Sanjay Bahl Mr. Kapil Arora

Nomination and Remuneration Committee

During the year, two (2) meetings of Nomination and Remuneration Committee were held, details of which are given below:

Date of meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
August 11, 2025	1	3	3	Mr. Manish Chadha Mr. Kapil Arora Mr. Thiagarajan Kannan
March 26, 2026	2	3	2	Mr. Girish Narang Mr. Sanjay Bahl

Corporate Social Responsibility Committee

During the year, two (2) meetings of Corporate Social Responsibility Committee was held, details of which are given below:

Date of meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
September 25, 2025	1	3	3	Mr. Kunal Kirti Mr. Shobhit Garg Mr. Kapil Arora
February 10, 2026	2	3	2	Mr. Sanjay Bahl Mr. Kapil Arora

Stakeholders' Relationship Committee

During the year, one (1) meeting of Stakeholders' Relationship Committee was held, details of which are given below:

Date of meeting	No. of Meeting	No. of Directors associated as on the date of meeting	No. of Directors attended the meeting	Name of Directors attended the meeting
March 26, 2026	1	3	2	Mr. Nadella Phani Kishor Rao Mr. Kapil Arora

General Meetings

Date of Meeting	Annual/Extraordinary General Meeting
September 26,2025	11th Annual General Meeting

RISK MANAGEMENT

The Company operates in an environment influenced by various risks, some within its control and others beyond it. To identify and manage these risks, the Company has put in place a robust risk management policy and systems, with oversight and monitoring carried out by the Board and senior management to ensure effective implementation of risk mitigation strategies and plans.The Company continues to take appropriate and timely measures to mitigate risks.

STATUTORY AUDITORS, THEIR REPORT AND NOTES TO FINANCIAL STATEMENTS

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants were appointed as the Statutory Auditors of the Company, for 5 (five) consecutive years from the conclusion of 8th AGM of the Company held on September 30, 2022 till 13th AGM to be held in the year 2027, Accordingly, they continue to act as Statutory Auditors of the Company until the AGM to be held in the year 2027.

The Notes on financial statements referred to in the Auditor's Report are self explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer.

REPORTING OF FRAUD BY AUDITORS

During the year under review, the Auditors of your Company have not reported any instance of fraud under section 143 (12) of the Companies Act 2013. Further, no case of fraud has been reported to the management of your Company from any other source.

COST AUDIT

The Company has maintained the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, as required by the Company and such accounts and records are made and maintained as per rule 8(5) (ix) of the Companies Accounts Rules, 2014.

The Board of your Company has appointed M/s. Sanjay Gupta & Associates, Cost Accountants (Firm Registration No.: 000212) as the Cost Auditors for conducting the audit of cost records for the Financial Year 2025-26.

SECRETARIAL AUDIT

The provisions of Section 204 of the Companies Act, 2013 relating to Secretarial Audit are not applicable to the Company for the financial year ended March 31, 2026. Accordingly, no Secretarial Audit was conducted during the year under review.

INTERNAL AUDIT

The Board approved the appointment of M/s. KPMG Assurance and Consulting Services LLP, Chartered Accountants, as the internal auditors of the Company. The reports submitted by the Internal Auditor have been reviewed by the Board.

RELATED PARTY TRANSACTIONS

All contracts/arrangements/transactions entered into by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. Accordingly, the disclosure in Form AOC-2, as prescribed under Section 134(3)(h) of the Companies Act, 2013, is not applicable to the Company.

Details of related party transactions entered into by the Company, in terms of Ind AS have been disclosed in the notes to the financial statements forming part of the Directors' Report.

INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

The Board has established comprehensive policies and procedures to govern the orderly and efficient conduct of its business, ensuring adherence to Company's policies, 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 and its disclosures.

The Company's internal control systems as laid down are adequate and commensurate with the nature of its business, the size and the complexity of its operations. To further strengthen the internal control system, the Company has a well-established internal audit mechanism. The internal audit is carried out by external independent auditor. The Internal Auditors periodically review operational compliances in accordance with documented policies and procedures and evaluate their effectiveness and efficacy in ensuring robust internal control.

The Statutory Auditors have audited the financial statements for the financial year ended March 31, 2026, and have also issued an attestation report on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting in accordance with Section 143 of the Companies Act, 2013

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Corporate Social Responsibility apply to the Company, and the Company has in place a duly framed Corporate Social Responsibility Policy.

An Annual Report on CSR activities undertaken during the year along with the salient features of the CSR Policy, constitution of the CSR Committee, and expenditure incurred, are set out in **Annexure-I** to the Board Report.

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

The information pertaining to the conservation of energy, technology absorption and foreign exchange earnings and outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 forms part of this report and is annexed as **Annexure-II**

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3), 134(3)(a) of the Act read with the Companies Rules, 2014 (including any modifications or re-enactments thereof), every company shall place a copy of the annual return on the website of the company. Since the Company does not have a website, this is not applicable. Further the Annual Return will be filed with the Registrar of Companies.

SECRETARIAL STANDARDS

The Directors state that notified Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively issued by the Institute of Company Secretarial of India (ICSI), have been duly followed by the Company.

PARTICULARS OF EMPLOYEES

Being an unlisted Company, the disclosure of details regarding employee remuneration, as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has in place Prevention of Sexual Harassment (POSH) Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and complied with the provisions relating to constitution of internal complaints committee under the said Act.

During the year under review:

1. Number of sexual harassment complaints received during the year- Nil
2. Number of complaints disposed off during the year – Not Applicable
3. Number of cases pending for more than 90 days - Not Applicable

MATERNITY BENEFIT ACT, 1961

In accordance with the requirements of the Maternity Benefit Act, 1961, the Company confirms that it is fully compliant with the provisions of the said Act. The Company provides all statutory benefits and other entitlements as prescribed under the Act. The Company is committed to fostering an inclusive and supportive work environment for all employees and ensures that all applicable provisions relating to maternity benefits are implemented.

VIGIL MECHANISM AND WHISTLE BLOWER POLICY

Your Company has established a vigil mechanism and whistle blower policy to handle the complaints received from various internal as well as external stakeholders of your company. The policy provides a structured framework for directors and employees to report genuine concerns with adequate safeguards against victimization.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

OTHER DISCLOSURE

The Board of Directors confirms that no disclosure or reporting is required in respect of the following matters, as there were no transactions or events of the nature specified below during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting, or otherwise.
2. Issue of shares, including sweat equity shares, to employees under any scheme.
3. Grant of voting rights not directly exercisable by employees in respect of shares held by them, as contemplated under Section 67(3)(c) of the Companies Act, 2013.
4. Issue of debentures or warrants
5. Whole-time Director of the Company receiving remuneration or commission from any of its associate/holding/subsidiary company.
6. Transfer of any amount to the Investor Education and Protection Fund (IEPF).
7. Initiation or pendency of any proceedings under the Insolvency and Bankruptcy Code, 2016.
8. One-time settlement with any Bank or Financial Institution.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors state that:

(a) In the preparation of the annual accounts for the year ended March, 31, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act and there were no material departures from the same;

(b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March, 31, 2026 and of the profits of the Company for the year ended on that date;

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

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

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

ACKNOWLEDGEMENT

The Board of Directors expresses its sincere appreciation for the continued support and cooperation extended by the Company's stakeholders, including its bankers, customers, dealers, vendors, promoters, shareholders, government authorities, and all other business associates during the year under review. Their trust and collaboration have been instrumental in enabling the Company to navigate challenges and pursue its strategic objectives.

The Board also places on record its deep gratitude to all employees of the Company for their unwavering commitment, dedication, and tireless efforts. Their professionalism and perseverance have played a pivotal role in sustaining the Company's growth and operational excellence.

For and on behalf of the Board of Directors
Federal- Mogul Sealings India Limited

Vinit Jain
Director
DIN: 10998912
Date: May 25, 2026
Place: Gurugram

Abhishek Aggarwal
Director
DIN: 11632167
Date: May 25, 2026
Place: Gurugram

Annexure I

Annual Report on Corporate Social Responsibility (CSR) activities for the Financial Year 2025-26

1. Brief outline on CSR Policy of the Company:

Federal Mogul Sealings India Limited's CSR Policy outlines the Company's commitment to integrating social, environmental, and ethical considerations into its business operations and contributing to sustainable development and community welfare.

The policy is framed in accordance with Section 135 of the Companies Act, 2013 and applicable CSR Rules, and is implemented under the guidance of the CSR Committee and the Board.
The Company focuses its CSR initiatives on key areas such as:

- Healthcare, sanitation, and poverty eradication
- Education and skill development
- Gender equality and social inclusion
- Environmental sustainability
- Rural development and community welfare

CSR activities may be undertaken directly or through eligible implementing agencies, with a structured process of identification, planning, execution, and monitoring.

The Board ensures statutory CSR spending requirements are met, oversees utilization of funds, and monitors the effectiveness and impact of CSR initiatives, including reporting in the Board's report.

2. Composition of CSR Committee:

Name of the Member	Category	Status	No. of Meetings	
			Entitled to attend	Attended
Mr. Sanjay Bahl	Independent Director	Chairman	1	1
Mr. Kapil Arora	Non- Executive Director	Member	2	2
Mr. Nadella Phani Kishor Rao	Non- Executive Director	Member	1	1

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company.

The Company does not have a website. Accordingly, disclosure under this clause is not applicable

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

The provisions relating to impact assessment under Rule 8(3) of the Companies (CSR Policy) Rules, 2014are not applicable to the Company during the financial year. Accordingly, no impact assessment was carried out.

5. (a) **average net profit of the company as per sub-section (5) of section 135**.- INR 3,36,53,333

(b) **Two percent of average net profit of the company as per sub-section (5) of section 135**.- INR 6,73,067

(c) **Surplus arising out of the CSR Projects or programmes or activities of the previous financial years** - Nil

(d) **Amount required to be set- off for the financial year, if any**. - Nil

(e) **Total CSR obligation for the financial year** - INR 6,73,067

6. (a) **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)** - INR 8,53,056

Ongoing project: Nil

Other than Ongoing projects:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S. No.	**Name of the project**	**Item from the list of activities in schedule VII to the Act**	**Local area (Yes/ No)**	**Location of the project**		**Amount spent for the project (in INR)**	**Mode of implem-entation - Direct (Yes/No)**	**Mode of implementation - Through implementing agency**	
				State	**District**			**Name**	**CSR registra-tion number**
1.	National Apprentice Promotional Scheme	employment enhancing vocation skills and livelihood enhancement projects	Yes	Maharashtra, Pune		8,53,056	Yes	-	-
	Total					**8,53,056**			

(b) **Amount spent in Administrative Overheads**- Nil

(c) **Amount spent on Impact Assessment, if applicable** - Not Applicable

(d) **Total amount spent for the Financial Year -** INR 8,53,056

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

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
8,53,056	Nil				

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

S. N.	Particular	Amount (Rs.)
i.	Two percent of average net profit of the company as per section 135(5)	6,73,067
ii.	Total amount spent for the Financial Year	8,53,056
iii.	Excess amount spent for the financial year [(ii)-(i)]	179,989
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	179,989

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

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

					nt (in INR)	of Transfer		
1	FY-2022-23	-	-	-	-	-	-	-
2	FY-2023-24	-	-	-	-	-	-	-
3	FY-2024-25	-	-	-	-	-	-	-

