



**BUILT TO LAST.
WIRED TO GROW.**

ELIN ELECTRONICS LIMITED

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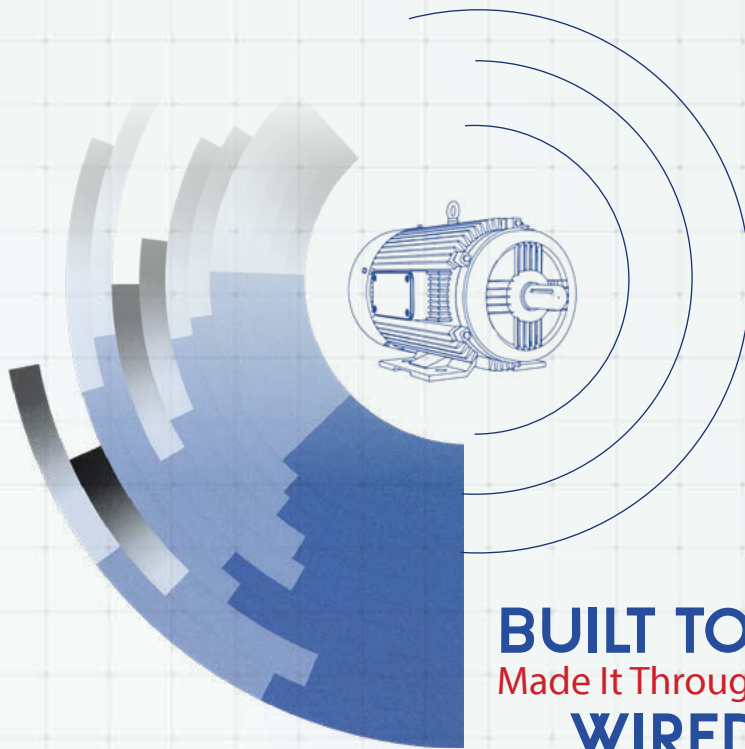
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CAUTIONARY STATEMENT

This Management Discussion and Analysis contains forward-looking statements based on the current expectations, assumptions and estimates of the management of Elin Electronics Limited. Actual results may differ materially from those expressed or implied due to various factors, including changes in macroeconomic conditions, customer demand, raw material prices, supply chain disruptions, foreign exchange movements, capacity utilisation, Bhiwadi ramp-up timelines, technological changes, regulatory developments and competitive intensity. The Company assumes no obligation to update or revise these statements except as required by applicable laws and regulations.



BUILT TO LAST Made It Through the Test. **WIRED TO GROW** is What Happens Next.

One component made in one plant becomes part of a finished product made in another - sold to a partner who first came to Elin for something else entirely. One capability leading to another. One relationship opening the door to the next.

That is the architecture Elin Electronics has constructed across five decades. FY26 was the year it proved itself twice: once in acceleration, once under pressure.

Three consecutive quarters of improving returns. Then a single quarter where polymer prices, currency shifts and a wage revision converged within weeks. The same system that delivered the first result absorbed the second.

One plant becomes a platform. Five partners reshape the revenue base. New segments rewrite the earnings profile.



FROM GHAZIABAD TO BHIWADI: **EXTENDING THE** VALUE CHAIN

Bhiwadi was engineered to assemble chimneys, coolers, OFR, Ceiling Fans, OTGs and air fryers under one roof. Every one of these products runs on a fractional horsepower motor that Elin already makes at Ghaziabad, as India's largest FHP motor producer. The new site creates an internal buyer for an existing product line, at a higher-value endpoint.

Rs 100 crore invested, funded entirely from internal accruals. Steady-state output potential: Rs 550-600 crore in turnover. Targeted return on capital employed: 20%. Targeted EBITDA: 7-7.5%.

When commissioning moved from March to July-August 2026, Elin initiated assembly of three key lines (chimneys, OFRs and OTGs) at the existing Ghaziabad unit. Design approvals and customer sampling were completed before the Bhiwadi handover.

FIVE CUSTOMERS

Five new lighting brands joined during the year, drawn by a diversified competence set refined over five decades. By year-end, they contributed half of monthly lighting turnover. The combined share of anchor accounts fell from a historical 50-56% to approximately 43%.

Each new relationship opens cross-selling into fans, appliances and motor systems: verticals already inside Elin's industrial base. Contribution from these accounts is expected to reach Rs 150-170 crore in FY27. The best hedge is the one laid before the risk arrives.

NEW CATEGORIES

Chimneys, air coolers, OTGs and OFR heaters join the portfolio alongside BLDC fans. The medium-appliance shift carries a distinct financial signature.

For chimneys, Elin makes the motors, the sheet metal and the electronics assembly in-house: a structural price advantage of at least 5% over competitors assembling from purchased parts. For OFR heaters, Elin is the only company in India performing complete local fin assembly, securing a 6-8% edge over imports.

Higher-realisation products carry lower gross margins (20-22%) than small appliances. They deliver superior EBITDA because labour and overhead represent a smaller fraction of the elevated unit price. Each square foot of floor space yields more absolute profit.

WHEN A COMPONENT MAKER BECOMES THE FINISHED-GOODS PRODUCER, THE MARGIN STAYS IN THE HOUSE. EACH RELATIONSHIP MULTIPLIES THE VALUE OF EXISTING INFRASTRUCTURE. EACH CAPABILITY REINFORCES THE ONE BESIDE IT.

A STRATEGY BUILT TO ABSORB VOLATILITY AND RECOVER ON SCHEDULE.

FY26 brought three external pressures into a single quarter.

Crude-linked polymer prices surged as the Middle East conflict disrupted supply chains, compressing gross margins by 390 basis points in Q4. The rupee weakened against the dollar, raising expenses on imported inputs. Uttar Pradesh revised minimum wages upward by 26%, effective immediately.

**MATERIALS CONSUMED JUMPED
FROM 73.3% OF TURNOVER IN Q4 FY25
TO 77.3% IN Q4 FY26.**

Elin responded with pricing adjustments of 10-18% across its product portfolio, with two-thirds of its customer base operating on monthly and quarterly settlement cycles.

**THE NOW
AND AHEAD.**



That fiscal bedrock supports four advantages already in motion.

Speed. Elin's operations span tooling, moulding, die casting, sheet metal, electronics and motor fabrication under one ecosystem. When input prices surged in Q4, that integration closed the distance between shock and response within weeks. Competitors sourcing from vendors absorb the same increase, plus a vendor's margin on it.

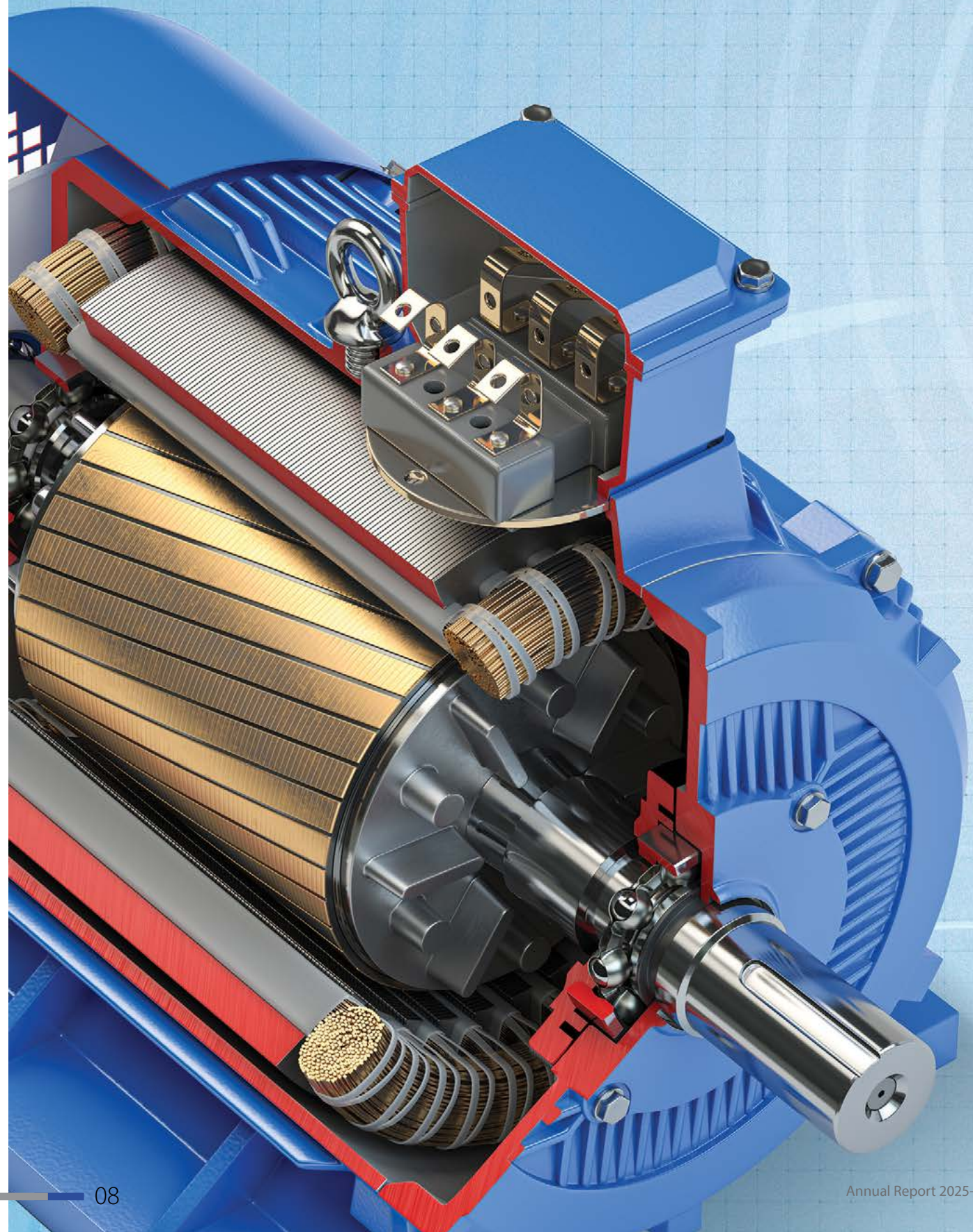
Regulatory positioning. Trial lines for AC BLDC motors are already running, positioned ahead of BIS import restrictions scheduled for August-September 2026. Chinese suppliers currently hold 80-85% of this sector. The regulatory window opens directly into Elin's industrial base.

Category breadth. Small appliances, FHP drives, LED lighting, fans and medical diagnostic cartridges: five verticals, each riding its own demand cycle. Cartridge sales nearly doubled during the year (Rs 204 million to Rs 395 million), and machinery has been ordered for a 15-18% output expansion at the Goa site.

Global reach. International shipments resumed in May 2026, restoring a channel that carries margins 4-6% above domestic orders.

**EVERY ADVANTAGE LISTED HERE EXISTED
BEFORE THE DISRUPTION.
THAT IS THE POINT.**





THE ARCHITECTURE THAT SURVIVED ONE CYCLE IS POSITIONED FOR THE NEXT FOUR.

A landscape shifting toward India. China+1 sourcing strategies and rising localisation incentives are widening India's EMS opportunity. As a diversified OEM and ODM player with deep backward integration, Elin mirrors the connected supplier ecosystem that gave Chinese producers their 20-year head start, while offering the geopolitical stability of the Indian platform.

A product segment in structural transition. BEE energy efficiency norms are moving the entire Indian fan market from induction to BLDC technology. Elin's fan turnover grew from Rs 597 million to Rs 1,072 million during the year, an 80% surge driven by BLDC adoption. The transition has begun. Elin is already at scale.

Regulation that rewards preparation. BIS restrictions tightening around drive systems and components will narrow the field to manufacturers who prepared prior to the mandate. Elin enters this window with trial runs active and customer sampling underway.

**THE FOUNDATION HELD.
NOW IT SCALES.**

THE TEAM BEHIND THE BUILD.

The preceding pages describe an architecture: plants, partnerships, regulatory positioning and a balance sheet resilient enough to absorb disruption. Architecture is a design. Execution is a choice made daily by the people who show up.

In January 2025, Elin formed a dedicated Operational Excellence team with a single mandate: close the gap between the Company's installed capabilities and their full productive potential.

The specifics matter. Procurement rationalisation shortened vendor cycles and reduced input waste. Yield programmes on the SMT and motor lines lifted first-pass output rates. Workflow redesign on the appliance assembly floors reduced throughput time while holding headcount steady. These are granular, shop-floor disciplines. They are also the primary reason the first nine months converted modest top-line growth into outsized profitability gains.



A leadership transition, handled as continuity

During FY26, the Company's Chief Executive Officer stepped down. The business heads who had been running day-to-day functions continued to do so, now reporting directly to the promoter-led management team. The family's involvement in the Company is operational, grounded in five decades of domain knowledge and partner relationships. The transition reinforced the decision-making chain.

Aligning ownership with outcomes

The ESOP 2024 programme, extends equity participation to key managerial and technical talent. The intent is straightforward: the people who build the coming phase of this Company should hold a stake in what it becomes. In a sector where specialised engineering and tooling expertise is scarce, retention through ownership alignment is a strategic investment as much as a reward.

The workforce

There are 5,722 employees across three active plants (Ghaziabad, Baddi, Goa), with the Bhiwadi facility under commissioning. Each of these facilities demands distinct technical competences: motor winding and FHP calibration at one, precision cartridge fabrication at another, high-volume appliance assembly at a third, and medium-appliance line commissioning at the fourth. The depth of this talent bench is what allowed Elin to initiate new product lines at one facility while another was still under commissioning, bridging the Bhiwadi timeline without losing momentum.

Systems are designed.
Culture is earned.



MESSAGE FROM THE MD'S DESK

**WE ENTER OUR
COMING CAPEX CYCLE
FROM A POSITION
OF EXCEPTIONAL
FINANCIAL
FLEXIBILITY, CARRYING
ALMOST NO
BORROWINGS.**



Dear Shareholders,

The year that went by tested our execution as much as it tested our conviction. I am pleased to say our conviction held. We entered FY26 with a clear scorecard for performance, profitability and capacity expansion. I will tell you exactly where we delivered and where we fell short, because I would rather earn your trust with a transparent account of a transitional year than a polished one.

A Year of Two Halves

The first nine months showed what our business model can generate when conditions cooperate. Turnover expanded 12% over the corresponding period. EBITDA rose 54%. Employee expenses declined from 14.4% to 13.1% of revenue as stronger volumes spread fixed overheads across a wider base.

Then Q4 arrived. A commodity surge, a currency shift and an immediate wage revision converged within weeks.

Full-year turnover reached Rs 1,288 crore, a 9.1% expansion. EBITDA stood at Rs 546 million. PAT was Rs 226 million, compared with Rs 293 million in the previous year; the prior-year figure included a one-time gain of Rs 81 million from share sales.

During the year, our former Chief Executive Officer stepped down. Our business heads and family management have taken direct charge of operations, and we remain confident in the continuity of our

leadership bench.

What moved as planned

Home Appliances led the charge. Small appliance turnover grew 42%, driven by OFR heaters and the personal care range. Personal care expanded 32% in Q4, confirming that our ODM design capability is translating into genuine commercial traction.

Fans delivered strong full-year momentum on the back of the structural shift to BLDC ceiling technology. We consolidated all fan assembly at Ghaziabad to sharpen logistics and competitiveness, and the segment has emerged as a stand-alone vertical.

The balance sheet strengthened. Borrowings eased to near zero. Net working capital improved from 65 days to 59 days.

What took longer

Bhiwadi's commissioning moved from our original March 2026 target to July-August 2026. To ensure readiness from day one, we initiated chimney, OFR and OTG lines at Ghaziabad, completing design approvals and customer sampling prior to the handover. The underwriting case we shared last year remains our case today. We would rather absorb the delay transparently than compress our commissioning standards to protect a date.

Lighting saw the impact we had flagged, following a major partner's realignment into a competing joint venture. Segment turnover declined from Rs 2,147 million to Rs 1,652 million. Five new partners now contribute half of monthly segment sales, and we expect the transition to reach full run-rate replacement through the coming year.

US exports were suspended in August 2025 following tariff-related uncertainties. International shipments resumed in May 2026, subsequent to the close of the financial year.

The year ahead

We enter FY27 targeting 15% top-line growth. Two regulatory developments support this trajectory: BIS restrictions on washing machine and AC motors from August-September 2026, and the broader tightening of Quality Control Orders across our product verticals, both of which favour organised, quality-certified producers.

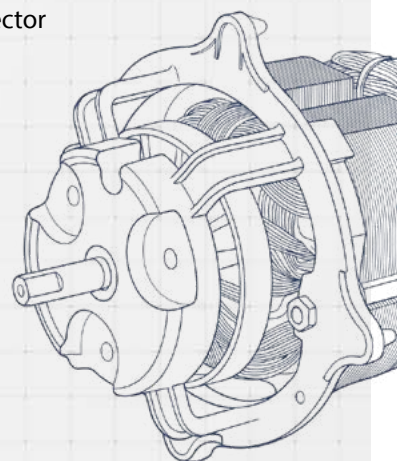
The plants, partnerships and balance sheet strength that held through this year's most demanding quarter are the same assets that power the coming phase. That combination, more than any single year's numbers, is what we ask our shareholders to continue placing their trust in.

Note of gratitude

To our shareholders, whose trust anchors every decision we make; to our employees, whose discipline underpins this Company; to our OEM partners, who choose Elin year after year; to our suppliers, whose reliability keeps our commitments intact; to our Board, for governance through a demanding year; and to the communities around our operations: thank you.

Best regards,
Kamal Sethia

Managing Director



Company overview

THE FOUNDATION WE'RE BUILT ON

Elin Electronics has built its identity on decades of engineering excellence, manufacturing reliability and industry expertise. By continuously strengthening its capabilities and adapting to evolving technologies and market needs, the Company has established itself as a trusted Electronics Manufacturing Services partner, well-positioned to capture India's manufacturing growth.



1982

ESTABLISHED

4

STATE-OF-THE-ART
MANUFACTURING
PLANTS

5,722

WORKFORCE SIZE

93.03_{MN}

R&D EXPENDITURE (₹)

300

NUMBER OF CLIENTS

12,877.27_{MN}

REVENUE (₹)

4,702.99_{MN}

MARKET CAPITALISATION
(AS ON MARCH 31, 2026)



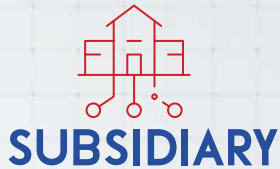


To become the leading and most preferred manufacturing company in their product line.



To provide the highest quality of customer excellence service through innovation, excellence, team work and continuous improvement.

To have an ethical and sustainable impact on their environment, customers, shareholders, business associates and the community.



Elin's subsidiary complements its core capabilities, enhancing operational synergies, broadening market opportunities and driving sustainable growth.

Wholly-owned subsidiary - Elin Appliances Private Limited (EAPL)



Ownership and Control

EAPL is a 100% wholly-owned arm of Elin Electronics.



Establishment

Incorporated on 21st August 2002.



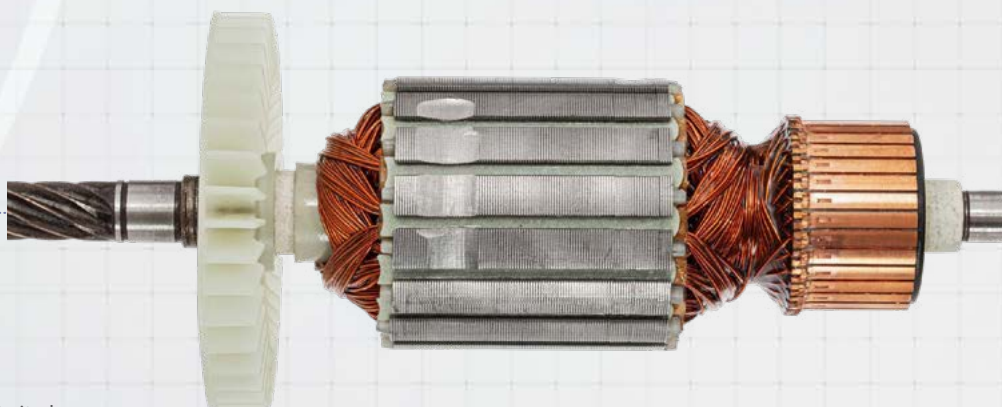
Core Activity

EAPL specialises in manufacturing home appliances, Personal Care Products and electric components and parts. Its product line includes household items such as toasters, juicers, irons, Hand Blenders, Hair Dryers, Hair Straighteners, Trimmers, Sterilizers and Hair Heated Brush.



Significance

It is classified as a material subsidiary of Elin Electronics. The consolidated financial statements of Elin Electronics are comprised of the parent company and EAPL (collectively referred to as "the Group").



Journey

WIRED FROM THE START

Every enduring enterprise is shaped by a series of defining moments. Elin's journey is a story of purposeful evolution; built on industry experience, strengthened by engineering excellence and guided by an ability to adapt to changing market realities. Each milestone reflects the Company's commitment to progress, resilience and building capabilities for the future.

1969

ESTABLISHMENT

Elin Electronics was originally established by the Sethia family, marking the beginning of the Company's manufacturing history.

1970

GHAZIABAD FACILITY

Commenced operations at the Ghaziabad (Uttar Pradesh) plant, which grew to 19,869 square metres and currently manufactures FHP motors, LED lighting, fans and switches.

1982

FORMAL INCORPORATION

Incorporated as Elin Electronics Limited on March 26, 1982, transitionally cementing its corporate presence.

1995

WESTERN EXPANSION

Opened the Goa (Verna) manufacturing plant (7,500 square metres), which eventually became the specialised production hub for medical diagnostic cartridges and custom components.

2002

APPLIANCE FOCUS

Formed Elin Appliances Private Limited as a dedicated wholly owned subsidiary to scale up consumer home appliance manufacturing.

2004

BADDI FACILITY

Commenced operations at the Baddi (Himachal Pradesh) plant (20,882 square metres), serving as the core assembly hub for small appliances and personal care ranges.

2007

BRAND PARTNERSHIP LAUNCH

Forged key consumer brand alliances, initiating flashlight manufacturing for Eveready and establishing a long-term supply relationship with Panasonic.

2019

DUAL PRODUCT LAUNCH

Diversified into fan production and initiated specialised point-of-care medical diagnostic cartridge manufacturing.

2025-2026

OPERATIONAL TRANSFORMATION

Commenced construction of a Rs. 90-100 crore greenfield facility in Bhiwadi (Rajasthan) in July 2025 to manufacture medium-sized appliances (OTGs, chimneys, air coolers, OFRs) starting in early FY27.

2016

NATIONAL RECOGNITION

Ranked in the Top 100 at the 'India SME 100 Awards' by the India SME Forum, marking national recognition for scale.

2024

ESOP 2024 LAUNCH

Introduced and approved the Elin Employees Stock Option Plan 2024 to align employee value with corporate growth.

2014

USHA COLLABORATION

Partnered with Usha, establishing Elin as a vital original equipment manufacturer (OEM) for domestic home appliances.

2023

PORTFOLIO DIVERSIFICATION

Introduced heated hair brushes and Table, Pedestal and Wall (TPW) fans to further diversify consumer categories.

2022

IPO & STOCK LISTING

Successfully completed an Initial Public Offering (IPO) of 19,230,746 equity shares, listing on the BSE and NSE on December 30, 2022.

2020

BOSCH PARTNERSHIP

Secured a brand manufacturing tie-up with Bosch, expanding Elin's premium original design manufacturer (ODM) client base.

Certifications

BUILT TO STANDARD

Elin Electronics holds many prestigious certifications and standards compliance approvals across its operations and products. These credentials highlight the company's commitment to quality management, environmental sustainability, safety and operational excellence.

Category	Certifications / Standard	Focus Area
Global Quality & Management System Certifications	 ISO 9001:2015 / ISO 9001:2008	Quality Management System
	 ISO 14001:2015	Environmental Management System
	 IATF 16949:2016	Quality Management System for Automotive Components
	 ISO 45001:2018	Occupational Health and Safety Management System



Category	Certifications / Standard	Focus Area
Product-Specific Indian & International Standards	IS 302 (Part 2/Sec 3):2007	Safety Requirements for Electric Irons
	IS 302 (Part 2/Sec 14):2009	Safety Requirements for Bar Blenders
	IS 366:1991	Performance Standards for Electric Irons
	IS 3854:1997	Standards for Electrical Switches
	IS 1293:2005	Standards for Plugs and Socket-Outlets
	IS 11037:1984	Standards for Fan Regulators
	IS 16102	Performance and Safety Standards for LED Lighting
	IS 15885	Safety Standards for Lamp Control Gear
	IS 10322	Safety Standards for Luminaires
	IEC 60335	International Safety Standards for Household Electrical Appliances
	IS 4250	Standards for Mixer-Grinders
Social Accountability, Ethics & Sustainability	Manufacturer's Licence/Quality Certificate	Compliance Certification for Toasters, Hair Dryers and Hair Straighteners
	SA 8000:2014	Social Accountability and Workplace Standards
	RBA Code of Conduct	Responsible Business and Sustainability Compliance
	ISO 26000	Guidance on Corporate Social Responsibility
	ZED Certification Scheme	Zero Defect Zero Effect Certification and Sustainability Framework



Awards

RECOGNISED FOR THE BUILD

Elin Group has received numerous national awards and accolades across safety, quality, environmental conservation, corporate social responsibility (CSR) and human resources over the years.

2019

**FICCI SAFETY SYSTEM
EXCELLENCE AWARD**

*Awarded for outstanding
safety frameworks*

2017-18

2015-16

2011-12

**ENVIRONMENT MANAGEMENT
EXCELLENCE AWARD**

*Conferred by ELCINA EFY
/ ELCINA for exemplary
environmental standards*

2017

**EXCELLENCE IN PROMOTION OF
ENVIRONMENT CONSERVATION
& SUSTAINABLE DEVELOPMENT**

*Recognised for sustainability
initiatives and environmental
stewardship*

2015-16

**SHRESHTHA SURAKSHA
PURASKAR**

*Conferred by the National Safety
Council of India for effective
occupational safety and health
management systems*

2014-15

2013-14

2012-13

**SARVSHRESHTHA SURAKSHA
PURASKAR**

*Conferred by the National
Safety Council of India for
top-tier workplace safety and
health performance*

2017

**ZED CERTIFICATION
SCHEME AWARD**

*Recognised under the Zero Defect
Zero Effect (ZED) Certification Scheme*

2017

**QUALITY SYSTEM
EXCELLENCE AWARD**

*Awarded by FICCI for robust
quality control systems*

2012

**RAJIV GANDHI NATIONAL
QUALITY EXCELLENCE AWARD**

*Conferred by the Bureau of Indian
Standards (BIS)*

2012

**DL SHAH NATIONAL AWARD ON
ECONOMICS OF QUALITY**

*Awarded by the Quality Council
of India*

2011

**PLATINUM AWARD IN QUALITY
EXCELLENCE**

*Awarded by FICCI for quality
excellence*

2011-12

**QUALITY MANAGEMENT SYSTEM
AWARD**

*Conferred by ELCINA for excellence
in quality management practices*



2019

INDIA SME 100 AWARDS

Ranked among the Top 100 enterprises out of 34,011 nominations by the India SME Forum

2016

INDIA SME 100 AWARDS

Ranked among the Top 100 enterprises out of 49,023 nominations

2016

INDIA SME 100 AWARDS

Ranked among the Top 100 enterprises out of 41,832 nominations

2019-20

MSME CSR EXCELLENCE AWARD

Conferred by ASSOCHAM for CSR initiatives

2018

SME CSR EXCELLENCE AWARD

Conferred by ASSOCHAM for CSR initiatives

2011-12

CSR EXCELLENCE AWARD (SME CATEGORY)

Conferred by ASSOCHAM

2012-13

CORPORATE CITIZEN CSR AWARD

Conferred by FICCI for contributions to corporate social responsibility

2011

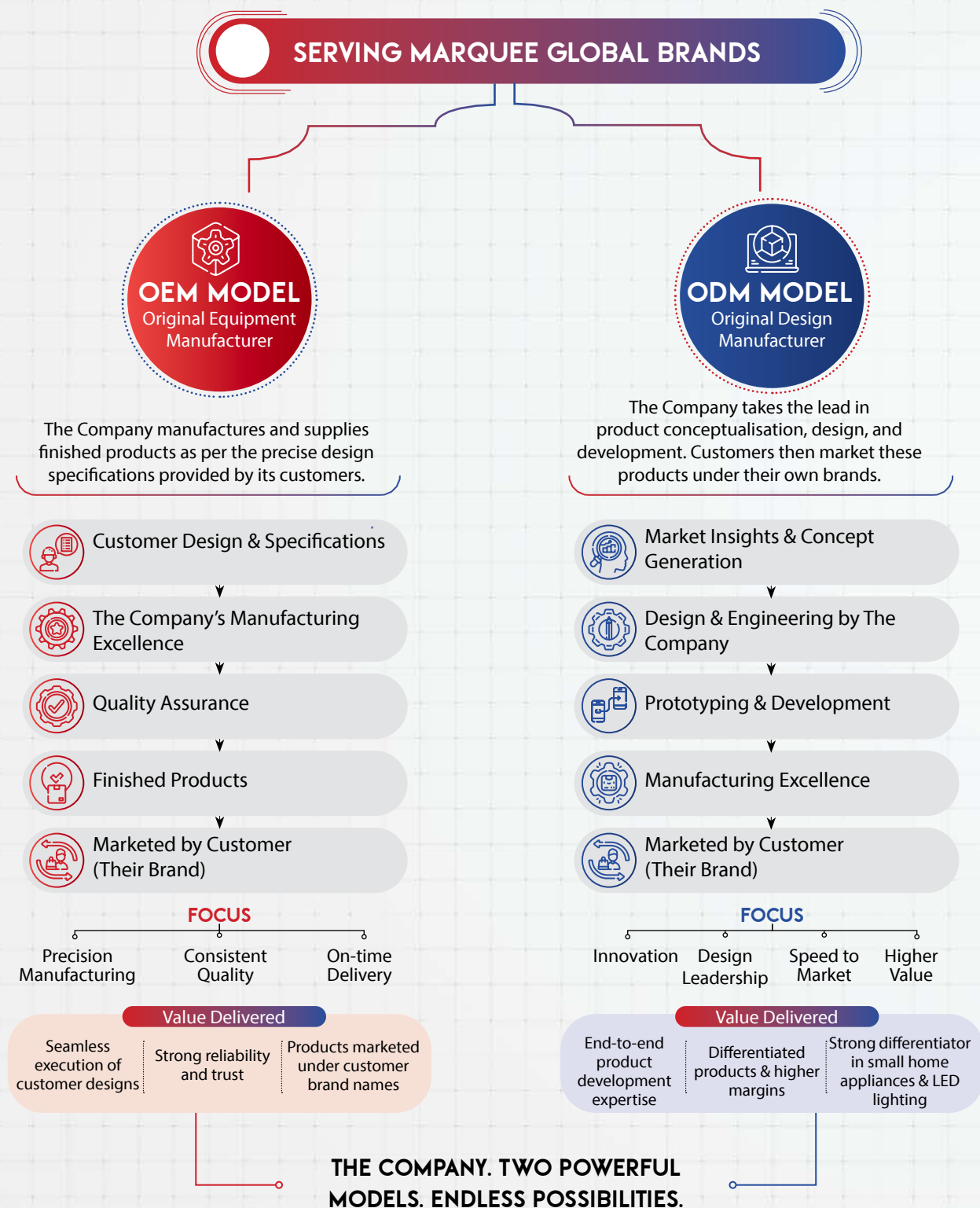
NATIONAL HR EXCELLENCE AWARD

Conferred by the Confederation of Indian Industry (CII) in recognition of strong human resource practices

Business Model

THE MODEL BEHIND OUR GROWTH

Elin's business model is built on a balanced blend of manufacturing excellence and design-led innovation. By operating across both Original Equipment Manufacturing (OEM) and Original Design Manufacturing (ODM) models, the Company combines execution capabilities with product development expertise, enabling it to create differentiated value and address evolving customer requirements.



Strategic Advantages

- Balanced mix of manufacturing and design-led revenues
- Deep integration with customer value chains
- Long-term customer relationships and repeat business
- Ability to offer end-to-end solutions from concept to commercialisation
- Enhanced differentiation through ODM capabilities
- Agility to address evolving consumer and technology trends

Capabilities - Design

DESIGNED TO LAST

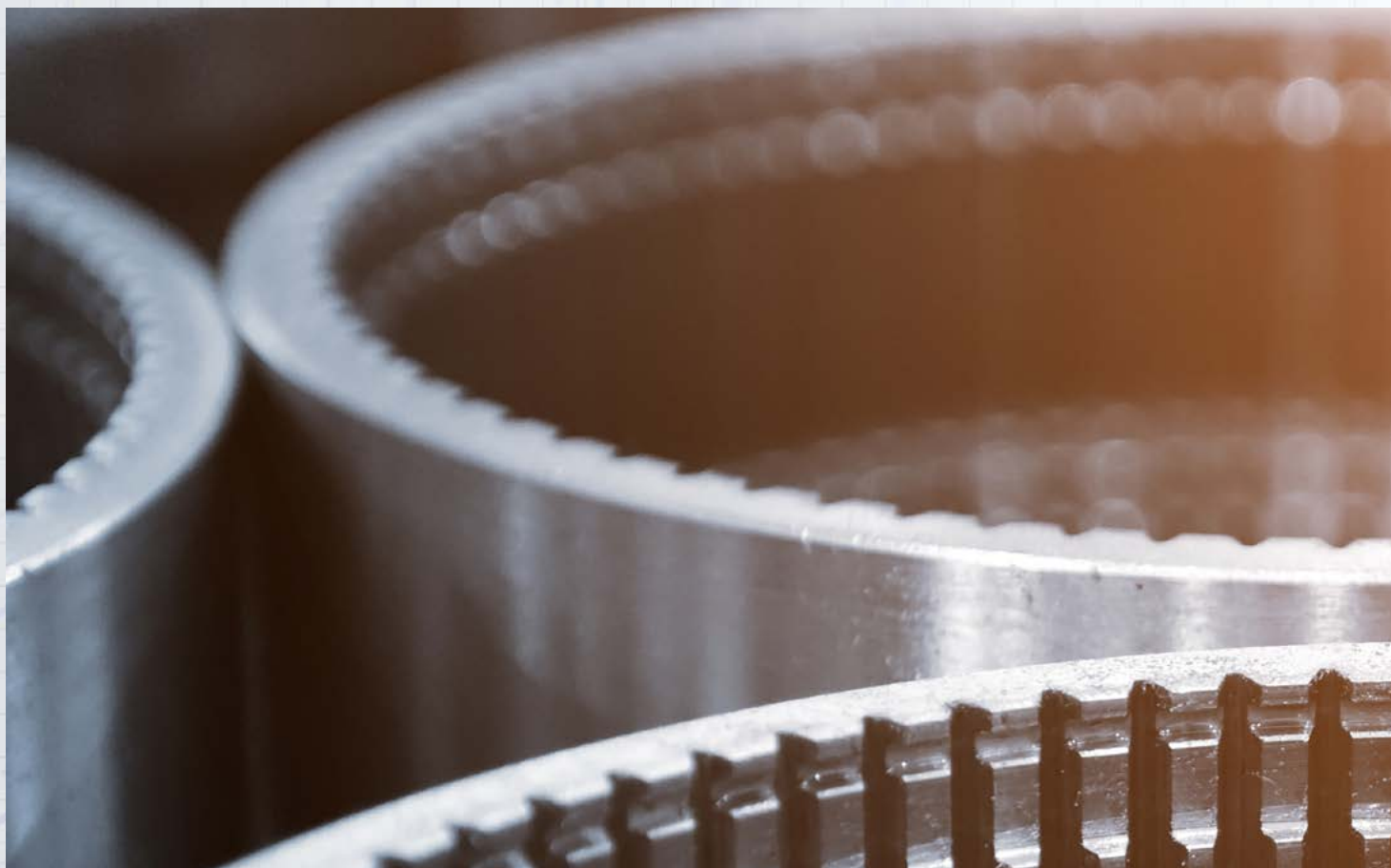
Elin Electronics' design capabilities are centred around its established expertise as an Original Design Manufacturer (ODM), enabling

the Company to lead the conceptualisation, design and development of products that clients subsequently market under

their own brands. These capabilities serve as a critical differentiator, setting Elin apart from traditional contract manufacturers and driving its innovation-led growth.

Key aspects of Elin's design and engineering framework include:

- Broad Product Specialisation:** Elin's design intelligence spans domestic kitchen appliances, fractional horsepower (FHP) motors, lighting products and specialised tooling, fused with execution agility to meet the standards of prominent global and domestic brands.
- Prototyping and Validation:** The Company develops prototypes, conducts testing and validation, and refines designs before commercial production.
- Design for Manufacturability (DFM):** Products are engineered for efficient production, cost optimisation, reliability and scalability.
- Customisation Capability:** The Company tailors product designs to specific customer requirements, market preferences and regulatory standards.
- Advanced R&D Integration:** Elin dedicates substantial investment to R&D, supporting product and process improvement and enabling the design of premium-quality FHP motors across a wide range of applications.
- Cost-Efficient Engineering:** Value analysis and value engineering, backed by advanced design software, deliver cost-efficient solutions across the portfolio.



Capabilities - Manufacturing

WHERE WE ARE BUILT

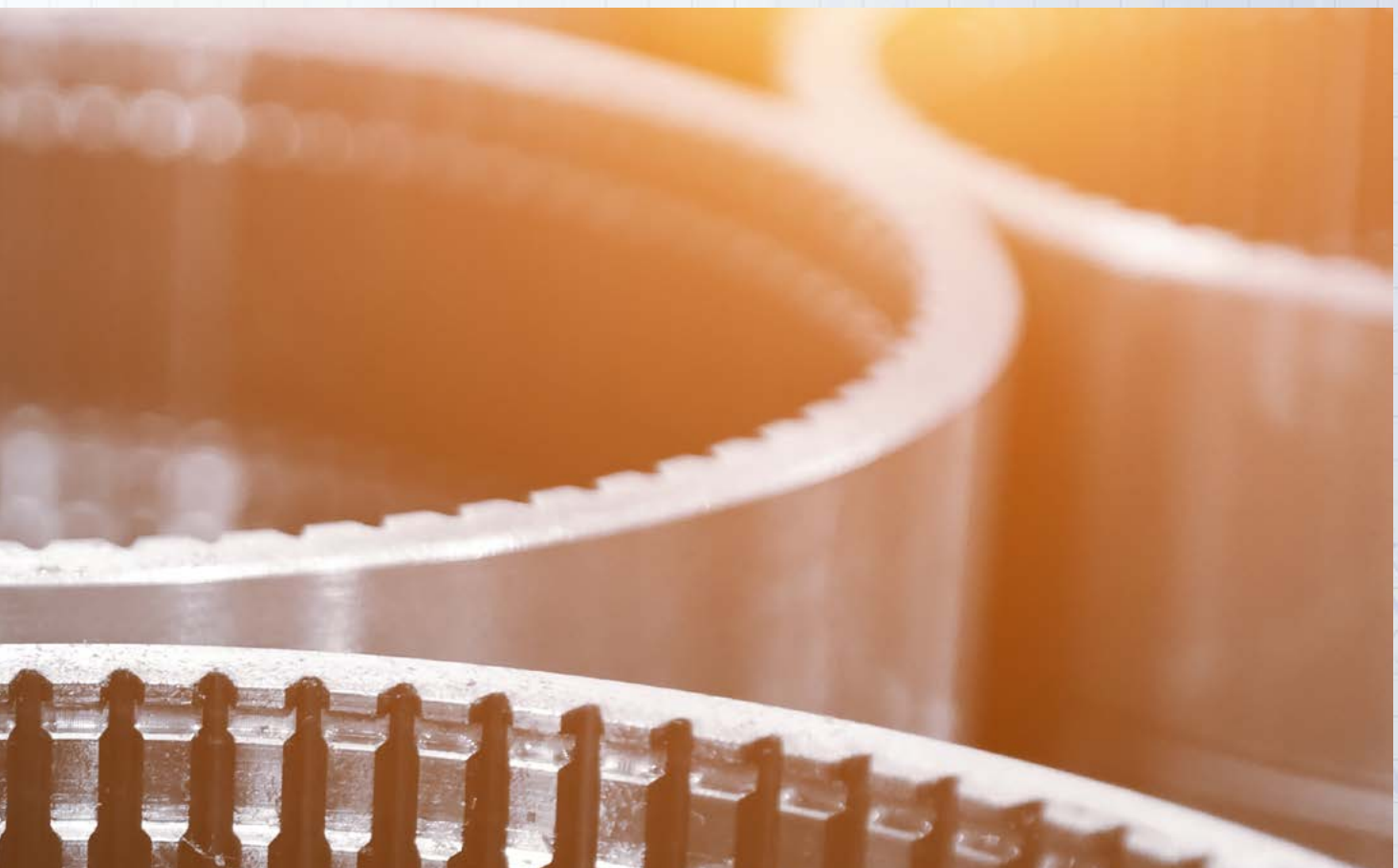
Manufacturing is at the core of Elin's identity. The Company has built manufacturing capabilities anchored in engineering precision, process

discipline and execution excellence, combining scalability with flexibility to deliver consistent quality and reliable outcomes.

Elin's manufacturing model is anchored by a backward-integrated ecosystem that fuses advanced automation with precision-led engineering.

Core Manufacturing Competencies:

- **Electronics Manufacturing Services (EMS):** Fully automatic Surface Mount Technology (SMT) lines capable of mounting up to 6,00,000 components per hour for high-precision PCB assembly.
- **Fractional Horsepower (FHP) Motor Manufacturing:** One of India's largest producers of FHP motors, supplying appliances such as mixer grinders, chimneys and air conditioners.
- **Injection Moulding:** Machine capacities ranging from 50 to 700 tonnes, expanding to 1,200-tonne machines at the new facility for larger components such as air cooler bodies.
- **Tool Room and Die Making:** In-house tool design and manufacturing infrastructure for precise, high-durability tools, dies and moulds.
- **Press Shop and Sheet Metal Fabrication:** Precision stamping and forming supporting internal appliance manufacturing, including cooker hoods, metal blades and oven panels.
- **Die Casting:** High-durability casting for motor and appliance parts.
- **Advanced Finishing and Testing:** In-house testing labs alongside dedicated lines for pad printing, powder coating, liquid painting and metallising.





Manufacturing Locations and Specialised Footprint

Elin operates its manufacturing network across three active plants, with a fourth greenfield plant currently under commissioning:



Ghaziabad, Uttar Pradesh (Est. 1970, 19,869 sq. m):

Primary hub for FHP motors, LED lighting, fans, switches, plastic moulded parts and sheet metal components. Houses tool manufacturing, plastic moulding, sheet metal fabrication, PCB SMT lines and product assembly. The Company has consolidated its entire Table, Pedestal and Wall (TPW) fan manufacturing line here.



Baddi, Himachal Pradesh (Est. 2004, 20,882 sq. m):

Dedicated to manufacturing of small home appliances and personal care products, equipped with die casting, plastic moulding, sheet metal fabrication and dedicated assembly lines.



Verna, Goa (Est. 1995, 7,500 sq. m):

A specialised facility focused on precision-engineered products, most notably medical diagnostic cartridges manufactured under an exclusive partnership with Molbio and alongside plastic moulded parts.



Bhiwadi, Rajasthan (16,200 sq. m , commissioning July-August 2026 and approximately Rs 100 crore investment):

A greenfield facility engineered to manufacture medium-sized home appliances, including OTGs, kitchen chimneys, air coolers and air fryers, under one roof. Once online, existing chimney and OFR lines will shift from Ghaziabad to Bhiwadi, freeing capacity at Ghaziabad for motor and fan expansion.





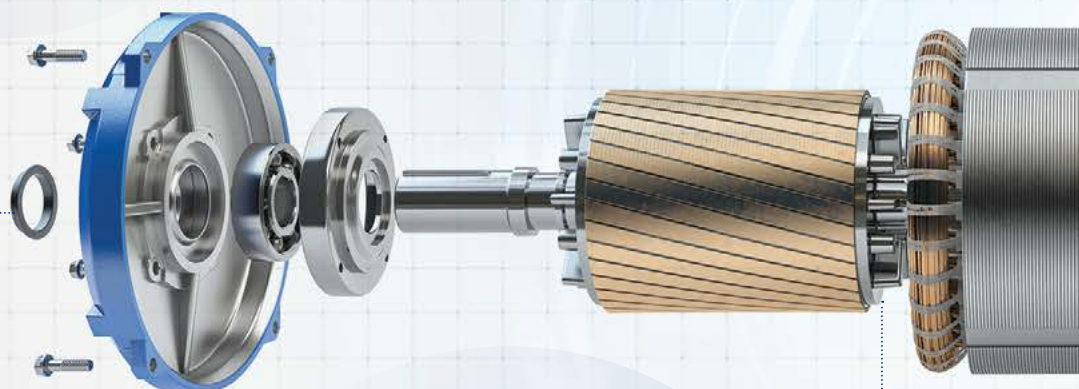
Offerings - Services

WIRED FOR DIVERSE NEEDS

Elin's service portfolio is built around flexibility, integration and customer-centric execution. By combining product development, manufacturing and backward-integrated engineering capabilities, the Company delivers end-to-end solutions tailored to varied customer requirements. This integrated approach enables Elin to support diverse applications while creating value across the product lifecycle.

Design-to-Market Solutions

- **End-to-End Product Development:** Partners with customers from the product ideation stage, offering end-to-end product conceptualisation, engineering, prototyping and development services.
- **Accelerated Product Commercialisation:** Enables customers to commercialise market-ready products under their respective brands while reducing development complexities and accelerating time-to-market.
- **Design-Led Domain Expertise:** Possesses particularly strong capabilities in small home appliances and LED lighting, where design-led solutions serve as a key differentiator.

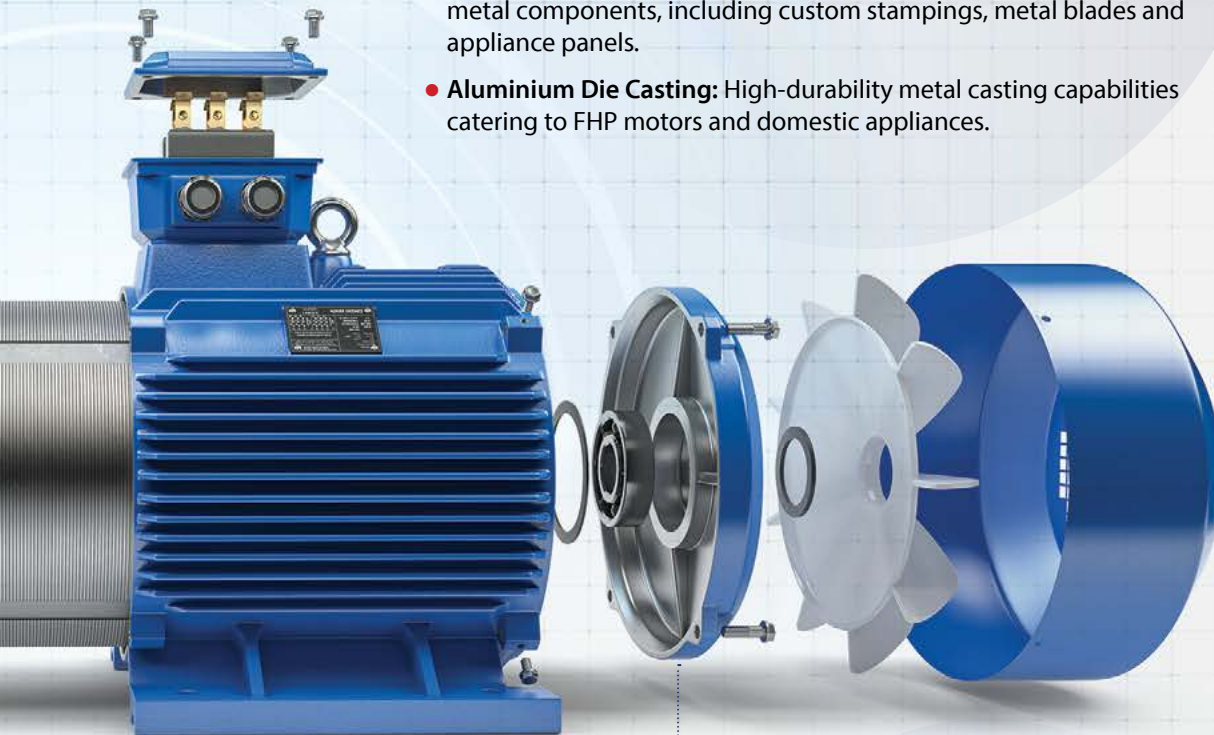


Build-to-Specification Manufacturing Service

- **Large-Scale Manufacturing:** Undertakes large-scale manufacturing and assembly of products designed and developed by customers.
- **Precision Production & Testing:** Produces, tests and delivers finished products in strict accordance with customer-defined specifications, quality parameters and performance requirements.
- **Quality-Driven Delivery:** Combines process discipline, manufacturing expertise and quality assurance to ensure consistent execution and reliable delivery.

Backward-Integrated Engineering & Component Services

- **SMT & PCB Assembly:** Operates 10 fully automated Surface Mount Technology (SMT) lines with a high-speed capacity of up to 600,000 components per hour for precision printed circuit board assembly.
- **Precision Tooling & Mould Design:** In-house capabilities for designing and fabricating dies, moulds and tools that support new product development.
- **Plastic Injection Moulding:** Equipped with moulding presses ranging from 50 to 700 tonnes, with expansion plans up to 1,200 tonnes for larger appliance bodies.
- **Press Shop & Sheet Metal Stamping:** Precision fabrication of sheet metal components, including custom stampings, metal blades and appliance panels.
- **Aluminium Die Casting:** High-durability metal casting capabilities catering to FHP motors and domestic appliances.



Product Testing, Finishing & Treatment Services

- **Surface Treatment & Aesthetics:** Offers powder coating, liquid painting, pad printing and metallising services to deliver superior product finishes.
- **In-house Quality Testing:** Products undergo rigorous validation in dedicated testing and calibration laboratories to ensure compliance with domestic and international safety standards, including BIS and IEC requirements.

Offerings - Products

THE PRODUCTS BEHIND THE BUILD

Elin's product portfolio reflects its ability to combine engineering expertise with manufacturing versatility. Spanning multiple applications and end-use segments, the Company's offerings are designed to address evolving customer requirements and changing consumer preferences. This diversified portfolio strengthens its market relevance and positions it to participate in multiple growth opportunities.

LED Lighting, Fans and Switches (EMS)

This segment comprises everyday electrical fixtures, cooling solutions and switches manufactured for leading brands:

LED Lighting: LED battens, downlights, office lighting, smart lighting and solar street lights.

LED Flashlights: Portable torches manufactured under OEM agreements.

Fans: Traditional ceiling fans, energy-efficient Brushless DC (BLDC) ceiling fans, fresh air fans, table-pedestal-wall (TPW) fans and the Maxx air fan.

Switches: Modular switches, sockets, plugs and fan regulators.



Home Appliances (EMS)

Elin provides end-to-end solutions for home appliances under both OEM and ODM business models. This portfolio is actively evolving from small-sized appliances to high-realisation, medium-sized offerings:

Small Appliances & Personal Care: Dry and steam irons, mixer grinders, hand blenders, bar blenders, electric kettles, toasters, hair dryers, hair straighteners, trimmers, electric sterilisers and heated hair brushes.

Medium Appliances (New & Expanded Portfolio): Air fryers, Oven Toaster Grills (OTGs), Oil-Filled Radiators (OFRs), kitchen chimneys and air coolers.



Fractional Horsepower (FHP) Motors (EMS)

As one of India's largest FHP motor manufacturers, Elin produces high-quality, custom motors used for both third-party sales (under its flagship 'Elin' brand) and captive consumption to power its own appliances and fans:

Application Areas: Motors specifically engineered for mixer grinders, hand blenders, wet grinders, kitchen chimneys (including BLDC chimney motors), air conditioners (both Indoor and Outdoor Units / IDU and ODU), TPW fans and air coolers.



Medical Diagnostic Cartridges (Non-EMS)

This is a highly specialised, high-IP niche category where Elin operates as the exclusive third-party manufacturer:

Application Areas: Plastic point-of-care diagnostic cartridges manufactured for diagnostic devices (specifically partnering with Molbio).



Plastic Moulded and Sheet Metal Parts (Non-EMS)

These components support Elin's vertical backward integration whilst generating a steady revenue stream from outside clients:

Application Areas: Precision-engineered plastic moulded parts, sheet metal components, tools and dies primarily developed for clients in the automotive ancillary and consumer durables sectors.



Market position – Industries we serve

INDUSTRIES WE'RE WIRED INTO

Elin's manufacturing capabilities extend across a diverse set of end-user industries, reflecting the versatility of its engineering expertise and production ecosystem. By serving multiple sectors with precision, quality and reliability, the Company has built a resilient business model that enables it to capture opportunities across evolving markets and applications.

Industry Sector	Segment Type	Key Product Lines & Offerings	Strategic Value
 Heating, Ventilation & AC (HVAC)	EMS (FHP Motors)	Fractional Horsepower (FHP) motors for: - Mixer Grinder, Air conditioners (indoor and outdoor unit motors), Kitchen chimneys (including BLDC chimney motors), TPW fans and air coolers	India's largest FHP manufacturer. Captive motor supply drives finished appliance cost competitiveness. Developing washing machine and AC ODU/IDU motors as mandatory BIS standards take effect.
 Consumer Durables & Home Appliances	EMS (OEM / ODM)	- Dry & steam irons - Mixer grinders, hand & bar blenders - Electric kettles, air fryers - Oven Toaster Grills (OTGs) - Oil-Filled Radiator (OFR) heaters - Kitchen chimneys & air coolers	Transitioning from small appliances to higher-realisation medium appliances to drive EBITDA margins to 7%–7.5% at the upcoming Bhiwadi factory.
 Lighting & Electrical Fixtures	EMS (OEM / ODM)	- LED lighting (Smart, solar, office, downlights, battens) - LED flashlights - Ceiling, TPW and energy-efficient BLDC ceiling fans - Modular switches, sockets and plugs	Added five new major lighting clients in FY26 to offset legacy contract contractions. Lighting prices are expected to rise by 4%–5% following stabilisation.
 Personal Care & Grooming	EMS (ODM Focused)	- Hair dryers - Hair straighteners & personal trimmers - Electric sterilisers & heated hair brushes	Growing strongly (up 32% YoY in Q4 FY26) on the back of in-house design and styling aesthetics.
 Medical Diagnostics	Non-EMS (Components)	- Precision point-of-care medical diagnostic cartridges - High-tolerance custom plastic component moulding	High-margin, sticky and IP-secure business. Initiating a 15%–18% capacity expansion at the Goa facility to support strong demand.
 Automotive Ancillary	Non-EMS (Components)	- Heavy-duty plastic moulded parts - Precision sheet metal stampings - Advanced custom tools, dies and moulds	Directly capitalises on Elin's heavy press shops (15T to 350T) and moulding facilities (50T to 700T) to drive steady component-level contracts.



Market position – Marquee clients

BUILT ON TRUSTED PARTNERSHIPS

Long-standing customer relationships are at the heart of Elin's success. By consistently delivering quality, reliability and execution excellence, the Company has earned the confidence of leading global and domestic brands. These enduring partnerships reflect its customer-centric approach and reinforce its position as a trusted Electronics Manufacturing Services partner.

Marquee Client	Primary Segment	Strategic Partnership & Core Offerings
 Signify (formerly Philips Lighting)	Lighting, Fans & Switches (EMS)	Historically Elin's largest lighting account. In response to recent run-rate contractions following Signify's joint-venture adjustments, Elin has successfully transitioned to partnering with them on professional lighting lines and high-growth BLDC fan categories.
 Versuni (formerly Philips Domestic Appliances) & Philips	Home Appliances & Lighting (EMS)	Long-standing strategic accounts. Spans high-volume, standard small domestic appliances, personal care solutions and core lighting categories.
 Bosch	Home Appliances & Personal Care (EMS)	A premium global brand utilising Elin's ODM expertise for design-led grooming products (hair dryers, straighteners and trimmers) and premium small appliances.
 Havells	Lighting, Fans, Switches & Appliances (EMS)	A dominant domestic brand sourcing modular switches, sockets, LED lighting systems, ceiling fans and small kitchen appliances from Elin's Baddi and Ghaziabad units.
 Panasonic	Home Appliances (EMS)	A major international brand utilising Elin as an original equipment manufacturer (OEM) for various consumer household appliance categories.
 Usha	Home Appliances (EMS)	A foundational partnership forged in 2014, establishing Elin as an essential OEM supplier for domestic small home appliances and kitchen durables.



Marquee Client	Primary Segment	Strategic Partnership & Core Offerings
 EVEREADY GIVE ME RED Eveready	LED Lighting (EMS)	A long-term OEM contract agreement (since 2007) where Elin acts as the principal manufacturer for Eveready's branded portable LED flashlights.
 Crompton Crompton	Lighting & Electricals (EMS)	Collaborative relationship spanning domestic electrical items, lighting components, modular switches and sockets.
 molbio INNOVATE • IMPACT • INSPIRE Molbio Diagnostics	Medical Diagnostics (Non-EMS)	An exclusive, high-margin partnership. Elin acts as the sole third-party contract manufacturer of high-IP plastic medical diagnostic cartridges out of its highly specialised Goa plant.
 FABER Faber	FHP Motors (Non-EMS / Captive)	A critical long-term heating and ventilation partner purchasing custom-engineered FHP chimney motors. Captive motor supply also supports Elin's upcoming kitchen chimney lines.
 DENSO Denso	Automotive Ancillary (Non-EMS)	A leading global automotive component supplier utilising Elin's high-durability plastic injection moulding and custom metal press-shop fabrication.
 Preethi Preethi, Maharaja Whiteline, & IFB	Home Appliances (EMS)	Prominent domestic appliance brands utilising Elin's end-to-end manufacturing and assembly belts for mixer-grinders, blenders and irons.



Key Performance Indicators

BUILT ON NUMBERS

Key performance indicators present an objective view of the Company's performance, capturing both the opportunities realised and the challenges navigated during the year. Together, these metrics reflect Elin's operational resilience, disciplined execution and continued investments in strengthening its capabilities, laying the foundation for sustainable growth in the years ahead.



WHAT IMPACTED PROFITABILITY?

RAW MATERIAL AND CURRENCY PRESSURES: GROSS MARGINS WERE HEAVILY PRESSURED (CONTRACTING BY ~390 BASIS POINTS IN Q4 FY26) DUE TO A SHARP SURGE IN POLYMER PRICES ON THE BACK OF ELEVATED GLOBAL CRUDE OIL PRICES, COMBINED WITH THE STEADY DEPRECIATION OF THE INDIAN RUPEE (INR) AGAINST THE US DOLLAR (USD).

SUSPENSION OF HIGH-MARGIN EXPORTS: THE SUSPENSION OF RECREATIONAL VEHICLE FAN EXPORTS TO THE US FROM AUGUST 2025 DUE TO THE TARIFF SITUATION REMOVED A KEY SOURCE OF HIGHER-MARGIN VALUE ADDITION.

ONE-OFF ADMINISTRATIVE COSTS: EARNINGS WERE ALSO IMPACTED BY NON-RECURRING EXPENSES DURING THE YEAR, INCLUDING ₹10 MILLION IN RESTRUCTURING-RELATED GRATUITY COSTS IN Q1 AND AN EXCEPTIONAL PROVISION OF ₹9 MILLION IN Q3 FOR NEWLY INTRODUCED GOVERNMENT LABOUR CODES.

ESG - Environment

BUILT TO SUSTAIN

Sustainability is embedded in the way Elin builds, operates and grows. The Company integrates environmental responsibility into its manufacturing practices through efficient resource utilisation, responsible operations and continuous improvement initiatives. This approach helps minimise

environmental impact while supporting long-term business resilience and responsible value creation.

During FY26, the Company strengthened its focus on efficient manufacturing, circular resource management and responsible sourcing while embedding

sustainability considerations into the development of its upcoming Bhiwadi manufacturing facility. Through continuous improvement across operations, Elin remains committed to building a manufacturing ecosystem that is resilient, resource-efficient and prepared for the future.

Sustainable Packaging and Material Efficiency

The Company continued to optimise packaging design and material utilisation to minimise environmental impact without compromising product protection. Packaging standardisation, improved material selection and process efficiencies helped reduce resource consumption while supporting cost optimisation and operational efficiency.

Circular Economy and Localised Sourcing

The Company continued to strengthen circular manufacturing practices by improving material recovery, promoting localisation and enhancing supply-chain resilience. Increased domestic sourcing not only reduced logistics-related emissions but also improved manufacturing agility and resource efficiency.

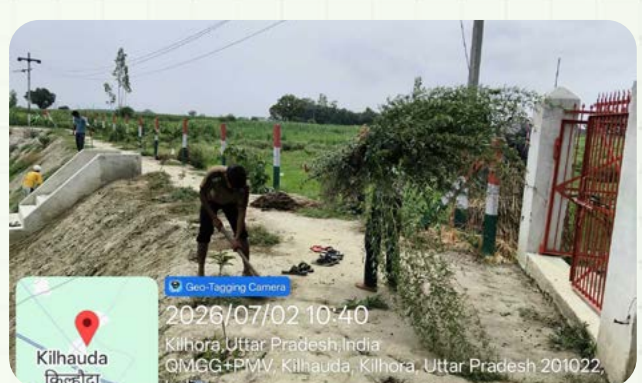
Energy Efficiency and Renewable Transition

Operational excellence and energy efficiency continued to drive improvements across manufacturing facilities. The Company pursued opportunities to optimise energy consumption while progressively increasing the adoption of cleaner energy solutions as part of its long-term sustainability roadmap.

Water Conservation and Zero Discharge

Water stewardship remains an important pillar of the Company's environmental strategy. Continuous monitoring, recycling and reuse initiatives supported efficient water utilisation across manufacturing operations while strengthening long-term resource resilience.





Emission Control and Scope 3 Reduction

The Company remained focused on understanding and reducing its carbon footprint through efficient operations, logistics optimisation and responsible sourcing. Continuous monitoring of emissions supports informed decision-making and helps strengthen climate resilience across the value chain.

Responsible Waste and Resource Management

Responsible waste management continues to be embedded across manufacturing operations. Through segregation, recycling and responsible disposal practices, the Company seeks to maximise resource recovery while reducing waste generation and supporting circular manufacturing principles.



Tree Plantation & Green Restoration

The Company continues to contribute towards ecological restoration through afforestation and biodiversity initiatives undertaken in collaboration with

local communities and authorities. These programmes support environmental conservation while creating healthier ecosystems around operational locations.

Sustainability Governance

Environmental responsibility is supported by a robust governance framework comprising internationally recognised management systems, regulatory compliance mechanisms and continuous monitoring.

Environmental performance is periodically reviewed to identify opportunities for improvement and strengthen responsible manufacturing practices across all operations.

Key Enablers

- ISO 14001-certified Environmental Management System
- Environmental compliance monitoring
- Periodic environmental audits
- Resource efficiency programmes
- Employee awareness and engagement initiatives



ESG - Social

WIRED FOR PEOPLE

Creating value extends beyond manufacturing excellence. Elin's Corporate Social Responsibility initiatives seek to strengthen the communities around its operations by promoting education, healthcare, skill development and environmental awareness. Through

focused interventions and responsible partnerships, the Company continues to contribute towards inclusive and sustainable community development while creating meaningful social impact.

Our Focus Areas



Community Engagement

The Company works closely with local communities to identify development priorities and implement initiatives that create meaningful and measurable social impact through collaborative participation. This approach is guided by an understanding that sustainable community development requires long-term engagement, mutual trust and an understanding of local needs. The Company engages with community representatives to understand concerns, identify opportunities and shape initiatives relevant to the local context. Its efforts span areas that support inclusive development, improve access to resources and strengthen community well-being.



Environment, Health & Sanitation

Promoting cleaner and healthier communities through sanitation infrastructure, hygiene awareness, environmental conservation and public health initiatives. These efforts are aimed at improving everyday living conditions and encouraging responsible practices that contribute to community well-being. The Company supports initiatives that promote access to basic sanitation facilities, awareness of personal and community hygiene, and improved understanding of preventive healthcare. Environmental conservation activities further encourage communities to protect natural resources, maintain cleaner surroundings and adopt sustainable practices.



Education

Supporting educational access through infrastructure development, digital learning, learning resources and academic support for underprivileged children. These initiatives are focused on creating an enabling environment where children can access quality education and develop the knowledge and skills needed for their future. The Company supports the development and improvement of educational facilities, while also facilitating access to digital tools and learning resources. Academic support programmes are designed to complement classroom learning and encourage greater participation and engagement among students.



Livelihood Development

Creating sustainable livelihood opportunities through skill development, vocational training and community empowerment programmes that improve employability and income generation. These initiatives are aimed at equipping individuals with relevant skills and knowledge to pursue employment and entrepreneurship opportunities. The Company supports programmes that strengthen vocational capabilities, enhance practical skills and improve access to livelihood opportunities. By focusing on locally relevant skills and encouraging participation, these efforts seek to enhance economic independence and build greater resilience among individuals and families. Community empowerment programmes further promote awareness, confidence and self-reliance, enabling beneficiaries to make informed choices about their livelihoods. Through sustained interventions and collaboration with relevant stakeholders, the Company seeks to contribute to inclusive economic development and create pathways towards more stable and sustainable sources of income.



Healthcare

Strengthening preventive healthcare by improving accessibility to medical services and health awareness programmes for underserved communities. These initiatives aim to promote timely access to basic healthcare services and encourage greater awareness of preventive health practices. The Company supports programmes focused on health education, regular health check-ups and awareness on common health concerns. By facilitating access to relevant information and essential services, these efforts seek to encourage individuals and families to adopt healthier practices and make informed decisions regarding their well-being. The initiatives also seek to address gaps in healthcare awareness and accessibility, particularly among communities with limited resources. Through sustained engagement and collaborative efforts, the Company aims to contribute to improved health outcomes, greater awareness and stronger community well-being.



Community Infrastructure & Local Amenities

Supporting local infrastructure that improves quality of life through initiatives such as sanitation facilities, clean water access, community assets and renewable-energy-based public infrastructure. These initiatives are aimed at addressing essential community needs and creating safer, healthier and more sustainable living environments. The Company supports the development and improvement of facilities that enhance access to basic services and strengthen community well-being. Efforts to improve water and sanitation infrastructure contribute to better hygiene and living conditions, while community assets provide shared spaces and resources that can benefit residents. Renewable-energy-based infrastructure further promotes sustainable solutions and responsible resource use. Through these interventions, the Company seeks to contribute to inclusive community development, improve everyday living conditions and support the creation of resilient communities with access to essential infrastructure and services.



ESG - Governance

BUILT FOR ACCOUNTABILITY

Strong governance forms the foundation of Elin's long-term success. The Company upholds the highest standards of integrity, transparency and accountability through a robust governance framework, prudent risk oversight and ethical business practices. This

disciplined approach reinforces stakeholder confidence, strengthens organisational resilience and supports sustainable value creation in a dynamic business environment.

Governance Philosophy

The Company's governance framework is built on the principles of integrity, transparency, accountability and fairness.

Guided by a proactive Board and experienced leadership team, governance is embedded across strategic planning, operational

execution and business conduct. Every decision is evaluated through the lens of long-term value creation, regulatory compliance and stakeholder interest.

Governance Framework



Pillar



Leadership & Oversight



Ethics & Integrity



Risk Management



Compliance



Transparency



Accountability

Strategic direction and Board supervision

Responsible conduct and ethical decision-making

Enterprise-wide risk identification and mitigation

Regulatory adherence and robust internal controls

Timely disclosures and stakeholder communication

Responsible execution and long-term value creation



Focus





Governance Priorities

Strategic Board Oversight

The Board provides strategic direction and oversight across the Company's business operations, capital allocation, growth initiatives, financial performance and long-term priorities. During FY26, the Board continued to monitor business expansion, operational excellence initiatives, manufacturing capacity augmentation and enterprise risks while ensuring alignment with the Company's long-term vision.

Ethics and Responsible Conduct

Integrity remains central to the Company's culture. Elin continues to promote responsible business practices through well-defined governance policies, ethical leadership and a culture of accountability.

The governance framework is supported by:

- Code of Conduct for Directors and Senior Management
- Vigil Mechanism and Whistle-blower Policy
- Prevention of Insider Trading Policy
- Related Party Transaction Policy
- Anti-fraud and ethical business practices
- Zero tolerance towards unethical conduct
- Policy for Sexual Harassment

Governance for Growth

FY26 marked another year of strategic transformation, with investments in the Bhiwadi manufacturing facility, expansion into medium appliances, customer diversification and operational excellence initiatives. Governance remained instrumental in balancing growth ambitions with prudent capital allocation, disciplined execution and responsible risk management.

As the Company enters its next phase of expansion, governance will continue to strengthen strategic agility while preserving financial discipline, operational resilience and stakeholder trust.