8. **Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:**

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

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

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

For and on behalf of the Board of Directors
Federal Mogul Sealings India Limited

Sanjay Bahl
Chairman of CSR Committee
DIN: 00332153
Date: May 25, 2026
Place: Gurugram

Abhishek Aggarwal
Director
DIN: 11632167
Date: May 25, 2026
Place: Gurugram

Annexure II

The information in accordance with the provisions of Section 134(3) (m) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are under:

Sr. No.	Particulars	Comments
(A) Conservation of Energy:		
	the steps taken or impact on conservation of energy;	**1. Compressed air savings through installation of pneumatic shut-off valves on press machines**, wherein the valve is activated only after the main motor starts, resulting in energy savings of **7,892 kWh per annum**. **2. Elimination of a 120 KVA inverter for the batch oven and installation of a Variable Frequency Drive (VFD)**, resulting in energy savings of **59,494 kWh per annum**. **3. Replacement of a high energy-consuming oven with an energy-efficient oven** resulting in energy savings of **206,376 kWh per annum**. **4. Installation of a VFD in the HVAC system**, to optimize the operation of ventilation and air-conditioning equipment resulting in energy savings of **15,195 kWh per annum**. **5. Preheating of MLS washing process water using exhaust heat from the drying oven**, resulting in energy savings of **14,313 kWh per annum**.
	the steps taken by the Company for utilizing alternate sources of energy;	**Installation of a 904 kWp Solar Power Plant**, generating an average of **109,610 units per month**, meeting approximately **50% of the plant's existing energy consumption**. The project is expected to be completed in **June 2026**.
	the capital investment on energy conservation equipment	Nil

(B) Technology Absorption:			
I	the efforts made towards technology absorption	Prototype samples of the MLS head gasket with Brick Stopper design were submitted to Volvo Eicher for the E474 program.	
II	benefits derived like product improvement, cost reduction, product development or import substitution;	Strengthened market competitiveness by successfully displacing competing products	
III	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year: A. The details of technology imported B. The year of import C. Whether the technology has been fully absorbed D. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	None	
IV	the expenditure incurred on Research and Development	Nil	
(C) FOREIGN EXCHANGE EARNINGS AND OUTGO:		**2025-26 (INR)**	**2024-25 (INR)**
I	Foreign Exchange earnings	5,78,23,520	4,45,87,783
II	Foreign Exchange outgo	11,90,10,544	19,26,22,460

For and on behalf of the Board of Directors
Federal Mogul Sealings India Limited

Vinit Jain
Director
DIN: 10998912
Date: May 25, 2026
Place: Gurugram

Abhishek Aggarwal
Director
DIN: 11632167
Date: May 25, 2026
Place: Gurugram

INDEPENDENT AUDITOR'S REPORT

To The Members of Federal-Mogul Sealings India Private Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Federal-Mogul Sealings India Limited (the "Company"), which comprise the Balance Sheet as at 31 March 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

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

Basis for Opinion

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

Information Other than the Financial Statements and Auditor's Report Thereon

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

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

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

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

Responsibilities of Management and Board of Directors for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in

India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

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

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for not keeping backup on a daily basis of such books of account maintained in electronic mode in a server physically located in India (refer note 37 to the financial statements) and not complying with the requirement of audit trail as stated in (k)(vi) below.

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

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

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

f) The modifications relating to the maintenance of accounts and other matters connected therewith, are as stated in paragraph (b) above.

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

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - refer note 32 to the financial statements.

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

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

iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 37 to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 37 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

vi. Based on our examination, which included test checks, the Company has used accounting software system for maintaining its books of account for the financial year ended 31 March 2026 which has the feature of recording audit trail (edit log) facility and the same has operated throughout the year at the application level for all relevant transactions recorded in the software systems. However, audit trail was not enabled at the database level to log any direct data changes. Consequently, we are unable to comment whether there were any instances of the audit trail feature being tampered with (refer note 42 to the financial statements)

Additionally, the audit trail that was enabled and operated for the year ended 31

March 2025 has been preserved by the Company as per the statutory requirements for record retention, as stated in note 42 to the financial statements.

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

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Sachanand C Mohnani
Partner
(Membership No. 407265)
UDIN: 26407265XXIVYR6841

Place: Pune
Date: May 25, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph (g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to financial statements of Federal-Mogul Sealings India Limited (the "Company") as at 31 March 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to financial statements based on "the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

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

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm’s Registration No. 117366W/W-100018)

Sachanand C Mohnani
Partner
(Membership No. 407265)
UDIN: 26407265XXIVYR6841

Place: Pune
Date: May 25, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

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

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

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

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

(b) The Company has a program of verification of property, plant and equipment, capital work in-progress so to cover all the items once every 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, all Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) Based on our examination of the 7/12 extract provided to us, we report that, the title deeds of all the immovable properties, disclosed in the financial statements included in property, plant and equipment and capital work-in progress are held in the name of the Company as at balance sheet date.

(d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at 31 March 2026, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories except for (goods-in-transit and stock held with third parties), were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanation given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stock held with third parties at the year-end, written confirmations have been obtained and in respect of goods-in-transit, the goods have been received subsequent to the year end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with the books of account.

(b) According to the information and explanations given to us, the Company has sanctioned working capital facility in excess of Rs. 5 crores from banks or financial institution on the basis of security of current assets, however, the company has not utilised such working capital facility and hence reporting under clause 3(ii)(b) of the Order is not applicable.

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

(iv) The Company has not granted any loans, made investments or provided guarantees or securities and hence reporting under clause 3 (iv) of the Order is not applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3 (v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service Tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Customs, cess and other material statutory dues in arrears as at 31 March 2026, for a period of more than six months from the date they became payable.

(b) Details of Statutory dues referred to in sub-clause (a) above which have not been deposited as on 31 March 2026, on account of disputes are given below:

Amount (Rs.) in millions

Name of the Statute	**Nature of the Dues**	**Forum where Dispute is Pending**	**Period to which the Amount Relates**	**Amount**	**Amount Paid under protest**	**Amount Unpaid**
Good and Services Tax Act, 2017	CGST	Office of the Assistant Commissioner of Central Tax	2017-18	1.34	Nil	1.34
Customs Act, 1962	Customs Duty	Central Board of Indirect Taxes and Customs (CBIC)	2016-17	8.36	Nil	8.36

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

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

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3 (ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima-facie, not been used during the year for long-term purposes by the Company.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause 3 (ix)(e) of the Order is not applicable.

(f) The Company has not raised any loans during the year on the pledge of securities and hence reporting on clause 3 (ix)(f) of the Order is not applicable.

(x) (a) The Company has not raised any of its securities (including debt instruments) during the year and hence reporting under clause 3 (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year and upto the date of this report and provided to us, when performing our audit.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto 31 March 2026.

(xv) In our opinion, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

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

(b) The Group does not have any Core Investment Company as part of the group as at 31 March 2026, and accordingly reporting under clause 3 (xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

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

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

(xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Sachanand C Mohnani
Partner
(Membership No. 407265)
UDIN: 26407265XXIVYR6841

Place: Pune
Date: May 25, 2026

Federal-Mogul Sealings India Limited
CIN: U29253PN2014PLC152540
Balance Sheet as at 31 March 2026
(All amounts in Rs million, unless otherwise stated)

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	249.63	213.96
Capital work in progress	3(b)	59.25	43.58
Intangible assets	4	0.63	0.77
Financial assets			
i. Other financial assets	5(a)	3.61	23.85
Deferred tax assets (net)	8	0.10	11.83
Income Tax Assets (net)	9	11.01	16.68
Other non-current assets	11(a)	11.94	13.38
Total non-current assets		**336.17**	**324.05**
Current assets			
Inventories	10	153.41	137.40
Financial assets			
i. Trade receivables	6	262.59	234.96
ii. Cash and cash equivalents	7	92.85	49.11
iii. Other financial assets	5(b)	30.14	2.79
Other current assets	11(b)	18.66	11.19
Total current assets		**557.65**	**435.45**
Total assets		**893.82**	**759.50**
EQUITY AND LIABILITIES			
Equity			
i. Equity share capital	12(a)	8.33	8.33
ii. Other Equity	12(b)	235.60	173.25
Total equity		**243.93**	**181.58**
LIABILITIES			
Non-current liabilities			
Provisions	17	17.87	5.09
		17.87	**5.09**
Current liabilities			
Financial liabilities			
i. Inter Corporate Deposit	14	290.00	305.00
ii. Trade payables	13		
(a) Total outstanding dues of micro enterprises and small enterprises		80.59	29.49
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		229.84	207.77
iii. Other financial liabilities	15	26.47	15.64
Other current liabilities	16	3.87	13.87
Provisions	17	1.25	1.06
Total current liabilities		**632.02**	**572.83**
Total equity and liabilities		**893.82**	**759.50**

The accompanying material accounting policies and other explanatory notes (1- 43) form an integral part of the Financial Statements.

As per our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants
(ICAI Firm Registration No. 117366W/ W-100018)

For and on behalf of Board of Directors of
Federal-Mogul Sealings India Limited

Sachanand C Mohnani
Partner
(Membership No. 407265)

Place: Pune
Date: 25 May 2026

Vinit Jain
Director
DIN:10998912

Place: Gurugram
Date: 25 May 2026

Abhishek Aggarwal
Director
DIN:11632167

Place: Gurugram
Date: 25 May 2026

Federal-Mogul Sealings India Limited
CIN: U29253PN2014PLC152540
Statement of Profit and Loss for the year ended 31 March 2026
(All amounts in Rs million, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2026	For the year ended 31 March 2025
Income			
Revenue from operations	18	1,207.73	1,067.14
Other income	19	2.67	0.80
Total income		**1,210.40**	**1,067.94**
Expenses			
Cost of materials consumed	20	711.43	625.75
Change in inventories of finished goods, stock-in-trade and work-in-progress	21	0.91	(6.34)
Employee benefits expense	22	115.26	101.14
Finance costs	23	26.42	28.58
Depreciation and amortisation expense	24	36.51	36.03
Other expenses	25	224.12	183.18
Total expenses		**1,114.65**	**968.34**
Profit before tax		**95.75**	**99.60**
Exceptional Items			
Statutory Impact of New Labour code	22	6.17	-
Profit after exceptional and extraordinary items		**89.58**	**99.60**
Income Tax expense	26		
Current tax		29.67	17.83
Deferred tax		13.22	(11.65)
Tax related to earlier years		(20.08)	0.24
Total tax expense		**22.81**	**6.42**
Profit for the year		**66.77**	**93.18**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
- Remeasurement of post-employment benefit obligations		(5.91)	(1.03)
- Income tax Impact		1.49	0.18
Other Comprehensive Income for the year		**(4.42)**	**(0.85)**
Total Comprehensive Income for the year		**62.35**	**92.33**
Earnings per equity share (of ₹ 1 each)	27		
Basic (₹)		8.01	11.18
Diluted (₹)		8.01	11.18

The accompanying material accounting policies and other explanatory notes (1- 43) form an integral part of the Financial Statements.