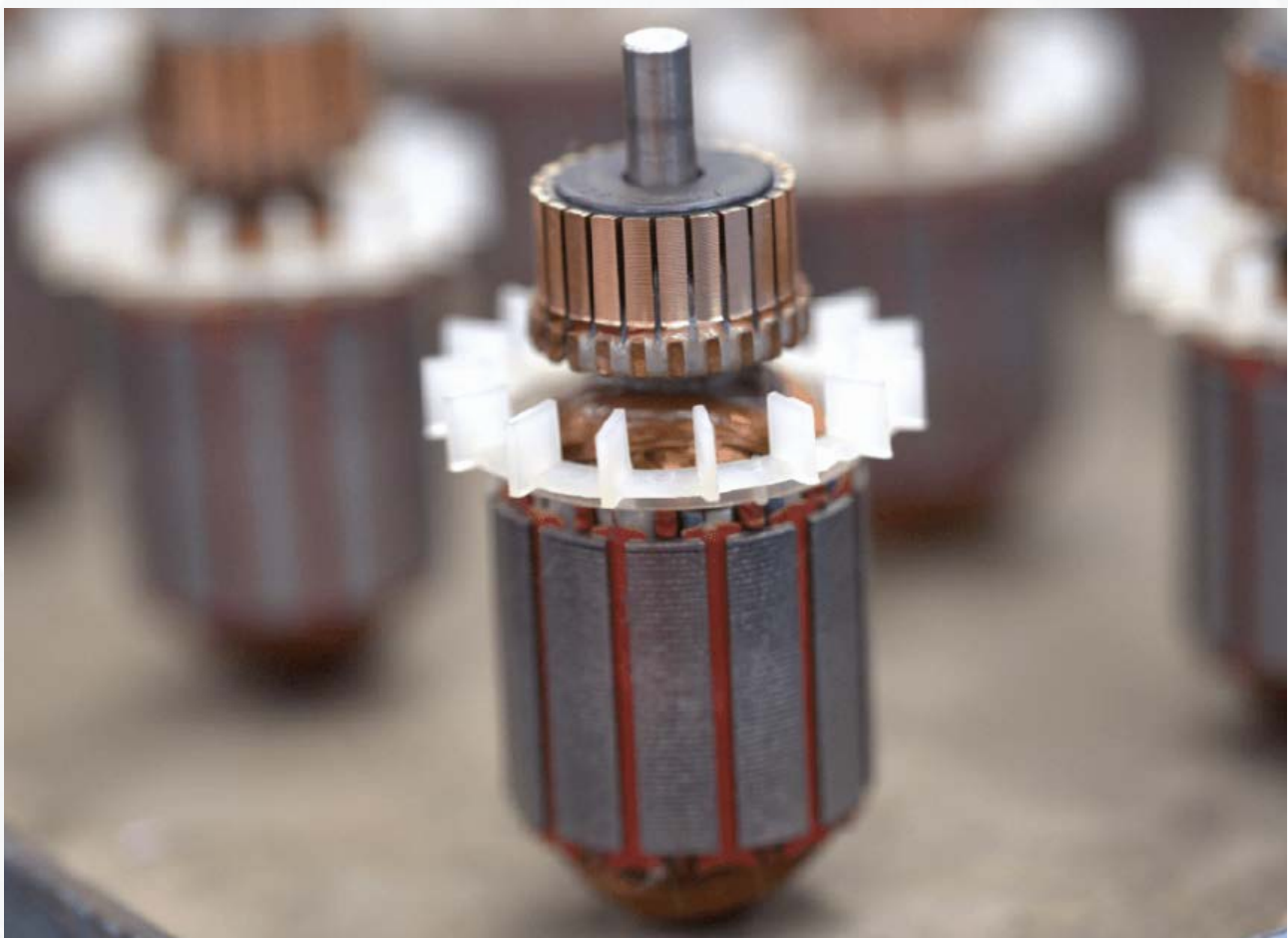
Risk Management

GUARDING THE CIRCUIT

In a dynamic business environment, managing risk is as important as pursuing growth. Elin's risk management framework enables the Company to anticipate challenges, strengthen resilience and respond proactively to emerging uncertainties. Through continuous monitoring and disciplined governance, the Company safeguards business continuity while supporting sustainable long-term value creation.

Key Risk	Potential Impact	Mitigation Strategy
Customer Concentration	Dependence on a few large customers could impact revenues in the event of portfolio transitions or changes in sourcing strategies.	- Onboarded five new marquee lighting customers, including a leading Indian lighting brand, to diversify the customer portfolio. - New customers contributed nearly 50% of the incremental monthly lighting revenue by the end of FY26. - Expected revenue contribution of ₹150–170 crore in FY27 as these accounts scale up. - Reduced the combined revenue share of some marquee customers from a historical 50–56% to approximately 43%. - Expanded BLDC ceiling fan engagements with existing customers by introducing 3–4 new models, while leveraging new customer relationships for cross-selling opportunities across home appliances.
Raw Material Price & Currency Volatility	Fluctuations in prices of key raw materials and foreign exchange rates may impact margins.	- Adopted contractual monthly and quarterly pass-through mechanisms to recover fluctuations in raw material prices. - Deferred select lower-margin orders during periods of elevated commodity prices to preserve profitability. - Leveraged backward integration to create structural cost advantages, including 6–8% lower manufacturing costs for Oil-Filled Radiators through local fin assembly and at least 5% cost advantage in kitchen chimneys through integrated manufacturing. - Strengthened operational excellence initiatives to improve manufacturing yields, optimise procurement and reduce process waste.
Geopolitical & Export Risks	Trade policy changes, tariffs and geopolitical uncertainties may disrupt export business and supply chains.	- Initiated discussions with US customers to resume exports of recreational vehicle exhaust fans following the easing of tariff uncertainties. - Continued engagement with international OEMs to secure new export programmes over the next four to six quarters. - Positioned manufacturing capabilities to benefit from the global China+1 sourcing strategy and diversify export revenues across geographies.
Regulatory & Compliance Changes	Changes in BIS standards and Quality Control Orders (QCOs) may require rapid manufacturing adaptation.	- Established dedicated production lines and commenced trial manufacturing for washing machine motors and BLDC motors for air-conditioner indoor and outdoor units ahead of regulatory implementation. - Initiated customer sampling and qualification programmes well before the expected implementation of BIS and QCO regulations in August–September 2026, enabling faster commercialisation once localisation demand accelerates.

Project Execution & Operational Disruptions	Project delays, environmental regulations and operational interruptions may affect production schedules.	- Advanced prototype development and customer approvals at the Ghaziabad facility to minimise the impact of the delayed commissioning of the Bhiwadi plant. - Ensured three key product categories, Oil-Filled Radiators, Kitchen Chimneys and OTGs are production-ready from the first phase of Bhiwadi operations. - Maintained operational continuity through flexible manufacturing and proactive production planning during weather-related power disruptions.
Working Capital & Liquidity	Higher inventory levels and longer cash conversion cycles may impact financial flexibility.	- Inventory optimisation initiatives - Improved receivable collection mechanisms - Disciplined working capital management
Technology & Market Evolution	Rapid changes in technology and consumer preferences may affect product competitiveness.	- Continuous investment in R&D and engineering - Expansion into emerging product categories - Focus on energy-efficient and value-added solutions
Supply Chain Disruptions	Raw material shortages and supplier disruptions may impact manufacturing continuity.	- Diversified supplier network - Increased localisation of components - Extensive backward integration across manufacturing processes



The Board



Mr. Mangi Lall Sethia
Chairman & Whole-time Director



Mr. Kamal Sethia
Managing Director



Mr. Sanjeev Sethia
Whole-time Director



Mr. Sumit Sethia
Whole-time Director



Dr. Shanti Lal Sarnot
Independent Director



Ms. Shilpa Baid
Independent Director



Mr. Ashis Chandra Guha
Independent Director



Ms. Priyanka Jain
Independent Director

Key Managerial Personnel During FY 26

Name	Designation
Mr. Mangi Lall Sethia	Chairman & Whole-time Director
Mr. Kamal Sethia	Managing Director
Mr. Sanjeev Sethia	Whole-time Director
Mr. Sumit Sethia	Whole-time Director
Mr. Praveen Tandon	Chief Executive Officer (Resigned w.e.f. February 11, 2026)
Mr. Kishore Sethia	Director (Operations) – Key Managerial Personnel (under Section 2(51) of the Companies Act, 2013)
Mr. Raj Karan Chhajer	Chief Financial Officer
Ms. Lata Rani Pawa	Company Secretary & Compliance Officer

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Mangi Lal Sethia

Chairman & Whole-time Director

Mr. Kamal Sethia

Managing Director

Mr. Sanjeev Sethia

Whole-time Director

Mr. Sumit Sethia

Whole-time Director

Ms. Shilpa Baid

Independent Director

Mr. Ashish Chandra Guha

Independent Director

Mr. Shanti Lal Sarnot

Independent Director

Ms. Priyanka Jain

Independent Director

CHIEF FINANCIAL OFFICER

Mr. Raj Karan Chhajer

INVESTOR RELATIONS

Mr. Akash Sethia - Head of Strategies

COMPANY SECRETARY

Ms. Lata Rani Pawa

AUDITORS

S. R. Batliboi & Co. LLP

REGISTRAR TRANSFER AGENT

KFin Technologies Limited

Selenium, Tower B, Plot No. 31 and 32, Financial District,

Nanakramguda, Serilingampally, Rangareddi,

Hyderabad - 500 032, Telangana

BANKERS

HDFC Bank Limited

Citibank N.A.

ICICI Bank Limited

DBS Bank India Limited

REGISTERED OFFICE & CORPORATE OFFICE

4771, Bharat Ram Road, 23, Daryaganj, Delhi - 110 002

Phone No.: +91 11 4300 0400

CIN: L29304DL1982PLC428372

Email ID: rkc@elinindia.com

Website: www.elinindia.com



MANAGEMENT DISCUSSION AND ANALYSIS



Global Economy

The global economy navigated a complex environment in CY25, marked by sticky inflation, evolving industrial policies and rising geopolitical friction. Global growth is expected to moderate to 3.1% in 2026, before recovering to 3.2% in 2027, according to IMF projections.

Two aspects of this environment are directly relevant to EMS manufacturers. First, elevated and volatile crude oil prices, driven in part by the ongoing geopolitical conflict, have kept polymer and other crude-linked input costs elevated for manufacturers reliant on plastic components. Second, heightened geopolitical friction continues to accelerate a shift from cost-optimised global sourcing towards more resilient, regionally diversified supply chains, reinforcing India's relevance as a manufacturing destination.

Volatility in crude-linked input costs, particularly polymers, directly affects Elin's raw material costs and gross margins. At the same time, the global shift towards supply-chain diversification supports India's growing role in electronics manufacturing, reinforcing demand for Elin's EMS, OEM and ODM capabilities.

Source: IMF World Economic Outlook, April 2026.



Indian Economy

The Indian economy sustained broad-based growth in FY26, with real GDP expanding by 7.7%, supported by resilient domestic demand and continued industrial momentum. The secondary sector grew by 8.8% during the year, aided by policy-led incentives, automation and capacity expansion across electronics and allied industries.

Retail inflation eased to 3.40% on a provisional basis by March 2026, supporting a stable operating environment. Gross GST collections rose 8.3% to ₹22.27 lakh crore, reflecting deepening formalisation across the economy and a more transparent, organised business environment. Growth is expected to moderate slightly in FY27 amid global headwinds, though India's structural fundamentals, including manufacturing competitiveness, formalisation and infrastructure investment, remain supportive over the medium term.

Rising domestic consumption, formalisation and manufacturing-led growth support demand for Elin's consumer durables, appliances and EMS businesses, while continued policy support for domestic manufacturing strengthens the operating environment for its OEM/ODM and backward-integrated capabilities.

Sources: MOSPI, PIB, RBI.

Industry Overview

Indian Electronics Industry Review

The Indian electronics industry continued to gain momentum during FY26, supported by rising domestic production, policy support, increasing consumer demand and global supply-chain diversification.

Production-linked incentive schemes, the China-plus-one strategy, and India's improving manufacturing capabilities have strengthened the country's relevance within the global electronics manufacturing ecosystem.

Mobile phone manufacturing remained a key contributor to India's electronics expansion, alongside increased output in industrial hardware, consumer electronics and appliance-related categories. India's electronics industry is targeting a long-term manufacturing output of approximately USD 500 billion by 2030, supported by policy initiatives, domestic manufacturing incentives and efforts to deepen the component ecosystem.

Indian EMS Industry Review

Market Context

Structural Growth in EMS: The Indian EMS industry is entering a phase of structural growth, supported by rising outsourcing by brands, increasing domestic electronics consumption, policy-led manufacturing incentives, and global supply chain diversification.

Consumer Electronics and Appliance Demand: Consumer electronics remain a key demand driver, supported by rising consumption, premiumisation and demand for smart, connected and energy-efficient products.

Shift Towards Value-added Manufacturing: The sector is gradually moving from basic assembly towards product engineering, Original Design Manufacturing (ODM), box-build solutions, backward integration and automation-led productivity improvement.

Policy Support and Supply-chain Diversification: Government initiatives such as Production-Linked Incentive (PLI) schemes and component manufacturing programmes are strengthening India's position as an emerging electronics manufacturing destination.

Opportunities

- Moving up the value chain through ODM and box-build solutions, capturing a larger share of customer value.
- Component ecosystem localisation, reducing import dependence and improving supply-chain control.
- Growth in consumer durables and appliances, supported by rising incomes, urbanisation and premiumisation.
- Export optionality as global brands evaluate India-based manufacturing partners.
- Premiumisation in medium-sized appliances such as OFRs, chimneys, air coolers and air fryers.
- Automation and smart manufacturing improve productivity, quality consistency and operating efficiency.

Threats and Structural Challenges

- Critical import dependency across semiconductors, displays, PCBs and passive components, exposing manufacturers to currency volatility and supply disruption.
- Human capital and skill requirements are shifting towards more complex, higher-value products.
- Supply-chain and ecosystem constraints, including gaps in domestic component availability and supplier depth.
- Margin pressure from competitive intensity and input-cost volatility.



ELIN'S MANUFACTURING ADVANTAGE — CONVERTING EMS TAILWINDS INTO SCALABLE GROWTH

Outsourcing by Brands ➔ Integrated Manufacturing Partner.

As brands increasingly adopt asset-light manufacturing models, Elin is positioned to support them through its EMS, OEM and ODM capabilities.

Rising Appliance Demand ➔ Broader Product Participation.

Elin's diversified portfolio allows it to participate across multiple demand pools rather than depend on a single product segment.

Value-added EMS ➔ Backward-integrated Capability.

Elin's capabilities across tool room operations, moulding, sheet metal, die-casting, surface coating, PCB assembly, motors, product engineering and testing strengthen its value-added manufacturing offering.

Localisation ➔ India-based Scale Advantage.

Elin's multi-location footprint and expanding capacity base, including the upcoming Bhiwadi facility, support its ability to serve evolving sourcing requirements.

Margin Pressure ➔ Cost Engineering and Portfolio Upgrade.

Backward integration, operational efficiency and higher-value product categories are expected to support long-term profitability and resilience.





Company Overview

Elin Electronics Limited is an established Electronics Manufacturing Services (EMS) provider with a diversified presence across home appliances, small appliances, personal care products, lighting, fans, switches, fractional horsepower (FHP) motors, medical diagnostic cartridges, moulded components and sheet-metal components. With a legacy spanning more than five decades through the Elin Group, the Company has built strong capabilities in design, engineering, component manufacturing and large-scale assembly for leading domestic and international brands.

The Company operates across both Original Equipment Manufacturing (OEM) and Original Design Manufacturing (ODM) models, enabling it to serve customers with scale, flexibility and product-development support. Elin's differentiated strength lies in its backward-integrated manufacturing model, spanning tool room operations, moulding, sheet metal, aluminium die-casting, surface coating, PCB assembly, motor manufacturing, product assembly and testing.

During FY26, the Company continued to strengthen its transition towards higher-value, multi-category growth, with expansion in fans, small appliances, personal care products and medical diagnostic cartridges, customer additions in lighting, and progress on the upcoming Bhiwadi facility, which is expected to contribute approximately ₹5,000 million of revenue once fully ramped up.

Strategic Position Assessment

Strengths: A diversified product portfolio, long-standing customer relationships, OEM/ODM capabilities, backward-integrated operations and a strong presence across EMS and non-EMS categories, with the upcoming Bhiwadi facility strengthening scale-up potential.

Weaknesses: Exposure to a margin-sensitive industry where pricing pressure, raw material volatility and customer concentration can affect profitability; lighting and precision components have faced near-term headwinds, and Bhiwadi will require a timely ramp-up to deliver expected returns.

Opportunities: Elin's OEM/ODM capabilities, backward-integrated manufacturing model, multi-location footprint and expanding portfolio position it well to participate in the next phase of India's EMS growth, with the upcoming Bhiwadi facility further strengthening this opportunity.

Rising EMS outsourcing, growing demand for energy-efficient fans and appliances, expansion in personal care and medical diagnostic products, component localisation, and the Bhiwadi facility's ability to scale higher-realisation categories such as OFRs, chimneys, OTGs and coolers.

Threats: Competitive intensity among EMS players, dependence on imported components, raw material and foreign exchange volatility and the pace of Bhiwadi ramp-up.

The evolving Indian EMS landscape presents a significant opportunity for Elin to strengthen its role as an integrated manufacturing partner. Elin's OEM/ODM capabilities, backward-integrated manufacturing model, multi-location footprint and expanding portfolio position it well to participate in the next phase of India's EMS growth, with the upcoming Bhiwadi facility further strengthening this opportunity. At the same time, continued dependence on imported components, raw material volatility and competitive intensity reinforce the need for cost engineering, productivity improvement and localisation-led resilience.

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Strategic Priorities and Business Transformation

FY26 marked an important phase in Elin's transition towards a more diversified, value-added manufacturing platform. The Company's strategy is anchored around four priorities: product diversification, Bhiwadi-led capacity expansion (detailed further below), customer diversification, and cost engineering. Customer additions in lighting and discussions on export opportunities support market expansion, while operational excellence initiatives and backward integration remain important to margin recovery.

Business Performance and Segment-wise Growth Drivers

Elin delivered a resilient performance across its diversified portfolio during FY26, supported by product diversification, customer additions, new product launches and improvements in capacity utilisation. Fans, small appliances and medical diagnostic cartridges recorded strong momentum, while lighting and precision components saw near-term headwinds, underscoring the importance of customer diversification and portfolio rebalancing.

Fans

Revenue increased by approximately 79.56% year-on-year to ₹1,072 million, driven by volume expansion in the Brushless DC (BLDC) ceiling fan category as consumer preference shifted towards energy-efficient products. The Table, Pedestal and Wall (TPW) fan portfolio also recorded healthy traction.

Small Appliances (Kitchen, Home Care and Personal Care)

Revenue increased to ₹4,059 million during FY26. Growth in kitchen and home care was supported by new product launches and a strong volume ramp-up in Oil-Filled Radiators (OFRs), aided by an earlier festive season. Personal care revenue reached ₹1,274 million, up approximately 13.65% year-on-year, supported by demand for hair dryers, electric sterilisers and heated hair brushes, though elevated raw material prices affected demand for mixer grinders and irons towards the year-end.

Medical Diagnostic Cartridges

Revenue increased from ₹204 million in FY25 to ₹395 million in FY26, benefiting from consistent, recurring customer demand and resulting in high capacity utilisation. The Company has initiated capacity expansion plans to support future growth in this specialised vertical.

Fractional Horsepower (FHP) Motors

Revenue stood at ₹2,262 million during FY26. While third-party sales in categories such as mixer-grinder and synchronous motors were affected by lower volumes, a growing share of motor production is being utilised internally to support Elin's expanding appliance and fan businesses, reinforcing its backward-integrated model.

LED Lighting

Revenue stood at ₹1,652 million, down ₹495 million from the previous year, primarily reflecting lower volumes from a key customer following a business restructuring initiative. Elin onboarded five new lighting customers during the year and implemented selective price increases to protect profitability.

Moulded and Sheet Metal Components (Precision Components)

Revenue stood at ₹2,483 million, down from ₹2,578 million in the previous year, primarily due to planned maintenance activity during the third quarter. The segment remains an important contributor to Elin's integrated manufacturing ecosystem, supporting auto ancillary and consumer durables applications.





Bhiwadi Expansion: Building the Next Growth Platform

The upcoming Bhiwadi facility represents a key milestone in Elin's growth journey, supporting the Company's transition into higher-realisation, medium-sized appliance categories such as OFRs, chimneys, coolers and OTGs.

Beyond incremental capacity, Bhiwadi is strategically important for product diversification, operating scale, customer engagement and margin improvement. Capital expenditure towards Bhiwadi stood at ₹260 million during FY26 (excluding land), not yet capitalised and held in capital work-in-progress. As the facility ramps up, timely customer approvals, production stabilisation and cost control will be important to achieving the expected revenue and return profile.

Outlook for FY27

Elin enters FY27 targeting revenue growth of approximately 15%, led largely by the Home Appliances and Fans segments, supported by new product launches, customer additions and commercial contribution from Bhiwadi, which is expected to contribute approximately ₹5,000 million to FY27 revenue. Given ongoing geopolitical volatility and its impact on raw material costs, the Company has not issued specific EBITDA margin guidance for FY27 and remains focused on cost engineering and margin recovery.

Planned capital expenditure of approximately ₹70 crore will be directed towards Bhiwadi (₹45 crore) and scaling of existing operations (₹25 crore). The Company also aims to improve net working capital days to approximately 50 days, from 59 days at the end of FY26, supported by tighter inventory and payables management. Raw material volatility, foreign exchange movements, competitive intensity and the pace of Bhiwadi ramp-up remain key monitorables.

Financial Performance

(Consolidated numbers, ₹ in million)

Particulars	FY26	FY25
Revenue	12,877	11,802
EBITDA	546	524
EBITDA Margin (%)	4.2	4.4
PAT	226	293

Consolidated revenue increased to ₹12,877 million from ₹11,802 million in FY25, supported by growth across small appliances, fans and medical diagnostic cartridges. EBITDA stood at ₹546 million compared with ₹524 million in the previous year, with EBITDA margin at 4.2% against 4.4% in FY25. The margin contraction at the gross level was driven by a sharp increase in polymer prices, linked to elevated crude oil prices amid the prevailing geopolitical conflict, together with the depreciation of the Rupee against the US Dollar.

Profit After Tax stood at ₹226 million, down from ₹293 million in FY25. A meaningful portion of the year-on-year decline reflects a high FY25 base, which included a one-time gain of ₹75 million from a share sale; adjusting for this non-recurring item, the underlying movement in profitability is more moderate than the headline comparison suggests. The Company's focus remains on improving profitability through product mix enhancement, Bhiwadi-led scale benefits, cost engineering and working capital discipline.

Key Financial Ratios

	FY26	FY25	Change %
Inventory Turnover (x)	6.72	7.34	8.45
Debtors' Turnover Ratio (x)	5.95	5.54	7.40
Interest Coverage Ratio (x)	4.73	6.08	-22.20
Current Ratio (x)	2.44	2.62	6.87
Debt-Equity Ratio (x)	0.02	0.04	-50.00
Operating Profit Margin (%)	2.35	2.35	Nil
Net Profit Margin (%)	1.75	2.48	-29.44
Return on Equity/Return on Net Worth (%)	4.14	5.65	-26.73

Explanation for Variances

Net Profit Margin declined from 2.48% to 1.8%, driven by a contraction in gross margin due to polymer price inflation and Rupee depreciation, as described above and by the high FY25 base resulting from the one-time ₹81 million share-sale gain. Ratio movements dependent on balance sheet closing figures (inventory, debtors, interest coverage, current ratio, debt-equity, return on equity) are pending confirmation from the client-approved financial statements.

Transactions with Promoter Group Entities

There were no transactions during the period between the Company and any individual or entity that is part of the promoter/promoter group and holds 10% or more of the Company's shareholding.



Risk Management

Risk Category	Description / Impact	Mitigation Strategy
Customer Concentration Risk	Dependence on a few large customers across EMS, lighting and appliance businesses may impact revenues if demand declines or contracts are not renewed.	Diversify the customer portfolio across product categories and geographies; deepen existing relationships; onboard new customers.
Raw Material Price and Input Cost Risk	Volatility in key raw materials, including copper, steel, aluminium, imported electronic components and crude-linked polymers, may affect gross margins and pricing stability.	Customer-level repricing mechanisms, procurement planning, supplier diversification, inventory discipline and value engineering.
Supply Chain Disruptions	Dependence on imported components and global supply chains exposes the Company to logistics bottlenecks, geopolitical tensions and material shortages.	Supplier diversification, localisation initiatives, strategic inventory management and strengthening of domestic sourcing.
Technology and Product Obsolescence Risk	Rapid technological advancements and changing consumer preferences may render existing products less competitive.	Continuous investment in product development, ODM capabilities, engineering and customer-led innovation.
Competitive Intensity and Margin Pressure	Increasing competition from domestic and global EMS players may lead to pricing pressure and lower margins.	Focus on operational excellence, value-added manufacturing, product diversification and long-term customer partnerships.
Regulatory and Compliance Risk	Changes in manufacturing regulations, environmental norms, labour laws or trade policies may increase compliance costs.	Robust compliance framework, regular audits, employee training and proactive monitoring of regulatory developments.
Foreign Exchange Risk	Imports of raw materials and export transactions expose the Company to currency fluctuations, impacting costs and profitability.	Natural hedging, prudent treasury management, forward contracts and continuous monitoring of currency exposures.



Risk Category	Description / Impact	Mitigation Strategy
Cybersecurity and Information Technology Risk	Increasing digitalisation exposes the Company to cyber threats, data breaches and disruption of business operations.	Cybersecurity systems, access controls, data protection protocols, periodic audits and employee awareness programmes.
Human Capital Risk	Shortage of skilled engineers, technicians and specialised manufacturing talent may affect operational efficiency and future growth.	Structured talent acquisition, continuous training, leadership development and succession planning.
Operational and Capacity Utilisation Risk	Manufacturing disruptions from equipment breakdowns, quality issues or underutilisation can affect productivity and profitability.	Preventive maintenance, quality management systems, automation and continuous capacity monitoring.
Bhiwadi Ramp-up Risk	Growth plans depend partly on the timely stabilisation and utilisation of the Bhiwadi facility. Delays in commissioning, customer approvals or demand ramp-up may affect revenue and margin expectations.	Phased ramp-up planning, customer engagement, capacity monitoring and continued focus on cost engineering and working capital management.



Human Resources

People capability plays a critical role in supporting manufacturing excellence, product development, quality assurance and operational efficiency across Elin's operations. During FY26, the Company continued to strengthen its talent base in line with its evolving product portfolio and capacity expansion plans.

As Elin prepares for the Bhiwadi ramp-up and expands into higher-value appliance categories, technical training, shop-floor discipline, safety and leadership development remain key focus areas. As of March 31, 2026, Elin employed 2,391 people across its operations.

Internal Control System and Its Adequacy

Elin maintains a robust internal control framework aligned with the scale and complexity of its multi-location manufacturing operations, covering procurement, inventory management, production planning, quality control, financial reporting, statutory compliance, asset safeguarding and operational governance.

The framework is designed to uphold disciplined business conduct, prevent and detect fraud or errors, maintain the integrity of accounting records and enable timely, accurate preparation of financial statements, supporting the Company's commitment to transparency and good governance.

The effectiveness of the internal control system is regularly evaluated through internal audits and independent statutory reviews, with oversight from the Audit Committee to ensure recommended changes are implemented in a timely manner.

Directors' Report

Dear Members,

Your Directors take immense pleasure in presenting the **44TH ANNUAL REPORT** of **Elin Electronics Limited** ("the Company") along with the Audited (Standalone & Consolidated) Financial Statements for the Financial Year ended 31st March, 2026. The consolidated performance of the Company and its subsidiary have been referred to wherever required.

FINANCIAL SUMMARY / PERFORMANCE OF THE COMPANY (STANDALONE & CONSOLIDATED)

The standalone and consolidated financial highlights of your Company are as under:

(Amount in ₹ in Million)

	Standalone		Consolidated	
	for the Financial Year ended		for the Financial Year ended	
	31 st March 2026	31 st March 2025	31 st March 2026	31 st March 2025
Revenue from operations	10,160.60	9,449.47	12,877.27	11,802.06
Other Income	68.03	102.70	75.58	183.44
Total Income from operations	10,228.63	9,552.17	12,952.85	11,985.50
Profit Before Depreciation, Finance Cost, Exceptional items and Tax expenses	559.08	539.24	631.20	707.10
Less: Depreciation / Amortisation	202.76	204.13	243.67	246.12
Profit Before Finance Costs, Exceptional items and Tax expenses	356.32	335.11	387.53	460.98
Less: Financial costs	67.71	62.28	81.91	75.83
Profit Before Exceptional items and Tax Expenses	288.61	272.83	305.62	385.15
Less: Exceptional items	7.42	-	9.14	-
Profit Before Tax (PBT)	281.19	272.83	296.48	385.15
Less: Taxes (current & deferred)				
Current Tax	56.10	50.00	56.10	68.60
Adjustment of tax relating to earlier periods	(2.67)	(0.37)	(4.66)	0.45
Deferred Tax charge	14.48	21.48	19.13	22.88
Profit After Tax (PAT)	213.28	201.72	225.91	293.22
Profit of the year	213.28	201.72	225.91	293.22
Total comprehensive Income, net of Tax	207.34	197.89	216.95	291.57
Earnings per Equity Share (₹)				
Basic & Diluted	4.29	4.06	4.64	6.11

Note: The Company has not transferred any amount to reserves.



PERFORMANCE AND STATE OF COMPANY'S AFFAIRS

During the year under review, the Standalone revenue from operations increased by 7.53% to ₹ 10,160.60 Million as against ₹ 9,449.47 Million in the previous financial year. The net profit after tax increased by 5.73% to 213.28 Million as against ₹ 201.72 Million in the previous financial year.

The consolidated revenue from operations increased by 9.11% to ₹ 12,877.27 Million as against ₹ 11,802.06 Million in the previous financial year. The consolidated net profit after tax decreased by 22.96% to 225.91 Million as against ₹ 293.22 Million in the previous financial year.

DIVIDEND

The Dividend Distribution Policy, in terms of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is annexed as Annexure-I to this Report and is also available on the website of the Company at <https://www.elinindia.com/pdf/investors/policies/Dividend-Distribution-Policy.pdf>. The Board do not recommend any dividend for F.Y. 2025-26.

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of business during the F.Y. 2025-26.

MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year and the date of this report.

DISCLOSURE ABOUT UTILIZATION OF INITIAL PUBLIC OFFER (IPO) PROCEEDS

Your Company discloses to the Audit Committee the uses/application of proceeds/funds raised from the initial public offer (IPO) as a part of the quarterly review of Financial Results. Your Company has obtained monitoring reports from the Monitoring Agency on a quarterly basis confirming no deviation or variation in the utilization of IPO proceeds from the objects stated in the Prospectus dated 23rd December, 2022. Your Company has submitted the statement(s) and Monitoring Agency Report as required under Regulation 32 of the Listing Regulations to both the Stock Exchanges where the equity shares of your Company are listed, namely the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

The details of the proceeds of the Fresh Issue are set forth below:

Particulars	Amount in Millions
Gross Proceeds of the Fresh Issue	₹ 1,750.00 Million
(Less) Net of provisional IPO Expenses	₹ 103.87 Million
Net Proceeds	₹ 1,646.13 Million

The utilization of funds raised through IPO have been mentioned hereunder:

Mode	Object	Amount Allocated (in Million)	Amount Utilized (in Million) as on June 30, 2025**
IPO	Repayment/ prepayment, in full or part, of certain borrowings availed by our Company	₹ 880.00	₹ 880.00
	Funding capital expenditure towards upgrading and expanding our existing facilities at Ghaziabad, Uttar Pradesh and Verna, Goa	₹ 375.89	₹ 375.89
	General corporate purposes	₹ 390.24	₹ 395.63*
	Net Proceeds	₹ 1,646.13	₹ 1651.52

* Adjusted based on the final share of Company's share in issue expenses

** The net proceeds towards objects of the issue, as mentioned in the Prospectus, stands fully utilized as at the quarter ended June 30, 2025.

CHANGE IN SHARE CAPITAL

During the year under review, the paid-up equity share capital of the Company has been increased from ₹ 248.30 millions divided into 4,96,59,220 equity shares of face value of ₹ 5/- each to ₹ 248.55 millions divided into 4,97,09,220 equity shares of face value of ₹ 5/- each pursuant to allotment of equity shares as detailed below:

S. no	Type of Issue	Number of Shares Allotted
1	ESOP	50,000 Equity Shares

EMPLOYEE STOCK OPTION SCHEME

Elin Electronics Employee Stock option Plan 2024 ('ESOP 2024'/'the Plan') was approved by the shareholders at the 42nd Annual General Meeting of the Company held on 30th September, 2024 for issue and allotment of options exercisable into not more than 5,00,000 equity shares to eligible employees of the Company.

ESOP 2024 is administered by the Nomination and Remuneration Committee (Compensation committee) of the Board of Directors of the Company.

During the financial year under review 50,000 options were allotted to the eligible employee. Further, the Listing approval of 50,000 Equity shares of Face value of ₹ 5/- each allotted under ESOP 2024 was granted on March 23, 2026 by National Stock Exchange of India Ltd and BSE Ltd. The Plan of the Company is implemented in compliance with relevant/ applicable ESOP Regulations/ Guidelines. The disclosure as required under

the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 is available on the website of the Company at www.elinindia.com.

QUALITY CERTIFICATION

The Company continued to have ISO 9001:2008 certification for 'Quality Management System Standard' and ISO 14001:2015 certification for 'Environment Management System Standard' and TS: 16949: 2016 quality certifications for 'automotive parts'

RISK MANAGEMENT

Risk Management is an integral to your Company's strategy and for the achievement of our long-term goals. Our success as an organization depends on our ability to identify and leverage the opportunities while managing the risks.

The Risk Management Committee of the Company has been entrusted by the Board with the responsibility of reviewing the risk management process in the Company and ensuring that the risk are brought within acceptable limits. There is no major risk which may threaten the existence of the Company.

Our approach to risk management is designed to provide reasonable assurance that our assets are safeguarded, the risks are being assessed and mitigated and all information that may be required to be disclosed is reported to Company's Senior Management, the Audit Committee, the Risk Management Committee and the Board.

Your Company has framed and implemented a Risk Management Policy for the assessment and minimization of risk, which may be accessed at <https://www.elinindia.com/pdf/investors/policies/Risk-Management-Policy.pdf>

INTERNAL FINANCIAL CONTROLS

According to Section 134(5)(e) of the Companies Act, 2013 ("the Act") the term Internal Financial Control (IFC) means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safe guarding 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. The Act also mandate the need for an effective Internal Financial Control system in the Company which should be adequate and shall operate effectively. Rule 8(5)(viii) of Companies(Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board's report.

The Company has adequate Internal Financial Control System over financial reporting ensuring that all transactions are authorized, recorded, and reported correctly in a timely manner to provide reliable financial information and to comply with applicable accounting standards which commensurate with the size and volume of business of the Company.

The Company believes that these systems provide reasonable assurance that the Company's internal financial controls are adequate and are operating effectively as intended. During the year under review, such controls were tested by the Internal Auditors of the Company and no material weaknesses or significant deficiencies in the design or operations were observed and reported by the Internal Auditors.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

'Elin Appliances Private Limited' is the wholly owned subsidiary of your Company. There has been no change in the nature of business of this subsidiary. During the year under review 'Elin Appliances Private Limited' was also the material subsidiary of the Company, as per the Listing Regulations.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 ("the Act") read with the Companies (Accounts) Rules, 2014 and in accordance with applicable accounting standards, a statement containing the salient features of financial statements of your Company's subsidiary in Form No. AOC-1 is annexed to consolidated Financial Statements. In accordance with the provisions of Section 136 of the Act and the amendments thereto and the Listing Regulations, the audited Financial Statements including the consolidated financial statements and related information of the Company and financial statements of your Company's subsidiary have been placed on the website of the Company viz. <https://www.elinindia.com/investors/#Financial-Reports>. Your Company has formulated a Policy for determining Material Subsidiaries.

The said policy is available on the website of the Company at <https://www.elinindia.com/pdf/investors/policies/Policy-on-Material-Subsidiaries.pdf>. No Company has become/ceased to be an Associate or Joint Venture during F.Y. 2025-26.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under the Listing Regulations, is presented in a separate section, forming part of the Annual Report.

CORPORATE GOVERNANCE

Your Company embeds sound Corporate Governance practices and constantly strives to adopt emerging best practices. It has always been the Company's endeavor to excel through better Corporate Governance and fair and transparent practices. A Report on Corporate Governance forms part of this Report. M/s P. P. Agarwal & Co., (Firm Registration No. S2012DE174200), Company Secretaries, the Secretarial Auditor of the Company during the Financial Year 2025-26 vide their certificate dated May 25, 2026, have confirmed that the Company is and has been compliant with the conditions stipulated in the Chapter IV of the Listing Regulations. The said certificate also forms part of Corporate Governance Report

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

The Business Responsibility and Sustainability Report on environment, social and governance disclosure as stipulated under Regulation 34(2)(f) of Listing Regulations is not applicable during Financial Year 2025-26.

STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS

The audited financial statements of the Company are drawn up, both on standalone and consolidated basis, for the financial year ended 31st March, 2026, in accordance with the requirements of the Companies (Indian Accounting Standards)

Rules, 2015 (Ind-AS) notified under Section 133 of the Act, read with relevant Rules and other accounting principles. The Consolidated Financial Statement has been prepared based on the financial statements received from subsidiary as approved by their respective Board of Directors.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The particulars of loans/advances, guarantees and investments under Section 186 of the Companies Act, 2013 are given in the notes forming part of the Financial Statements.

PUBLIC DEPOSITS

The Company has not accepted any public deposits from the public and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Directors:

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Mangi Lal Sethia (DIN: 00081367), Chairman and Whole-time Director and Mr. Kamal Sethia (DIN: 00081116), Managing Director of the Company, are liable to retire by rotation at the ensuing Annual General Meeting and being eligible, have offered themselves for re-appointment. The Board of Directors on the recommendation of the Nomination and Remuneration Committee ("NRC") have recommended their re-appointment for approval of members in the ensuing Annual General Meeting.

The Board also at its meeting held on May 25, 2026 upon the recommendation of Nomination and Remuneration Committee approved the re-appointment of the following Non-Executive Independent Directors for a second term of five years subject to the approval of members at the ensuing Annual General Meeting of the Company:

S. No.	Name of Director	Tenure
1	Dr. Shanti Lal Sarnot (DIN: 01899198)	30.09.2026 to 29.09.2031
2	Shri Ashis Chandra Guha (DIN: 09352987)	08.10.2026 to 07.10.2031

The Company has received declarations from the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations. They have complied with the Code for Independent Directors prescribed in Schedule IV of the Companies Act, 2013. Ms. Shilpa Baid and Ms. Priyanka Jain, the Independent Women Directors of the Company have passed an online proficiency self-assessment test conducted by the Indian Institute of Corporate Affairs in February, 2022 and April, 2022 respectively. Mr. Ashis Chandra Guha, Independent Director of the Company has also passed an online proficiency self-assessment test conducted by the Indian Institute of Corporate Affairs in October, 2023. Dr. Shanti Lal Sarnot has been exempted under Rule 6(4) of Companies (Appointment and Qualification of Directors) Rules, 2014 from requirement of passing online proficiency self-assessment test conducted by the Indian Institute of Corporate Affairs.

The Board confirms that independent director appointed during the year possess the desired integrity, expertise and experience. The Independent Directors of the Company stated that they are in compliance with the Section 150 of the Companies Act, 2013 read with Rule 6 (1) & (2) of the Companies (Appointment & Qualification of Directors) Rules, 2014.

In the opinion of Board, Independent Directors fulfil the conditions specified in the Companies Act, 2013 read with schedules and rules thereto as well as the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Independent Directors are independent of management.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees and reimbursement of expenses, if any.

The brief profile, pursuant to Secretarial Standards-2 and Regulation 36(3) of Listing Regulations, of the Directors eligible for appointment/ re-appointment forms part of the Notice of Annual General Meeting as an Annexure-I.

Key Managerial Personnel:

As on the date of this report, the following are Key Managerial Personnel ("KMPs") of your Company as per Sections 2(51) and 203 of the Act:

- Mr. Mangi Lal Sethia- Chairman & Whole-Time Director
- Mr. Kamal Sethia – Managing Director
- Mr. Sanjeev Sethia – Whole-Time Director
- Mr. Sumit Sethia – Whole-Time Director
- Mr. Kishore Sethia – Director (Operations)*
*not on the Board of the Company
- Mr. Raj Karan Chhajera – Chief Financial Officer
- Mr. Praveen Tandon- Chief Executive Officer (Resigned w.e.f. February 11, 2026)
- Ms. Lata Rani Pawa – Company Secretary and Compliance Officer

BOARD EVALUATION

The Board has carried out an annual evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees, in the manner as enumerated in the Nomination and Remuneration Policy, in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The evaluation exercise covered various aspects of the Board's functioning such as composition of the Board & Committee(s), their functioning & effectiveness, contribution of all the Directors and the decision making process by the Board.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its members individually were adjudged satisfactory.

MEETINGS OF INDEPENDENT DIRECTORS

As per Schedule IV of the Act, Secretarial Standards-1 ('SS- 1') read with the Guidance Note on SS-1 and Listing Regulations the meeting of the Independent Directors was held on February 06, 2026.

FAMILIARIZATION PROGRAMME FOR THE INDEPENDENT DIRECTORS

In compliance with the requirements of the Listing Regulations, the Company has put in place a familiarization programme for the Independent Directors to familiarize them with their roles, rights and responsibility as Directors, working of the Company, nature of the industry in which the Company operates, business model etc.

The details of the familiarization programme are explained in the Corporate Governance Report. The same is also available on the website of the Company at www.elinindia.com.

DIRECTORS' RESPONSIBILITY STATEMENT

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

- in the preparation of the annual accounts for the year ended 31st March, 2026, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the directors had selected such accounting policies and applied them consistently and made judgements 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 31st March, 2026 and of the profits of the Company for the year ended on that date;
- the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the directors had prepared the annual accounts on a going concern basis;
- the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- 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.

MEETINGS OF THE BOARD

During the Financial year Five meetings of the Board were held on May 26, 2025, August 07, 2025, September 27, 2025, November 10, 2025 and February 06, 2026. One Resolution by Circulation has been passed by Board of Directors on May 14, 2025.

The requisite quorum was present at all the meetings. The intervening gap between any two meetings was not more than one hundred and twenty days as prescribed by the Act. A detailed update on the Board & its Committees, composition thereof, number of meetings held during the F.Y. 2025-26 and attendance of the Directors at such meetings are provided in the "Corporate Governance Report".

REMUNERATION OF DIRECTORS AND EMPLOYEES

Disclosure comprising particulars with respect to the remuneration of directors and employees and other details, as required to be disclosed in terms of the provisions of Section

197(12) of the Act and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as "Annexure-II" to this Report.

BOARD COMMITTEES

The Board has duly constituted following Committees, which are in line with the provisions of applicable laws:

- Audit Committee
- Nomination and Remuneration Committee
- Corporate Social Responsibility Committee
- Stakeholder's Relationship Committee
- Risk Management Committee

A detailed update on the attendance and terms of reference of aforesaid Committees are provided in the "Corporate Governance Report".

AUDIT COMMITTEE

The Audit Committee comprises of Ms. Priyanka Jain, Independent Woman Director as a Chairperson, Ms. Shilpa Baid, Independent Woman Director as member, Dr. Shanti Lal Sarnot, Independent Director as member and Mr. Kamal Sethia, Managing Director as its member. The Committee met 5 (Five) times during the year under review on May 26, 2025, August 07, 2025, September 27, 2025, November 10, 2025 and February 06, 2026.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee (NRC) comprises of Ms. Priyanka Jain, Independent Woman Director as a Chairperson, Ms. Shilpa Baid, Independent Woman Director as member and Dr. Shanti Lal Sarnot, Independent Director as member. Two meetings of the Nomination and Remuneration Committee (NRC) were held during the year dated on May 26, 2025 and August 07, 2025.

One Resolution by Circulation has been passed by Nomination and Remuneration Committee on February 10, 2026.

The Nomination & Remuneration Policy of the Company is in place and attached as Annexure-III and also uploaded on the website of the Company at the following link: <https://www.elinindia.com/pdf/investors/policies/Nomination-Remuneration-Policy.pdf>.

STAKEHOLDER'S RELATIONSHIP COMMITTEE

The Stakeholder's Relationship Committee comprises of Ms. Priyanka Jain, Independent Woman Director as a Chairperson, Ms. Shilpa Baid, Independent Woman Director as member and Mr. Kamal Sethia, Managing Director as member. Two meetings of the Stakeholder's Relationship Committee (SRC) were held during the year dated on August 07, 2025 and February 06, 2026.

RISK MANAGEMENT COMMITTEE

The Risk Management Committee comprises of Mr. Kamal Sethia, Managing Director as Chairman, Mr. Sanjeev Sethia, Whole-Time Director as Member and Ms. Priyanka Jain, Independent Woman Director as Member. Two meetings of the Risk Management Committee (RMC) were held during the year dated on February 06, 2026 and March 30, 2026.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility (CSR) committee comprises of Mr. Kamal Sethia, Managing Director as Chairman, Mr. Sanjeev Sethia, Whole-time Director as member and Ms. Priyanka Jain, Independent Woman Director as Member. Three meetings of the CSR committee were held during the year on May 26, 2025, August 07, 2025 and February 06, 2026.

The CSR activities and programs undertaken by your Company are in accordance with the provisions of Section 135 of the Act and rules made thereunder. The CSR initiatives of the Company during the year under review focused on promoting education, promoting health care including preventive health care and ensuring environmental sustainability. The annual report on CSR activities is annexed and forms part of this report as Annexure-IV. The CSR policy is available on the website of your Company at <https://www.elinindia.com/pdf/investors/csr/CSR-Policy.pdf>

Further, the Chief Financial Officer of your Company has certified that the CSR spends of your Company for the FY 2025-26 have been utilized for the purpose and in the manner approved by the Board of Directors of the Company.

STATUTORY AUDITORS & AUDITOR'S REPORT

M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, (Firm Registration No. 301003E/ E300005), the Statutory Auditors of the Company had been appointed as the Statutory Auditors for a first term of 4 consecutive years from the conclusion of 41st Annual General Meeting (AGM) held on 30th September, 2023 till conclusion of 45th AGM of the Company to be held in the year 2027 at such remuneration plus applicable taxes and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors and Shareholders of the Company.

Further, the Auditors have confirmed their eligibility under Section 141 of the Companies Act, 2013 read with rules made thereunder.

The Auditors' Report read along with Notes to Accounts is self-explanatory and therefore does not call for any further comments.

The Auditor's Reports on the Standalone and the Consolidated Financial Statements for the financial year ended 31st March, 2026 does not contain any qualification, reservation or adverse remark requiring any explanations/ comments by the Board of Directors. No fraud has been reported by the Statutory Auditors under Section 143(12) of the Companies Act, 2013 and the rules made thereunder.

COST AUDITORS

The Board upon the recommendation of Audit Committee, has re-appointed M/s Bhavna Jaiswal & Associates, Cost Accountants (Firm Registration number 100608), as Cost Auditors for conducting the audit of cost records of the Company for the financial year 2026-27. A proposal for ratification of remuneration of the Cost Auditors for the financial year 2026-27 is placed before the shareholders at the ensuing AGM of the Company.

No fraud has been reported by the Cost Auditors under section 143(12) of the Companies Act, 2013 and rules made thereunder.

SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

The Members of the Company in their 43rd Annual General Meeting on August 30, 2025 appointed M/s P. P. Agarwal & Co., (Firm Registration No. S2012DE174200), Company Secretaries as Secretarial Auditors of the Company for a term of five (5) consecutive Financial Years commencing from Financial Year 2025- 26 to Financial Year 2029-30.

M/s P. P. Agarwal & Co., (Firm Registration No. S2012DE174200), Company Secretaries have confirmed that they are not disqualified to act as Secretarial Auditors of the Company.

Further, in compliance of Regulation 24A of the Listing

Regulations, Company's unlisted material subsidiary also undergo Secretarial Audit and the Secretarial Audit Reports of the Company and its unlisted material subsidiary in the prescribed Form No. MR-3 is attached as **Annexure-V and VI** forming part of this Report. The Secretarial Audit Report of your Company and its unlisted material subsidiary does not contain any qualification, reservation, adverse remark or disclaimer.

No fraud has been reported by the Secretarial Auditors under Section 143 (12) of the Companies Act, 2013 and the rules made thereunder.

INTERNAL AUDITORS

The Board at its meeting held on May 25, 2026 upon the recommendation of Audit committee have approved re-appointment of M/ s. Oswal Sunil & Company, Chartered Accountants (Firm Registration No: 016520N) as Internal Auditors of the Company for the Financial Year 2026-27.

DISCLOSURES IN RELATION TO THE COMPANIES (SHARE CAPITAL AND DEBENTURE) RULES, 2014

- (a) the Company has not issued any equity shares with differential voting rights during the year under review and hence no information as per provisions of Rule 4(4) has been furnished;
- (b) the Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Rule 8(13) has been furnished; and
- (c) the disclosure as mandated under Section 62(1) (b) of the Companies Act, 2013 ('The Act') read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 and SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time ('SEBI ESOP Regulations') is available on website of the Company at www.elinindia.com.

ANNUAL RETURN

In accordance with Sections 92 and 134 of the Act read with MCA circular dated 28th August, 2020 and notification dated 5th March, 2021 the requirement to annex an extract of the annual return with this Annual report in form MGT-9 is dispensed with and is no longer required.

In accordance with the Companies Act, 2013, the annual return in the prescribed format is available at website of the Company at www.elinindia.com.

KEY FINANCIAL RATIOS

The Key financial ratios for the financial year ended 31st March, 2026 forms part of the Management Discussion and Analysis Report.

INVESTOR EDUCATION AND PROTECTION FUND

During the year under review, the Company was not required to transfer any funds to Investor Education and Protection Fund (IEPF).

TRANSACTIONS WITH RELATED PARTIES

All transactions with related parties were reviewed and approved by the Audit Committee and are in accordance with the Policy on dealing with Related Party Transactions. An omnibus approval from the Audit Committee is obtained for the related party transactions which are foreseen and repetitive in nature. All contracts/arrangements/ transactions entered into by the Company during the year under review with Related Parties were in the ordinary course of business and on arm's length basis. 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 policy of the Company on related party transactions or which is required to be reported in Form No. AOC-2 in terms of Section 134(3) (h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014. The Company's Policy on Related Party Transactions is available on the website of the Company at <https://www.elinindia.com/pdf/investors/policies/Related-Party-Transaction-Policy-ELIN-Electronics.pdf>. The Company in terms of Regulation 23 of the Listing Regulations submits on the date of publication of its standalone and consolidated financial results for the half year disclosures of related party transactions on a consolidated basis, in the specified format to the stock exchanges where the shares of the company are listed.

VIGIL MECHANISM

The Company has laid down Whistle Blower Policy covering Vigil Mechanism with protective clauses for the Whistle Blowers. The Whistle Blower Policy is made available on the website of the Company at www.elinindia.com.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There were no significant material orders passed by the Regulators/ Courts/ Tribunals during the Financial Year 2025-26 which would impact the going concern status of the Company and its future operations.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 read with Rules thereto.

The Company has undertaken 9 workshops or awareness programs against sexual harassment of women at the workplace during the Financial Year 2025-26. During the year under review, no complaint was received under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Company is in compliance of all applicable Secretarial Standards as specified by the Institute of Company Secretaries of India.

OTHER DISCLOSURES

- No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable;
- The requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable;
- There was no revision of financial statements and Board's Report of the Company during the year under review;
- The disclosure pertaining to explanation for any deviation or variation in connection with certain terms of a public issue, rights issue, preferential issue etc. is not applicable to the Company.

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

The information required under Section 134 (3) (m) of the Act read with Rule 8(3) of Companies (Accounts) Rules, 2014, is as under:

A. CONSERVATION OF ENERGY:

Your Company has always considered energy and natural resources conservation as a focus area. Your Company ensures strict compliance with all the statutory requirements and has taken several sustainable steps voluntarily to contribute towards better environment like use of natural lighting and natural ventilation.

- The steps taken/impact on conservation of energy – NIL
- The steps taken by the Company for utilizing Alternate Sources of Energy-
Installation of Solar Power Plant on Company rooftops mentioned as under:
 - Baddi- 650 kWp capacity
 - Goa- 325 kWp capacity and
 - Bhiwadi- 850 kWp capacity
- The capital investment on energy conservation equipment: Nil

B. TECHNOLOGY ABSORPTION:

- (i) the efforts made towards technology absorption
- Nil
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution - Self-reliance in new products, product development, improved production process for better productivity, import substitution and cost reduction attempts are made for sourcing of material and components for cost effectiveness. The input cost has been reduced and in some cases the quality has improved.
- (iii) Imported Technology (Imported During The Last 3 Years) – Nil
- (iv) Expenditure on Research and Development-During the financial year, expenditure on research and development including capital expenditure was ₹ 92.86 Million as against ₹ 97.04 Million in the previous year.

C. FOREIGN EXCHANGE EARNING & OUTGO:

During the financial year, the foreign exchange earned in terms of actual inflows was ₹ 126.98 Million as against

₹ 39.92 Million in the previous year and foreign exchange outgo in terms of actual outflows was ₹ 1,181.86 Million as against ₹ 929.40 Million in the previous year.

ACKNOWLEDGEMENT

The Directors thank the Company's customers, vendors, bankers and investors for their continuous support. The Directors also thank the Government of India, Governments of various states in India, Governments of various countries and concerned Government departments and agencies for their co-operation.

Your Directors also wish to place on record their deep appreciation for the services rendered by staff and workers of the Company at all levels and for dedication to their work and loyalty.

On behalf of the Board of Directors

Place: New Delhi
Date: May 25, 2026

(Mangi Lal Sethia)
Chairman
DIN: 00081367

DIVIDEND DISTRIBUTION POLICY

Introduction and Background

As per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is required to formulate and disclose its Dividend Distribution Policy. Accordingly, the Board of Directors of the Company ('the Board') has approved this Dividend Distribution Policy. The objective of this Policy is to provide clarity to stakeholders on the dividend distribution framework to be adopted by the Company. The Board of Directors shall recommend dividend in compliance with this Policy, the provisions of the Companies Act, 2013 and Rules made thereunder and other applicable legal provisions.

The Company currently has only one class of shares, viz. equity, for which this policy is applicable. The policy is subject to review if and when the Company issues different classes of shares.

Interim and Final Dividend

The Board may declare one or more Interim Dividends during the year. Additionally, the Board may recommend Final Dividend for the approval of the shareholders at the Annual General Meeting. The date of the Board meeting in which the Dividend proposal will be considered, will be provided to the stock exchanges, as required by Listing Regulations.

Dividend Payout

The Board of the Company has approved this Dividend Distribution Policy to comply with these requirements. The circumstances under which Members may expect dividend are based on the following factors:

- Current year profits and outlook in line with internal and external environment.
- Operating cash flows
- Funding growth needs including working capital, capital expenditure, repayment of debt, etc. Dividend payout trends

- Tax implications if any, on distribution of dividends.
- Providing for unforeseen events and contingencies with financial implications.
- Any other relevant factor that the Board may deem fit to consider

Notwithstanding the above, the shareholders of the Company may not expect Dividend under the following circumstances:

- a. Whenever it undertakes or proposes to undertake a significant expansion project requiring higher allocation of capital.
- b. Significantly higher working capital requirements adversely impacting free cash flow.
- c. Whenever it undertakes any acquisitions or joint ventures requiring significant allocation of capital.
- d. In the event of inadequacy of profit or whenever the Company has incurred losses.

In case the Board proposes not to distribute the profit; the fact shall be disclosed in the Annual Report of the Company. In the event of any conflict between the Act or the SEBI Regulations or any other statutory enactments ("Regulations") and the provisions of this policy, the Regulations shall prevail over this policy. Any subsequent amendment / modification in the Regulations, in this regard shall automatically apply to this policy.

Disclosure

This policy (as amended from time to time) will be available on the Company's website and in the annual report.

Disclaimer

This document does not solicit investments in the Company's securities. Nor is it an assurance of guaranteed returns (in any form), for investments in the Company's equity shares.

Annexure-II**I. DISCLOSURE PURSUANT TO THE PROVISIONS OF SECTION 197(12) OF THE ACT AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 IS AS UNDER:**

- A. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during F.Y. 2025-26, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for F.Y. 2025-26 are as under:

S. No.	Name of the Director / KMP and Designation	% increase in Remuneration in F.Y. 2025-26	Ratio of remuneration of each Director/ to median remuneration of employees
1	Mr. MANGI LALL SETHIA (Chairman & Whole-time Director)	NIL	13
2	Mr. KAMAL SETHIA (Managing Director)	NIL	30
3	Mr. SANJEEV SETHIA (Whole-time Director)	NIL	30
4	Mr. SUMIT SETHIA (Whole-time Director)	NIL	31
5	Dr. SHANTI LAL SARNOT (Non-Executive Independent Director)	NIL	0.52
6	MS. SHILPA BAID (Non-Executive Independent Director)	NIL	0.52
7	Mr. ASHIS CHANDRA GUHA (Non- Executive Independent Director)	NIL	0.41
8	Ms. PRIYANKA JAIN (Non- Executive Independent Director)	NIL	0.9
9	Mr. KISHORE SETHIA (Director Operations)*	NIL	Not Applicable
10	Mr. RAJ KARAN CHHAJER (Chief Financial Officer)	9.95%	Not Applicable
11	Mr. PRAVEEN TANDON (Chief Executive Officer)**	7%	Not Applicable
12	Ms. LATA RANI PAWA (Company Secretary)	30.00%	Not Applicable

Note: Independent Directors only receive sitting fee for attending Board/ Committee meetings.

*Not on the Board of the Company, Key Managerial Personnel under Section 2(51) of the Companies Act, 2013.

** Resigned w.e.f. February 11, 2026.

- B. Percentage increase in the median remuneration of employees in the Financial Year:
The average percentage increase in the median remuneration of employees in the Financial Year is 4.47 %.
- C. Number of permanent employees on the rolls of the Company:
There were 2,391 permanent employees on the rolls of Company as on 31st March, 2026.
- D. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:
Average percentage increase made in the salaries of employees other than managerial personnel in the last financial year i.e. F.Y. 2025-26 was 6.78% whereas the increase in the managerial remuneration for the same financial year was Nil. There are no exceptional circumstances for increase in managerial remuneration as there was no increase in Managerial Remuneration. It is based on the Remuneration Policy of the Company and also not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013.
- E. Affirmation that the remuneration is as per the Remuneration Policy of the Company:
It is affirmed that the remuneration is as per the remuneration policy of the Company.

II. STATEMENT PURSUANT TO RULE 5(2) AND RULE 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES 2014, FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2026.

a) Details of top ten employees in terms of remuneration drawn is as under:

S. No.	Name of Employee	Designation	Remuneration (₹ in Millions) per annum	Qualification & Experience	Age	Date of Commencement of Employment	Last Employment held
1	Mr. Praveen Tandon	CEO*	20.27	B.E.- 30 years	52	17 th April, 2024	Dixon Technologies (India) Ltd.
2	Mr. Sumit Sethia	Whole-Time Director	9.04	B.Com (Pass)- 29 years	53	Since 1998	Not Applicable
3	Mr. Kamal Sethia	Managing Director	8.74	B.Com (Pass)- 46 years	68	Since 1992	Partner-L.K.M. Electronic Corporation
4	Mr. Sanjeev Sethia	Whole-Time Director	8.74	BSEE- 32 years	57	Since 1994	Not Applicable
5	Mr. Kishore Sethia	(Director Operations)**	8.74	B.Com (Hons)- 46 years	67	Since 1992	Partner-Sumitomo Electronics Corporation
6	Mr. Akash .Sethia	Head - Strategy	8.44	C.A. from ICAI- 18 years	39	1 st January, 2023	Macquarie India
7	Mr. Mangi Lall Sethia	Chairman & Whole-Time Director	3.64	M.A.- 65 years	88	Since Incorporation- 26 th March, 1982	Director- Kanchan Commercial Company Private Limited
8	Mr. Raj Karan Chhajer	Chief Financial Officer	3.10	B.Com (Pass)	70	Since Incorporation	Not Applicable
9	Mr Sanjay Tyagi	General Manager	2.89	Diploma-1989, BTech-2010- Industrial Engg- 8 years	55	16 th November, 2018	Omex Auto Ltd.
10	Mr. Yogesh Sharma	General Manager	2.88	Diploma In Mech-1991 -34 years	64	02 nd December, 1991	Not Applicable

* Resigned w.e.f. February 11, 2026.

**Not on the Board of the Company, Key Managerial Personnel (KMP) under Section 2(51) of the Companies Act, 2013.

Notes:

- Mr. Mangi Lall Sethia, Mr. Kamal Sethia and Mr. Kishore Sethia are relatives. Mr. Kamal Sethia holds two percent or more of the equity share of the Company. Mr. Kishore Sethia also along with his spouse and children holds two percent or more of the equity share of the Company.
 - Mr. Sanjeev Sethia along with his spouse, holds two percent or more of the equity share of the Company. Mr. Sumit Sethia also along with his spouse holds two percent or more equity share of the Company.
- b) Statement related to employee employed throughout the year and in receipt of remuneration aggregating ₹ 1.02 Crores or more during F.Y 2025-26: Not Applicable
- c) **Statement related to employee who was employed for a part of the financial year and in receipt of remuneration at a rate which, in the aggregate, was not less than ₹ 8.50 Lakhs per month:**

S. No.	Name of Employee	Designation	Remuneration (₹ in Million) per annum	Qualification & Experience	Age	Date of Commencement of Employment	Last Employment held
1	Mr. Praveen Tandon*	Chief Executive Officer	20.27	B.E.- 29 years	52	17 th April, 2024	Dixon Technologies (India) Ltd.

- d) Mr. Praveen Tandon, Chief Executive Officer draw remuneration at a rate in excess of that drawn by the Whole-time Directors in F.Y. 2025-26 and doesn't hold by himself or along with his spouse and dependent children, two percent or more of the equity shares of the Company.

* Resigned w.e.f. February 11, 2026.

- e) All appointments are contractual in nature and terminate by notice on either side.

Annexure-III**NOMINATION & REMUNERATION POLICY**(Amended by Board of Directors in their meeting held on 30th May, 2024)

Pursuant to Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every Listed Company is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company already has a Nomination and Remuneration Committee with three Non-Executive (Independent Directors).

The Nomination and Remuneration Committee and Nomination and Remuneration Policy are in compliance with the provisions of Section 178 of the Companies Act, 2013 and rules framed thereunder and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The same applies to the Board of Directors, Key Managerial Personnel and the Senior Management Personnel of the Company.

“Key Managerial Personnel (KMP) means and comprise of-

- Managing Director &
- Chief Executive Officer;
- Whole-time Director;
- Company Secretary;
- Chief Financial Officer;
- Such other Officer as may be prescribed.

“**Senior Management**” shall mean officers/personnel of the listed entity who are members of its core management team excluding Board of Directors and normally this shall comprise all members of management one level below the chief executive officer/managing Director/whole time Director/manager (including chief executive officer/ manager, in case they are not part of the Board) and shall specifically include company secretary and chief financial officer and including functional heads.

Role and Objective of Committee:

1. To formulate the criteria for determining qualifications, positive attributes and independence of a Director.
2. Identify persons who are qualified to become Directors and who may be appointed in senior management positions in accordance with the criteria laid down in the policy.
3. Recommend to the Board the appointment and removal of Directors and Senior Management.
4. Carry out evaluation of every Director's performance.
5. Formulate criteria for evaluation of Independent Directors and the Board.
6. to recommend to the Board on Remuneration in whatever form payable to the Directors, Key Managerial Personnel and Senior Management.
7. To devise a policy on Board diversity.
8. to specify the manner for effective evaluation of

performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee and review its implementation and compliance.

9. To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run Company successfully.
10. To ensure the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
11. To develop a Succession Plan for the Board and to review it regularly.
12. Administering, monitoring and formulating detailed terms and conditions of the Company's ESOP plan;
13. Performing such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended;
14. To perform such other functions as may be referred by the Board or be necessary in view of the Listing Regulations, 2015 and the provisions of the Companies Act, 2013 and Rules made thereunder.

Membership

- a) The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent. However, the Chairperson of the Company (whether executive or non-executive) may be appointed as a member of the Nomination and Remuneration Committee, but shall not chair such Committee.
- b) Either two (2) members or one third of the members of the Committee whichever is greater, with at least one independent director shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

Chairman

1. Chairman of the Committee shall be an Independent Director.
2. Chairperson of the Company may be appointed as a member of the Committee but shall not Chair the Committee.
3. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
4. Chairman of the Nomination and Remuneration Committee could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

Frequency of Meetings

The meetings of the Committee shall be held at such regular intervals as may be required. However, the Committee shall meet at least once in a year.

Committee Members' Interests:

1. A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
2. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

Secretary

The Company Secretary of the Company shall act as the Secretary of the Committee.

Voting

1. Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall, for all purposes, be deemed to be a decision of the Committee.
2. In the case of equality of votes, the Chairman of the meeting will have a casting vote.

Appointment of Directors/KMP/Senior Management Officials:

While recommending a candidate for appointment, the Committee shall have regard to:

- Assessing the appointee against a range of criteria which includes but not limited to qualifications, skills, The experience and knowledge that the appointee brings to the role of KMP/Senior Officials, which, in turn, will enhance the skill sets and experience of the Board as a whole;
- The nature of existing positions held by the appointee including directorship and such other relationship and the impact of the same on the Company's welfare.

Letter of Appointment:

Each Independent Director is required to sign the duplicate copy of the letter of appointment issued by the Company, which contains the terms and conditions of his/her appointment.

Remuneration of Directors, Key Managerial Personnel and Senior Management:

The salaries of Directors, Key Management Personnel and other senior officials shall be based and determined on the individual person's responsibilities and performance and in accordance with the limits as prescribed statutorily, if any.

1. **Fixed Pay:** The Key Management Personnel (KMP) and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Nomination and Remuneration Committee in accordance with the applicable provisions of the Companies Act, 2013, read with the rules made thereunder & SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and other applicable provisions, as amended from time to time. The salary

paid need to be competitive and reflective of the individual's role, responsibility and experience in relation to performance of day-to-day activities to be usually reviewed on an annual basis.

2. **Minimum Remuneration:** If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Personnel in accordance with the provisions of Schedule V of the Companies Act, 2013 & applicable provisions of SEBI (LODR) Regulations, 2015, as amended from time to time.
3. **Provision for excess remuneration:** If any Managerial Personnel draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the approval of members by way of Special Resolution, where required, he shall refund such sums to the Company, within two years or such lesser period as may be allowed by the Company, and until such sum is refunded, hold it in trust for the Company.
4. **Increment:** Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board, which should be within the slabs approved by the Shareholders in the case of Managerial Person.
5. **Stock Options:** Pursuant to the provisions of the Act, an Independent Director shall not be entitled to any stock option of the Company. Only such employees of the Company and its subsidiaries as approved by the Nomination and Remuneration Committee will be granted ESOPs.
6. The Executive Directors, except for a promoter director, will also be eligible for ESOPs as per the ESOP scheme in force from time to time. Grants under the ESOP scheme shall be approved by the NRC.

Remuneration to Non-Executive/Independent Director:

1. **Remuneration/Commission:** The remuneration/commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the Rules made thereunder for the time being in force.
2. **Sitting Fees:** The Non-Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee(s). thereof, provided that the amount of such fees per meeting of the Board or Committee shall not exceed the maximum amount as provided in the Companies Act, 2013, as amended from time to time.

Evaluation/Assessment of Directors/KMP's/Senior Management of the Company

The evaluation/assessment of the Directors, KMP' and the senior management of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performances of the Directors, KMP' and the senior management have been:

- Contributing to clearly defined corporate objectives & plans

- Obtain adequate, relevant & timely information from external sources
- Review of strategic and operational plans, objectives and budgets
- Regular monitoring of corporate results against projections
- Identify, monitor & take steps for mitigation of significant corporate risks
- Assess policies, structures & procedures
- Review management's succession plan
- Effective meetings
- Assuring appropriate board size, composition, independence, structure
- Clearly defining roles & monitoring activities of committees.

Additionally, for the evaluation/assessment of the performances of Managing Director(s)/Whole Time Director(s) of the Company, following criteria may also be considered:

- Leadership abilities
- Communication of expectations & concerns clearly with subordinates
- Direct, monitor & evaluate KMPs, senior officials Evaluation on the aforesaid parameters will be conducted by the Independent Directors for each of the Executive/ Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors shall evaluate/assess each of the Independent Directors on the aforesaid parameters which shall also include the following:

- (a) Performance of the Directors; and
- (b) Fulfilment of the independence criteria as specified in LODR Regulations, 2015, as amended from time to time and their independence from the management. Only the Independent Director being evaluated shall not participate in the said evaluation discussion.

Manner for effective evaluation of performance of Board, its Committees and individual directors.

- a) The Performance Evaluation of Directors, the Board as a whole, its Committees be carried out on Annual Basis.
- b) The Performance Evaluation be carried out in the manner as enumerated in the Nomination and Remuneration Policy of the Company.
- c) Nomination and Remuneration Committee should carry out the performance evaluation of all Directors, Key Managerial Personnel's and Senior Officers of the Company and report to the Board of Directors for further evaluation.
- d) The Board should carry out the Performance Evaluation of Independent Directors, Board as a whole and its Committees and individual Directors.
- e) Only the Director being evaluated will not participate in evaluation discussions.
- f) Review of implementation and monitoring of the above manner of Performance Evaluation be done as and when required

Deviations from this policy:

Deviations from elements of this policy, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY FOR THE F.Y. 2024-25

1. Brief outline on CSR Policy of the Company:

The CSR policy focuses on addressing critical, social, environmental and economic needs of the under privileged section of the Society of India. Company will also undertake other need-based initiatives in compliance with Schedule VII of the Act.

2. 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. Kamal Sethia	Managing Director- Chairman	3	3
2.	Mr. Sanjeev Sethia	Whole-Time Director- Member	3	3
3.	Ms. Priyanka Jain	Independent Director- Member	3	3

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. Weblink are as under:

- Composition of CSR committee: [https://www.elinindia.com/pdf/investors/Disclosure under Regulation46 of SEBI/ Composition of various Committees of Board of Directors.pdf](https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Composition_of_various_Committees_of_Board_of_Directors.pdf)
- CSR Policy: <https://www.elinindia.com/pdf/investors/csr/CSR-Policy.pdf>
- CSR projects approved by the board:

<https://www.elinindia.com/pdf/investors/csr/CSR Projects and Annual Action plan of CSR for the FY 2025 2026.pdf>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable

- 5.**
- Average net profit of the Company as per section 135(5): ₹ 24,04,54,693
 - Two percent of average net profit of the Company as per section 135(5): ₹ 48,09,093
 - Surplus arising out of the CSR projects or programme or activities of the previous financial years: Nil
 - Amount required to be set off for the financial year, if any: Nil
 - Total CSR obligation for the financial year (b+c- d): ₹ 48,09,093
- 6.**
- Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 62,41,159.40
 - Amount spent in Administrative Overheads: NIL
 - Amount spent on Impact Assessment, if applicable: NA
 - Total amount spent for the Financial Year (a+b+c): ₹ 62,41,159.40
 - CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (₹ in Lakhs)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
₹ 62,41,159.40	Not Applicable				

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

S. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	₹ 48,09,093
(ii)	Total amount spent for the Financial Year	₹ 62,41,159.40
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	₹ 14,32,066
(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)]	₹ 14,32,066

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

S. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (₹ in Lakhs)	Balance Amount in Unspent CSR Account under sub-section 6 of Section 135	Amount spent in the Financial Year (in Lakhs)	Amount transferred to a fund specified under Schedule VII as per second proviso to subsection (6) of Section 135, if any			Amount Deficiency, remaining if any to be spent in succeeding financial years. (₹ in Lakhs)
					Name of the Fund	Amount (₹ in Lakhs)	Date of transfer	

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Yes / No– Not Applicable
9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per sub-section 5 of Section 135: Not Applicable.

Sd/-

Kamal Sethia

(Managing Director & Chairman CSR Committee)

DIN:00081116

Sd/-

Mangi Lall Sethia

(Chairman and Whole-time Director)

DIN:00081367

Date: May 25, 2026

Place: New Delhi

FORM No. MR-3
SECRETARIAL AUDIT REPORT

for the Financial Year ended 31.03.2026

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

To,
The Members,
Elin Electronics Limited
CIN: L29304DL1982PLC428372
4771, Bharat Ram Road, 23, Daryaganj,
New Delhi- 110002

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Elin Electronics 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 my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31 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 March 31, 2026 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not applicable to the Company during the Audit Period);**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-
 - (a) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (b) The Securities and Exchange Board of India (Depositories and participants) Regulations, 2018;

- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (f) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period);**
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period);**
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the Audit Period);**
- (j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (k) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable to the Company during the Audit Period);**
- (vi) As confirmed and certified by the management, there is no law specifically applicable to the company on their sector/ business in which it operates.