As per our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants
(ICAI Firm Registration No. 117366W/ W-100018)

For and on behalf of Board of Directors of
Federal-Mogul Sealings India Limited

Sachanand C Mohnani
Partner
(Membership No. 407265)

Place: Pune
Date: 25 May 2026

Vinit Jain
Director
DIN:10998912

Place: Gurugram
Date: 25 May 2026

Abhishek Aggarwal
Director
DIN:11632167

Place: Gurugram
Date: 25 May 2026

Federal-Mogul Sealings India Limited
CIN: U29253PN2014PLC152540
Statement of Changes in Equity for the year ended 31 March 2026
(All amounts in Rs million, unless otherwise stated)

A) Equity share capital

Particulars	No. of shares	Amount
Balance as at 01 April 2024	**8,334,142**	**8.33**
Changes in equity share capital during the previous year	-	-
Balance as at 1 April 2025	**8,334,142**	**8.33**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2026	**8,334,142**	**8.33**

B) Other equity

Particulars	Reserves and Surplus		Total
	Securities Premium	Retained Earnings	
Balance as at 1 April 2024	**153.39**	**(72.47)**	**80.92**
Profit for the year	-	93.18	93.18
Other comprehensive income (net of income tax)	-	(0.85)	(0.85)
Balance as at 31 March 2025	**153.39**	**19.86**	**173.25**
Balance as at 1st April 2025	**153.39**	**19.86**	**173.25**
Profit for the year	-	66.77	66.77
Other comprehensive income/ (loss) (net of income tax)	-	(4.42)	(4.42)
Balance as at 31 March 2026	**153.39**	**82.21**	**235.60**

The accompanying material accounting policies and other explanatory notes (1- 43) form an integral part of the Financial Statements.

As per our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants
(ICAI Firm Registration No. 117366W/ W-100018)

For and on behalf of Board of Directors of
Federal-Mogul Sealings India Limited

Sachanand C Mohnani
Partner
(Membership No. 407265)

Place: Pune
Date: 25 May 2026

Vinit Jain
Director
DIN:10998912

Place: Gurugram
Date: 25 May 2026

Abhishek Aggarwal
Director
DIN:11632167

Place: Gurugram
Date: 25 May 2026

Federal-Mogul Sealings India Limited
CIN: U29253PN2014PLC152540
Statement of Cash Flows for the year ended 31 March 2026
(All amounts in Rs million, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
A. Cash flow from operating activities		
Profit before tax	**89.58**	**99.60**
Adjustments for:		
Depreciation of property, plant and equipment	36.38	35.47
Amortisation of intangible assets	0.13	0.56
Provision for expected credit loss	2.01	3.35
Liabilities written back	-	(0.13)
Interest income	(2.67)	(0.30)
Finance costs	26.41	28.58
Unrealised Foreign Exchange (Gain)/ Loss	0.90	0.11
Loss on disposal of property, plant & equipment	-	0.05
Operating cash flows before working capital changes	**152.74**	**167.29**
Change in operating assets and liabilities		
(Increase) in Inventories	(16.02)	(13.76)
(Increase) in Trade receivables	(30.54)	(71.15)
(Increase) in Financial and other assets	(33.53)	(18.64)
Increase in Trade payable	72.57	61.01
Increase/(Decrease) in Financial and other current liability	(9.11)	15.79
Increase in Provisions	7.06	0.93
Cash generated from operations	**143.17**	**141.47**
Income taxes paid (net of refunds & including TDS)	(2.22)	(2.44)
Net Cash Generated from Operating Activities (A)	**140.95**	**139.03**
B. Cash flow from investing activities:		
Purchase of property, plant and equipment and intangibles assets	(77.64)	(40.91)
Movement in fixed deposits	20.36	(20.21)
Interest received	0.86	0.30
Net cash (outflow) from investing activities (B)	**(56.42)**	**(60.82)**
C. Cash flow from financing activities		
Repayment of short term borrowings	(15.00)	(50.00)
Interest paid	(25.79)	(28.58)
Net cash (outflow) from financing activities (C)	**(40.79)**	**(78.58)**
Net increase/decrease in cash and cash equivalents (A)+(B)+(C)	43.75	(0.37)
Cash and cash equivalents at the beginning of the financial year	49.11	49.48
Cash and cash equivalents at end of the year	**92.86**	**49.11**

Cash and Cash Equivalents as per above comprise of the following:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Balances with banks:		
On current accounts (refer note 7)	71.89	49.11
Deposits with original maturity of less than three months (refer note 7)	20.96	-
	92.85	**49.11**

Statement of cash flows has been prepared under the indirect method as set out in IND AS 7 "Statement of Cash Flows" as specified in the Companies (Indian Accounting Standards) Rules 2015.

The accompanying material accounting policies and other explanatory notes (1- 43) form an integral part of the Financial Statements.

As per our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants
(ICAI Firm Registration No. 117366W/ W-100018)

For and on behalf of Board of Directors of
Federal-Mogul Sealings India Limited

Sachanand C Mohnani
Partner
(Membership No. 407265)

Place: Pune
Date: 25 May 2026

Vinit Jain
Director
DIN:10998912

Place: Gurugram
Date: 25 May 2026

Abhishek Aggarwal
Director
DIN:11632167

Place: Gurugram
Date: 25 May 2026

Federal-Mogul Sealings India Limited
CIN: U29253PN2014PLC152540
Notes to financial statements for the year ended 31 March 2026
(All amounts in Rs million, unless otherwise stated)

3(a) : Property, Plant and Equipment

Particulars	Freehold land	Buildings	Plant and machinery	Furniture and fixtures	Computers	Vehicles	Total
Gross carrying amount							
Opening carrying amount as on 1 April 2024	5.17	32.92	211.36	4.10	5.00	0.51	259.06
Additions	-	-	19.74	0.16	2.98	-	22.88
Disposals/adjustments	-	-	-	-	(0.03)	-	(0.03)
Balance as at 31 March 2025	**5.17**	**32.92**	**231.10**	**4.26**	**7.95**	**0.51**	**281.91**
Opening carrying amount as on 1 April 2025	5.17	32.92	231.10	4.26	7.95	0.51	281.91
Additions	-	-	69.02	-	3.04	-	72.06
Disposals/adjustments	-	-	-	-		-	-
Balance as at 31 March 2026	**5.17**	**32.92**	**300.12**	**4.26**	**10.99**	**0.51**	**353.97**
Accumulated depreciation							
Opening accumulated depreciation as on 1 April 2024	-	2.74	27.00	0.91	1.75	0.08	32.48
Depreciation charge for the year	-	2.87	30.47	0.64	1.41	0.08	35.47
Disposals	-	-	-	-	-	-	-
Balance as at 31 March 2025	**-**	**5.61**	**57.47**	**1.55**	**3.16**	**0.16**	**67.95**
Opening accumulated depreciation as on 1 April 2025	-	5.61	57.47	1.55	3.16	0.16	67.95
Depreciation charge for the year		2.68	30.89	0.55	2.19	0.08	36.39
Disposals	-	-	-	-	-	-	-
Balance as at 31 March 2026	**-**	**8.29**	**88.36**	**2.10**	**5.35**	**0.24**	**104.34**
Net carrying amount as on 31 March 2026	**5.17**	**24.63**	**211.76**	**2.16**	**5.64**	**0.27**	**249.63**
Net carrying amount as on 31 March 2025	**5.17**	**27.31**	**173.63**	**2.71**	**4.79**	**0.35**	**213.96**

3(b) : Capital Work in Progress (CWIP)

Particulars	Amount
Balance as at 1 April 2024	**25.60**
Additions during the year	34.90
Capitalised/ writeoff during the year	(16.92)
Balance as at 31 March 2025	**43.58**
Balance as at 1 April 2025	**43.58**
Additions during the year	35.70
Capitalised/ writeoff during the year	(20.03)
Balance as at 31 March 2026	**59.25**

Capital Work in Progress (CWIP) aging schedule

As at 31 March 2026

Particulars	Amount in CWIP for a period of				
	Less than 1 Years	1-2 Years	2-3 Years	More than 3 years	Total
Projects in progress	12.78	33.80	1.99	10.68	59.25

As at 31 March 2025

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	33.04	3.41	7.13	-	43.58

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

Notes:

1) Refer to Note 32(a) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

2) There are no property, plant and equipment which are pledged or under lien except as disclosed in Note 37(o).

3) The company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the reporting period.

4) There are no impairment losses recognised during reporting period.

Federal-Mogul Sealings India Limited
CIN: U29253PN2014PLC152540
Notes to financial statements for the year ended 31 March 2026
(All amounts in Rs million, unless otherwise stated)

4 : Intangible assets

Particulars	Computer Software
Gross carrying amount	
Opening gross carrying amount as on 1 April 2024	1.92
Additions	-
Disposals/Adjustments	(0.03)
Balance as at 31 March 2025	**1.89**
Opening gross carrying amount as on 1 April 2025	1.89
Additions	-
Disposals/Adjustments	
Balance as at 31 March 2026	**1.89**
Accumulated amortisation	
Opening accumulated amortisation as on 1 April 2024	**0.56**
Amortisation charge for the year	0.56
Disposals	-
Balance as at 31 March 2025	**1.12**
Opening accumulated amortisation as on 1 April 2025	**1.12**
Amortisation charge for the year	0.13
Disposals	-
Balance as at 31 March 2026	**1.25**
Net carrying amount as on 31 March 2026	**0.63**
Net carrying amount as on 31 March 2025	**0.77**

Notes:
1. There are no contractual commitments for the acquisition of Intangible assets.
2. No Intangible assets are pledged as security by the Company.
3. The company has not revalued its intangible assets during reporting year.
4. There are no Intangible assets Under Development as at reporting year.
5. There are no impairment losses recognised during the reporting year.

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Federal-Mogul Sealings India Limited
CIN: U29253PN2014PLC152540
Summary of material accounting policies and other explanatory information for the year ended 31 March 2026
(All amounts in Rs million, unless otherwise stated)

1. Company overview

Federal-Mogul Sealings India Limited (Formerly known as Federal-Mogul Anand Sealings India Limited) ('the Company') is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956 on 15 September, 2014. The Company is engaged mainly in the manufacture and supply of automotive components used in two/four wheeler automobiles. The Company has its registered office at Paras Twins Towers, 10th floor Tower-B, Sector-54, Golf Course Road, Gurgaon, Haryana, India, 122002 and principal activities of the Company at Chakan, Pune, India.

2. Basis of preparation, Mesurement and Material accounting policies

2.1 Basis of preparation
These financial statements for the year ended 31 March 2026 have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules issued thereunder and other accounting principles generally accepted in India and in terms of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. These financial statements comprise balance sheet, statement of Profit and Loss, statement of changes in equity, statement of cash flow, and Summary of Material Accounting Policies and other explanatory notes (collectively, the "Financial Statements").

The standalone financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the financial statements have been prepared on historical cost basis except for certain financial assets and financial liabilities which are measured at fair values as explained in relevant accounting policies.

Functional & Presentational currency: The financial statements are presented in Indian Rupee and all values are rounded to the nearest million (Rs 000,000), except when otherwise indicated.

2.2 Summary of Material Accounting Policies
(a) Overall consideration
The financial statements have been prepared using material accounting policies and measurement bases summarised below. These were used throughout all periods presented in the financial statements.

(b) Current and non-current classification
All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Act. Deferred tax assets and liabilities are classified as non-current assets and non-current liabilities, as the case may be.

(c) Use of estimates
The preparation of these financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the year. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision to accounting estimates is recognised in the current and future periods.

(d) Property, plant and equipment
(i) Recognition and initial measurement
Property plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the 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 associated with the item will flow to the Company. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred.