We have also examined compliance with the applicable provisions of the following:

- (i) Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited & the BSE Limited,

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the

composition of the Board of Directors of the company during the Financial Year 2025-26 except the following:

The Shareholders at their Annual General Meeting held on August 30, 2025 have approved the following:

1. The re-appointment and remuneration of Mr. Sumit Sethia (DIN: 00354700), Whole-time Director of the Company, liable to retire by rotation.
2. The re-appointment and remuneration of Mr. Kamal Sethia (DIN: 00081116), Managing Director of the Company, liable to retire by rotation.
3. The re-appointment and remuneration of Mr. Sanjeev Sethia (DIN: 00354700), Whole-time Director of the Company, liable to retire by rotation.

The Shareholders by way of Postal Ballot on May 04, 2025 have approved the appointment of Ms. Priyanka Jain (DIN: 00618931) as a Non-Executive Independent Director for a term of 5 (five) consecutive years with effect from February 08, 2025 till February 07, 2030.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through and based on the information given by the company, We report there were no

instances of any dissenting members' views being captured or recorded as part of the minutes.

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

We further report that during the audit period there were following specific events/actions having a major bearing on the Company' affairs in pursuance of the laws, rules, regulations, guidelines etc., referred to above:

The Nomination and Remuneration Committee ("Compensation Committee") of the Elin Electronics Limited has, on February 10, 2026, approved a resolution through circulation, the allotment of 50,000 equity shares of face value of Rs. 5/-each, upon exercise of options granted under Elin Electronics Employee Stock Option Plan 2024.

For P.P. AGARWAL & CO.
Company Secretaries

Pramod Prasad Agarwal
FCS 4955, CP No. 10566
Peer Review No. 7909/2026
UDIN: F004955H000463985

Place: New Delhi
Date: 25.05.2026

Note: 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,
Elin Electronic Limited**

Our Secretarial Audit Report for the financial year ended March 31, 2025 of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random 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 P.P. AGARWAL & CO.
Company Secretaries

Pramod Prasad Agarwal
FCS 4955, CP No. 10566
Peer Review No. 7909/2026
UDIN: F004955H000463985

Place: New Delhi
Date: 25.05.2026

FORM No. MR-3 SECRETARIAL AUDIT REPORT

for the Financial Year ended 31.03.2026

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

To.
The Members,
Elin Appliances Private Limited
CIN: U29300DL2002PTC425099
4771, Bharat Ram Road, 23, Daryaganj,
New Delhi- 110002, Delhi

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

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

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

- (i) The Companies Act, 2013 (hereinafter called "**the Act**") and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder; (**Not applicable to the Company during the Audit Period**);
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (**Not applicable to the Company during the Audit Period**);
- (v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
 - (a) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (Not applicable to the Company during the Audit Period);
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)

Regulations, 2011 (**Not applicable to the Company during the Audit Period**);

- (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (**Not applicable to the Company during the Audit Period**);
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not applicable to the Company during the Audit Period**);
 - (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (**Not applicable to the Company during the Audit Period**);
 - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the Audit Period**);
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable to the Company during the Audit Period**);
 - (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998 (**Not applicable to the Company during the Audit Period**);
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (j) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (**Not applicable to the Company during the Audit Period**).
- (vi) As informed by the Company there was no specific law applicable to the company.

We have also examined compliance with the applicable provisions of the Secretarial Standards with regard to Meetings of the Board of Directors (SS-I) and the General Meetings (SS- 2) issued by the Institute of Company Secretaries of India ..

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

I further report that

The Board of Directors of the Company is duly constituted with the proper balance of Executive Directors and Non-Executive Independent Director. There was no change in the composition of the Board of Directors of the Company during the Financial Year 2025-26 except the following:

The Shareholders at their 24th Annual General Meeting held on September 30, 2025 approved the following:

1. The re-appointment and remuneration of Mr. Vinay Kumar Sethia (DIN: 00082184), Whole-time Director of the Company, liable to retire by rotation.
2. The re-appointment and remuneration of Mr. Gaurav Sethia (DIN: 02902047), Whole-time Director of the Company, liable to retire by rotation.
3. The appointment of Ms. Priyanka Jain (DIN: 00618931) as a Non-Executive Independent Director for a term of 5 (five) consecutive years with effect from February 08, 2025 till February 07, 2030.

The changes in the composition of board of directors that took place during the period under review were carried out in due compliances with the provisions of the Act.

Generally, adequate in-advance notices were given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items,

before the meeting and for meaningful participation of the directors at the meeting.

As confirmed by the Company all the decisions were carried through unanimously, and based on the information given by the company, We also report there were no instances of any dissenting members' views being captured or recorded as part of the minutes.

We further report that there were adequate systems and processes in vogue in the company commensurate with the size and its operations to monitor and ensure compliance with the applicable laws, rules, regulations and the guidelines.

For P.P. AGARWAL & CO.
Company Secretaries

Pramod Prasad Agarwal
Proprietor
FCS 4955, CP No. 10566
Peer Review No. 7909/2026
UDIN: 004955H000465019

Date: 25.05.2026
Place: New Delhi

Report On Corporate Governance

1. THE COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

ELIN ELECTRONICS LIMITED, recognizes the importance of Good Corporate Governance, which is the tool of building strong and everlasting beneficial relationship with customers, suppliers, bankers and more importantly with the investors. Corporate Governance is strongly driven by our values such as quality, commitment, customer orientation & integrity.

2. BOARD OF DIRECTORS

The Board is in conformity with Regulation 17(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Companies Act, 2013 ('the Act'). The strength of the Board of Directors as on 31st March, 2026 was eight comprising the Executive - Chairman, three Executive Directors including one Managing Director and other four are Independent Directors. In the opinion of the Board, the Independent Directors fulfil the conditions specified in Listing Regulations and are independent of management. The profile of Directors can be found at website of the Company at www.elinindia.com.

The Composition and categories of the Directors on the Board, their attendance at Board meetings and at the last Annual General Meeting ('AGM') held during the FY 2025-26:

None of the Directors of the Company is a Member of more than 10 (Ten) Committees or a Chairman/ Chairperson of more than 5 (Five) committees across all the Listed Companies in which he/she is a Director as per Regulation 26(1) of the Listing Regulations. Further as mandated by Regulation 17A of Listing Regulations, no Director of the Company serves as Director/ Independent Director in more than seven listed companies and in case he/she is serving as a Whole- Time Director/ Managing Director in any listed company, does not hold the position of Independent Director in more than three listed companies. Further, all Directors have informed about their Directorships and Committee memberships/ chairmanships including any changes in their positions. Relevant details of the Board of Directors as on 31st March, 2026 are given below:

Name	Category	No. of Board Meetings held and attended during the FY 2025-26			Whether attended last AGM held on 30.08.2025
		Held	Entitled	Attended	
Mr. Mangi Lal Sethia	Chairman, Promoter Executive	5	5	5	Yes
Mr. Kamal Sethia	Managing Director – Promoter Executive	5	5	5	Yes
Mr. Sanjeev Sethia	Whole time Director - Promoter Executive	5	5	5	Yes
Mr. Sumit Sethia	Whole time Director - Promoter Executive	5	5	4	No
Dr. Shanti Lal Sarnot	Non Executive- Independent Director	5	5	4	Yes
Ms. Shilpa Baid	Non Executive- Independent Woman Director	5	5	4	Yes
Mr. Ashis Chandra Guha	Non Executive- Independent Director	5	5	5	Yes
Ms. Priyanka Jain	Non Executive- Independent Woman Director	5	5	5	Yes

Details of Board Meetings

Five meetings of the Board of Directors were held during the year on May 26, 2025, August 07, 2025, September 27, 2025, November 10, 2025 and February 06, 2026.

The relation of Directors inter-se with each other, names of other Indian listed entities where Directors of the Company hold directorship, its category and the number of directorships and committee Chairmanships/ Memberships held by them in other public limited companies as on 31st March, 2026, is given below:

Name of Director	Relation with other Directors	Directorship held in other Listed entities along with Category*	No. of Directorships in other Indian Public Limited Companies (As on 31 st March, 2026)*	Membership and Chairmanship of the Committees of the Board of other Companies**		No. of Equity Shares held (As on 31 st March, 2026)
				Chairman/ Chairperson	Member	
Mr. Mangi Lall Sethia	Father of Mr. Kamal Sethia	-	-	-	-	Nil
Mr. Kamal Sethia	Son of Mr. Mangi Lall Sethia	-	-	-	-	45,76,700
Mr. Sanjeev Sethia	-	-	-	-	-	10,41,500
Mr. Sumit Sethia	-	-	-	-	-	6,55,804
Dr. Shanti Lal Sarnot	-	-	-	-	-	Nil
Ms. Shilpa Baid	-	-	-	-	-	Nil
Mr. Ashis Chandra Guha	-	-	-	-	-	Nil
Ms. Priyanka Jain	-	-	-	-	-	Nil

* No Director of your Company holds any Directorship in Listed and Public Limited Companies.

**No Director of your Company holds any membership and Chairmanship of Audit Committee and Stakeholders Relationship Committee of other Public Limited Companies.

List of Core Skills/Expertise/Competencies of Directors

A chart or matrix setting out the list of core skills/expertise/competencies identified by the Board of Directors as required in the context of its business(es) and sector(s) for it to function effectively along with the names of directors possessing the same are as under :-

S. no	Name of Directors	Industry Knowledge & Business Experience	Skills/Expertise/ Competence		Production & Quality Assurance and Sales & marketing	Strategy Development and Implementation	Information Technology & Policy Development
			Finance & Accounting	Board service, governance and Leadership			
1	Mr. Mangi Lall Sethia	✓	✓	✓	✓	✓	✓
2	Mr. Kamal Sethia	✓	✓	✓	✓	✓	✓
3	Mr. Sanjeev Sethia	✓	✓	✓	✓	✓	✓
4	Mr. Sumit Sethia	✓	✓	✓	✓	✓	✓
5	Dr. Shanti Lal Sarnot	✓	✓	✓	✓	✓	✓
6	Ms. Shilpa Baid	✓	✓	✓	✓	✓	✓
7	Mr. Ashis Chandra Guha	✓	✓	✓	✓	✓	✓
8	Ms. Priyanka Jain	✓	✓	✓	✓	✓	✓

The Company did not have any pecuniary relationship or transactions with Non-Executive Directors during the financial year ended 31st March, 2026 except for payment of sitting fees and reimbursement of expenses, if any, incurred in the discharge of their duties.

Independent Directors

The Company has received declarations from the Independent Directors that they meet the criteria of Independence laid down under the Act and the Listing Regulations. The Independent Directors have also confirmed that they have registered themselves in the databank of persons offering to become Independent Directors. All Independent Directors of the Company have been appointed as per the provisions of the Act and the Listing Regulations. The terms and conditions of their appointment are disclosed on the Company's website: https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Modal_Letter_Of_Appointment_Of_Independent_Director.pdf

Separate Meeting of Independent Directors

Schedule IV of the Act, Listing Regulations and Secretarial Standard – 1 on Meetings of the Board of Directors mandates that the Independent Directors of the Company hold at least one meeting in a year, without the attendance of Non- Independent Directors.

The Independent Directors Meeting was held on February 06, 2026. The Independent Directors inter-alia, discussed and reviewed performance of Non-Independent Directors, the Board as a whole, Chairperson of the Company and assessed the quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Familiarization Programme for Independent Directors

The Company's familiarization programme for its Independent Directors includes an overview of the business model of the Company and its material subsidiary, the socio-economic environment in which the Company operates, the operational and financial performance of the Company and the significant developments taking place on a continuous basis. The Company also familiarize the independent directors with their roles, rights and responsibilities in the Company.

The details of familiarization programme imparted to Independent Directors are also disclosed on the Company's website at: https://www.elinindia.com/pdf/investors/management/Familiarization_programme_imparted_to_Independent_Directors_for_FY_2025_2026.pdf

Performance Evaluation Criteria of Independent Directors

Pursuant to Regulation 17 of the Listing Regulations, evaluation of Independent Directors was carried out by the entire Board. Only the Independent Director being evaluated did not participate in the said evaluation discussion. All Independent Directors satisfies the independence criteria and are independent of management.

Directors and Officers Insurance

The Company has undertaken Directors and Officers insurance ("D and O insurance") for all its Directors, including independent directors, for a quantum and risks as determined by the Board of Directors of the Company.

3. COMPOSITION OF THE COMMITTEES

The composition of the Committees is in accordance with the provisions of the Listing Regulations and the Act, details of which are as follows:

Audit Committee	Risk Management Committee
1. Ms. Priyanka Jain- Chairperson	1. Mr. Kamal Sethia- Chairman
2. Mr. Kamal Sethia – Member	2. Mr. Sanjeev Sethia- Member
3. Dr. Shanti Lal Sarnot – Member	3. Ms. Priyanka Jain- Member
4. Ms. Shilpa Baid – Member	
Nomination and Remuneration Committee	Corporate Social Responsibility Committee
1. Ms. Priyanka Jain-Chairperson	1. Mr. Kamal Sethia – Chairman
2. Dr. Shanti Lal Sarnot – Member	2. Mr. Sanjeev Sethia – Member
3. Ms. Shilpa Baid – Member	3. Ms. Priyanka Jain- Member
Stakeholders' Relationship Committee	
1. Ms. Priyanka Jain-Chairperson	
2. Mr. Kamal Sethia – Member	
3. Ms. Shilpa Baid – Member	

Ms. Lata Rani Pawa, Company Secretary and Compliance Officer, is the secretary of all the Committees constituted by the Board.

Meetings of Committees held during the year and Directors' attendance:

Committees of the Company	Audit Committee	Nomination and Remuneration Committee	Stakeholders' Relationship Committee	Risk Management Committee	Corporate Social Responsibility Committee
Meetings Held	5	2	2	2	3
Director's Attendance					
Mr. Mangi Lal Sethia	*	*	*	*	*
Mr. Kamal Sethia	5/ 5	*	2/2	2/2	3/3
Mr. Sanjeev Sethia	*	*	*	2/2	3/3
Mr. Sumit Sethia	*	*	*	*	*
Dr. Shanti Lal Sarnot	4 / 5	1 / 2	*	*	*
Ms. Shilpa Baid	4 / 5	2 / 2	1/2	*	*
Mr. Ashis Chandra Guha	*	*	*	*	*
Ms. Priyanka Jain	5/5	2/2	2/2	2/2	3/3

*Not a Member of the Committee.

DETAILS OF COMMITTEES**Audit Committee****Terms of Reference for the Audit Committee:**

The scope and function of the Audit committee is in accordance with Section 177 of the Act and Regulation 18 read with schedule II (Part C) of the Listing Regulations and its terms of reference are as follows:

(i) Powers of Audit Committee

The Audit Committee shall have powers, including the following:

- (1) to investigate any activity within its terms of reference
- (2) to seek information from any employee
- (3) to obtain outside legal or other professional advice; and
- (4) to secure attendance of outsiders with relevant expertise, if it considers necessary; and
- (5) such other powers as may be prescribed under the Act and Listing Regulations.

(ii) The role of the Audit Committee shall include the following:

- (1) oversight of financial reporting process and the disclosure of financial information relating to the Company to ensure that the financial statements are correct, sufficient and credible;
- (2) recommendation for appointment, re-appointment, replacement, remuneration and terms of appointment of auditors of the Company and the fixation of the audit fee;
- (3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) formulation of a policy on related party transactions, which shall include materiality of related party transactions;
- (5) reviewing, at least on a quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approvals given;
- (6) examining and reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions; and
 - g. Modified opinion(s) in the draft audit report.

- (7) reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;
- (8) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the Offer document / prospectus / notice and the report submitted by the monitoring agency
- (9) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (10) approval of any subsequent modification of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company, subject to the conditions as may be prescribed:

Explanation: The term "related party transactions" shall have the same meaning as provided in Clause 2(zc) of the SEBI Listing Regulations and/or the applicable Accounting Standards and/or the Act.

- (11) scrutiny of inter-corporate loans and investments;
- (12) valuation of undertakings or assets of the Company, wherever it is necessary;
- (13) evaluation of internal financial controls and risk management systems;
- (14) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- (15) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (16) discussion with internal auditors of any significant findings and follow up thereon;
- (17) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- (18) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- (19) recommending to the board of directors the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services;
- (20) looking into the reasons for substantial defaults in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors
- (21) reviewing the functioning of the whistle blower mechanism;
- (22) monitoring the end use of funds raised through public offers and related matters;
- (23) overseeing the vigil mechanism established by the Company, with the chairman of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;
- (24) approval of appointment of chief financial officer (i.e. the whole-time finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc. of the candidate;
- (25) reviewing the utilization of loans and/or advances from / investment by the holding company in the subsidiary exceeding ₹ 1,000,000,000 or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing;
- (26) carrying out any other function as is mentioned in the terms of reference of the Audit Committee;
- (27) consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders and
- (28) Carrying out any other functions required to be carried out by the Audit Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

(iii) The Audit Committee shall mandatorily review the following information:

- a) Management discussion and analysis of financial condition and results of operations;
- b) Statement of significant related party transactions (as defined by the Audit Committee) submitted by management;
- c) Management letters / letters of internal control weaknesses issued by the statutory auditors;
- d) Internal audit reports relating to internal control weaknesses;
- e) The appointment, removal and terms of remuneration of the chief internal auditor;

- f) Statement of deviations in terms of the Listing Regulations:
 - a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) where the Equity Shares are proposed to be listed in terms of the Listing Regulations; and
 - b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of the Listing Regulations.
- g) review the financial statements, in particular, the investments made by any unlisted subsidiary.

Details of Audit Committee Meeting

The Committee met 5 (Five) times during the year under review on May 26, 2025, August 07, 2025, September 27, 2025, November 10, 2025 and February 06, 2026. The requisite quorum was present at all the meetings of the Audit Committee.

Vigil Mechanism/Whistle-Blower Policy

The Company has adopted a Whistle Blower Policy (Vigil Mechanism) which has been posted on the Company's website and can be viewed <https://www.elinindia.com/pdf/investors/policies/Whistle-Blower-Policy.pdf> under the head "Investor". No personnel has been denied access to the audit committee.

Nomination and Remuneration Committee

Terms of Reference

The scope and function of the Nomination and Remuneration Committee is in accordance with Section 178 of the Act read with Regulation 19 read with schedule II (Part D) of the Listing Regulations and its terms of reference are as follows:

- (1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors of the Company (the "Board" or "Board of Directors") a policy relating to the remuneration of the directors, key managerial personnel and other employees ("Remuneration Policy").

The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:

- (i) the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run our Company successfully;
 - (ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - (iii) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
- (2) Formulation of criteria for evaluation of independent directors and the Board;
 - (3) Devising a policy on Board diversity;
 - (4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal and shall specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.
 - (5) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
 - (6) Recommend to the board, all remuneration, in whatever form, payable to senior management;
 - (7) Carrying out any other functions required to be carried out by the Nomination and Remuneration Committee as contained in the Listing Regulations or any other applicable law, as and when amended from time to time.
 - (8) Analysing, monitoring and reviewing various human resource and compensation matters.
 - (9) Deciding whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
 - (10) Determining the Company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;
 - (11) Recommending to the board, all remuneration, in whatever form, payable to senior management and other staff, as deemed necessary;
 - (12) Administering, monitoring and formulating detailed terms and conditions of the employee stock option scheme, if any, of the Company;
 - (13) Reviewing and approving the Company's compensation strategy from time to time in the context of the current Indian market in accordance with applicable laws;

- (14) Performing such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, if applicable;
- (15) Framing suitable policies, procedures and systems to ensure that there is no violation of securities laws, as amended from time to time, including
 - (a) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
 - (b) the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003, by the trust, the Company and its employees, as applicable; and
- (16) Performing such other activities as may be delegated by the Board or specified/ provided under the Companies Act, 2013 to the extent notified and effective, as amended or by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended or by any other applicable law or regulatory authority.
- (17) For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required for an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - (a) use the services of an external agencies, if required;
 - (b) consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - (c) consider the time commitments of the candidates.

Details of Nomination and Remuneration Committee Meeting

The Committee met 2 (Two) times during the year under review on May 26, 2025 and August 07, 2025 as against the statutory requirement of one meeting and the attendance is given in this report. The requisite quorum was present at all the meetings of the Committee.

Stakeholders' Relationship Committee

Terms of Reference

The scope and function of the Stakeholders' Relationship Committee is in accordance with Section 178(5) of the Act and Regulation 20 read with schedule II (Part D) of the Listing Regulations and its terms of reference are as follows:

The Stakeholders' Relationship Committee shall be responsible for, among other things, as may be required by the under applicable law, the following:

1. Resolving the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc;
2. Review of measures taken for effective exercise of voting rights by shareholders;
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent;
4. Considering and specifically looking into various aspects of interest of shareholders, debenture holders and other security holders;
5. Investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities;
6. Giving effect to all transfer/transmission of shares and debentures, dematerialization of shares and re- materialization of shares, split and issue of duplicate/ consolidated share certificates, compliance with all the requirements related to shares, debentures and other securities from time to time;
7. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company; and
8. Carrying out such other functions as may be specified by the Board from time to time or specified/provided under the Companies Act or SEBI Listing Regulations, or by any other regulatory authority.

Details of Stakeholders' Relationship Committee Meeting

The Committee met 2 (Two) times during the year under review on August 07, 2025 and February 06, 2026 as against the statutory requirement of one meeting and the attendance is given in this report. The requisite quorum was present at all the meetings of the Committee. The Company has received 4 complaints during the Financial Year 2025-2026. All complaints has been resolved to the satisfaction of shareholders and no pending complaint as on 31st March, 2026.

Risk Management Committee

Terms of Reference

The terms of reference of the Risk Management Committee are as follows:

1. To formulate a detailed risk management policy which shall include:
 - (a) A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly environmental social and governance related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - (b) Measures for risk mitigation including systems and processes for internal control of identified risks.
 - (c) Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To co-ordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per framework laid down by the board of directors;
4. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems
5. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
6. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken
7. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee

Details of Risk Management Committee Meeting

The Committee met 2 (Two) times during the year under review on February 06, 2026 and March 30, 2026 and the attendance is given in this report. The requisite quorum was present at all the meetings of the Committee.

Corporate Social Responsibility Committee

Terms of Reference

1. Formulating and recommending to the Board the CSR Policy which shall indicate activities to be undertaken in line with Section 135 read with Schedule VII of the Act and the Rules framed there under;
2. Recommending to the Board the CSR expenditure to be incurred;
3. Recommending to the Board, modification to CSR Policy as and when required;
4. Regularly monitoring the implementation of the CSR Policy and reporting to the Board; and
5. Formulating an annual action plan in pursuance of its CSR policy, which shall include the items as mentioned in Rule 5(2) of the Companies (CSR Policy) Rules, 2014 as amended.

Details of Corporate Social Responsibility Committee Meeting

The Committee met 3 (Three) times during the year under review on May 26, 2025, August 07, 2025 and February 06, 2026 and the requisite quorum was present at all the meetings of the Committee. The details of attendance of Committee members are given in this Report.

4. SENIOR MANAGEMENT

Particulars of the Senior Management since the close of the previous financial year is given as hereunder:

S. No.	Name	Designation	As on 31 st March 2025	As on 31 st March 2026
1	Mr. Kishore Sethia	Director- Operations (Not on the Board of the Company)	✓	✓
2	Mr. Akash Sethia	Head of Strategies	✓	✓
3	Mr. Praveen Tandon	Chief Executive Officer	✓	Resigned w.e.f. February 11, 2026
4	Mr. Raj Karan Chajjer	Chief Financial Officer	✓	✓
5	Mr. Neeraj Modi	General Manager	✓	✓
6	Mr. Puneet Baranwal	General Manager	✓	✓
7	Mr. Sanjay Tyagi	General Manager	✓	✓
8	Mr. Varun Surolia	Assistant General Manager	Appointed on August 07, 2025	✓
9	Ms. Lata Rani Pawa	Company Secretary & Compliance Officer	✓	✓

5. REMUNERATION OF DIRECTORS

Remuneration Policy

In terms of Section 178 of the Act and Regulation 19 read with schedule II (Part D) of the Listing Regulations, the Board of your Company, on recommendation of the Nomination and Remuneration Committee ("NRC"), adopted Remuneration policy for Directors, Key Managerial Personnel and other Employees which sets out criteria for the remuneration for Directors, Key Managerial Personal ('KMP') and other employees so as to attract, retain and reward talent who will contribute to our long-term success and thereby build value for the shareholders.

Remuneration of Directors:

- Executive Directors shall be eligible for remuneration as may be approved by the Board on recommendation of the NRC. The remuneration to be paid to the Managing Director/ Whole-time Director shall be in accordance with the provisions of the Act and the rules made thereunder.
- There were no variable components and performance linked incentives.
- Non-Executive/Independent Directors will be eligible for sitting fees for attending meetings of Board or Committee as fixed by the Board on the recommendation of the NRC in accordance with the provisions of the Act and the rules made thereunder. The criteria of making payment to Non-Executive/Independent Directors is uploaded on the website of the Company at the following weblink: https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Criteria_for_making_payment.pdf The Remuneration Policy of the Company has been uploaded on the Company's website and can be accessed at <https://www.elinindia.com/pdf/investors/policies/Nomination-Remuneration-Policy.pdf>.

Remuneration/Sitting fee paid to the Directors for the financial year ended 31st March, 2026.

(₹ in Million)

Sr. No.	Name of the Director	Salary	Benefits	Bonuses	Stock Option & Pension	Sitting Fees Paid	Total
1	Mr. Mangi Lal Sethia	3.60	0.04	-	-	-	3.64
2	Mr. Kamal Sethia	8.40	0.34	-	-	-	8.74
3	Mr. Sanjeev Sethia	8.40	0.34	-	-	-	8.74
4	Mr. Sumit Sethia	8.40	0.64	-	-	-	9.04
5	Dr. Shanti Lal Sarnot	-	-	-	-	0.15	0.15
6	Ms. Shilpa Baid	-	-	-	-	0.15	0.15
7	Mr. Ashis Chandra Guha	-	-	-	-	0.12	0.12
8	Ms. Priyanka Jain	-	-	-	-	0.26	0.26

During the year, there was no pecuniary relationship or transaction between the Company and any of its Non- Executive Directors apart from sitting fees and re-imbursement of expenses, if any. The Company has not granted any stock options to any of its Non- Executive Directors.

The appointment of Executive Directors, Key Managerial Personnel and other employees is by virtue of their employment with the Company, therefore their terms of employment vis-a-vis salary, variable pay, service contract, notice period and severance fee, if any, are governed by the applicable policies at the relevant point in time.

6. GENERAL BODY MEETING

Previous 3 (Three) Annual General Meetings

Year	Time	Date	Location	Special Resolutions Passed
2024-2025	10:30 A.M.	30.08.2025	AGM held through Video conferencing (VC) and/or other audiovisual means (OAVM), without physical presence of members. The venue of the AGM was deemed to be the Registered Office of the Company at 4771, Bharat Ram Road, 23, Daryaganj, Delhi-110002	Yes
2023-2024	10:30 A.M.	30.09.2024	AGM held through Video conferencing (VC) and/or other audiovisual means (OAVM), without physical presence of members. The venue of the AGM was deemed to be the Registered Office of the Company at 4771, Bharat Ram Road, 23, Daryaganj, Delhi-110002	Yes
2022-2023	10:30 A.M.	30.09.2023	AGM held through Video conferencing (VC) and/or other audiovisual means (OAVM), without physical presence of members. The venue of the AGM was deemed to be the Registered Office of the Company at 143, Cotton Street, Kolkata-700007	Yes

No Extra-ordinary General Meeting took place during the F.Y 2025-26. No Special Resolution has been passed last year through Postal Ballot.

No special resolution is proposed to be conducted through postal ballot as on the date of this report. Resume and other information regarding the director seeking appointment/ re-appointment as required under Regulation 36(3) of Listing Regulations has been given in the Notice of the Annual General Meeting annexed to this Annual Report.

7. MEANS OF COMMUNICATION

- **Financial Results:** Your Company's quarterly financial results are submitted to the stock exchanges within forty-five days from the end of the quarter and the audited annual results are submitted within sixty days from the end of the financial year as required under the Listing Regulations which are also available on the website of your Company at https://www.elinindia.com/investor/#Disclosure_under_Regulation_46_of_SEBI_LODR_Regulations_2015. The results are usually published in (Financial Express) English newspaper having country-wide circulation and in (Pioneer) Hindi newspaper where the registered office of the Company is situated. These results are displayed on the website of the Company (www.elinindia.com) along with other news releases and presentations, if any, made to institutional investors or to analysts among others.
- **Compliance reports, corporate announcements, material information and updates:** Your Company disseminates the requisite compliance reports and corporate announcements, material information and updates to the stock exchanges through their designated portal.
- **Website:** Your Company's website <https://www.elinindia.com/investor/> contains a separate section for investors. Information on various topics such as the Board of Directors, Committees of the Board, Annual Reports, various policies, intimation to stock exchanges etc. are available on the website.

8. GENERAL SHAREHOLDER INFORMATION

- **Corporate Identification Number:** L29304DL1982PLC428372
- **Registered Office Address:** 4771, Bharat Ram Road, 23, Daryaganj, Delhi-110002.
- **Annual General Meeting through Video Conferencing (VC) / Other Audio-Visual Means Facility (OAVM)**
Date: September 28, 2026
Time: 10:30 a.m. (IST)
Venue: Meeting through VC/OAVM
[Deemed Venue for Meeting: Registered Office of the Company at 4771, Bharat Ram Road, 23, Daryaganj, Delhi-110002.]
- **Financial Year** The financial year covers the period from April 01, 2025 to March 31, 2026.
- **Transfer of unclaimed/unpaid amount to the Investor Education and Protection Fund**
No unpaid/unclaimed dividend was required to be transferred to the Investor Education and Protection Fund.
- **Listing details**

National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra - Kurla Complex Bandra (E), Mumbai - 400 051 Symbol: ELIN	BSE Limited Corporate Relationship Department, 2 nd Floor, New Trading Wing, Rotunda Building, P.J. Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 543725
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- **Suspension from trading:**
No Securities of your Company were suspended from trading during the FY 2025-26.
- **Registrar to an issue and share transfer agent:**
KFin Technologies Limited
Selenium, Tower B, Plot No- 31 and 32
Financial District, Nanakramguda, Serilingampally
Hyderabad, Rangareddi 500 032 Telangana, India.
Tel. No. : +91 40 6716 2222
Fax : +91 40 2343 1551
Email : einward.ris@kfintech.com
Website : www.kfintech.com
Toll Free No. : 18003454001
- **Share Transfer System:** Pursuant to Regulation 40 of Listing Regulations, the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with respective Depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited. However, this restriction shall not be applicable to the request received for effecting transmission or transposition of physical shares. Shareholders are

accordingly advised to avail the facility of dematerialization holding shares in physical form by getting in touch with any Depository Participant having registration with SEBI.

• **Dematerialization of shares:**

As mandated by the Securities and Exchange Board of India ("SEBI"), securities of the Company can be transferred/ traded only in dematerialized form. As on 31st March, 2026, 4,97,08,218 (99.99)% of shareholding was held in Dematerialized form with National Securities Depository Limited and Central Depository Services (India) Limited.

MODE OF HOLDING	NO. OF SHARES	% OF SHARE CAPITAL
Physical Segment (A)	1002	0.00%
Demat Segment		
NSDL (B)	4,01,79,892	80.83%
CDSL (C)	95,28,326	19.17%
TOTAL (A) + (B) + (C)	4,97,09,220	100%

• **Outstanding GDRs ADRs Warrants or any Convertible Instruments, Conversion Date & likely impact on equity as on 31st March, 2026.**

Your Company does not have any outstanding GDR /ADR / Warrants or any convertible instruments as on 31st March, 2026.

• **Distribution of Shareholding by Size as on 31st March, 2026**

Category (shares)	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
1-5000	50,258	96.11	48,90,434	9.84
5001- 10000	953	1.82	14,02,620	2.82
10001- 20000	516	0.99	14,75,722	2.97
20001- 30000	156	0.30	7,76,738	1.56
30001- 40000	77	0.15	5,46,374	1.10
40001- 50000	65	0.12	6,11,205	1.23
50001- 100000	112	0.21	16,55,757	3.33
100001 & Above	155	0.30	3,83,50,370	77.15
Total	52,292	100	4,97,09,220	100

Shareholding Pattern as on 31st March, 2026:

Sr. No.	Category of Shareholder	Total number of shares (Fully paid up)	% of total no. of shares
(A)	Shareholder of Promoter and Promoter Group		
1	Indian	1,63,78,055	32.95
2	Foreign	-	-
	Total shareholding of Promoter and Promoter Group	1,63,78,055	32.95
(B)	Public Shareholding		
1	RESIDENT INDIVIDUALS	2,43,48,251	48.98
2	MUTUAL FUNDS	17,33,720	3.49
3	FOREIGN PORTFOLIO CORP	2,54,168	0.51
4	FOREIGN PORTFOLIO INVESTORS	1,15,400	0.23
5	QUALIFIED INSTITUTIONAL BUYER	6,02,100	1.21
6	H U F	15,10,953	3.04
7	NON RESIDENT INDIAN NON REPATRIABLE	3,66,619	0.74
8	BODIES CORPORATES	38,63,341	7.77
9	ALTERNATIVE INVESTMENT FUND	3,47,754	0.70
10	NON RESIDENT INDIANS	1,88,859	0.38
	Total public shareholding	3,33,31,165	67.05%
	Total (A) + (B)	4,97,09,220	100.00%

Address for correspondence:**ELIN ELECTRONICS LIMITED**

Secretarial Department

4771 Bharat Ram Road, 23, Daryaganj, New Delhi-110002

Phone: 011-43000400

E-mail: cs@elinindia.com

- Plant Locations:**

Considering the nature of business in which your Company is engaged it has four manufacturing plants:

S. No.	Name of Plant	Location	Address
1	Elin Electronics Limited	Ghaziabad	C-142, 143, 144, 144/1 & 144/2, Industrial Area, Site No.1, Bullandshahar Road, Ghaziabad (U.P.)-201 009
2	Elin Electronics Limited	Baddi	Village Belikhol, P.o.manpura, Tehsil Nalagarh, District Solan, H.P.-174101
3	Elin Electronics Limited	Goa	L-84, Verna Industrial Area, Electronic City, Verna, Goa-403722
4	Elin Electronics Limited	Bhiwadi	C-2, C-3 & C5-C6 Elcina Manufacturing Cluster Spl-1, Salarpur Industrial Area Bhiwadi District : Alwar Rajasthan-301019

- List of all Credit Ratings obtained by the Company along with revisions for the F.Y. 2025-26:**

CRISIL Ratings Limited had assigned the credit rating to your Company as follows:

Type of Credit rating	During the 2025-26	Post the 2025-26
Long Term Rating on Bank Facilities	CRISIL A/Stable	CRISIL A /Stable
Short Term Rating on Bank Facilities	CRISIL A1	CRISIL A1

Material Wholly-Owned Subsidiary Company – Monitoring Framework

The Company monitors performance of its Material Wholly-Owned Subsidiary Company (ELIN Appliances Private Limited), inter-alia, by the following means:

- The Audit Committee reviews financial statements of the wholly-owned subsidiary company, along with investments made by them, on a quarterly basis.
- The Board of Directors reviews the Board Meeting minutes and statements of all significant transactions and arrangements, if any, of subsidiary Company.
- Ms. Priyanka Jain, Independent Director of the Company is on the Board of Directors of unlisted material wholly -owned subsidiary.

The Company has formulated a policy for determining its 'Material' Subsidiaries and the same is available on the website of the Company at www.elinindia.com. The weblink for the same is https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Policy_on_Material_Subsidiaries.pdf. The Company doesn't have listed subsidiary.

Related Party Transactions & Conflict of Interest

All the contracts/ arrangements/ transactions entered by your Company during the financial year with related parties were in its ordinary course of business and on arm's length basis. The Company has made full disclosure of transactions with the related parties as set out in notes of Standalone Financial Statement, forming part of the Annual Report. There were no materially significant related party transactions which could have potential conflict with interest of the Company at large. The Company has uploaded Related Party Transaction Policy at the following weblink: https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Related_Party_Transaction_Policy_ELIN_Electronics.pdf. The Company and its Wholly-owned subsidiary has not made any loan advances to any entity in which Directors are interested.

Details of non-compliance on matters relating to Capital Market Compliance with Listing Regulations

The Company has complied with the Rules, Regulations and Guidelines prescribed by Securities and Exchange Board of India (SEBI) and Stock Exchange as applicable to the Company, from time to time. There were no penalties or strictures imposed on the Company by the Stock Exchange(s), SEBI and/ or any other statutory authorities on matters relating to capital market.

Payment of Listing Fees

Annual Listing Fees for the FY 2025-26 has been paid by the Company to National Stock Exchange of India Limited and BSE Limited.

Website

All the information and disclosures required to be disseminated pursuant to the Listing Regulations and the Act are being posted at Company's website at <https://www.elinindia.com/investor/>.

Commodity Price risk or foreign exchange risk and hedging activities

Exposure of the listed entity to commodity and commodity risks faced by the entity throughout the year: Not applicable

Also, your Company imports certain raw materials from various sources, for various products of the Company. Your Company actively monitors the foreign exchange movements and takes appropriate action to reduce the risks associated with transactions in foreign currencies.

Proceeds from preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulations

The Company has not raised funds through preferential allotment or qualified institutions placement during the FY 2025-26.

9. OTHER DISCLOSURES / COMPLIANCES

Disclosures with respect to demat suspense account/ unclaimed suspense account

(a) aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	One Shareholder -2,000 shares in the unclaimed suspense account lying at the beginning of the year.
(b) number of shareholders who approached listed entity for transfer of shares from suspense account during the year	NIL
(c) number of shareholders to whom shares were transferred from suspense account during the year	Not Applicable
(d) aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	One Shareholder -2,000 shares in the unclaimed suspense account lying at the end of the year.
(e) that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	Voting rights of one shareholder in respect of 2,000 Equity Shares shall remain frozen till the rightful owner of such shares claims the shares.

Code for prevention of Insider-Trading Practices

In accordance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has in place following policies/ codes which are revised from time to time according to applicable laws.

- Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders; and
- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI).

Certification

The Managing Director and Chief Financial Officer of the Company have jointly furnished an annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations and is attached to this Report as **Annexure – A**.

Further, the Managing Director and Chief Financial Officer of the Company have also jointly certified and issued the quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of the Listing Regulations.

No Disqualification Certificate from Company Secretary in Practice

A certificate from P. P. AGARWAL & CO., Company Secretaries, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or re-appointed as director of company by SEBI/ Ministry of Corporate Affairs or any such Statutory Authority as stipulated under Regulation 34(3) read with Schedule V of the Listing Regulations, is attached to this Report as **Annexure – B**.

Fees to Statutory Auditor and its affiliates

Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to statutory auditors of the Company, during the year ended 31st March, 2026 is 5.25 Millions.

Prevention of Sexual Harassment (POSH)

The Company prohibits and has zero tolerance towards any actions relating to workplace sexual harassment and it is dealt expeditiously and fairly through prompt and thorough investigation whenever any instance in this regard is reported, the details of which are as under:

Sr. No.	Particulars	Number of Complains
1	Filed during the financial year under review	Nil
2	Disposed of during the financial year under review	Not applicable
3	Pending as on end of the financial year	Not applicable

10. DETAILS OF MATERIAL SUBSIDIARIES OF THE LISTED ENTITY:

The requirements with respect to the subsidiary companies in terms of Regulation 24 of the Listing Regulations have been complied with. In terms of Regulation 16(1)(c) of the Listing Regulations, the Company has adopted a 'Policy on Material Subsidiary'. The Policy on Material Subsidiary is available on the Company's website at <https://www.elinindia.com/pdf/investors/policies/Policy-on-Material-Subsidiaries.pdf>.

The Company has one material subsidiary, namely Elin Appliances Private Limited. The details as required to be disclosed with respect to the Material Subsidiary of the Company are as under:

Name of Material Subsidiary	Date of Incorporation	Place of Incorporation	Name of Statutory Auditor
Elin Appliances Private Limited	21.08.2002	New Delhi	S.R. BATLIBOI & CO. LLP

In terms of Regulation 24A of the Listing Regulations, the secretarial audit report of the unlisted material subsidiary given by the practicing company secretary in Form No.MR-3 has been provided as an annexure to the Directors' Report.

Compliance with Mandatory Requirements and adoption of discretionary Requirements

Your Company has complied with all mandatory requirements of Regulation 34 of the Listing Regulations and the following discretionary requirement of the Listing Regulations are adopted:

Unmodified Audit Opinion

During the year under review, there is no audit qualification in your Company's standalone financial statements and consolidated financial statements. Your Company continues to adopt best practices to ensure regime of financial statements with unmodified audit qualifications.

Reporting of Internal Auditor

In accordance with the provisions of Section 138 of the Act, your Company has appointed Internal Auditor who directly reports to the Audit Committee of the Board of Directors.

Compliance Report on Corporate Governance

The Company submits on quarterly basis, a compliance report on corporate governance in the format prescribed by the Securities and Exchange Board of India, within the statutory period, from the end of the quarter with the Stock Exchanges. The said report is placed before the Board every quarter at its subsequent meeting, for its noting and comments/ observations/ advice, if any.

Compliance with requirement of Corporate Governance Report

Your Company has complied with the requirements of Corporate Governance Report of Para (2) to (10) mentioned in Part 'C' of Schedule V of the Listing Regulations and disclosed necessary information as specified in Regulation 17 to 27 and Regulation 46(2)(b) to (i) of the Listing Regulations in the respective places in this Report:

Compliance Certificate from practicing company secretaries regarding compliance of conditions of Corporate Governance

A certificate from **P. P. AGARWAL & CO.**, Company Secretaries, regarding compliance of conditions of Corporate Governance forms part of this Annual Report as **Annexure - C**.

Disclosure in relation to recommendation made by any Committee which was not accepted by the Board

There was no instance during the F.Y.2025-26, where the Board of Directors of the Company has not accepted any recommendations, if any, of its Committees.

Code of Conduct

The Company is committed to compliance with all the applicable laws and regulations with the intent of high business ethics, honesty and integrity. The Company has adopted the 'Code of Conduct for Board and Senior Management' which is posted on the website of the Company at https://www.elinindia.com/pdf/investors/code_of_conduct/Code-of-Conduct-for-Directors-and-Senior-Management.pdf. All Board members and senior management personnel have confirmed compliance to the Code of Conduct. A declaration to this effect, duly signed by the Managing Director of the Company is as under:

DECLARATION - COMPLIANCE WITH THE CODE OF CONDUCT

I hereby confirm that the Company has obtained from all the members of the Board and Senior Management personnel of the Company, affirmation that they have complied with the Code of Conduct framed for Directors and Senior Management Personnel in respect of the F.Y.2025-26.

Kamal Sethia	Place: New Delhi
Managing Director	Date: May 25, 2026

Various policies and the weblinks of respective policies adopted by your Company which are in accordance with the provisions of the Companies Act, 2013 and Listing Regulations:

Particulars	Website Links
Vigil Mechanism/Whistle- blower Policy	https://www.elinindia.com/pdf/investors/policies/Whistle-Blower-Policy.pdf
Terms and Conditions of appointment of Independent Directors	https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Modal_Letter_Of_Appointment_Of_Independent_Director.pdf
Risk Management Policy	https://www.elinindia.com/pdf/investors/policies/Risk-Management-Policy.pdf
Remuneration Policy for Directors, KMP and other Employees	https://www.elinindia.com/pdf/investors/policies/Nomination-Remuneration-Policy.pdf
Related Party Transaction Policy	https://www.elinindia.com/pdf/investors/policies/Related-Party-Transaction-Policy-ELIN-Electronics.pdf
Policy for Succession Planning for the Board	https://www.elinindia.com/pdf/investors/policies/Succession-Plan-Policy.pdf
Policy on Board Diversity	https://www.elinindia.com/pdf/investors/policies/Board-Diversity-Policy.pdf
Material Subsidiary Policy	https://www.elinindia.com/pdf/investors/policies/Policy-on-Material-Subsidiaries.pdf
Code of Practices and Procedures for UPSI	https://www.elinindia.com/pdf/investors/code_of_conduct/Code_of_Practices_and_Procedures_for_Fair_Disclosure_of_UPSI.pdf
Induction and Familiarization Programme for Independent Director	https://www.elinindia.com/pdf/investors/management/Familiarization_programme_imparted_to_Independent_Directors_for_FY_2025_2026.pdf
Dividend Distribution Policy	https://www.elinindia.com/pdf/investors/policies/Dividend-Distribution-Policy.pdf
Code of Conduct for Board and Senior Management	https://www.elinindia.com/pdf/investors/code_of_conduct/Code-of-Conduct-for-Directors-and-Senior-Management.pdf
Policy for Preservation of documents	https://www.elinindia.com/pdf/investors/policies/Policy-on-preservation-of-documents.pdf
CSR Policy	https://www.elinindia.com/pdf/investors/csr/CSR-Policy.pdf

On behalf of the Board of Directors

(Mangi Lall Sethia)
Chairman
DIN: 00081367

Place : New Delhi
Date : May 25, 2026

Annexure – A**Compliance Certificate in terms of Regulation 17(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To
The Board of Directors

ELIN ELECTRONICS LIMITED**Sub : Compliance Certificate in terms of Regulation 17(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

We, Raj Karan Chhajer, Chief Financial Officer and Kamal Sethia, Managing Director of Elin Electronics Limited, hereby certify to the Board that:

- A. We have reviewed financial statements and the cash flow statement for the Financial Year ended 31st March, 2026 and that to the best of our knowledge and belief:
- i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by Elin Electronics Limited during the year which are fraudulent, illegal or violate of the Company's Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting in Elin Electronics Limited and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. We have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee:
- a) Significant changes in internal control over financial reporting during the year;
 - b) Significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Raj Karan Chhajer
Chief Financial Officer

Kamal Sethia
Managing Director
DIN: 00081116

Date : May 25, 2026
Place : New Delhi

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
Elin Electronics Limited
CIN: **L29304DL1982PLC428372**
4771, Bharat Ram Road, 23, Daryaganj,
New Delhi-110002

We have examined the relevant registers, records, forms, returns and disclosures for the Financial Year 2025-2026 as submitted by the Directors of **Elin Electronics Limited** ("the Company") having its Registered Office at 4771, Bharat Ram Road, 23, Daryaganj, New Delhi-110002, Delhi, produced before us by the Company for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para C Clause 10 (i) of SEBI (LODR) Regulations, 2015. We have considered non-disqualification to include non-debarment by the Regulatory/ Statutory Authorities.

Based on our examination as aforesaid and such other verification carried out by us as deemed necessary and adequate (including Directors Identification Number (DIN) status at the portal www.mca.gov.in, in our opinion and to the best of our information and knowledge and according to explanations provided by the Company, its officers and authorized representatives, we hereby certify that none of the Directors on the Board of the Company, as listed hereunder for the Financial Year ending 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such other statutory authority.

S. No.	Name of Director	Director Identification Number (DIN)	Date of Appointment	Date of Cessation
1.	Mr. Kamal Sethia	00081116	06/09/2021	-
2.	Mr. Mangi Lall Sethia	00081367	26/03/1982	-
3.	Mr. Sanjeev Sethia	00354700	29/08/2008	-
4.	Mr. Sumit Sethia	00831799	03/06/2020	-
5.	Mr. Shanti Lal Sarnot	01899198	30/09/2021	-
6.	Ms. Shilpa Baid	08538622	16/08/2019	-
7.	Mr. Ashis Chandra Guha	09352987	08/10/2021	-
8.	Ms. Priyanka Jain	00618931	08/02/2025	-

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which management has conducted the affairs of the Company.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the Financial Year ended 31st March, 2026

For P. P. AGARWAL & CO.

Company Secretaries
(**Pramod Prasad Agarwal**)
Proprietor

U.C.No.S2012DE174200

M.No. F4955 C.P. No. 10566

Peer Review Cert. No.: 7909/2026

UDIN: F004955H000464031

Date: 25.05. 2026
Place: New Delhi

Annexure – C

CORPORATE GOVERNANCE CERTIFICATE

To**The Members of Elin Electronics Limited**

We have examined the compliance of conditions of Corporate Governance by ELIN ELECTRONICS Limited ("the Company"), for the Financial Year ended 31st March, 2026 as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation(2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of regulations of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the regulations of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated under the Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For P. P. AGARWAL & CO.
Company Secretaries

(Pramod Prasad Agarwal)

Proprietor

U.C.No. S2012DE174200

M.No. F4955 C.P. No. 10566

Peer Review Cert. No.: 7909/2026

UDIN: F004955H000464172

Place : New Delhi

Date : 25. 05. 2026

Independent Auditor's Report

To the Members of Elin Electronics Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Elin Electronics Limited ("the Company"), which comprise the Balance sheet as at March 31, 2026, the Statement of Profit and Loss, including the Statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

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

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

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

Key audit matters	How our audit addressed the key audit matter
(a) Revenue recognition – Cut off (as described in note 2.7 and note 25 of the standalone financial statements)	
Revenue from the sale of goods is recognized at the moment when control has been transferred to the customer and is measured net of trade discounts, rebates and pricing allowances to customers. The timing of revenue recognition is relevant to the reported performance of the Company. Revenue recognition has been identified as a key audit matter as there could be incentives or external pressures to meet expectations resulting in revenue being recognized before control has been transferred.	Our audit procedures included the following: - We assessed the appropriateness of the revenue recognition accounting policies by comparing with applicable accounting standards. - We tested on a sample basis, key customer contracts to identify terms and conditions relating to transfer of control. - We performed substantive testing by selecting samples of revenue transactions recorded during the year by testing the underlying documents which included invoices, good dispatch notes, customer acceptances and shipping documents (as applicable). - We carried out analytical procedures on revenue recognized during the year to identify unusual variances. - We tested, on a sample basis, specific revenue transactions recorded closer to the year end and after the financial year end date to determine whether the revenue had been recognized in the appropriate period.

Other Information

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

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

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors and Those Charged with Governance are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most

significance in the audit of the standalone financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2(i) (vi) below on reporting under Rule 11(g);
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement 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 standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above on reporting under section 143(3)(b) and paragraph 2 (i) (vi) below on reporting under Rule 11(g);
 - (g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements and the operating effectiveness of such controls, refer to our separate report in "Annexure 2" to this report;
 - (h) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer note 36 to the standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
 - iv.
 - a) The management has represented that, to the best of its knowledge and belief as disclosed in the note 46 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 46 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - c) Based on such 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 (a) and (b) contain any material misstatement;

- v. No dividend has been declared or paid during the year by the Company;
- vi. Based on our examination which included test checks, the Company has used accounting software (SAP HANA Web Version – Public Cloud) for maintaining its books of account which has a feature of recording audit trail facility and the same has operated throughout the year for all relevant transactions recorded in the software, we have obtained the Service Organization Controls (SOC) report from the third-party service provider, however, the SOC report does not specifically address the existence or operation of audit trail (edit log) functionality at the database layer of the SAP S/4 HANA environment, as described in note 49 to the standalone financial statements. Wherever audit trail is enabled, during the course of our audit, we did not come across any instance of audit trail feature being tampered with

in respect of accounting software. Additionally, the audit trail of relevant prior years has been preserved by the Company as per the statutory requirements for record retention, to the extent it was enabled and recorded in those respective years, as stated in note 49 to the standalone financial statements.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Divya Mathur
Partner
Membership Number: 506846
UDIN: 26506846NUQENV6067
Place of Signature: Gurugram
Date: May 25, 2026

Annexure 1 referred to in paragraph under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date

Re: Elin Electronics Limited (“the Company”).

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.
- (i) (a) (B) The Company has maintained proper records showing full particulars of intangible assets.
 - (b) All property, plant and equipment were physically verified by the management during the year ended March 31, 2024 in accordance with a planned programme of verifying them once in three years which is reasonable having regard to the size of the Company and the nature of its assets.
 - (c) The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in note 3 to the standalone financial statements included in property, plant and equipment are held in the name of the Company.
 - (d) The Company has not revalued its property, plant and equipment or intangible assets (including right of use assets) during the year ended March 31, 2026.
 - (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the year except for inventories lying with third parties and goods in transit. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Inventories lying with third parties have been confirmed by them as at March 31, 2026 and no discrepancies were noticed in respect of such confirmations. No discrepancies of 10% or more in aggregate for each class of inventory were noticed on such physical verification. In respect of goods in-transit, subsequent evidence of receipts/delivery acknowledgement/bill of lading has been verified with inventory/sales records.
- (b) As disclosed in note 20 to the standalone financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the standalone financial statements, the quarterly returns/statements filed by the Company with such banks are in agreement with the unaudited books of accounts of the Company.

- (iii) (a) During the year the Company has provided loans to employees as follows:

Particulars	Loan to employees (In INR millions)
Aggregate amount provided during the year	18.64
Employee loans	
Balance outstanding as at balance sheet date in respect of above cases	10.08
Employee loans	

During the year the Company has not provided loan, advances in the nature of loans, stood guarantee or provided security to companies, firms, limited liability partnerships or any other parties.

- (b) During the year the terms and conditions of the grant of all loans to employees are not prejudicial to the Company's interest. During the year the Company has not made investment, provided guarantees, provided security and granted loans and advances in the nature of loans to companies, firms, limited liability partnerships or any other parties
- (c) The Company has granted loans to employees where the schedule of repayment of principle has been stipulated and the repayment or receipt are regular. During the year the Company has not granted loans and advances in the nature of loans to companies, firms, limited liability partnerships or any other parties.
- (d) There are no amounts of loans granted to employees which are overdue for more than ninety days. The Company has not granted loans or advances in the nature of loans to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.
- (e) There were no loans granted to employee which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties. The Company has not granted loans or advances in the nature of loans to companies, firms, limited liability partnerships or any other parties
- (f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, limited liability partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.
- (iv) Investment in respect of which provisions of Section 186 of the Companies Act, 2013 is applicable have been complied with by the Company. There are no loans, investments, guarantees, and security in respect of which provisions of Section 185 of the Companies Act, 2013 is applicable and there are no guarantees and security

in respect of which provisions of Section 186 of the Companies Act, 2013 is applicable.

- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of Electricals or electronic machinery, and are of the opinion that prima facie, the

specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions related to sales tax, service tax, duty of excise and value added taxes are not applicable to the Company.

- (b) According to the records of the Company, the dues outstanding of provident fund, sales-tax, customs duty, goods & services tax and value added tax on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (In Rs millions)	Amount Paid under protest (In Rs millions)	Period to which amount relates	Forum where the dispute is pending
Employees Provident Fund & Miscellaneous Provision Act, 1952	Provident Fund (Interest and Penalty, if applicable)	4.66	1.17	Oct 1995 to Sep 2011	Central Government Industrial Tribunal II, Mumbai
		1.14	0.28	April 2009 to March 2019	Central Government Industrial Tribunal-Cum-Labour Court Chandigarh
Custom Act, 1962	Custom Duty (Interest and Penalty, if applicable)	1.26	0.32	2019-20	Commissioner (Appeals) of Customs, Mumbai
Goa Value Added Tax, 2005	Value Added Tax (Interest and Penalty, if applicable)	0.18	0.02	2017-18	Deputy Commissioner of Commercial Taxes, Goa
The GST Act, 2017	Goods and Service tax (Interest and Penalty, if applicable)	2.00	1.47	2017-18 to 19-20 and 2025-26	Appellate Authority
The Central Sales Tax Act	Central Sales tax (Interest and Penalty, if applicable)	0.02	0.02	2008-09	Additional Commissioner (Appeal)
		0.24	0.24	2015-16	
		0.30	0.03	2011-12	Commercial Tax Tribunal, Ghaziabad

There are no dues of employees' state insurance, service tax, excise duty, cess, and other statutory dues which have not been deposited on account of any dispute.

- (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix) (c) of the Order is not applicable to the Company.
- (d) On an overall examination of the standalone financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary.

- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiary. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) hence, the requirements of clause (x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) (a) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current financial year. The Company has not incurred cash losses in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) On the basis of the financial ratios disclosed in note 45 to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act, 2013 (the Act) within a period of six months of the expiry of the financial year, in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 41 to the financial statements.
- (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 41 to the financial statements.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

Per Divya Mathur

Partner

Membership Number: 506846

UDIN: 26506846NUQENV6067

Place of Signature: Gurugram

Date: May 25, 2026

Annexure 2 to the Independent Auditor's Report of even date on the Standalone Financial Statements of Elin Electronics Limited

Report on the Internal Financial Controls under Clause (g) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

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

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 these standalone financial statements 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") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls with reference to these Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of 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 Standalone Financial Statements

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

Opinion

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

For **S.R. Batliboi & Co. LLP**
Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Divya Mathur
Partner

Membership Number: 506846
UDIN: 26506846NUQENV6067

Place of Signature: Gurgaon
Date: May 25, 2026

Standalone Balance Sheet

as at March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	Notes	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	2,114.13	2,060.31
(b) Capital work-in-progress	4	276.64	33.20
(c) Intangible assets	5	0.21	2.14
(d) Investment in subsidiary	6	20.00	20.00
(e) Financial assets			
(i) Investments	7	12.96	14.00
(ii) Other financial assets	8	23.40	25.75
(f) Other non-current assets	10	73.89	27.82
Total non current assets		2,521.23	2,183.22
Current assets			
(a) Inventories	11	1,230.17	1,076.78
(b) Financial assets			
(i) Investments	12	805.16	658.09
(ii) Trade receivables	13	1,474.30	1,582.82
(iii) Cash and cash equivalents	14	41.39	0.65
(iv) Bank balances other than (iii) above	15	14.39	310.12
(v) Other financial assets	16	10.74	35.11
(c) Current tax assets (net)	17	15.53	-
(d) Other current assets	18	76.44	70.59
Total current assets		3,668.12	3,734.16
Total assets		6,189.35	5,917.38
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	19	248.55	248.30
(b) Other equity	19	4,465.28	4,251.92
Total equity		4,713.83	4,500.22
LIABILITIES			
Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	33	5.21	5.26
(b) Deferred tax liabilities (net)	9	125.17	109.34
Total non-current liabilities		130.38	114.60
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	70.39	113.01
(ii) Lease liabilities	33	0.07	0.06
(iii) Supplier's credit	21(a)	60.82	-
(iv) Trade payables			
- total outstanding dues of micro enterprises and small enterprises	21(b)	168.37	160.32
- total outstanding dues of creditors other than micro enterprises and small enterprises	21(b)	847.93	815.77
(v) Other financial liabilities	22	84.54	85.30
(b) Other current liabilities	23	88.77	93.39
(c) Provisions	24	24.25	28.48
(d) Current tax liabilities (net)	17	-	6.23
Total current liabilities		1,345.14	1,302.56
Total liabilities		1,475.52	1,417.16
Total Equity and Liabilities		6,189.35	5,917.38

The accompanying notes form an integral part of the standalone financial statements

1-49

As per our report of even date attached

For S.R. Batliboi & Co. LLP

Chartered Accountants

Firm's Registration No.: 301003E/E300005

Divya Mathur

Partner

Membership No.: 506846

Place : Gurgaon

Date : May 25, 2026

For and on behalf of the Board of Directors

Kamal Sethia

Managing Director

DIN: 00081116

Raj Karan Chhajer

Chief Financial Officer

M.L. Sethia

Chairman

DIN: 00081367

Lata Rani Pawa

Company Secretary and

Compliance Officer

M.No.: A30540

Place : New Delhi

Date : May 25, 2026

Standalone Statement of Profit and Loss

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	Notes	For the Year ended March 31, 2026	For the Year ended March 31, 2025
I INCOME			
Revenue from operations	25	10,160.60	9,449.47
Other income	26	68.03	102.70
Total income (I)		10,228.63	9,552.17
II EXPENSES			
Cost of material consumed	27	7,295.26	6,584.87
Purchases of stock-in-trade		202.19	315.18
Change in inventories of finished goods, work-in progress and stock-in-trade	28	(90.19)	(65.14)
Employee benefits expense	29	1,428.38	1,403.27
Finance costs	30	67.71	62.28
Depreciation and amortization expenses	3, 5	202.76	204.13
Other expenses	31	833.91	774.75
Total expenses (II)		9,940.02	9,279.34
III Profit before exceptional items and tax for the year (I - II)		288.61	272.83
IV Exceptional items	37	7.42	-
V Profit before tax for the year (III-IV)		281.19	272.83
VI Tax expenses	44		
- Current tax		56.10	50.00
- Adjustment of tax relating to earlier period		(2.67)	(0.37)
- Deferred tax		14.48	21.48
Total tax expenses		67.91	71.11
VII Profit for the year (V-VI)		213.28	201.72
VIII Other comprehensive income (OCI):			
Items that will not be reclassified to profit or loss			
Remeasurement gain /(loss) of defined employee benefit plans		(6.90)	(5.12)
Tax expense/(credit) on items that will not be reclassified to profit or loss		1.74	1.29
Items that will be reclassified to profit or loss			
Gain/(loss) on equity instruments designated through OCI		(1.04)	-
Tax expense/(credit) on items that be reclassified to profit or loss		0.26	-
Other comprehensive income/(loss) for the year, net of tax		(5.94)	(3.83)
IX Total comprehensive income/(loss) for the year, net of tax (VII + VIII)		207.34	197.89
X Earnings per share attributable to the equity holders of the Company [face value of INR 5/- each]	32		
- Basic (amount in INR)		4.29	4.06
- Diluted (amount in INR)		4.29	4.06

The accompanying notes form an integral part of the standalone financial statements

1-49

As per our report of even date attached

For S.R. Batliboi & Co. LLP
Chartered Accountants
Firm's Registration No.: 301003E/E300005

Divya Mathur
Partner
Membership No.: 506846

Place : Gurgaon
Date : May 25, 2026

For and on behalf of the Board of Directors
Kamal Sethia
Managing Director
DIN: 00081116

Raj Karan Chhajer
Chief Financial Officer

M.L. Sethia
Chairman
DIN: 00081367

Lata Rani Pawa
Company Secretary and
Compliance Officer
M.No.: A30540
Place : New Delhi
Date : May 25, 2026

Standalone Statement of Cash Flows

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
I Cash flow from operating activities :		
Net profit before tax	281.19	272.83
Adjustments for :		
Depreciation and amortization expense	202.76	204.13
(Gain)/loss on disposal of property, plant and equipment (net)	2.27	(10.32)
Fair value (gain)/loss on financial assets held at fair value through profit or loss	(36.21)	(53.58)
(Gain)/loss on sale of current investments measured at FVTPL	(14.47)	-
Provision for doubtful debt (written back)/written off	2.42	1.06
Foreign exchange fluctuation (gain)/loss (net)	1.14	(1.11)
Interest income	(16.83)	(36.97)
Share based payments	2.37	1.89
Finance costs	67.71	62.28
	211.16	167.38
Change in operating assets and liabilities :		
(Increase)/decrease in trade and other receivable	93.67	(151.68)
(Increase)/decrease in inventories	(153.39)	(208.07)
Increase/(decrease) in trade and other payables	82.83	167.61
	23.11	(192.14)
Cash generated from operations	515.46	248.07
Income taxes paid (net)	(71.84)	(47.32)
Net cash generated from / (used in) operating activities	443.62	200.75
II Cash flow from investing activities		
Purchase of property, plant and equipment including capital work in progress and capital advance	(539.76)	(340.54)
Proceeds from sale of property, plant and equipment	5.72	28.74
Proceeds from sale of current investment	649.71	-
Purchase of current investment	(746.10)	-
Fixed deposits made during the year	(70.05)	(297.00)
Fixed deposits matured during the year	366.51	321.88
Interest received	37.56	41.13
Net cash generated from / (used in) investing activities	(296.41)	(245.79)
III Cash flow from financing activities		
Net proceeds/(repayment) of borrowings (short term)	(42.62)	105.72
Interest on lease liabilities	(0.32)	(0.27)
Proceeds from issue of equity share capital under ESOP	0.25	-
Securities premium received on issue of shares	3.65	-
Principal payment of lease liabilities	(0.04)	0.00
Finance costs paid	(67.39)	(61.84)
Net cash generated from / (used in) financing activities	(106.47)	43.61

Standalone Statement of Cash Flows

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
IV Net increase/(decrease) in cash & cash equivalents (I + II + III)	40.74	(1.43)
V Cash and cash equivalents at the beginning of the year	0.65	2.08
VI Cash and cash equivalents at end of the year	41.39	0.65
Notes:		
1. The standalone statement of cash flow has been prepared under the indirect method as set-out in the Ind AS - 7 "Statement of Cash Flow" as specified in the Companies (Indian Accounting Standards) Rules, 2015.		
2. Figures in bracket indicate cash outflow.		
3. Cash and cash equivalents (refer note 14) comprise of the followings:		
Cash on hand	0.88	0.54
Cheques in hand	0.06	-
Balances with scheduled banks in current accounts	40.45	0.11
Balances per statement of cash flows	41.39	0.65
4. Analysis of movement in financing activities		
i. Borrowings at the beginning of the year	113.01	7.29
Cash changes		
Repayment of secured loans	(113.01)	(7.29)
Proceeds from secured loans	70.39	113.01
Non cash changes	-	-
Borrowings at the end of the year	70.39	113.01
ii Lease liabilities at the beginning of the year	5.32	5.16
Cash changes		
Payment of interest on lease liabilities	(0.32)	(0.27)
Principal payment of lease liabilities	(0.04)	0.00
Non cash changes		
Accretion of interest	0.32	0.43
Lease liabilities at the end of the year	5.28	5.32
The accompanying notes form an integral part of the standalone financial statements		

As per our report of even date attached

For S.R. Batliboi & Co. LLP
Chartered Accountants
Firm's Registration No.: 301003E/E300005

Divya Mathur
Partner
Membership No.: 506846

Place : Gurgaon
Date : May 25, 2026

For and on behalf of the Board of Directors

Kamal Sethia
Managing Director
DIN: 00081116

Raj Karan Chhajer
Chief Financial Officer

M.L. Sethia
Chairman
DIN: 00081367

Lata Rani Pawa
Company Secretary and
Compliance Officer
M.No.: A30540
Place : New Delhi
Date : May 25, 2026

Standalone Statement of Changes in Equity

(All amounts are in ₹ Millions, unless otherwise stated)

A. Equity Share Capital

Particulars	Notes	Amount
Balance as at April 1, 2024	19	248.30
Issue of Share Capital		-
Balance as at March 31, 2025	19	248.30
Issue of Share Capital		0.25
Balance as at March 31, 2026	19	248.55

B. Other equity

Particulars	Reserves and Surplus				Other Comprehensive Income		Total
	Securities Premium	General Reserve	Retained Earnings	Share based payment reserve	Changes in fair value of FVOCI equity instruments	Remeasurement of defined benefit plans	
Balance as at April 1, 2024	1,689.76	483.73	1,837.32	-	(0.10)	41.43	4,052.14
Profit for the year	-	-	201.72	-	-	(3.83)	197.89
Share based payment (refer note 47)	-	-	-	1.89	-	-	1.89
Balance as at March 31, 2025	1,689.76	483.73	2,039.04	1.89	(0.10)	37.60	4,251.92
Profit for the year	-	-	213.28	-	(0.78)	(5.16)	207.34
Issue of share capital on exercise of share options (refer note 47)	3.65	-	-	-	-	-	3.65
Share based payment on exercise of share options (refer note 47)	-	-	-	2.37	-	-	2.37
Exercise of share option (refer note 47)	4.26	-	-	(4.26)	-	-	-
Balance as at March 31, 2026	1,697.67	483.73	2,252.32	-	(0.88)	32.44	4,465.28

As per our report of even date attached

For S.R. Batliboi & Co. LLP
Chartered Accountants
Firm's Registration No.: 301003E/E300005

Divya Mathur
Partner
Membership No.: 506846

Place : Gurgaon
Date : May 25, 2026

For and on behalf of the Board of Directors

Kamal Sethia
Managing Director
DIN: 00081116

Raj Karan Chhajer
Chief Financial Officer

M.L. Sethia
Chairman
DIN: 00081367

Lata Rani Pawa
Company Secretary and
Compliance Officer
M.No.: A30540
Place : New Delhi
Date : May 25, 2026

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

1. Corporate information

Elin Electronics Limited ('the Company') was incorporated in India on March 26, 1982 under the provisions of the Companies Act, 1956 (CIN L29304DL1982PLC428372). The Company is engaged in the business of Electronics Manufacturing Services. Its share are listed on two recognized stock exchanges in India. The registered office of the company is located at 4771, Bharat Ram Road, 23, Daryaganj, New Delhi-110002 (India) and manufacturing plants in the state of Uttar Pradesh, Himachal Pradesh and Goa.

The Standalone Financial Statements is approved for issue by the Company's Board of Directors in their meeting held on May 25, 2026.

2. Material accounting policies

A summary of the material accounting policies applied in the preparation of the Standalone Financial Statements are as given below. These accounting policies have been applied consistently to all periods presented in the Standalone Financial Statements.

2.1 Basis of Preparation

2.1.1 Statement of compliance

The Standalone Financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under the Section 133 of the Companies Act, 2013 notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation including disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the CFS and the accounting principles generally accepted in India. The Company has consistently applied accounting policies to all periods.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

2.1.2 Historical Cost Convention

The Standalone Financial statements of the Company are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention and on accrual basis as per the provisions of the Companies Act, 2013 ("the Act"), except for the following items:

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

Functional and presentation currency

Items included in the Standalone Financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Standalone Financial Statements are presented in Indian rupee (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest million, up to two places of decimal, unless otherwise indicated. Amounts having absolute value of less than INR 1000 have been rounded and are presented as INR 0.00 Millions in the Standalone Financial Statements.

Summary of material accounting policies

2.2 Current vs non-current classification

The Company segregates assets and liabilities into current and non-current categories for presentation in the balance sheet after considering its normal operating cycle and other criteria set out in Ind AS 1, "Presentation of Financial Statements". For this purpose, current assets and liabilities include the current portion of non-current assets and liabilities respectively. Deferred tax assets and liabilities are always classified as non-current.

The Company presents assets and liabilities in the Standalone statement of assets and liabilities based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

The Company classifies all other assets as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.3 Property plant and equipment

Recognition and Initial Measurement

Property, plant and equipment is recognized when it is probable that future economic benefits associated with the item will flow to the Company and the cost of each item can be measured reliably. Property, plant and equipment are initially stated at their cost.