(ii) Subsequent measurement (depreciation and useful lives)
Property, plant and equipment are subsequently measured at cost less accumulated depreciation and impairment losses. Depreciation on property, plant and equipment except freehold land is provided on a straight-line basis, computed on the basis of useful lives (as set out below) prescribed in Schedule II to the Companies Act, 2013:

Asset Class	Estimated useful life (in years)
Plant & Machinery	5 to 15 years
Buildings	30 years
Computers	3 years
Furniture and fixtures	10 years
Vehicles	8 Years

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

De-recognition
An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

(e) Intangible assets
(i) Recognition and initial measurement
Intangible assets (Computer softwares) are stated at their cost of acquisition less amortisation less impairment, if any. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

(ii)Subsequent measurement (amortisation)
The cost of capitalised software is amortised over a period of 5 years from the date of its acquisition.

(f) Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

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

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful lives.

(g) Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired.

Ind AS 109 requires expected credit losses to be measured through a loss allowance. Company performs credit assessment for customers on an annual basis. Company recognizes credit risk, on the basis of lifetime expected losses and where receivables are due for more than twelve months.

For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

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

(h) Financial instruments

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value, except for trade receivables that do not have a significant financing component which are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in profit or loss.

Non-derivative financial assets

Subsequent measurement

i. Financial assets carried at amortised cost – a financial asset is measured at the 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 rate (EIR) method.

ii. Financial assets carried at fair value through other comprehensive income (FVOCI) – a financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

iii. Financial assets carried at fair value through profit or loss (FVTPL) – financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in Statement of Profit and Loss.

iv. Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

Non-derivative financial liabilities

Subsequent measurement

Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortised cost using the effective interest method.

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 and Loss.

Offsetting of financial instruments

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

(i) Fair Value Measurement
The Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the chief financial officer. The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:
Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

(j) Inventories
Inventories are valued as follows:

Raw materials, components, stores and spares and packing material.	Moving average price which includes purchase price and other direct costs. 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.
Work-in-progress	Cost which includes material, labour and appropriate allocation of overheads. Cost is determined on a moving weighted average basis.
Finished Goods: - Manufactured	Lower of cost and net realisable value. Cost for this purpose includes material, labour and appropriate allocation of overheads. Cost is determined on a moving weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Provision for obsolescence is determined based on management's assessment and is charged to Statement of Profit and Loss.

(k) 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. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the Contract. The Company recognises revenue from the following major sources:

i) Sale of products:
Revenue from sale of products 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 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.

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 15 to 75 days (excluding transit 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.

ii) 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.

Where the Company cannot reasonably measure the outcome of a performance obligation, but the Company expects to recover the costs incurred in satisfying the performance obligation, in those circumstances, the Company recognises revenue only to the extent of the costs incurred until such time that it can reasonably measure the outcome of the performance obligation.

iii) 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, similarly tooling cost (net) represents costs incurred by the Company in excess of amounts recovered from customers. The Company recognizes such tooling income (net)/ tooling cost (net) when the control of the goods have passed on to the customer. The Company expenses all pre-production tooling costs related to customer owned tools for which reimbursement is not contractually guaranteed by the customer or for which the customer has not provided a non-cancellable right to use the tooling, at the time of their estimation. 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 tooling income (net) is recognized at the receipt of Pre Production Approval Process from the customer.

iv) Contract assets
A contract asset is the Company's right to consideration in exchange for goods or services that the Company has transferred to the customer. A contract asset becomes a receivable when the Company's right to consideration is unconditional, which is the case when only the passage of time is required before payment of the consideration is due. The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables. The Contract asset in case of company comprises of deferred income which relates to expenses incurred but not billed yet as per the terms of contract.

The Company's contract assets are disclosed in Note 5(b), Note 6 and Note 18.

v) Contract liabilities
A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract. The Contract liability comprises of unearned income which relates to excess of invoicing over cost incurred for a particular project.

The Company's contract liabilities are disclosed in Note 16 and Note 18.

(l) Other income
i) Interest:
Interest income is recorded on accrual basis.

ii) Export Benefits/Incentives:
Export entitlements under the Duty Entitlement Pass Book (DEPB) Scheme/ Duty Drawback scheme are recognised in the Statement of Profit and Loss when the same is received by the Company.

(m) Statement of cash flows
Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(n) Foreign Currency Transactions
Functional and presentation currency
The financial statements are presented in Indian Rupee ('INR or ₹') which is also the functional and presentation currency of the Company.

Transactions and balances
Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items outstanding at the balance sheet date are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transactions.

Exchange differences arising on such conversion and settlement at rates different from those at which they were initially recorded, are recognised in the Statement of Profit and Loss in the period in which they arise.

(o) Retirement and other employee benefits

i) Defined Contribution Plans:
These are plans in which the Company pays pre-defined amounts to funds administered by government authority/ Company and does not have any legal or constructive obligation to pay additional sums. These comprise contributions in respect of Employees' Provident Fund and Employees' State Insurance. The Company's payments to the defined contribution plans are recognised as employee benefit expenses when they are due.

ii) Defined Benefit Plans:
Gratuity liability under the Payment of Gratuity Act is accrued on the basis of an actuarial valuation made at the end of each financial period. The actuarial valuation is done as per projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to other comprehensive income in the period in which such gains or losses are determined.

iii) Short term compensated absences are provided for based on estimates. Long term compensation liability for leave encashment is determined in accordance with company policy and is measured on the basis of valuation by an independent actuary at the end of the financial period. The actuarial valuation is done as per 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 period in which such gains or losses are determined.

iv) Bonus plans
The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

(p) Income Taxes
Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India.

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).

Deferred tax is recognised in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes. Deferred tax assets on unrealised tax loss are recognised to the extent that it is probable that the underlying tax loss will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside Statement of Profit and Loss (either in other comprehensive income or in equity).

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the Minimum Alternative tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

(q) Earnings per Share
Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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.

(r) Provisions, contingent liabilities and contingent assets
Provisions are recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are discounted to their present values, where the time value of money is material. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are discounted to their present values, where the time value of money is material.

Any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

In cases where the outflow of economic resources as a result of present obligations is considered improbable or remote, no provision is recognised.

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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(s) Cash and Cash Equivalents
Cash and cash equivalent comprise cash at banks and on hand and short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(t) Borrowings / Inter Corporate Deposit
Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of Profit and Loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment and amortised over the period of the facility to which it relates.

Borrowings are derecognised from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in Statement of Profit and Loss as other gains/(losses).

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

(u) Trade and other payables
These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured and are paid as per the terms of contracts with the supplier. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(v) Segment reporting
Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors assess the financial performance and position of the Company, and makes strategic decisions and therefore the board would be the chief operating decision maker or 'CODM, within the meaning of Ind AS 108. The CODM evaluates the Company's performance and allocates resources based on the dominant source, nature of product and nature of risks and returns.

(w) 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.

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.

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.

Provisions – 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
Allowance for excess and obsolete inventory – Management determines the allowance for excess and obsolete inventory based on a review of items with no consumption in the previous 12 months. A provision of 100% is recognised on such inventories.

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.

(w) Standards issued but not yet effective
There are no new Standards that became effective during the period. Amendments that became effective during the period did not have any material impact.

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5 : Other Financial assets

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good (measured at amortised cost)		
(a) Non-Current		
Security deposits	3.61	3.49
Deposits with original maturity more than 12 months	-	20.36
Total	**3.61**	**23.85**
(b) Current		
Unbilled revenue	29.04	1.82
Interest accrued on bank deposits	-	0.06
Export Incentive Receivable	1.10	0.91
Total	**30.14**	**2.79**

6 : Trade receivables

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good	262.59	234.96
Unsecured, which have significant increase in credit risk	6.43	4.42
Total	**269.02**	**239.38**
Less: Allowance for expected credit loss (refer note 30(A)(b))	(6.43)	(4.42)
Total Trade receivables	**262.59**	**234.96**

Trade Receivables Ageing:
As at 31 March 2026

Particulars	Not due	Outstanding for following periods from due date of invoice					Total
		Less than 6 months	6 months -1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade receivables – considered good	229.43	17.26	10.09	5.81			262.59
(ii) Undisputed Trade Receivables – which have significant increase in credit risk				5.99	0.44	-	6.43
(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							-
	229.43	**17.26**	**10.09**	**11.80**	**0.44**	**-**	**269.02**
Less: Expected credit loss allowance							**(6.43)**
Total							**262.59**

As at 31 March 2025

Particulars	Not due	Outstanding for following periods from due date of invoice					Total
		Less than 6 months	6 months -1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade receivables – considered good	198.19	31.36	5.33	0.08	-		234.96
(ii) Undisputed Trade Receivables – which have significant increase in credit risk			3.50	0.87	0.05		4.42
(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							-
	198.19	**31.36**	**8.83**	**0.95**	**0.05**	**-**	**239.38**
Less: Expected credit loss allowance							**(4.42)**
Total							**234.96**

Notes:
(1) The sale of goods is typically made under credit payment terms differing from customer to customer and ranges between 15 to 75 days (excluding transit days).
(2) Refer note no. 30(A)(b) for allowance for expected credit loss.
(3) Refer note no. 28(c) for balances due from related parties.
(4) Refer note no. 38 for FEMA Compliance.

7 : Cash and cash equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks		
- in current accounts	71.89	49.11
- Deposits with original maturity of less than three months	20.96	-
Total	**92.85**	**49.11**

8 : Deferred tax assets (net)

Particulars	Opening as at 1 April 2025	Recognised in statement of profit and loss	Recognised in OCI	Closing balance as at 31 March 2026
Deferred tax assets				
Unabsorbed Depreciation and business losses	2.65	(2.65)	-	-
Provision for employee benefits	1.84	2.31	1.49	5.64
Provision for doubtful advances and expected credit loss	1.11	0.51	-	1.62
Mat Credit entitlement	17.83	(17.83)	-	-
Others	0.63	2.92	-	3.55
Total Deferred tax assets (A)	**24.06**	**(14.74)**	**1.49**	**10.80**
Deferred tax liabilities				
Property, plant and equipment and Intangible assets on account of difference in Written Down Value (WDV)	12.23	(1.53)	-	10.70
Total Deferred tax liabilties (B)	**12.23**	**(1.53)**	**-**	**10.70**
Net Deferred tax asset/ (liabilities) (C) = (A) - (B)	**11.83**	**(13.21)**	**1.49**	**0.10**

Particulars	Opening as at 1 April 2024	Recognised in statement of profit and loss	Recognised in OCI	Closing balance as at 31 March 2025
Deferred tax assets				
Unabsorbed Depreciation and business losses	16.26	(13.61)	-	2.65
Provision for employee benefits	1.77	(0.11)	0.18	1.84
Provision for doubtful advances and expected credit loss	0.28	0.83	-	1.11
Mat Credit entitlement	-	17.83	-	17.83
Others	1.05	(0.42)	-	0.63
Total Deferred tax assets	**19.36**	**4.52**	**0.18**	**24.06**
Deferred tax liabilities				
Property, plant and equipment and Intangible assets on account of difference in Written Down Value (WDV)	19.36	(7.13)	-	12.23
Total Deferred tax liabilties	**19.36**	**(7.13)**	**-**	**12.23**
Net Deferred tax asset/ (liabilities)	**-**	**11.65**	**0.18**	**11.83**

Particulars	As at 31 March 2026	As at 31 March 2025
Unabsorbed Depreciation	-	6.20
Total	**-**	**6.20**

Note:-Deferred tax assets and deferred tax liabilities have been offset as they are governed by the same taxation laws.