Cost of asset includes:

- Purchase price, net of any trade discounts and rebates
- Cost directly attributable to the acquisition of the assets which incurred in bringing asset to its working condition for the intended use
- Present value of the estimated costs of dismantling & removing the items & restoring the site on which it is located if recognition criteria are met.

Amounts paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under capital advances and capital work-in-progress (CWIP) respectively.

Significant Parts of an item of PPE (including major inspections) having different useful lives & material value or other factors are accounted for as separate components. All other repairs and maintenance costs are recognized in the statement of profit and loss as incurred.

Subsequent measurement

Property, plant and equipment are subsequently measured at cost net of accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditure is capitalized if it is probable that future economic benefits associated with the expenditure will flow to the Company and cost of the expenditure can be measured reliably.

Depreciation and useful lives

Depreciation on property, plant and equipment is provided on straight line basis over the estimated useful lives of the assets as specified in schedule II of the Companies act, 2013 except for assets used in manufacturing of Medical Products which are depreciated over a period of 3 years based on the management's internal assessment.

Particulars	Useful life as per Schedule II	Particulars	Useful life as per Schedule II
Computers	3 Years	Factory Building	30 Years
Servers	6 Years	Building (other than factory building)	60 Years
Office Equipment	5 Years	Electric Installation and Equipments	10 Years
Furniture and fixtures	10 Years	Motor Cycles	10 Years
Plant & Machinery including Dies, tools and Moulds	10-15 Years	Motor Vehicles & Lorry	8 Years
Plant & Machinery (medical products)*	3 Years		

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

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

Depreciation on additions to/deductions from property, plant and equipment during the period is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed. Each part of an item of property, plant and equipment is depreciated separately if the cost of part is significant in relation to the total cost of the item and useful life of that part is different from the useful life of remaining asset. Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted prospectively, if appropriate.

Derecognition

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

2.4 Intangible assets

Intangible assets acquired separately are stated at cost less accumulated amortization and accumulated impairment loss, if any. Intangible assets are amortized on straight line basis over the estimated useful life. Estimated useful life of the software is considered as 3 years. Amortisation methods, useful lives and residual values are reviewed in each financial year / period end and changes, if any, are accounted for prospectively. An intangible asset is de-recognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Standalone Statement of Profit and Loss.

2.5 Impairment of non-financial assets

At each reporting date, the Company assesses, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash- generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount and the impairment loss, including impairment on inventories are recognized in the Standalone Statement of Profit and loss.

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 assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior period. Such reversal is recognized in the Standalone Statement of Profit and loss.

2.6 Inventories

- a) Inventories (including traded goods) are valued at the lower of cost and net realizable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:
 - Raw materials: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.
 - Finished goods and intermediate products (including manufactured components): Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity. Cost is determined on first in, first out basis.
 - Stores and spares, consumables and packing materials cost includes direct expenses and is determined on the basis of first in first out method.
- b) Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The comparison of cost and net realizable value is made on an item-by-item basis.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

2.7 Revenue recognition

Revenue is measured at the transaction price that is allocated to the performance obligation and it excludes amounts collected on behalf of third parties and is adjusted for variable considerations. Any subsequent change in the transaction price is then allocated to the performance obligations in the contract on the same basis as at contract inception. The Company recognizes revenue for variable consideration when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. The Company estimates the amount of revenue to be recognized on variable consideration using most likely amount method. Consequently, amounts allocated to a satisfied performance obligation are recognised as revenue, or as a reduction of revenue, in the period in which the transaction price changes. Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price.

a) Sale of products and Services

Revenue from sale of products is recognized at the point in time when control of the goods is transferred to the customer at the time of shipment to or receipt of goods by the customers at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The Company has concluded that it is the principal in its revenue arrangements as it typically controls the goods or services before transferring them to the customer.

Sales-related obligation associated with sale of goods cannot be purchased separately and they serve as an assurance that the products sold comply with agreed-upon specifications. Accordingly, the Company accounts for such obligation in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

The goods and service tax (GST) is not received by the Company on its own account. Rather, it is tax collected on behalf of the government. Accordingly, it is excluded from revenue.

b) Other Operating Revenue

Export incentive is recognized when there is reasonable assurance that the Company will comply with the conditions and the incentive will be received.

c) Other Revenue

- **Interest income:** Interest income is recognised as interest accrues using the effective interest method ("EIR") that is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset.
- **Dividends:** Dividend income is recognised when the right to receive payment is established.
- **Rental income:** Rental income arising from operating leases or on investment properties is accounted for on a straight-line basis over the lease terms & included in other non-operating income in Statement of Profit and Loss.
- **Insurance Claims:** Insurance claims are accounted for as and when admitted by the concerned authority.

d) Contract balances

- **Contract assets:** A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.
- **Trade receivables:** A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).
- **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 recognized when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract.

e) Right of return

The Company provides a customer with a right to return in case of any defects or on grounds of quality. The Company uses the expected value method to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Company will be entitled. The requirements in Ind AS 115 on constraining estimates of variable consideration are also applied in order to determine the amount of variable consideration that can be included in the transaction price.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

The application of Ind AS 115 did not have any material impact on recognition and measurement principles. However, it results in additional presentation and disclosure requirements for the Company.

The Company has also applied the practical expedient under Ind AS 115 for incremental cost of obtaining a contract and has recognized such cost as an expense when incurred if the amortization period of the asset is one year or less.

2.8 Taxes

Tax expense comprises current tax expense and deferred tax.

a) Current income tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with relevant tax regulations. 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 OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

b) 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, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised,

Deferred tax is recognized in Standalone Statement of Profit and loss except to the extent it relates to items recognized outside profit or loss, in which case 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 OCI or directly in equity.

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

In assessing the recoverability of deferred tax assets, the Company relies on the same forecast assumptions used elsewhere in the financial statements and in other management reports, which, among other things, reflect the potential impact of climate-related development on the business, such as increased cost of production as a result of measures to reduce carbon emission.

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

Deferred 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 items are recognised in correlation to the underlying transaction either in OCI or directly in equity

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

2.9 Foreign currencies

The Company's Standalone financial statements are presented in INR, which is also the company's functional currency. Foreign currency transactions are recorded in the functional currency, by applying the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items outstanding at the reporting date are converted to functional currency using the closing rate (Closing selling rates for liabilities and closing buying rate for assets). 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 settlement of monetary items, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the Standalone Statement of Profit and loss in the period in which they arise. These exchange differences are presented in the Standalone Statement of Profit and loss on net basis.

2.10 Employee benefit

a) Short-term employee benefits

Employee benefits such as salaries, short term compensated absences, and other benefits falling due wholly within twelve months of rendering the service are classified as short-term employee benefits and undiscounted amount of such benefits are expensed in the Standalone Statement of Profit and loss in the period in which the employee renders the related services.

b) Post-employment benefits

- **Defined Contribution Plan:** A defined contribution plan is a plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

The Company makes specified monthly contribution towards provident fund ('PF') and employee state insurance scheme ('ESI') which is a defined contribution plan. The Company's contribution is recognized as an expense in the Standalone statement of profit and loss during the period in which the employee renders the related service.

- **Defined Benefit Plan:** A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Under such plans, the obligation for any benefits remains with the Company. The Company's liability towards gratuity and leave Encashment is in the nature of defined benefit plan.

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of employment. Vesting occurs upon completion of five years of service. The Company makes periodic contributions to the Kotak Mahindra Life Insurance Limited, Bajaj Allianz Life Insurance Co. Ltd, Tata Aia Life Insurance Co Ltd and Reliance Nippon Life Insurance Co. Ltd. for the Gratuity Plan in respect of employees.

The employees' leave encashment scheme is managed by HDFC Life Insurance Company Limited which is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method and is recognised on the basis of eligible leave balances of employees' as on valuation date.

The liability in respect of gratuity and leave encashment is accrued in the books of accounts on the basis of actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method.

The Company's net obligation is measured at the present value of the estimated future cash flows using a discount rate based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the defined benefit obligations at each reporting date.

Re-measurement, comprising actuarial gains and losses, is recognized in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to Standalone Statement of Profit and loss.

Defined benefit costs comprising current service cost, past service cost, interest cost and gains or losses on settlements are recognized in the Standalone Statement of Profit and loss as employee benefits expense. Gains or losses on settlement of any defined benefit plan are recognized when the settlement occurs. Past service cost is recognized as expense at the earlier of the plan amendment or curtailment and when the Company recognizes related restructuring costs or termination benefits.

c) Other long-term employee benefits

Benefits under the Company's compensated absences constitute other long-term employee benefits, recognized as an expense in the Standalone Statement of Profit and loss for the period in which the employee has rendered services. The obligation recognized in respect of these long-term benefits is measured at present value of the obligation based on actuarial valuation using the Projected Unit credit method.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Long term employee benefit costs comprising current service cost, interest cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognized in the Standalone Statement of Profit and loss as employee benefit expenses.

d) Share based payments - Employee Stock Option Scheme ('ESOP')

Employees of the Company receive remuneration in the form of share based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The fair value of options granted under Employee Stock Option Plan is recognized as an employee benefits with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options determined under Black-Scholes model. The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognizes the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity. Upon exercise of share options, the proceeds received are allocated to share capital up to the par value of the shares issued with any excess being recorded as share premium. If the options are forfeited or not exercised after vesting date, related expenses already recognized in statement of profit and loss are not reversed but transferred to other component within equity.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.11 Cash and cash equivalents

Cash and cash equivalent include cash on hand, cash at banks 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 change in value.

For the purpose of the Standalone statement of cash flows, cash and cash equivalents consist of unrestricted cash and short-term deposits, as defined above as they are considered an integral part of the Company's cash management.

2.12 Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction of qualifying assets are capitalised as part of the cost of such assets upto the assets are substantially ready for their intended use.

The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortised on the basis of the Effective Interest Rate (EIR) method over the term of the loan. All other borrowing costs are recognised in the Standalone Statement of Profit and loss in the period in which they are incurred.

2.13 Provisions, contingent assets and contingent liabilities

a) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risk and uncertainties surrounding the obligation.

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

b) Warranties

Provisions for the expected liability of warranty obligations under sale of goods are recognised at the management's best estimate if the claims of the customers under warranty are probable and the amount can be reasonably estimated.

c) Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation or present obligations that may but probably will not, require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

These are reviewed at each financial reporting date and adjusted to reflect the current best estimates.

d) Contingent assets

Contingent assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

2.14 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration.

a) Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognized in the Standalone Statement of Profit and loss.

ii) Lease liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The Company's lease liabilities are included in financial liabilities

iii) Short term lease and leases of low value assets

The Company applies the short-term lease recognition exemption to its short-term leases contracts including lease of residential premises and offices (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

iv) Single discount rate

The Company has applied the available practical expedient with respect to single discount rate wherein single discount rate is used for portfolio of leases with reasonably similar characteristics.

b) Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

2.15 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. Trade receivables issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

a) Financial assets

Initial recognition and measurement

A financial asset (except trade receivable and contract asset) is recognised initially at fair value plus or minus transaction cost that are directly attributable to the acquisition or issue of financial assets (other than financial assets at fair value through profit and loss). Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss ('FVTPL') are recognised immediately in the Standalone Statement of Profit and Loss.

Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- FVOCI — equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in other comprehensive income (designated as FVOCI — equity investment). 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 recognized in the other comprehensive income ('OCI'). There is no recycling of the amounts from OCI to the Standalone Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Standalone Statement of Profit and Loss.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL.

For purposes of subsequent measurement, financial assets are classified in following categories:

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in the Standalone Statement of Profit and Loss.

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest income, are recognised in the Standalone Statement of Profit and Loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Impairment of financial assets

Expected credit loss (ECL) is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- (a) Financial assets that are measured at amortized cost e.g., deposits, trade receivables and bank balance.
- (b) Financial assets that are measured as at FVTOCI
- (c) Lease receivables under Ind AS 116
- (d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Standalone Statement of Profit and loss. ECL for financial assets measured as at amortized cost and contractual revenue receivables is presented as an allowance, i.e., as an integral part of the measurement of those assets in the Standalone statement of assets and Liabilities. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

The Company does not have any purchased or originated credit impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

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 rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognized on its Standalone statement of assets and liabilities but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

b) Financial liabilities

Initial recognition and measurement

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.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- (i) Financial liabilities at fair value through profit or loss

The Company has not designated any financial liabilities at FVTPL.

- (ii) Financial liabilities at amortized cost

After initial recognition, Loans, borrowings, trade payables and other financial liabilities are subsequently measured

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

at amortized cost using the EIR method. Interest expense is recognized in the Standalone Statement of Profit and loss. Any gain or loss on derecognition is also recognized in the Standalone Statement of Profit and loss.

Derecognition of financial liabilities

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

c) Reclassification of financial assets and liabilities

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.

d) Offsetting of financial instruments

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

2.16 Fair value measurement

The Company measures financial instruments at fair value at each reporting period.

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 principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

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

- Level 1: quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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

External valuers are involved for valuation of significant assets and liabilities, if any. At each reporting date, the Company analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summaries accounting policy for the fair value. Other fair value related disclosures are given in note 44.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

2.17 GST Credit

The GST credit available on purchase of raw materials, other eligible inputs and capital goods is adjusted against taxes payable. The unadjusted GST credit is shown under the head "Other Current Assets".

2.18 Earnings per share

Basic earnings/(loss) per share are calculated by dividing the net profit/(loss) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue and share split. For the purpose of calculating diluted earnings/ (loss) per share, the net profit or loss for the period 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. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potential dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the Standalone Financial statements by the Board of Directors.

2.19 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of the Company has been identified as being the chief operating decision maker by the Management of the Company.

The business of the Company falls within a single line of business i.e. electronics manufacturing services. All other activities of the Company revolve around its main business. Hence, no separate reportable primary segment.

2.20 Government grants

Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all stipulated conditions. Government grants relating to income are deferred and recognized in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating income. Grants related to assets are reduced from the carrying amount of the asset. Such grants are recognized in the Standalone Statement of Profit and Loss over the useful life of the related depreciable asset by way of reduced depreciation charge.

2.21 Standalone Statement of Cash Flows

The Standalone statements of cash flows is made using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferral accruals of past or future cash receipts or payments and item of income or expense associated with investing or financing of cash flows. The cash flows from operating, financing and investing activities of the Company are segregated.

2.22 Significant accounting estimates and judgments

The estimates used in the preparation of the Standalone Financial Statements of each period/year presented are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events), that the Company believes to be reasonable under the existing circumstances. The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date. Although the Company regularly assesses these estimates, actual results could differ materially from these estimates - even if the assumptions underlying such estimates were reasonable when made, if these results differ from historical experience or other assumptions do not turn out to be substantially accurate. The changes in estimates are recognized in the Standalone Financial Statements in the period in which they become known.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Actual results could differ from these estimates.

Significant judgements

- **Allowances for uncollected trade receivables**

Trade receivables do not carry interest and are stated at their nominal values as reduced by appropriate allowances for estimated irrecoverable amount are based on ageing of the receivable balances and historical experiences. Individual trade receivables are written off when management deems not be collectible.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

- **Contingencies**

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. There are certain obligations which managements have concluded based on all available facts and circumstances are not probable of payment or difficult to quantify reliably and such obligations are treated as contingent liabilities and disclosed in notes. Although there can be no assurance of the final outcome of legal proceedings in which the Company is involved, it is not expected that such contingencies will have material effect on its financial position of probability.

- **Impairment of other financial assets**

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

- **Taxes**

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the nature of business differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes current tax payable, based on reasonable estimates. The amount of such current tax payable is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the domicile of the Company.

- **Recoverability of deferred taxes**

In assessing the recoverability of deferred tax assets, management considers whether it is probable that taxable profit will be available against which the losses can be utilized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible.

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

- **Impairment of non-financial assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow ('DCF') model.

Significant estimates

- **Defined benefit plans**

The costs of post-retirement benefit obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

- **Useful lives of property, plant and equipment and intangible assets**

The Company reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period. At the end of the current reporting period, the management determined that the useful lives of property, plant and equipment and intangible assets at which they are currently being depreciated represent the correct estimate of the lives and need no change.

- **Leases - Estimating the incremental borrowing rate**

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate ('IBR') to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

- **Determining the lease term of contracts with renewal and termination options — Company as lessee**

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customization to the leased asset).

- **Fair value measurement of financial instruments**

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

- **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. However, the actual future outcome may be different from management's estimates. Product warranty liability and warranty expenses are recorded if the claims of the customers under warranty are probable and the amount can be reasonably estimated.

2.23 Exceptional Items

Exceptional items refer to items of income or expense within the statement of profit and loss from ordinary activities, which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Company.

2.24 New and Amended Standards

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 April 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

(i) Amendments to Ind AS 21 - Lack of exchangeability

Specified how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

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

The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

In addition, a requirement has been introduced to require disclosure when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months. If there is a breach of a material covenant of a long term loan arrangement on or before the end of the reporting period, resulting in the liability becoming payable on demand as at the reporting date, and the lender agrees—after the reporting period but before the financial statements are approved for issue—not to demand repayment for at least 12 months as a consequence of the breach, this shall be treated as an adjusting event. Accordingly, the entity is not required to classify the liability as current.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

(iii) Amendments to Ind AS 7 and Ind AS 107 - Supplier Finance Arrangements

Disclosures to clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

(iv) International Tax Reform—Pillar Two Model Rules – Amendments to Ind AS 12

The abovesaid amendments had no impact on the Company's financial statements as the Company.

Standards notified but not yet effective

The new and amended standards that are notified by the Ministry of Corporate Affairs (MCA), but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company will adopt these amendments to the standards, when they become effective.

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

In accordance with Ind AS 1 currently applicable, breach of an immaterial covenant is ignored deciding in current vs. non-current classification of liabilities. Also, in case of breach of a material covenant of a non-current loan on or before the reporting date, the entity can obtain waiver from the lender after the reporting date and continue to classify the loan as non-current liability.

In accordance with changes to Ind AS 1 already notified by the MCA, the above relaxations to classify loan as non-current liability will not be available from FY 2026-27 onward and need to be applied retrospectively. Consequently:

A breach of either material or immaterial covenant will trigger current classification of liability.

To continue classifying loan as non-current liability, entities will need to obtain waiver from the breach on or before the reporting date.

The Company has assessed that amendments will not have any impact on its financial statements.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

3. Property, plant and equipment

Particulars	Plant and Machinery	Building	Dies, Moulds & Tools	Electrical Installations	Furniture and Fixtures	Office Equipment's	Computers	Vehicles	Land (Leasehold)	Right-of-use-assets	Total
Gross carrying value											
Balance as at April 1, 2024	1,558.61	699.45	319.75	205.31	49.45	11.85	32.22	65.19	221.96	3.89	3,167.68
Additions	191.07	97.11	103.94	11.92	7.35	1.69	3.42	13.50	-	-	430.00
Disposals	26.83	-	19.59	0.63	-	-	0.08	1.56	-	-	48.69
Balance as at March 31, 2025	1,722.85	796.56	404.10	216.60	56.80	13.54	35.56	77.13	221.96	3.89	3,548.99
Additions	142.68	37.84	66.02	5.24	4.60	1.10	2.12	8.41	-	-	268.01
Disposals	18.29	-	28.24	0.05	-	0.09	1.15	4.97	-	-	52.79
Balance as at March 31, 2026	1,847.24	834.40	441.88	221.79	61.40	14.55	36.53	80.57	221.96	3.89	3,764.21
Accumulated depreciation											
Balance as at April 1, 2024	767.67	230.21	95.35	102.35	33.29	8.31	24.66	32.40	24.13	0.12	1,318.49
Depreciation charge for the year	101.00	19.69	46.38	15.22	2.54	1.35	4.02	6.72	3.49	0.05	200.47
Disposals	15.12	-	13.48	0.19	-	-	0.02	1.47	-	-	30.28
Balance as at March 31, 2025	853.55	249.90	128.25	117.38	35.83	9.66	28.66	37.65	27.62	0.17	1,488.68
Depreciation charge for the year	105.08	21.38	39.97	15.65	3.10	1.29	3.31	7.51	3.49	0.05	200.83
Disposals	12.46	-	21.31	0.04	-	0.04	1.09	4.49	-	-	39.43
Balance as at March 31, 2026	946.17	271.28	146.91	132.99	38.93	10.91	30.88	40.67	31.11	0.22	1,650.08
Net carrying value											
Balance as at March 31, 2025	869.30	546.66	275.85	99.22	20.97	3.88	6.90	39.48	194.34	3.72	2,060.31
Balance as at March 31, 2026	901.07	563.12	294.97	88.80	22.47	3.64	5.65	39.90	190.85	3.67	2,114.13

1. Refer note 20 for details of assets pledged.
2. The Company had elected to continue with the carrying value of property, plant and equipment as recognised in the standalone financial statements as per previous GAAP and had regarded those values as the deemed costs on the date of transition (i.e. April 1, 2018).
3. For contractual commitment related to property, plant and equipment; refer note 36(b)
4. The Company has not revalued any property, plant and equipment in current financial year as well as previous year.
5. The title deed for all immovable properties are in the name of the company.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

4. Capital work-in-progress (CWIP)

Particulars	Total
Balance as at April 1, 2024	119.39
Additions	29.28
Disposals	(115.47)
Balance as at March 31, 2025	33.20
Additions	511.45
Disposals	(268.01)
Balance as at March 31, 2026	276.64

CWIP mainly includes capitalisation of Bhiwadi plant and dies, tools and moulds etc.

4.1 Capital work-in-progress ageing schedule

As at March 31, 2026

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	275.25	1.39	-	-	276.64
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2025

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	29.28	3.92	-	-	33.20
Projects temporarily suspended	-	-	-	-	-

4.2 There are no capital work-in-progress projects whose completion is overdue or has exceeded its cost compare to its original plan during the financial year 2024-25 and 2025-26.

4.3 The aged CWIP is on account of moulds etc. which take more than 1 year for capitalization.

5. Intangible assets

Particulars	Total
Gross carrying value	
Balance as at April 1, 2024	11.20
Additions	-
Disposals	-
Balance as at March 31, 2025	11.20
Additions	-
Disposals	-
Balance as at March 31, 2026	11.20
Amortization	
Balance as at April 1, 2024	5.40
Amortization	3.66
Disposals	-
Balance as at March 31, 2025	9.06
Amortization	1.93
Disposals	-
Balance as at March 31, 2026	10.99
Net carrying value	
Balance as at March 31, 2025	2.14
Balance as at March 31, 2026	0.21

- The Company has not revalued any intangible assets in current financial year as well as previous year.
- The Company had elected to continue with the carrying value of intangible assets as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed costs on the date of transition (i.e. April 1, 2018).

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

6. Investment in subsidiary

Particulars	As at March 31, 2026	As at March 31, 2025
Unquoted investments (at cost)		
Investment in equity instruments		
Subsidiary, fully paid up	20.00	20.00
Total	20.00	20.00

A. Investment in subsidiary

Particulars	Face value per share (₹)	Elin Appliances Pvt. Ltd.	
		No. of Shares	Amount
Investment in equity instruments - Equity Shares			
As at March 31, 2026			
As at March 31, 2025	10/-	2,00,000	20.00
Total	10/-	2,00,000	20.00

B. Additional disclosures:

Particulars	As at March 31, 2026	As at March 31, 2025
Aggregate carrying value of unquoted investments	20.00	20.00
Aggregate amount of impairment in value of investments	-	-

C. Additional details of subsidiary

Name of entity	Principal activity	Place of incorporation and principal business
Subsidiary		
Elin Appliances Private Limited	Manufacturing of Home Appliances and Electric Components & Parts	India

7. Non-current investments

Particulars	As at March 31, 2026	As at March 31, 2025
Unquoted, equity shares, measured at FVTOCI		
Investments - non-trade		
Investments in equity instruments	12.96	14.00
Total	12.96	14.00

7.1 Detail of non-current investments

Particulars	Elcina Electronics Cluster Pvt. Ltd. (Face Value ₹ 10/- each)		Sunsure Solarpark Ten Private Ltd. (Face Value ₹ 10/- each)		Total Amount
	No. of Shares	Amount	No. of Shares	Amount	
Financial assets measured at FVTOCI					
Investment in equity instruments - Equity Shares (Fully paid up)					
As at March 31, 2025	10,000	-	10,623	14.00	14.00
As at March 31, 2026	10,000	0.25	10,623	12.71	12.96

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

7.2 Additional Disclosures:

Particulars	As at March 31, 2026	As at March 31, 2025
Aggregate carrying value of unquoted investments	12.96	14.00
Allowance for impairment loss	1.04	0.00

7.3 Investments at fair value through OCI reflect investment in unquoted equity securities. These equity shares are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the company. Thus, disclosing their fair value fluctuation in profit or loss will not reflect the purpose of holding.

8. Other non-current financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good and measured at amortised cost unless otherwise stated		
Bank deposits with remaining maturity more than 12 months *	0.07	0.07
Interest receivable	0.01	0.01
Loan to related parties**	-	3.82
Security deposit	23.32	21.85
Total	23.40	25.75

* Above bank deposits included amount of ₹ 0.07 million (March 31, 2025: ₹ 0.07 million) are held as margin money/securities with banks.

**The company has given no loans which are either repayable on demand or are without specifying any terms or period of repayment. This loan pertaining to loan advanced to CEO, which has been fully repaid in the current year.

9. Deferred tax assets / (liabilities) (net)

Deferred income tax reflect the net tax effects of temporary difference between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Significant component of the Company's net deferred tax are as follows:-

Particulars	Defined benefit obligation	Property, plant and equipment (including intangible assets)	Provisions & others	Total
As at 1 April, 2024	4.89	(107.17)	13.14	(89.14)
(Changed)/Credited:				
- to profit and loss	(1.64)	(7.64)	(12.21)	(21.49)
- to other comprehensive income	1.29	-	-	1.29
As at 31 March, 2025	4.54	(114.81)	0.93	(109.34)
(Changed)/Credited:				
- to profit and loss*	(1.26)	(7.01)	(9.56)	(17.83)
- to other comprehensive income	1.74	-	0.26	2.00
As at 31 March, 2026	5.02	(121.82)	(8.36)	(125.17)

* It include the impact relating to adjustment of tax relating to earlier period amounting to ₹ 3.35 Mn

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

10. Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, Considered good		
Capital advances	55.53	14.38
Prepaid expenses	-	1.25
Balance with government authorities (GST receivable pertaining to Bhiwadi plant capitalization)	18.36	12.19
Total	73.89	27.82

11. Inventories (at cost or net realisable value whichever is lower)

Particulars	As at March 31, 2026	As at March 31, 2025
Inventories		
Raw materials	704.90	621.67
Raw materials in transit	53.37	72.99
	758.27	694.66
Work-in-progress	199.74	197.61
Finished goods	241.43	153.37
Stores and Spares	30.73	31.14
Total	1,230.17	1,076.78

During the year ended March 31, 2026 ₹ 2.93 million (March 31, 2025: ₹ 1.10 million) was recognised as an expenses for inventories valued at net realisable value.

Refer note 20 for details of inventories pledged.

12. Current financial assets - Investments

Particulars	As at March 31, 2026	As at March 31, 2025
Quoted investments		
Investments in mutual funds	805.16	658.09
Total	805.16	658.09

Detail of current financial assets - Investments

Particulars	As at March 31, 2026		As at March 31, 2025	
	Units	Amount	Units	Amount
Financial assets carried at fair value through statement of profit or loss (FVTPL)				
Investments in mutual funds - Quoted Investment				
Nippon India Corporate Bond Fund- Direct Plan Growth Plan- Growth Option	1,00,45,399	654.30	84,06,563	516.69
Nippon India Arbitrage Fund - Direct Growth Plan Growth Option	50,14,794	150.86	50,14,794	141.40
Total Current Investments at FVTPL		805.16		658.09
Aggregate book value of quoted investments		805.16		658.09
Aggregate market value of quoted investments		805.16		658.09
Aggregate amount of impairment in value of investments		-		-

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

13. Trade receivables (Carried at amortised cost)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables		
Unsecured, considered good	1,366.78	1,454.44
Receivables from related parties (refer note 39)	107.52	128.38
Trade Receivables - credit impaired	3.24	2.46
Less: expected credit loss allowance	(3.24)	(2.46)
Total	1,474.30	1,582.82
Movement in the expected credit loss allowance of trade receivables are as follows:		
Balance at the beginning of the year	2.46	1.40
Add: Provided during the year	0.78	1.06
Less: Amount written off	-	-
Balance at the end of the period/year	3.24	2.46
Impairment allowance (allowance for bad and doubtful debts)		
Unsecured, considered good	-	-
Trade Receivables which have significant increase in credit Risk	-	-
Trade Receivables - credit impaired	3.24	2.46
	3.24	2.46

13.1 Trade receivables ageing schedule:

Particulars	As at March 31, 2026	As at March 31, 2025
Undisputed trade receivables – considered good		
Outstanding for following periods from the due date of payment		
Current but not due	1,190.12	1,243.85
Less than 6 months	279.65	333.00
6 months - 1 year	4.53	5.47
1 -2 years	-	0.50
2 -3 years	-	-
More than 3 years	-	-
Total	1,474.30	1,582.82
Undisputed credit impaired		
Outstanding for following periods from the due date of payment		
Current but not due	1.19	0.62
Less than 6 months	0.28	0.74
6 months - 1 year	0.65	0.74
1 -2 years	0.70	0.36
2 -3 years	0.42	-
More than 3 years	-	-
Total	3.24	2.46
Total trade receivable	1,477.54	1,585.28

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

13.2 There are no disputed balances of trade receivables as at March 31, 2026 and March 31, 2025.

13.3 No trade receivable or advances are due from directors or other officers of the company either severally or jointly with any other person. No trade or other receivable due from firms or private companies respectively in which any director is a partner, a director or a member.

13.4 Trade receivables are non interest bearing and are generally on terms of 45 to 115 days.

13.5 There are no unbilled receivables hence the same is not disclosed in ageing schedule.

14. Cash & cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks in current accounts	40.45	0.11
Cheques, drafts on hand	0.06	-
Cash on hand	0.88	0.54
Total	41.39	0.65

15. Other bank balances

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with Bank		
- In Unpaid dividend account	0.05	0.12
- Deposit with banks (Original maturity more than three months but less than twelve months *)	14.34	310.00
Total	14.39	310.12

* Above Bank deposits included temporary deposits of unutilised IPO proceeds of ₹ Nil (March 31, 2025: ₹ 24.41 million) and amount of ₹ 14.34 million (March 31, 2025: 13.00 million) are held as margin money/securities with banks.

16. Other current financial assets (Carried at amortised cost)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good and measured at amortized cost unless otherwise stated		
Interest accrued on deposits	0.00	21.57
Deposit with original maturity of more than 12 months*	0.05	0.07
Loan to related parties	-	3.50
Loans & advances to staff & workers**	10.69	9.97
Total	10.74	35.11

** Above Bank deposits amount of ₹ 0.05 million (March 31, 2025: ₹ 0.07 million) are held as margin money/securities with banks.

**Interest free loan and advance given to staff and workers.

17. Current tax asset/liabilities (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Current tax assets		
Advance income tax / TDS (net of provisions of ₹ 56.10 million)	15.53	-
Current tax liabilities		
Income tax provisions (net of advance Income tax and TDS)	-	6.23

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

18. Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Balance with government authorities	12.90	9.09
Gratuity fund balance (refer note 34)	-	0.51
Advance to suppliers	48.08	39.59
Export Incentive recoverable*	0.13	0.09
Prepaid expenses	13.90	21.31
CSR expenses excess paid (refer note 41)	1.43	-
Total	76.44	70.59

*Export Incentive is recoverable in relation to the export of goods. There are no unfulfilled conditions or contingencies attached to these grants.

19. A. Share capital

(i) Authorised share capital

Particulars	Equity share capital	
	No of Shares	Amount
As at April 1, 2024	10,00,00,000	500.00
Increase during the year	-	-
As at March 31, 2025	10,00,00,000	500.00
Increase during the year	-	-
As at March 31, 2026	10,00,00,000	500.00

(ii) Shares issued, subscribed and fully paid-up

Particulars	Equity share capital	
	No of Shares	Amount
As at April 1, 2024	4,96,59,220	248.30
Add: Shares issued during the year	-	-
Less: Share bought back during the year	-	-
As at March 31, 2025	4,96,59,220	248.30
Add: Shares issued during the year	50,000	0.25
Less: Share bought back during the year	-	-
As at March 31, 2026	4,97,09,220	248.55

(iii) Terms/rights attached to equity shares

The Company has one class of shares having a face value of ₹ 5/- per equity share. The company declares and pay dividends in indian rupees. The dividend proposed by the board of directors is subject to the approvals of the shareholders in ensuing Annual General Meeting. Each holders of equity shares is entitled to one vote per equity share held in the Company. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

(iv) Detail of shareholders holding more than 5 percent of Equity Shares

Particulars	As at March 31, 2026	As at March 31, 2025
Kishore Sethia	25,07,763	25,07,763
	5.04%	5.05%
Kamal Sethia	45,76,700	45,76,700
	9.21%	9.22%

(v) Disclosures of shareholding of promoters

Particulars	Shares held at March 31, 2026		Shares held at March 31, 2025		Change during the year	% Change during the year ended March' 2026*
	No. of Shares	% of Total Shares	No. of Shares	% of Total Shares		
Kamal Sethia	45,76,700	9.21%	45,76,700	9.22%	-	-0.01%
Kishore Sethia	25,07,763	5.04%	25,07,763	5.05%	-	-0.01%
Vasudha Sethia	8,28,954	1.67%	8,28,954	1.67%	-	0.00%
Gaurav Sethia	22,31,236	4.49%	22,31,236	4.49%	-	0.00%
Vinay Kumar Sethia	5,87,850	1.18%	5,87,850	1.18%	-	0.00%
Sanjeev Sethia	10,41,500	2.10%	10,41,500	2.10%	-	0.00%
Sumit Sethia	6,55,804	1.32%	6,55,804	1.32%	-	0.00%

* Change is computed based on the equity holding % as at end of current year vis-à-vis previous year.

B. Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Retained earnings	2,252.32	2,039.04
(ii) Securities premium	1,697.67	1,689.76
(iii) General reserve	483.73	483.73
(iv) Share based payment reserve	-	1.89
(v) Components of other comprehensive income		
a. Changes in fair value of FVOCI equity instruments	(0.88)	(0.10)
b. Remeasurement of defined benefit plans	32.44	37.60
Total	4,465.28	4,251.92

Nature and purpose of reserve

- 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.
- General reserve is the free reserve created out of the retained earnings of the Company. The reserve can be utilised in accordance with the provision of the Companies Act, 2013.
- Retained earnings are the profits that the Company has earned 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.
- The share based payment reserve account is used to recognise the grant date fair value of options issued to employee under employee stock option plan.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

(i) Retained earnings

Particulars	Amount
As at April 1, 2024	1,837.32
Add: Net profit for the year	201.72
As at March 31, 2025	2,039.04
Add: Net profit for the year	213.28
As at March 31, 2026	2,252.32

(ii) Other reserves

Particulars	Securities Premium	General Reserve	Share based payment reserve
As at April 1, 2024	1,689.76	483.73	
Share based payment (refer note 47)	-	-	1.89
As at March 31, 2025	1,689.76	483.73	1.89
Share based payment (refer note 47)	-	-	2.37
Issue of share capital on exercise of share options (refer note 47)	3.65		
Exercise of share option (refer note 47)	4.26	-	(4.26)
As at March 31, 2026	1,697.67	483.73	-

(iii) Components of other comprehensive income

Particulars	Changes in fair value of FVOCI equity instruments	Remeasurement of defined benefit plans
As at April 1, 2024	(0.10)	41.43
Increase during the year	-	-
Decrease during the year	-	3.83
As at March 31, 2025	(0.10)	37.60
Increase during the year	-	-
Decrease during the year	(0.78)	(5.16)
As at March 31, 2026	(0.88)	32.44

20. Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
At amortised cost		
Borrowings - Loans repayable on demands		
Secured		
from banks - working capital	70.39	113.01
Total	70.39	113.01

Notes:

- Working Capital loan of Company is secured by exclusive first pari passu charge on entire stock of Raw material, Work-in-Progress, Finished Goods, Consumable Stores, Book Debts and other current assets of the company, both present and future. These loans are further secured by second pari passu charge over the entire movable Property Plant and Equipment of the company, other and immovable Property Plant and Equipment of the company by equitable mortgage of properties situated at Ghaziabad and Goa and personal guarantee of the four Directors of the company.
- The Company has availed working capital loan from HDFC Bank, CITI Bank, DBS Bank and ICICI bank is repayable on demand bearing a floating interest rate on HDFC Loan 3 Month Tbill+1.76% (Effective Rate 8.31%), interest rate on ICICI Bank Loan 3M MCLR + spread @0.05% (effective rate 8.15%), interest rate on DBS Bank Loan Repo rate + spread 2.65% (effective rate 7.90%) and fixed interest rate on CITI bank loan @ 9%.
- The Company has satisfied all the covenants prescribed in terms of borrowings.
- The Company has not defaulted on repayment of any loans.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

21. (a) Supplier's credit

Particulars	As at March 31, 2026	As at March 31, 2025
Supplier's credit	60.82	-
Total	60.82	-

Suppliers' Credit is availed by company from domestic banks at interest rate Current year 7.00% to 8.10% (31 March 2025: N/A) per annum. These trade credits are largely repayable within 90 days from the date of draw down.