9 : Income Tax Assets (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Income Tax Asset (net of provision for tax)	11.01	16.68
Total	**11.01**	**16.68**

10 : Inventories

Particulars	As at 31 March 2026	As at 31 March 2025
Valued at lower of cost and net realizable value		
Raw materials and components (Includes stock-in-transit of ₹ 25.47 millions (31 March 2025: ₹ 11.26 Millions))	111.75	94.67
Work-in-progress	15.92	15.61
Finished Goods (Includes stock-in-transit of ₹ 6.39 millions (31 March 2025: ₹ 14.13 Millions))	17.99	19.20
Traded goods	0.00	0.01
Stores and spares	7.75	7.91
Total	**153.41**	**137.40**

The cost of inventories recognised as an expense includes ₹ 2.56 millions (Previous year ₹ 2.56 millions) in respect of write-downs of inventory to net realisable value, The same has been included in Note 20 and 21.

11 : Other Assets

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Non-current		
Capital advances (Unsecured, considered good)	11.94	12.09
Amount paid under protest	-	0.39
Prepaid expenses	-	0.04
Excess of fund payment over gratuity liability	-	0.78
Balance with government authorities	-	0.08
Total	**11.94**	**13.38**
(b) Current		
Advance to suppliers	6.55	8.07
Advance to employees	0.23	0.06
Balances with government authorities	9.84	1.35
Prepaid expense	2.04	0.32
Other Receivable	-	1.39
Total	**18.66**	**11.19**

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Federal-Mogul Sealings India Limited
CIN: U29253PN2014PLC152540
Notes to financial statements for the year ended 31 March 2026
(All amounts in Rs million, unless otherwise stated)

12 : Share Capital and Other Equity

12(a) Equity Share Capital

Particulars	As at 31 March 2026	As at 31 March 2025
Authorised share capital		
15,000,000 (as on 31 March 2025: 15,000,000) equity shares of ₹ 1 each	15.00	15.00
Total	**15.00**	**15.00**

Issued, subscribed and fully paid share capital		
8,334,142 (as on 31 March 2025: 8,334,142) equity shares of ₹ 1 each	8.33	8.33
Total	**8.33**	**8.33**

(i) Movement in share capital

Particulars	Number of shares	Equity Share Capital
As at 1 April 2024	**8,334,142**	**8.33**
Movement during the year	-	-
As at 31 March 2025	**8,334,142**	**8.33**
Movement during the year	-	-
As at 31 March 2026	**8,334,142**	**8.33**

Terms/rights attached to equity shares
The Company has only one class of equity shares having par value of ₹1 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, in proportion to the number of equity shares held by the shareholders.

(ii) Shares held by holding company and subsidiaries of holding company

Name of the shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares	% holding	Number of shares	% holding
Equity Shares of ₹ 1/- fully paid:				
Tenneco Clean Air India Limited 74,91,712 (previous year: 74,91,712) equity shares of ₹ 1 each	7,491,712	89.89%	7,491,712	89.89%

Pursuant to approval of Board of Directors and shareholders in their respective meeting, share swap agreement dated 25 March 2025 has been executed between Tenneco Clean Air India Limited (formerly known as "Tenneco Clean Air India Private Limited"), Federal Mogul Sealings India Limited, Federal Mogul Investments BV (Collectively known as "Seller"), in accordance with which Clean Air has acquired swap shares from the seller. The Company has completed the applicable regulatory compliance in respect of the transaction during year ended 31 March 2025.

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

Name of the shareholder*	As at 31 March 2026		As at 31 March 2025	
	Number of shares	% holding	Number of shares	% holding
Equity shares of ₹ 1 each fully paid				
Tenneco Clean Air India Limited	7,491,712	89.89%	7,491,712	89.89%

* As per records of the Company, including register of shareholders / members and other declarations received from shareholders regarding beneficial interests, the above shareholding represents both legal and beneficial owners of shares.

(iv) Disclosure of Shareholding of Promoters #

Promoter name	As at 31 March 2026		As at 31 March 2025		% change during the year
	Number of shares	% holding	Number of shares	% holding	
Equity shares of ₹ 1 each fully paid					
Tenneco Clean Air India Limited	7,491,712	89.89%	7,491,712	89.89%	-

Promoter here means Promoter defined under Companies Act, 2013.

12(b) Other Equity

Particulars	As at 31 March 2026	As at 31 March 2025
Retained Earnings	82.21	19.86
Securities Premium	153.39	153.39
Total other equity	**235.60**	**173.25**

(i) Retained earnings:

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	19.86	(72.47)
Add: profit for the year	66.77	93.18
Remeasurement loss (net of taxes)	(4.42)	(0.85)
Balance at the end of the year	**82.21**	**19.86**

(ii) Securities Premium

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	153.39	153.39
Add: movement during the year	-	-
Balance at the end of the year	**153.39**	**153.39**

Nature and Purpose of reserves

(i) Retained earnings:

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

(ii) Securities Premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

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13 : Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Due to Micro Enterprises and Small Enterprises	80.59	29.49
Dues of creditors other than micro enterprises and small enterprises	229.84	218.57
Total	**310.43**	**248.06**

Trade Payables Ageing:
As at 31 March 2026

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	
(i) Micro enterprises and small enterprises (MSME)		76.15	3.53	-	0.43	0.48	80.59
(ii) Others	6.06	124.16	81.41	14.87	2.25	1.09	229.84
(iii) Disputed dues- Micro enterprises and small enterprises (MSME)							-
(iv) Disputed dues- Others						-	-
Total	**6.06**	**200.31**	**84.94**	**14.87**	**2.68**	**1.57**	**310.43**

As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	
(i) Micro enterprises and small enterprises (MSME)		28.17	0.87	0.32	0.13	-	29.49
(ii) Others		113.41	97.00	2.52	1.85	3.79	218.57
(iii) Disputed dues- Micro enterprises and small enterprises (MSME)							-
(iv) Disputed dues- Others							-
Total	**-**	**141.58**	**97.87**	**2.84**	**1.98**	**3.79**	**248.06**

1. For explanation on liquidity risk process, refer Note 30(B).
2. The average credit period on purchases is upto 45 days.
3. For explanations on the Company's liquidity risk management processes refer note 30.
4. Trade payables from related parties are disclosed separately under note 28 (c).
5. Refer note no. 38 for FEMA Compliance.

Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprise Development 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	As at 31 March 2026	As at 31 March 2025
a. The principal amount remaining unpaid as at the end of period	80.59	29.49
b. Interest due on above principal and remaining unpaid as at the end of the period	0.63	-
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.	-	0.26
e. The amount of interest accrued and remaining unpaid at the end of each accounting year; and	1.56	-
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	1.56	-

14 : Inter Corporate Deposit

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured- at amortised cost		
Inter Corporate Deposit from related parties (Refer note no. 28(c))*	290.00	305.00
Total	**290.00**	**305.00**

*Note- The inter corporate deposit outstanding as on 31 March 2026 is from the Parent company, amounting to ₹ 290 million at 8.50% p.a.

15 : Other financial liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
At amortised cost		
Capital creditors	14.77	4.83
Employee dues	10.95	10.80
Security deposit's	0.52	0.01
Provision towards Contingencies	0.23	-
Total	**26.47**	**15.64**

16 : Other current liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Advance from customers	0.77	3.32
Statutory dues	3.10	6.83
Deferred income	-	2.79
Other liabilities	-	0.93
Total	**3.87**	**13.87**

17 : Provisions

Particulars	As at 31 March 2026		As at 31 March 2025	
	Non Current	Current	Non Current	Current
Provision for employee benefits (refer note 34)				
Gratuity	12.96	0.00	-	-
Compensated absences	4.91	1.25	5.09	1.06
Total	**17.87**	**1.25**	**5.09**	**1.06**

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18 : Revenue from operations

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Sale of products		
Finished goods	1,171.39	1028.13
Tool Sales	9.20	7.69
Sale of services		
Engineering income	2.41	10.49
Total sale of products and services	**1,183.00**	**1,046.31**
Other operating revenue		
Scrap sales	23.85	19.87
Export Incentives	0.88	0.96
Total other operating revenue	**24.73**	**20.83**
Total	**1,207.73**	**1,067.14**

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 Heat Shield and Gaskets. Set out below is the disaggregation of the Company's revenue from contracts with customers:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from contracts with customers		
Sale of products and service		
Domestic	1,114.94	1,013.04
Export	57.29	33.27
Other operating income	22.31	20.83
Total revenue covered under Ind AS 115	**1,194.54**	**1,067.14**

c. Timing of revenue recognition

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue by time		
Revenue recognition over period of time	-	-
Revenue recognition at point in time	1,207.73	1,067.14
Total	**1,207.73**	**1,067.14**

d. Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contract with customers:

Particulars	As at 31 March 2026	As at 31 March 2025
Contract assets		
Unbilled revenue	29.04	1.82
Total contract assets	**29.04**	**1.82**
Contract liabilities		
Advances from consumers	0.77	3.32
Unearned revenue	-	2.79
Total contract liabilities	**0.77**	**6.11**
Receivables		
Trade receivables	269.02	239.38
Less : Allowances for expected credit loss	(6.43)	(4.42)
Net receivables	**262.59**	**234.96**

Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the entity's obligation to transfer goods or services to a customer for which the entity has received consideration from the customer in advance. Contract assets (unbilled receivables) are transferred to receivables when the rights become unconditional and contract liabilities are recognised as and when the performance obligation is satisfied.

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

Particulars	As at 31 March 2026		
	Contract Assets	Contract Liabilities	
	Unbilled revenue	Advances from customers	Unearned Revenue
Opening balance as on 1 April 2025	1.82	3.32	2.79
Addition during the year	32.05	-	-
Revenue recognised during the year / amount refunded during the year	(4.83)	(2.55)	-
Closing balance as on 31 March 2026	**29.04**	**0.77**	**2.79**

Particulars	As at 31 March 2025		
	Contract Assets	Contract Liabilities	Contract Liabilities
	Unbilled revenue	Advances from	Advances from
Opening balance as on 1 April 2024	4.08	0.35	2.79
Addition during the year	47.29	31.00	-
Revenue recognised during the year/ amount refunded during the year	(49.55)	(27.96)	-
Closing balance as on 31 March 2025	**1.82**	**3.39**	**2.79**

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 goods 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 upto 75 days (excluding transit days).

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

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Contracted price with the customers	1,171.39	1,069.44
Reduction towards variables considerations (Discounts, rebates, refunds, credits, price concessions)	-	(2.30)
Revenue from contract with customers	**1,171.39**	**1,067.14**

19 : Other Income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income on deposits with bank	0.85	0.30
Liabilities written back	-	0.13
Interest income on Income Tax refund	1.70	0.37
Interest income on deposits	0.12	-
Total	**2.67**	**0.80**

20 : Cost of materials consumed

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
A. Raw Materials at the beginning of the year	94.67	87.51
B. Purchases (Net)	728.50	632.91
C. Raw Materials at the end of the year	(111.75)	(94.67)
Total (A+B-C)	**711.43**	**625.75**

21 : Change in inventories of finished goods, stock in trade and work-in-progress

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Opening Stock		
Finished goods	19.20	20.80
Work in progress	15.61	7.45
Stock-in-trade	-	0.23
Scrap	0.01	-
Total (A)	**34.82**	**28.48**
Closing Stock		
Finished goods	17.99	19.20
Work in progress	15.92	15.61
Stock-in-trade	0.00	0.01
Scrap	-	-
Total (B)	**33.91**	**34.82**
Change in inventories of finished goods and work-in progress (A-B)	**0.91**	**(6.34)**

22 : Employee benefits expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries and wages	97.16	85.12
Contribution to provident and other funds [Refer Note (a) below] (Please refer note 34(A))	7.57	5.65
Workmen and staff welfare expenses	10.53	10.37
Total	**115.26**	**101.14**

(a) Defined Contribution Plans

Amount recognised in the Statement of Profit and Loss :		
(i) Provident fund and other funds	13.74	5.65
Total	**13.74**	**5.65**

Changes to Employee Benefits upon notification of Labour Codes

The Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively, the "Labour Codes"). These Labour Codes, which have become effective from November 21, 2025, consolidate and rationalise 29 labour laws and introduce, among other matters, a uniform definition of "Wages". Also, the Labour Codes have modified certain employee benefits and eligibility conditions in respect of those benefits. Accordingly, during the year, the Company has amended its policies relating to employee benefits and modified its employment contracts to align such benefits with the requirements of the Labour Codes. The changes include (i) alignment of the definition of Wages for social security contributions / provisions and (ii) modifications to gratuity-related terms and take effect on and from November 21, 2025. Past service cost resulting from plan amendments amounting to ₹ 6.17 Million has been recognised immediately in the Statement of Profit and Loss and has been classified as a part of "Exceptional items". ₹ 1.84 Million being the higher current service cost and the net interest on the net defined benefit liabilities (or assets), post the plan amendment, has been charged to the Statement of Profit and Loss and has been classified as a part of "Employee Benefits Expense".

23 : Finance costs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest		
- to banks	-	0.04
- to Income Tax	-	0.09
- to Micro and Small enterprises	0.63	-
- on loans from related parties	25.79	28.45
Total	**26.42**	**28.58**

24 : Depreciation and amortisation expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation of property, plant and equipment (Refer Note 3(a))	36.38	35.47
Amortisation of intangible assets (Refer Note 4)	0.13	0.56
Total	**36.51**	**36.03**

25 : Other expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Stores and spares consumed	15.53	9.87
Sub-contracting expenses	37.53	35.82
Labour Charges	26.54	21.02
Corporate social responsibility expenses (Refer details (b) below)	0.85	-
Power and fuel	30.07	24.62
Freight and forwarding charges	16.25	17.26
Rates and taxes	0.49	0.57
Insurance	2.37	2.48
Repairs and maintenance:		
Plant and machinery	9.71	6.12
Buildings	2.22	3.75
Others	3.71	3.59
Royalty expense (Refer note 28(b))	29.30	24.53
Networking Fee	5.84	-
Professional and consultancy charges	15.41	6.83
Travelling and conveyance	5.80	6.82
Communication cost	0.30	0.49
Printing and stationery	1.10	0.72
Payment to auditors (Refer details (a) below)	2.68	1.31
Foreign Exchange differences (net)	4.77	1.98
Security expenses	5.38	4.98
Provision for doubtful debts	2.01	3.35
Loss on sale of property, plant & equipment (net)	-	0.05
Bank charges	0.41	0.48
Fines and Penalties	0.25	0.29
Bank balance written-off	0.41	-
Miscellaneous expenses	5.19	6.25
Total	**224.12**	**183.18**

a. Details of payment to statutory auditors (excluding applicable taxes)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
As Statutory auditor:		
-Statutory audit fee	1.20	1.11
-Limited review fee	1.20	-
-Tax audit fee	0.20	0.20
-Others	0.08	-
Total	2.68	1.31

(b) Corporate social responsibility expenditure

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Amount required to be spent by the Company during the year	0.67	-
b) Amount spent during the year	0.85	-

Nature of CSR Activity
The CSR activity focus areas are education, employment, employability and other key allied social initiatives.

Particulars	Year ended 31 March 2026		
	In cash	Yet to be paid in	Total
(i) Construction/acquisition of any asset	-	-	-
(ii) On purposes other than (i) above	0.85	-	-
	0.85	**-**	**-**

The provisions of Corporate Social Responsibility were not applicable to the company for the year ended 31 March 2025, hence no disclosure made for the year ended 31 March 2025.

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26 : Income tax expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current tax	29.67	17.83
Short/(Excess) Provision of tax relating to earlier years	(20.08)	0.24
Total Current Tax	**9.59**	**18.07**
Deferred tax charge/(credit)	13.22	(11.65)
Income tax expense reported in the Statement of Profit and Loss	**22.81**	**6.42**

a. Income Tax relating to Other Comprehensive Income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Remeasurement Gain/(Loss) of defined benefit obligations	1.49	0.18
Income tax expense charged to Other Comprehensive Income	**1.49**	**0.18**

b. Reconciliation of tax expense and the accounting profit multiplied by tax rate

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Accounting profit before income tax	**89.58**	**99.60**
India's statutory income tax rate	25.17%	25.17%
Computed Tax Expense	22.55	25.07
Tax effect on permanent non deductible expenses:		
Current tax relating to prior years	(20.08)	0.24
Interest on shortfall of advance tax	-	1.09
Effect of expenses/provision not deductible in determining taxable profit	0.44	(17.83)
MAT credit adjustment and brought forward losses lapse	19.69	(3.55)
Effect of unused tax losses and tax offsets not recognised as deferred tax assets	-	1.40
Others	0.21	-
Income tax expense reported in the Statement of Profit and Loss	**22.81**	**6.42**
Tax rate		
Base rate	22.00%	22.00%
Surcharge	2.20%	2.20%
Education cess	0.97%	0.97%
Total	**25.17%**	**25.17%**

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27 : Earnings per Share

The Earnings per Share (Basic and Diluted) computed as per requirement under Ind AS 33 on 'Earnings per Share' is as follows-

Particulars	**For the year ended 31 March 2026**	**For the year ended 31 March 2025**
Profit attributable to Equity Shareholders	66.77	93.18
Weighted average number of equity shares for calculating basic and diluted EPS	**8,334,142**	**8,334,142**
Face value of per equity share (₹)	1	1
Basic and Diluted Earnings per share (₹)	**8.01**	**11.18**

28 : Related Party Disclosures

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

(i) **Immediate Parent Company**

Tenneco LLC (formerly known as Tenneco Inc. upto 29 April 2025) (Parent company upto March 24, 2025)

Tenneco Clean Air India Limited (w.e.f 25 March 2025)
(Subsidiary of Tenneco Mauritius Holdings Limited, Mauritius)
Tenneco Mauritius Holdings Limited, Mauritius is an indirect subsidiary of Tenneco LLC,Delaware, which is owned through a set of holding entities by AP IX Pegasus Holdings L.P.Delaware. AP IX Pegasus Holdings L.P. Delaware is owned by certain funds which are managed and/or advised by affiliates of Apollo Global Management Inc.

(ii) **Parties under common control with whom transactions have taken place during the year**

Fellow Subsidiary

Federal-Mogul Goetze (India) Limited
Federal Mogul Ignition Products (India) Limited
Federal Mogual Motorparts India Limited, India
Federal Mogul Sealing System (Nanchang) Co. Ltd, China
Federal Mogul Powertrain Italy SARL
Federal Mogul Powertrain LLC
Federal Mogul Motorparts LLC
Federal Mogul Sealing Systems GMBH
Federal-Mogul (China) Co., Ltd
Tenneco India Operations Pvt Ltd
Tenneco Automotive Operating Co Inc

(iii) **Key Management Personnel**

T. Kannan, Director (upto 11 August 2025)
Manish Chadha, Director (upto 11 August 2025)
Kapil Arora, Director (upto 31 March 2026)
Girish Narang, Independent Director (W.e.f. 03 December 2025)
Sanjay Bahl, Independent Director (W.e.f.03 December 2025)
Shobhit Garg, Director (Upto 04 December 2025)
Rishi Verma, Director(W.e.f. 03 December 2025 upto 31 March 2026)
Phani Kishor Rao (W.e.f. 03 December 2025 upto 31 March 2026)
Kunal Kirti, Director (Upto 04 December 2025)
Jasbir Singh, Add. Non Executive Director (W.ef 01 April 2026)
Vinit Jain,Add. Non Executive Director (W.ef 01 April 2026)
Abhishek Aggarwal, Add. Non Executive Director (W.ef 01 April 2026)

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28.Related Party Disclosures (contd…)

(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 2026	For the year ended 31 March 2025
i) Sale of products			
Tenneco Automotive Operating Co Inc	Fellow subsidiary	13.00	-
Total		**13.00**	**-**
i) Purchases raw material			
Federal Mogul Motorparts LLC	Fellow subsidiary	1.29	1.04
Federal Mogul Powertrain Italy Sarl	Fellow subsidiary	17.77	29.27
Federal Mogul Sealing System (Nanchang) Co. Ltd., China	Fellow subsidiary	0.87	0.13
Federal Mogul Sealing Systems Gmbh	Fellow subsidiary	4.04	8.08
Tenneco Clean Air India Limited	Parent Company	-	0.01
Total		**23.97**	**38.53**
ii) Purchases of Services			
Federal Mogul Powertrain LLC	Fellow subsidiary	0.79	0.80
Federal Mogul Motorparts LLC	Fellow subsidiary	-	0.32
Total		**0.79**	**1.12**
iii) Reimbursement of expenses paid/ payable			
Tenneco Clean Air India Limited	Fellow subsidiary	0.26	-
Tenneco India Operations Pvt Ltd	Fellow subsidiary	0.69	-
Total		**0.95**	**-**
iv) Reimbursement of expenses received/ receivable			
Federal Mogul Powertrain LLC	Fellow subsidiary	1.36	8.07
Federal-Mogul Sealing Systems GMBH	Fellow subsidiary	0.83	2.45
Federal-Mogul (China) Co., Ltd	Fellow subsidiary	0.76	1.34
Tenneco Clean Air India Limited	Immediate Parent Company	1.11	
Federal-Mogul Goetze (India) Limited	Fellow subsidiary	-	0.18
Total		**4.05**	**12.04**
v) Royalty paid			
Federal Mogul Powertrain LLC	Fellow subsidiary	29.30	24.53
Total		**29.30**	**24.53**
vi) Networking fees			
Federal Mogul Powertrain LLC	Fellow subsidiary	5.84	-
Total		**5.84**	**-**
vii) Purchase of Capital Goods			
Federal-Mogul Goetze (India) Ltd	Fellow subsidiary	-	13.68
Total		**-**	**13.68**
viii) Inter Corporate Deposit (repaid)/taken during year			
Federal Mogul Ignition Products (India) Limited	Fellow subsidiary	-	(200.00)
Tenneco Clean Air India Limited.	Parent Company	(15.00)	150.00
Total		**(15.00)**	**(50.00)**
ix) Interest expense			
Federal Mogul Ignition Products (India) Limited	Fellow subsidiary	-	16.15
Tenneco Clean Air India Limited	Parent Company	25.79	12.30
Total		**25.79**	**28.45**

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28.Related Party Disclosures (contd…)

(c) Balances with related parties as at the Period ended on 31 March 2026:

Nature of outstanding	Nature of related party relationship	As at 31 March 2026	As at 31 March 2025
i) Trade Receivables			
Federal-Mogul (China) Co., Ltd	Fellow Subsidiary	0.42	0.93
Federal Mogul Sealing System GMBH	Fellow Subsidiary	2.01	1.18
Federal Mogul Powertrain LLC	Fellow Subsidiary	6.45	5.10
Tenneco Automotive Opertaing Co Inc	Fellow Subsidiary	13.00	-
Total		**21.88**	**7.21**
ii) Trade Payables			
Federal Mogul Powertrain Italy Sarl	Fellow Subsidiary	11.14	30.31
Federal Mogul Sealing System GMBH	Fellow Subsidiary	12.09	8.57
Tenneco LLC	Controlling Party	2.62	2.62
Federal Mogul Powertrain LLC	Fellow Subsidiary	53.99	24.04
Federal Mogul Sealing System (Nanchang) Co. Ltd., China	Fellow Subsidiary	0.70	0.14
Federal-Mogul Goetze (India) Limited	Fellow Subsidiary	-	0.18
Federal Mogul Motorparts LLC	Fellow Subsidiary	2.56	1.33
Tenneco India Operations Pvt Ltd	Fellow Subsidiary	0.69	
Tenneco Clean Air India Limited	Immediate Parent Company	0.14	-
Total		**83.94**	**67.19**
iii) Inter Corporate Deposit payable			
Tenneco Clean Air India Private Limited	Immediate Parent Company	290.00	305.00
Total		**290.00**	**305.00**
iv) Director Sitting Fees			
Girish Narang	Independent Director	0.10	-
Sanjay Bahl	Independent Director	0.13	-
Total		**0.23**	**-**

Note: 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 sums amounts are provided on the basis of actuarial valuation, the same is not included above, however the amount of post employment benefits paid to them as part of their full and final settlement are included in the remuneration.There are no termination benefits and share based payments made to the key managerial personel during the year.

(d) Additional information:

(i) The information above has been determined to the extent such parties have been identified by the Company and relied upon by the auditors.
(ii) Related party transactions were made on terms equivalent to those that prevail in arm's length transactions.
(iii) There are no commitments in respect of related party transactions.
(iv) There are no provisions for doubtful debts related to the amount of outstanding balances.
(v) No expense recognised during the year in respect of bad or doubtful debts due from related parties.

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29. Fair value disclosures

i) Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are classified into three Levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

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.

ii) Fair value of instruments measured at amortised cost

Cash and cash equivalents, other bank balances, trade receivables, other current financial assets, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

• The fair values of the long term borrowings are determined by using discounted cash flow method using the appropriate discount rate. The discount rate is determined using other similar instruments incorporating the risk associated.

30. Financial risk management

i) Financial instruments by category

Particulars	As at 31 March 2026	As at 31 March 2025
Financial assets		
Measured at Amortised cost		
Trade Receivables	262.59	234.96
Cash and cash equivalents	92.85	49.11
Other financial assets	33.75	26.64
Total	**389.19**	**310.71**

Particulars	As at 31 March 2026	As at 31 March 2025
Financial liabilities		
Borrowings (including interest accrued on borrowings)	290.00	305.00
Measured at Amortised cost		
Trade payable	310.43	237.26
Other financial liabilities	26.47	15.64
Total	**626.90**	**557.90**

ii) Risk Management

The Company's activities expose it to market risk, liquidity risk and credit 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

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 receivables 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	As at 31 March 2026	As at 31 March 2025
A: Low	Cash and cash equivalents	92.85	49.11
	Other financial assets	33.75	26.64
	Trade receivables (gross of expected credit loss)	269.02	239.38
B: High	Trade receivables	6.43	4.42

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 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 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 measured at amortised cost
Other financial assets measured at amortised cost includes loans and advances to employees, security deposits and others. 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.

b) Expected credit losses
The Company provides for expected credit losses based on the following:
The Company recognizes lifetime expected credit losses on trade receivables using a simplified approach, wherein Company 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.

As on 31 March 2026

Particulars	Not due	< 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	> 3 years
Gross amount of trade receivables where no default (as defined above) has occurred	229.43	17.26	10.09	11.80	0.44	-
Rate of expected credit loss (%)	0.00%	0.00%	0.00%	50.76%	100.00%	-
Expected credit loss(loss allowance provision)	-	-	-	5.99	0.44	-

As on 31 March 2025

Particulars	Not due	< 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	> 3 years
Gross amount of trade receivables where no default (as defined above) has occurred	198.19	31.36	8.83	0.95	0.05	-
Rate of expected credit loss (%)	0.00%	0.00%	39.64%	91.58%	100.00%	-
Expected credit loss(loss allowance provision)	-	-	3.50	0.87	0.05	-

Reconciliation of loss provision – lifetime expected credit losses

Reconciliation of loss allowance	Amount
Loss allowance as on 1 April 2024	**1.07**
Movement in expected credit loss allowance	3.35
Loss allowance as on 31 March 2025	**4.42**
Loss allowance as on 1 April 2025	**4.42**
Amounts written off	2.01
Loss allowance as on 31 March 2026	**6.43**

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.

Maturities of financial liabilities

The tables below analyses the Company's financial liabilities into relevant maturity classification based on their contractual maturities for all non-derivative financial liabilities.

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

Particulars	Less than 1 year	1-5 year	More than 5 years	Total
Tuesday, March 31, 2026				
Borrowings	290.00	-	-	290.00
Trade payable	310.43	-	-	310.43
Other financial liabilities	26.47	-	-	26.47
Total	**626.90**	**-**	**-**	**626.90**

Particulars	Less than 1 year	1-5 year	More than 5 years	Total
31 March 2025				
Borrowings	305.00	-	-	305.00
Trade payable	237.26	-	-	237.26
Other financial liabilities	15.64	-	-	15.64
Total	**557.90**	**-**	**-**	**557.90**

C) Market Risk

a) 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 Chinese Yuan. 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.

(i) Foreign currency risk exposure:

The Company's exposure to foreign currency risk at the end of the reporting year expressed in ₹, are as follows

Particulars	Foreign currency	As at 31 March 2026	As at 31 March 2025
Financial liabilities			
Trade Payables	USD	0.42	0.45
	Equivalent in ₹ Millions	39.43	37.92
	EUR	0.23	0.31
	Equivalent in ₹ Millions	24.71	28.41
	CNY	0.11	0.10
	Equivalent in ₹ Millions	1.56	1.23
Total		**65.70**	**67.56**
Financial assets			
Trade Receivables	USD	0.15	0.19
	Equivalent in ₹ Millions	14.50	16.53
	EUR	0.29	0.03
	Equivalent in ₹ Millions	31.47	2.34
Total		**45.97**	**18.87**
Net exposure to foreign currency risk		**(19.73)**	**(48.69)**

Sensitivity
The sensitivity of profit or loss and equity to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

Particulars	As at 31 March 2026	As at 31 March 2025
USD sensitivity		
INR/USD- increase by 500 bp*	(1.25)	(1.07)
INR/USD- decrease by 500 bp*	1.25	1.07
EUR sensitivity		
INR/EUR- increase by 500 bp*	0.34	(1.30)
INR/EUR- decrease by 500 bp*	(0.34)	1.30
CNY sensitivity		
INR/CNY- increase by 500 bp*	0.08	0.06
INR/CNY- decrease by 500 bp*	(0.08)	(0.06)

** Holding all other variables constant*

b) Interest rate risk
i) Liabilities
The Company does not have any long term borrowings. Hence, it is not exposed to any interest rate risks.

ii) 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.

ii) Short term borrowings
The Company's short term loans 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, derivative and commodity which may create an exposure to price risk.

31. Capital management
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	As at 31 March 2026	As at 31 March 2025
Total debt (including accrued interest)	290.00	305.00
Less: Cash and cash equivalents	92.85	49.11
Net debt	**197.15**	**255.89**
Total equity (as shown on the face of balance sheet)	243.93	181.58
Debt to equity ratio in %	**119%**	**168%**
Net debt to equity ratio in %	**81%**	**141%**

32. Commitments and Contingent liabilities

a) Contractual commitment

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Property, plant and equipment (net of advances paid)	77.44	26.51
Total	**77.44**	**26.51**

b) Contingent liabilities

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Claims/notices against the company not acknowledged as debt		
Goods & Service tax (Refer note-1)	1.34	1.34
Custom Duty (Refer note-2)	8.36	6.19
	9.70	**7.53**

Note-1 :- The Company has received a show cause notice from the Goods and Services Tax (GST) Department. However, the management is of the opinion that the appeals are likely to be decided in favor of the Company. Consequently, no provision has been considered necessary for the aforementioned matter.

Note-2 :- The Company has involved experts for the cases above and on the basis of advice received from them the Company believes that no liability with respect to these cases will devolve on Company.

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33. Segment information

As the Company's business activities fall within a single operating segment viz. auto components for automobile industry, the disclosure requirement of Indian Accounting Standard (Ind AS-108), Operating Segments is not applicable.

The following is the transactions by the Company with external customers individually contributing 10% or more of revenue from operations:
a) Customer 1 represented approximately 44.96% of revenue from operations.
b) Customer 2 represented approximately 11.22% of revenue from operations.

No other single customer represents 10% or more to the revenue of the Company for financial year ended March 31, 2026.

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

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
India	1,136.38	1,033.87
Other countries	58.16	33.27
Total	**1,194.54**	**1,067.14**

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

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
India	216.62	216.09
Other countries	45.97	18.87
Total	**262.59**	**234.96**

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.

34. Employee benefit obligations

Amount recognised in the statement of profit and loss:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Contribution to provident & other funds	13.74	5.65
Total	**13.74**	**5.65**

A) Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of services, gets a gratuity on departure at 15 days basic salary (last drawn) for each completed year of service on terms not less favorable than the provisions of the payment of Gratuity Act, 1972. The scheme is funded with an insurance company in the form of a qualifying insurance policy.
The following tables summaries the components of net benefit expense recognized in the Statement of Profit and Loss and the funded status and amounts recognized in the balance sheet for the plan.

Disclosure of gratuity
(i) Amount recognised in the statement of profit and loss is as under:

Description	For the year ended 31 March 2026	For the year ended 31 March 2025
Current service cost	1.68	1.45
Past service cost	6.17	-
Interest expense on defined benefit obligation	1.32	1.11
Interest income on plan assets	(1.16)	(1.07)
Expected Return on plan assets	-	-
Amount recognised in the statement of profit and loss	**8.01**	**1.49**

(ii) Remeasurement (gains) / loss recognised in other comprehensive income:

Description	For the year ended 31 March 2026	For the year ended 31 March 2025
Actuarial (gain) on obligations arising from changes in demographic adjustments	-	(0.31)
Actuarial (gain) on obligations arising from changes in experience adjustments	6.33	0.13
Actuarial (gain) on obligations arising from changes in financial assumptions	(0.27)	1.37
Remeasurements of the post employment defined benefit plans (gain)	**6.06**	**1.19**
Return on plan assets (greater)/ less than discount rate	(0.16)	(0.16)
Remeasurements of the post employment defined benefit plans (gain) recognised in OCI	**5.90**	**1.03**

(iii) Movement in the liability recognised in the balance sheet is as under:

Description	For the year ended 31 March 2026	For the year ended 31 March 2025
Present value of defined benefit obligation as at the beginning of the year	17.92	15.58
Current service cost	1.68	1.45
Past service cost	6.17	-
Interest cost	1.32	1.11
Remeasurements of the post employment defined benefit plans (gain)	6.06	1.19
Benefits paid directly by the company	(0.11)	-
Benefits paid from the fund	(1.86)	(1.41)
Present value of defined benefit obligation as at the end of the year	**31.18**	**17.92**

(iv) Movement in the plan assets recognised is as under:

Description	For the year ended 31 March 2026	For the year ended 31 March 2025
Fair Value of plan assets at beginning of year	18.70	15.04
Interest income on plan assets	1.16	1.23
Contributions by employer	0.07	3.84
Benefits paid	(1.86)	(1.41)
Remeasurements of the post employment defined benefit plans loss/(gain)	0.16	-
Fair Value of plan Assets at the end of the year	**18.23**	**18.70**

(v) Plan (assets)/ liability

Description	For the year ended 31 March 2026	For the year ended 31 March 2025
Defined benefit obligation	31.18	17.92
Fair valuation of plan assets	(18.23)	(18.70)
	12.94	**(0.78)**
Non-current portion	12.94	(0.78)
Current portion	-	

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows

Description	For the year ended 31 March 2026	For the year ended 31 March 2025
Insurance company products	100.00%	100%

(vi) Actuarial assumptions

Description	For the year ended 31 March 2026	For the year ended 31 March 2025
Discount rate	6.60% per annum	6.54% per annum
Normal retirement age	WL-0 to WL- 6 (including SLW3): 55 Years,WL- 7 & above : 58 Years One year is added to the current age and considered as retirement age, if current age is more than retirement age.	WL-1 to WL- 6: 55 Years,WL- 7 & above : 58 Years One year is added to the current age and considered as retirement age, if current age is more than retirement age.
Mortality rate	100% of IALM 2006-08	100% of IALM 2012-14
Disability rate	NA	NA
Employee turnover#	15% per annum	15% per annum
Expected rate of return on Plan Assets	7.63% per annum	7.13% per annum
Salary increase rate^#	10% per annum	10% per annum

^The estimates of seniority, future salary increases, considered in actuarial valuation, take account of price inflation, promotions and other relevant factors, such as supply and demand in the employment market.

Rate of employee turnover and salary increase depends upon various factors namely nature of employee, location etc.

(vii) A quantitative sensitivity analysis for significant assumptions:

Description	As at 31 March 2026	As at 31 March 2025
Impact of the change in discount rate		
Present value of obligation at the end of the year	31.18	17.92
- Impact due to increase of 0.50 %	(0.65)	(0.40)
- Impact due to decrease of 0.50 %	0.68	0.42
Impact of the change in salary increase		
Present value of obligation at the end of the year	31.18	17.92
- Impact due to increase of 0.50 %	1.21	0.40
- Impact due to decrease of 0.50 %	(1.14)	(0.37)

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The weighted average duration of the defined benefit obligation is 4 years (previous year 6 years).

The following pay-outs are expected in future year:

Description	As at 31 March 2026
Year ended 31 March 2027	4.53
Year ended 31 March 2028	9.01
Year ended 31 March 2029	3.59
Year ended 31 March 2030	4.89
Year ended 31 March 2031	3.73
Year ended 31 March 2032 and above (Next 5 years)	18.12

Description	As at 31 March 2025
Year ended 31 March 2026	2.26
Year ended 31 March 2027	2.15
Year ended 31 March 2028	2.05
Year ended 31 March 2029	4.44
Year ended 31 March 2030 and above (Next 5 years)	14.79

B. Other long term employee benefits

The compensated absences cover the Company liability for earned leave. The liability towards compensated absence for the year ended 31 March 2026 based on the actuarial valuation carried out by using projected unit credit method stood at ₹ 6.15 millions. (31 March 2025 - ₹ 6.15 millions)

The principal assumptions used in determining compensated absences are shown below:

Description	For the year ended 31 March 2026	For the year ended 31 March 2025
Discount rate	6.60% per annum	6.54% per annum
While in service availment rate	5.46%	5.46%
Mortality rate	100% of IALM 2006-08	100% of IALM 2012-14
Disability rate	NA	NA
Normal retirement age	WL-1 to WL- 6: 55 Years, WL- 7 & above : 58 Years One year is added to the current age and considered as retirement age, if current age is more than retirement age	WL-1 to WL- 6: 55 Years, WL- 7 & above : 58 Years One year is added to the current age and considered as retirement age, if current age is more than retirement age
Employee turnover#	15% per annum	13.30% per annum
Salary increase rate^#	10% per annum	8.93% per annum

The following pay-outs are expected in future year:

Description	As at 31 March 2026
Year ended 31 March 2027	1.29
Year ended 31 March 2028	1.51
Year ended 31 March 2029	1.07
Year ended 31 March 2030	1.22
Year ended 31 March 2031	0.79
Year ended 31 March 2032 and above (Next 5 years)	2.78

Description	As at 31 March 2025
Year ended 31 March 2026	1.06
Year ended 31 March 2027	1.00
Year ended 31 March 2028	1.18
Year ended 31 March 2029	0.77
Year ended 31 March 2030 and above (Next 5 years)	4.42

^*The estimates of seniority, future salary increases, considered in actuarial valuation, take account of price inflation, promotions and other relevant factors, such as supply and demand in the employment market.

Rate of employee turnover and salary increase depends upon various factors namely nature of employee, location etc.

35. Per transfer pricing legislation under sections 92-92F of the Income Tax Act, 1961, the Company is required to use certain specific methods in computing arm's length prices of international transactions with associated enterprises and maintain adequate documentation in this respect. Since law requires existence of such information and documentation to be contemporaneous in nature, the Company has appointed independent consultants for conducting a Transfer Pricing Study (the 'Study') to determine whether the transactions with associate enterprises undertaken during the financial year are on an "arms length basis". Management is of the opinion that the Company's international transactions are at arm's length and that the results of the on-going study will not have any impact on the financial statements and the independent consultants appointed have also preliminarily confirmed that they do not expect any transfer pricing adjustments.

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Notes to financial statements for the year ended 31 March 2026
(All amounts in Rs million, unless otherwise stated)

36 : Ratio Analysis and its elements

Ratio	Numerator	Denominator	For the year ended 31 March 2026	For the year ended 31 March 2025	% change	Reason for variance(More than 25%)
Current ratio (in times)	Current Assets	Current Liabilities	0.88	0.76	16%	Not Applicable
Debt- Equity Ratio (in times)	Total Debt	Shareholder's Equity	1.19	1.68	-29%	The decrease in the debt-equity ratio is primarily due to lower borrowings and improved equity base.
Debt Service Coverage ratio (in times)	Earnings for debt service = Net profit before taxes + Non-cash operating expenses + Finance costs: (EBITDA)	Debt service = Interest & Lease Payments + Principal Repayments	3.89	5.75	-32%	Due to decrease in profit as compared to previous financial year and changes in Interest and Principal Repayments
Return on Equity ratio (in %)	Net Profits after taxes - Preference Dividend	Average Shareholder's Equity	0.31	0.69	-54%	The decline in the ratio is mainly attributable to reduced profits in the current year as compared to the previous year.
Inventory Turnover ratio (in times)	Cost of Goods Sold	Average Inventory	4.90	4.75	3%	Not Applicable
Trade Receivable Turnover Ratio (	Revenue from operations	Average Trade Receivable	4.85	5.29	-8%	Not Applicable
Trade Payable Turnover Ratio (in times)	Purchases	Average Trade Payables	2.66	2.98	-11%	Not Applicable
Net Capital Turnover Ratio (in times)	Revenue from operations	Working capital = Current assets - Current liabilities	(16.24)	(7.77)	109%	Due to increase in revenue from operations and decrease in working capital as compared to previous financial year.
Net Profit ratio (in %)	Net profit after taxes	Revenue from operations	0.06	0.09	-37%	The decline in the ratio is mainly attributable to reduced profits in the current year as compared to the previous year.
Return on Capital Employed (in %)	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.26	0.26	-2%	Not Applicable

Note:- Return on Investment Ratio is not applicable as there are no Investments.

37. Other Statutory Information

a) The Company has no transactions / balances with companies struck off under section 248 of the Companies Act, 2013.

b) The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c) The Company has not received any fund from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

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

f) 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.

g) The Company has not revalued its property, plant and equipment or Intangible assets or both during the year.

h) 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

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

j) The Company has not traded or invested in Crypto currency or virtual currency during the financial period.

k) The Company has not granted loans or advances in the nature of loan to 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 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.

m) As per the MCA notification dated August 05, 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 Company are maintained in electronic mode. These are readily accessible in India at all times however backup is not maintained in India.

n) The company has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013, which has an accounting impact on current financial year.

o) The Company has been sanctioned a working capital limit in excess of ₹ 5 crore by bank on the basis of security of current assets and movable fixed assets. The Company has not utilised the said amount. Pursuant to the terms of the sanction letter, the Company is not required to file any quarterly return or statement with such banks or financial institutions till the time the said limit remains unutilised. As at the year end, the sanctioned working capital limit has not been withdrawn.

38. As at 31 March 2026, the company has an outstanding payable for import of goods and services for a period as specified by RBI from date of shipment amounting to ₹ 20.10 Million (subsequently paid Rs.Nil) which exceeds the permissible time frame stipulated by Reserve Bank of India ('RBI') Master Direction No.17/2016-17, Import of Goods and services issued by the RBI dated January 01, 2016 (amended from time to time).
As at 31 March 2026, the company has an outstanding receivable for export of goods and services for a period as specified by RBI from the date of shipment of goods or the date of invoice, whichever is later amounting to ₹ 9.73 Million (subsequently received Rs.Nil) which exceeds the permissible time frame stipulated by Reserve Bank of India ('RBI') Master Circular No.10/2011-12, Export of Goods and services issued by the RBI dated July 01, 2011 (amended from time to time).
As per the assessment performed by the Company, the consequential impact of this matter, including the liability for penal charges, if any, on the financial statements is presently not expected to be material and therefore no provision made in financial statements.

39. Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities:

Particulars	Short term borrowings	Interest
Opening Balance April 1, 2025	**305.00**	**-**
Non cash changes due to	-	-
- Interest expense #	-	23.21
- Deletion	-	-
Cash flows during the year due to	-	-
- Movement in Short term borrowings during the period (net)	(15.00)	-
- Payment of interest	-	(23.21)
Closing Balance as on March 31, 2026	**290.00**	**-**

40. The Board of Directors is of view that there are no subsequent events requiring adjustments/disclosures to the financial statements for the year ended 31 March 2026.

41. The Company has used an accounting software for maintaining its books of account for the year ended 31 March 2026 which has a feature of recording audit trail (edit log) facility and the audit trail feature at the application level has operated throughout the year for all relevant transactions recorded in the software. However, audit trail was not enabled at the database level to log any direct data changes. The audit trail that was enabled and operated for the year ended 31 March 2025 has been preserved by the Company as per the statutory requirements for record retention.

42. Rounding Off
Amounts mentioned as "0" in the financial statements denote amounts rounded off being less than INR ten thousand and rounding differences may occur between individual figures and totals.

43. Previous Year Figures
Previous year figures have been regrouped and rearranged to make them comparable with the current year figures.

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

For and on behalf of Board of Directors of
Federal-Mogul Sealings India Limited

Vinit Jain
Director
DIN:10998912

Place: Gurugram
Date: 25 May 2026

Abhishek Aggarwal
Director
DIN:11632167

Place: Gurugram
Date: 25 May 2026