21. (b) Trade payables (Carried at amortised cost)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables		
Total outstanding dues of micro and small enterprises (refer note 35)	168.37	160.32
Total outstanding dues of creditors other than micro and small enterprises	847.93	815.77
Total	1,016.30	976.09

21. (b) 1. Trade payables ageing schedule, on due basis:

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises		
Outstanding for following periods from the due date of payment		
Unbilled	-	-
Not due	168.33	160.29
Less than 1 year	0.05	0.03
1 -2 years	-	-
2 -3 years	-	-
More than 3 years	-	-
Total	168.38	160.32
Total outstanding dues of creditors other than micro and small enterprises		
Outstanding for following periods from the due date of payment		
Unbilled	23.59	14.15
Not due	770.75	746.89
Less than 1 year	52.75	53.50
1 -2 years	0.08	0.97
2 -3 years	0.68	0.26
More than 3 years	0.08	-
Total	847.93	815.77

21 (b) 2. There are no disputed balances of MSME or other than MSME as on March 31, 2026 and March 31, 2025.

21 (b) 3. Trade Payable are non-interest bearing and are normally settled on 60 days terms.

21 (b) 4. For Trade payable to related parties refer note 39.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

22. Other current financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Unpaid dividends (refer note 15)*	0.05	0.12
Employee benefit payable	84.49	85.18
Total	84.54	85.30

* No amount due and outstanding to be credited to Investor Education and Protection Fund.

23. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Advances from customers*	39.51	36.30
Statutory dues payable	36.42	57.09
Capital creditor	12.84	-
Total	88.77	93.39

*Goods to be supplied in the next financial year.

24. Current provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Provisions for employee benefits		
Provision for gratuity	7.83	-
Provision for compensated absences (refer note 34)	10.88	9.34
Provision - others*	5.54	19.14
Total	24.25	28.48

*Included provision for sales related obligations

Changes in provisions (current and non current) are as below :

Particulars	Provision for compensated absences	Provision - Others*
As at April 1, 2024	10.75	14.38
Addition during the year	2.91	13.31
Utilisation / reversal during the year	(4.32)	(8.55)
As at March 31, 2025	9.34	19.14
Addition during the year	5.38	6.69
Utilisation / reversal during the year	(3.84)	(20.29)
As at March 31, 2026	10.88	5.54

Particulars	Provision for Gratuity
As at April 1, 2024	(1.27)
Addition during the year	13.51
Utilisation / reversal during the year	(12.75)
As at March 31, 2025 (refer note 18)	(0.51)
Addition during the year	23.75
Utilisation / reversal during the year	(15.41)
As at March 31, 2026	7.83

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

25. Revenue from operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products	9,867.80	9,141.16
Sale of services	11.68	27.92
Other operating revenues		
- Scrap sale	279.37	279.95
- Export Incentives	1.75	0.44
Total	10,160.60	9,449.47

25.1 Contract balances

Receivables, which are included in 'trade receivables'	1,474.30	1,582.82
Advances received from customers	39.51	36.30

25.2 Disaggregated information by primary geographical market

Set out below is the Disaggregation of the company's revenue from contracts with customers

Location		
India	10,039.06	9,412.95
Outside India	119.79	36.08
Total revenue from contracts with customers*	10,158.85	9,449.03

25.3 Timing of revenue recognition

Goods Transferred at a point of time	10,147.17	9,421.11
Service transferred over time	11.68	27.92
Revenue from contracts with customers*	10,158.85	9,449.03

* Excluding export incentives

25.4 Set out below is the amount of revenue recognised from

Amounts included in contract liabilities at the beginning of the year	36.30	63.88
Performance obligations satisfied in previous years	-	-

25.5 Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Revenue as per contracted price (as invoiced)	10,241.42	9,515.56
Adjustments		
Provision for sales related obligations	(6.69)	(13.31)
Sales return	(75.88)	(53.22)
Revenue from contracts with customers*	10,158.85	9,449.03

*Revenue from sale of goods is recognised on transfer of control of goods to the buyer. Revenue is measured at the price charged to the customer and are recorded net of returns (if any), trade discounts, rebates, other pricing allowances to trade/consumer, when it is probable that the associated economic benefits will flow to the Company. Accumulated experience is used to estimate the accruals and provisions for discounts and rebates.

The performance obligation in contracts is considered as fulfilled in accordance with the terms agreed with the respective customers, which is mainly upon arrival at the customer.

Revenue from sale of goods is presented net of Goods and Services Tax (GST).

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

26. Other income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Other non-operating income		
Interest income from financial assets at amortised cost		
- On fixed deposits with banks	2.23	24.70
- On others	14.60	12.27
Gain on sale of current investments measured at FVTPL	14.47	-
Fair value gain on financial instruments at fair value through profit or loss	36.21	53.58
Gain on disposal of property, plant and equipments (net)	-	10.32
Foreign exchange fluctuation gain (Net)	-	1.11
Miscellaneous income	0.52	0.72
Total	68.03	102.70

27. Cost of material consumed

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year	725.80	582.87
Add : Purchases during the year	7,358.46	6,727.80
	8,084.26	7,310.67
Less: Inventory at the end of the year	789.00	725.80
Total material consumed	7,295.26	6,584.87

28. Change in inventories of finished goods, work-in progress and stock-in trade

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year		
Finished goods	153.37	93.21
Work in process	197.61	192.63
	350.98	285.84
Less: Inventory at the end of the year		
Finished goods	241.43	153.37
Work in process	199.74	197.61
	441.17	350.98
Net (increase) / decrease in opening and closing stock	(90.19)	(65.14)

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

29. Employee benefits expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages, bonus and allowances	1,326.03	1,303.16
Contribution to provident and other funds (refer note 34)	62.81	69.74
Gratuity and other defined benefit plans (refer note 34 and 37)	21.72	16.46
Share based payments (refer note 47)	2.37	1.89
Staff welfare expenses	15.45	12.02
Total	1,428.38	1,403.27

30. Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on financial liabilities measured at amortised cost :		
on borrowings	13.38	3.96
on lease liabilities (refer note 33)	0.32	0.43
on bill discounting	51.31	56.01
other interest cost	0.01	0.05
other borrowing cost	2.69	1.83
Total	67.71	62.28

31. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Power and fuel charges	171.44	167.16
Carriage inwards expenses	30.56	28.63
Processing charges	254.55	248.61
Consumption of stores and spares	51.87	43.73
Testing calibration and development charges	8.58	7.99
Repairs and maintenance	93.21	86.85
Advertisement & sales promotion	2.45	1.39
Carriage & octroi (outward)	54.38	46.91
Rent (refer note 33)	20.80	13.63
Rates and taxes	1.32	3.25
Payments to auditors		
- Statutory audit Fees (including limited review)	4.50	4.50
- Out of pocket expenses	1.02	0.53
Legal and professional fee	24.13	28.20
Communication costs	2.20	2.88
Travelling and conveyance expenses	27.13	21.15
Vehicle running & maintenance	15.77	17.88
Insurance	12.79	10.89
Bad debts, other balances written off (net)	1.64	-
Impairment allowance for bad and doubtful debts	0.78	1.06
Sitting Fees to non-executive directors (refer note 39)	0.68	0.72
Corporate social responsibility expenses (refer note 41)	4.81	6.45
Foreign exchange fluctuation loss (net)	1.14	-
Loss on disposal of property, plant and equipment (net)	2.27	-
Miscellaneous expenditure	45.89	32.34
Total	833.91	774.75

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

32. Earning per Share (EPS)

Earnings per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of Equity Shares outstanding during the year. The numbers used in calculating basic and diluted earnings are stated below :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Basic & Diluted Earnings per share :		
Profit for the year	213.28	201.72
Profit attributable to ordinary shareholders (A)	213.28	201.72
Weighted average number of ordinary shares (B)	4,96,66,206	4,96,59,220
Face value per Share	₹ 5/-	₹ 5/-
Earnings per share - Basic (A/B) - ₹	4.29	4.06
Weighted average number of ordinary shares in calculating diluted EPS (C)	4,96,87,892	4,96,77,177
Earnings per share - Diluted (A/C) - ₹	4.29	4.06
Weighted average number of equity shares for basic EPS*	4,96,66,206	4,96,59,220
Effect of Dilution:		
Share Options	21,686	17,957
Weighted average number of equity shares adjusted for the effect of dilution*	4,96,87,892	4,96,77,177

*The weighted average number of shares taken into account the weighted average effect of changes in share based payment transactions during the year (refer note 47).

33. Disclosure with respect to Ind AS 116 - Leases

Company as a lessee

The Company has lease contracts for several industrial lands. These lease arrangements ranges for a period between 48 years to 96 years and includes escalation clause. The Company also has leases for warehouse premises with lease terms of 12 months or less and leases of low value. The Company has applied the 'short term lease' and 'lease of low-value-assets' recognition exemption for these leases.

The carrying amount of right-of-use assets recognised and the movement during the year in disclosure in Note 3

The carrying amount of lease liabilities and the movement during the year is given below

Particulars	As at March 31, 2026	As at March 31, 2025
Balance as at beginning of the year	5.32	5.16
Additions	-	-
Payment of lease liabilities	(0.36)	(0.27)
Accretion of interest	0.32	0.43
Balance as at end of the year	5.28	5.32
Current Liabilities	0.07	0.06
Non-Current Liabilities	5.21	5.26

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. Such lease liabilities are related to Leasehold lands having maturity period of more than 5 year. The maturities analysis of lease liabilities is disclosed in Note 42. Lease liability has been discounted using the lessee's incremental borrowing rate. There are no variable lease payments.

The effective interest rate for lease liabilities is 8% and 8.75%, with maturity between 2059 to 2111.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

The table below provides details regarding amounts recognised in the Standalone Statement of Profit and Loss:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Expenses relating to short-term leases and/or leases of low-value items (refer note 31)	20.80	13.63
Interest on lease liabilities (refer note 30)	0.32	0.43
Depreciation expense (refer note 3)	0.05	0.05
Total	21.17	14.11

The Company had total cash outflows for leases of ₹ 21.16 Millions (March 31, 2025: ₹ 13.90 Millions)

34. The Company has recognised the following amounts in the Standalone financial Information as per Ind AS - 19 "Employees Benefits":

a) Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised are charged to the Standalone Statement of Profit and Loss for the year as under :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Employer's Contribution to Provident Fund (refer note 29)	52.23	57.58
Employer's Contribution to Employee State Insurance (refer note 29)	8.36	9.60
Employer's Contribution to National Pension Scheme (refer note 29)	2.22	2.56

b) Defined Benefit Plan

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service get a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service or part thereon in excess of 6 months. The Company makes contributions to the Elin Electronics Limited Employees Gratuity Fund. The Trustees of Elin Electronics Limited Employees Gratuity Fund are responsible for the overall governance of the plan and to act in accordance with the provisions of the trust deed and the relevant provisions prescribed under the law. The Company aims to keep annual contributions to the trust relatively stable at a level such that no significant gap arises between plan assets and liabilities.

The employees' gratuity fund scheme is managed by Kotak Mahindra Life Insurance Limited, Bajaj Allianz Life Insurance Co. Ltd, Tata Aia Life Insurance Co Ltd and Reliance Nippon Life Insurance Co. Ltd. which is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The employees' leave-encashment scheme is managed by HDFC Life Insurance Company Limited which is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method and is recognised on the basis of eligible leave balances of employees' as on valuation date.

Actuarial assumptions

Particulars	Gratuity (Funded)		Leave Encashment	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Discount rate (per annum)	7.30%	6.75%	7.30%	6.75%
Attrition Rate	4.00%	4.00%	4.00%	4.00%
Salary Escalation Rate	5.00%	5.00%	5.00%	5.00%
Average remaining working lives of employees (years)	20.43	22.28	-	-
Retirement age (years)	58.00	58.00	58.00	58.00
Mortality Rate	100% of IALM 2012-14	100% of IALM 2012-14	100% of IALM 2012-14	100% of IALM 2012-14

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	Gratuity (Funded)		Leave Encashment	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
A reconciliation of opening and closing balance of present value of the obligations :				
Present value of obligation as at the beginning of the year	169.08	159.36	18.03	19.44
Interest Cost	10.43	11.47	1.09	1.40
Current Service Cost	18.02	13.61	2.67	2.13
Past Service Cost	6.51	-	0.91	-
Benefits paid	(29.07)	(22.16)	(3.84)	(4.32)
Actuarial (gain)/loss on obligations	(2.28)	6.79	1.09	(0.62)
Present value of obligation as at the end of the year	172.69	169.07	19.94	18.03
A reconciliation of opening and closing balance of the fair value of plan assets :				
Fair value of plan assets at beginning of the year	169.60	160.64	8.69	8.02
Actual return of plan assets	11.21	11.57	0.46	0.58
Employer contribution	22.30	18.50	3.84	4.32
Benefits paid	(29.07)	(22.16)	(3.84)	(4.32)
Actuarial gain/(loss) on obligations	(9.18)	1.05	(0.09)	0.10
Fair value of plan assets at the end of year	164.86	169.60	9.06	8.70

Particulars	Gratuity (Funded)		Leave Encashment	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Other Comprehensive Income				
Actuarial gains and losses arising from changes in demographic assumptions	-	-	-	-
Actuarial gains and losses arising from changes in financial assumptions	(6.87)	8.62	-	(3.37)
Remeasurement (gain)/loss arising from Experience Adjustment	4.59	(1.83)	-	2.75
changes in the effect of limiting a net defined benefit asset to the asset ceiling, excluding amounts included in interest.	9.18	(1.05)	-	-
Actuarial (gain) /loss recognised in OCI	6.90	5.74	-	(0.62)
The amounts to be recognized in Standalone Statement of Assets and Liabilities :				
Present value of obligation as at the end of the year	172.69	169.07	19.94	18.03
Fair value of plan assets as at the end of the year	164.86	169.60	9.06	8.70
Net (asset)/liability recognised in standalone Balance Sheet	7.83	(0.53)	10.88	9.33

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	Gratuity (Funded)		Leave Encashment	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Expenses recognised in Standalone Statement of Profit and Loss :				
Current service cost	18.02	13.61	3.85	2.13
Past Service Cost	6.51	-	0.91	-
Net Interest Cost	(0.78)	(0.10)	0.63	0.82
Expenses recognised in the Standalone statement of profit and loss	23.75	13.51	5.39	2.95

Sensitivity analysis of the defined benefit obligation:

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below:

Particulars	Gratuity (Funded)		Leave Encashment	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
<u>Impact of the change in Discount Rate</u>				
Present Value of Obligation at the end of the year	172.69	169.08	19.94	18.03
Impact due to increase of 1%	(11.23)	(12.13)	(0.05)	(0.89)
Impact due to decrease of 1%	12.91	14.06	0.05	1.21
<u>Impact of the change in Withdrawal Rate</u>				
Present Value of Obligation at the end of the year	172.69	169.08	19.94	18.03
Impact due to increase of 1%	1.98	1.68	0.01	0.30
Impact due to decrease of 1%	(2.24)	(1.92)	(0.01)	(0.12)
<u>Impact of the change in salary increase</u>				
Present Value of Obligation at the end of the year	172.69	169.08	19.94	18.03
Impact due to increase of 1%	12.91	13.18	0.23	1.20
Impact due to decrease of 1%	(12.31)	(11.62)	(0.23)	(0.71)

The weighted average duration of the defined benefit obligation at the end of the reporting period is 8 years (March 31, 2025: 8 years).

Maturity profile of defined benefit obligation:

Particulars	Gratuity (Funded)		Leave Encashment	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Year 1	25.63	17.75	17.41	8.08
Year 2	21.95	16.89	2.92	0.95
Year 3	16.74	15.48	0.49	0.81
Year 4	15.12	21.27	0.08	1.03
Year 5	15.21	15.62	0.01	1.03
Year 6 to 10	70.38	64.09	0.00	3.79

Estimated amount of contribution to gratuity in the immediate next year is ₹ 7.83 million (March 31, 2025: ₹ 13.94 million)

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Investment Details

Particulars	Gratuity (Funded)		Leave Encashment	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Funds managed by Insurance Companies	163.81	167.85	9.06	8.69
Cash / Bank Balance	1.06	1.74	-	-

Note: The estimates of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the Actuarial Valuer.

35. Information required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (the Act):

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro Small 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 March 31, 2026	As at March 31, 2025
1. Principal amount remaining unpaid to micro & small enterprises	168.37	160.32
2. Interest due on above	-	-
3. Interest paid during the period beyond the appointed day	-	-
4. Amount of interest due and payable for the period of delay in making payment without adding the interest specified under the Act.	-	-
5. Amount of interest accrued and remaining unpaid at the end of the period	-	-
6. The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

36. Commitments and Contingencies

(a) Contingent Liabilities not provided for in respect of :

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Unexpired letters of credit	27.02	11.04
(ii) Guarantees given by banks on behalf of the company	54.72	62.54
(iii) Claims against the company not acknowledged as debt		
Sales tax matters	0.60	0.60
Goods and service tax matters	2.00	2.59
Custom duty matters	1.26	1.26
Employees related matters	10.49	10.01

Notes:

- The Company's pending litigations comprise of claims against the company and proceedings pending with government authorities. The company has reviewed all its pending litigations and proceedings and believes that they have sufficient and strong arguments on facts as well as on point of law and accordingly no provision has been considered in the financial statements. The company does not expect the outcome of these proceedings to have a material impact on its financial position.
- The Company periodically reviews all its long term contracts to assess for any material foreseeable losses. Based on such review wherever applicable, The Company has made adequate provisions for these long term contracts in the books of account as required under any applicable law/accounting standard.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

- iii) The Company does not have outstanding derivative contracts as at the end of March 31, 2026 and March 31, 2025.
- iv) There were no amounts which were required to be transferred to the investor education and protection fund by the company as at the end of March 31, 2026 and March 31, 2025.

(b) Capital Commitments

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	31.86	19.46

37. Effective November 21, 2025, the Government of India has consolidated multiple existing labour legislations into a unified framework comprising four Labour Codes (collectively referred to as the 'New Labour Codes'). These legislative changes have revised the definition of wages for the purpose of computation of employee benefits and expanded the scope and eligibility of certain employee related social security benefits. Based on a detailed assessment carried out by the Company and consistent with the FAQs on key accounting implications arising from the new labour codes issued by the Institute of Chartered Accountants of India, the Company has evaluated the incremental impact arising from the implementation of the new labour codes. Considering the materiality, regulatory-driven and non-recurring nature of this impact, the Company has recognised an incremental impact of ₹ 7.42 million (consisting of gratuity and compensated absences) as an exceptional item in the financial statement for the year ended March 31, 2026.

38. Research & Development (R&D) expenditure

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue expenditure	92.86	96.16
Capital expenditure	-	0.88
Total	92.86	97.04

38.1 Capital expenditure incurred on R&D is included in the property plant and equipment and depreciation is provided on the same at respective applicable rates.

38.2 Revenue expenditure incurred on R&D has been shown under respective expense head in the statement of profit and loss.

39. Related Party Disclosures as required by Ind AS - 24 :

- (i) Name and description of related parties.

Relationship	Name of Related Party	
(a) Wholly Owned Subsidiary:	Elin Appliances Private Limited	
(b) Key management personnel:	Sh. M.L. Sethia	(Chairman)
	Sh. Kamal Sethia	(Managing Director)
	Sh. Sanjeev Sethia	(Whole Time Director - EMS)
	Sh. Sumit Sethia	(Whole Time Director - Goa Operation)
	Sh. Kishore Sethia	Director Operations (KMP)#
	Sh. Raj Karan Chhajer	(Chief Financial Officer)
	Ms. Lata Rani Pawa	(Company Secretary and Compliance Officer)
	Sh. Praveen Tandon	(Chief Executive Officer) (Ceased w.e.f. February 15, 2026)
	Sh. Kamal Singh Baid	(Non Executive Independent Director) (Ceased w.e.f. March 30, 2025)
	Ms. Shilpa Baid	(Non Executive Independent Director)
	Sh. Shantilal Sarnot	(Non Executive Independent Director)
	Sh. Ashis Chandra Guha	(Non Executive Independent Director)
	Ms. Priyanka Jain	(Non Executive Independent Director)

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Relationship	Name of Related Party	
(c) Relative of Key management personnel:	Mr. Devansh Sethia	
(d) Post Employment Benefit Plans:	Elin Electronics Limited Employees Gratuity Fund	
(e) Enterprises owned or Significantly influenced by key management personnel or their relatives:	Kanchan Commercial Co. Pvt. Ltd.	
	Magtronic Devices Pvt. Ltd.	

Not on the Board of the Company

Note: Related party relationship is as identified by the Company.

- (ii) Nature of transactions - The transactions entered into with the related parties during the year along with related balances as at respective years are as under:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Purchases/receiving of Goods & services		
Elin Appliances Private Limited	7.27	2.59
Sales/rendering of Goods and Materials		
Elin Appliances Private Limited	461.83	416.64
Purchase of Property, Plant and Equipment		
Elin Appliances Private Limited	1.22	-
Sale of Property, Plant and Equipment		
Elin Appliances Private Limited	1.54	0.12
Income - Rent /Other income		
Magtronic Devices Pvt. Ltd.	0.18	0.36
Elin Appliances Private Limited	0.36	0.36
Expenses - Rent /Other expenses		
Kanchan Commercial Co. Pvt.Ltd.	0.60	0.60
Elin Appliances Private Limited	3.84	3.84
Closing Balances of Receivables		
Elin Appliances Private Limited	107.52	128.38
Closing Balances of Payable		
Elin Appliances Private Limited	2.13	0.14
Contribution towards Gratuity Liabilities		
Elin Electronics Limited Employees Gratuity Fund	22.30	18.50
Loan to Key Management Personnel		
Sh. Praveen Tandon	-	12.00
Ms. Lata Rani Pawa	2.00	-
Loan repaid by Key Management Personnel		
Sh. Praveen Tandon	8.33	3.67
Ms. Lata Rani Pawa	0.26	-

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sitting Fees to non-executive directors		
Short term employee benefits		
Sh. Kamal Singh Baid	-	0.30
Ms. Shilpa Baid	0.15	0.17
Sh. Shantilal Sarnot	0.15	0.17
Sh. Ashis Chandra Guha	0.12	0.08
Ms. Priyanka Jain	0.26	-
Remuneration of Key Management Personnel *		
Sh. M.L. Sethia	3.64	3.64
Sh. Kamal Sethia	8.74	8.74
Sh. Kishore Sethia	8.74	8.74
Sh. Sanjeev Sethia	8.74	8.74
Sh. Sumit Sethia	9.04	9.02
Sh Raj Karan Chhajer	3.10	2.78
Sh. Praveen Tandon	20.27	10.89
Ms. Lata Rani Pawa	1.92	1.43
Remuneration of Relatives of Key Management Personnel		
Mr. Devansh Sethia	1.95	-
Share based payment (refer note 47)		
Sh. Praveen Tandon	2.37	1.89
Receipt towards ESOP issue		
Sh. Praveen Tandon	3.90	-
Payable of Sitting Fees to non-executive directors		
Sh. Kamal Singh Baid	-	0.09
Ms. Shilpa Baid	-	0.06
Sh. Shantilal Sarnot	0.05	0.05
Sh. Ashis Chandra Guha	0.04	0.04
Ms. Priyanka Jain	0.08	-
Payable to Key Management Personnel (Remuneration)		
Sh. Sumit Sethia	0.46	0.46
Receivable from Key Management Personnel (Loan)		
Sh. Praveen Tandon	-	8.33
Ms. Lata Rani Pawa	1.74	-

* Liability for post employment benefits, other long term benefits, termination benefits and certain short term benefits such as compensated absences and Gratuity is provided on an actuarial basis for the Company as a whole. Accordingly the amount for above pertaining to key management personnel is not ascertainable and, therefore, not included above.

Terms and conditions of transactions with related parties :

- The transaction with related parties are made on terms equivalent to those that prevail in arm's length transactions. There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 March 2026, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2025: ₹ Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

40. Segment Reporting

The Company is engaged in manufacturing of electronics manufacturing items. The Board of directors of Elin Electronics Limited takes decision in respect of allocation of resources and assesses the performance basis the reports/ information provided by functional heads and is thus considered to be Chief Operating Decision Maker. During the year under consideration, the Company operated in a single primary segment in manufacturing of electronics manufacturing items.

The said treatment is in accordance with the guiding principles enacted in Indian Accounting Standard 108 Operating Segments (IND AS 108). Accordingly the Company has disclosed segment information for its secondary segment which is the geographical segment as below:

Geographical Information

The geographical information analyses the Company's revenues by the Company's country of domicile (i.e. India) and other countries. In presenting the geographical information, segment revenue has been based on the geographic location of customers. The following is the distribution of the Company's revenues and receivables by geographical market, regardless of where the goods were produced:

Information by Geographical	For the year ended March 31, 2026	For the year ended March 31, 2025
i. Revenue from external customers		
India	10,039.06	9,412.95
Outside India	119.79	36.08
Total revenue*	10,158.85	9,449.03
ii. Non-current operating assets**		
India	2,446.51	2,110.03
Outside India	-	-
Total	2,446.51	2,110.03
iii. Addition to property, plant and equipment and intangible assets		
India	268.01	430.00
Outside India	-	-
Total	268.01	430.00

*The revenue information above is based on the locations of the customers.

**Non-current assets for this purpose consist of property, plant and equipment, right-of-use assets, capital work-in-progress, capital advances and intangible assets.

c. Information about major customers (from external customers)

Revenue of approximately ₹ 3,783 millions being 37% (March 31, 2025 : ₹ 3,591 millions being 38%) are from 2 external customers (March 31, 2025: 2 Nos.) external customers which individually accounted for more than 10%.

41. Corporate social responsibility expenses:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Gross amount required to be spent by the Company during the year	4.81	6.38
b) Amount approved by the board to be spent during the year	4.81	6.38
c) Amount spent during the year ending :		
In cash		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above*	4.81	6.45
Yet to be paid in cash		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	-	-

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
d) Details related to spent / unspent obligations		
i) Contribution to Public Trust	-	-
ii) Contribution to Charitable Trust / other CSR activities undertaken by the Company	4.81	6.45
iii) Unspent amount in relation to:	-	-
- Ongoing project	-	-
- Other than ongoing project	-	-
Total unspent amount	-	-

The Company during the year executed following project under Corporate Social Responsibility :

Promotion of education (Other than ongoing project), on promoting health care including preventive health care and sanitation (Other than ongoing project), protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water (Other than ongoing project), training to promote rural sports, nationally recognised sports (Other than ongoing project).

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Details of ongoing project and other than ongoing project		
In case of Section 135(6) (Ongoing project)		
Opening Balance		
- With Company	-	-
- In Separate CSR Unspent A/c	-	-
Amount required to be spent during the year	-	-
Amount spent during the year		
- From Company's bank A/c	-	-
- From Separate CSR Unspent A/c	-	-
Closing Balance		
- With Company	-	-
- In Separate CSR Unspent A/c	-	-
In case of Section 135(5) (Other than ongoing project)		
Opening Balance	-	-
Amount deposited in Specified Fund of Sch. VII within 6 months	-	-
Amount required to be spent during the year	4.81	6.38
Amount spent during the year*	6.24	6.45
Closing Balance*	1.43	-

*The Company during the year has spent more than the required amount. the company has spent ₹ 6.2 million, exceeding the requirement by ₹ 1.4 million, which is carried forward.

42. Financial Instruments and risk management

The Company's principal financial liabilities, other than derivatives, comprise borrowings, Supplier's credit, trade payables and lease liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and cash equivalents, bank deposits other than cash and cash equivalent, investments, trade receivables that derive directly from its operations.

The Company's business activities expose it to a variety of financial risks, namely liquidity risk, market risks and credit risk. The management has the overall responsibility for the establishment and oversight of the Company's risk management framework. The Company has constituted a risk management committee, which is responsible for developing and monitoring the Company's risk management policies. The Company's risk management policies are established to identify and analyse

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

42.1 Financial Instruments by category

The carrying amount of the Company's financial instruments is as below:

Particulars	As at March 31, 2026			As at March 31, 2025		
	FVTPL	FVTOCI	Amortized Cost	FVTPL	FVTOCI	Amortized Cost
Financial Assets						
(i) Investments- Equity Instruments (level 3) (Non Current)	-	12.96	-	-	14.00	-
(ii) Investments- Mutual Funds (level 1) (Current)	805.16	-	-	658.09	-	-
(iii) Trade receivables (level 3)	-	-	1,474.30	-	-	1,582.82
(iv) Cash and cash equivalents (level 3)	-	-	41.39	-	-	0.65
(vi) Bank balances other than (iv) above (level 3)	-	-	14.39	-	-	310.12
(vi) Other Financial Assets						
- Non Current (level 3)	-	-	23.40	-	-	25.75
- Current ((level 3)	-	-	10.74	-	-	35.11
Total financial assets	805.16	12.96	1,564.22	658.09	14.00	1,954.45
Financial liabilities						
(i) Borrowings (level 3)			70.39			113.01
(ii) Lease Liabilities (level 3)	-	-		-	-	
- Non Current			5.21			5.26
- Current			0.07			0.06
(iii) Supplier's credit (level 3)	-	-	60.82	-	-	-
(iv) Trade payables ((level 3)	-	-	1,016.30	-	-	976.09
(v) Other financial liabilities ((level 3)	-	-	84.54	-	-	85.30
Total Financial liabilities	-	-	1,237.33	-	-	1,179.72

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. 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. In estimating the fair value of an asset or liability, the Company takes into account the characteristics of the asset or liability that market participants would consider when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined in accordance with the principles of Ind AS 113 – Fair Value Measurement, except for share-based payment transactions that are within the scope of Ind AS 102 – Share-based Payment, lease transactions that are within the scope of Ind AS 116 – Leases, and measurements that have certain similarities to fair value but are not fair value, such as net realisable value as defined in Ind AS 2 – Inventories and value in use as defined in Ind AS 36 – Impairment of Assets.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

Level 1: includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

The Company's management assessed that cash and cash equivalents, bank balance other than cash and equivalents, trade receivables, trade payables, borrowings and supplier's credit approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

Fair value hierarchy

The disclosure of the financial instruments measured at fair value and valuation technique are as follows:

Particulars	Fair value hierarchy	As at March 31, 2026	As at March 31, 2025
Financial assets			
Non current investments - unquoted	Level 3	12.96	14.00
Current investments - quoted	Level 1	805.16	658.09

Valuation Process

The Company has established appropriate procedures to determine the fair value of its financial assets and liabilities for financial reporting purposes. The finance department is responsible for the assessment and review of fair value measurements at each reporting date. Fair values are determined using appropriate valuation techniques and observable market data, wherever available.

The Company reviews the valuation techniques, significant inputs and assumptions used in measuring fair values and evaluates changes in fair value measurements, particularly those classified within Level 2 and Level 3 of the fair value hierarchy. Transfers between levels of the fair value hierarchy, if any, are recognised at the end of the reporting period in which the event or change in circumstances giving rise to the transfer occurs.

There were no transfers between Level 1, Level 2 and Level 3 of the fair value hierarchy during the year.

Significant estimates:

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

42.2 Management of Financial Risk

A. Liquidity risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

The Company has also entered into supply chain finance arrangement to smoothen the payment process of the suppliers. Although the payment terms are not significantly extended beyond the normal credit terms agreed upon with other suppliers, the arrangement helps in making the cashflows more predictable.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows as at the year closing date.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	Notes	Carrying amount	Less than 12 months	1-5 years	More than 5 years	Total
As at March 31, 2026						
Borrowings (excluding lease liabilities)	20	70.39	70.39	-	-	70.39
Lease Liabilities	33	5.28	0.38	1.99	38.37	40.73
Supplier's credit	21(a)	60.82	60.82	-	-	60.82
Trade payables	21(b)	1,016.30	1,016.30	-	-	1,016.30
Other financial liabilities	22	84.54	84.54	-	-	84.54
As at March 31, 2025						
Borrowings (excluding lease liabilities)	20	113.01	113.01	-	-	113.01
Lease Liabilities	33	5.32	0.38	1.95	41.06	43.39
Supplier's credit	21(a)	-	-	-	-	-
Trade payables	21(b)	976.09	976.09	-	-	976.09
Other financial liabilities	22	85.30	85.30	-	-	85.30

B. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits and investments. Market risk comprises three types of risks as follows:

i) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate.

The following table provides a break-up of the Company's fixed and floating rate borrowings

a. Interest rate risk exposure

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets		
Variable rate borrowings	70.39	113.01
Fixed rate borrowings	-	-

b. Sensitivity analysis

The sensitivity analysis below have been determined based on the exposure to interest rates for floating rate liabilities, after the impact of hedge accounting, assuming the amount of the liability outstanding at the year-end was outstanding for the whole year.

The details of the Company's sensitivity to a 1% increase and decrease in interest rate are as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Impact on profit & loss for the year	0.70	1.13
Impact on total equity as at the end of reporting year	0.53	0.85

Impact on profit for the year are gross of tax and impact on total equity is net of tax

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

ii) Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to its operating activities (when certain purchases and trade payables are denominated in a foreign currency). The Company is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US dollar, CNY and JPY, EURO. Foreign exchange risk arises from future commercial transactions, recognized assets and liabilities denominated in a currency that is not the Company's functional currency.

The Company undertakes transactions denominated in foreign currencies and consequently, exposes to exchange rate fluctuations. The Company does not enter into trade financial instruments including derivative financial instruments for hedging its foreign currency risk. The appropriateness of the risk policy is reviewed periodically with reference to the approved foreign currency risk management policy followed by the Company.

The foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

Particulars		As at March 31, 2026	As at March 31, 2025
Trade payable	USD/INR	71.31	72.01
	Amount in FC	0.75	0.84
	JPY/INR	-	0.65
	Amount in FC	-	1.14
	EURO/INR	0.33	-
	Amount in FC	0.00	-
Trade receivable	CNY/INR	16.75	30.53
	Amount in FC	1.22	2.60
	USD/INR	0.85	6.70
	Amount in FC	0.01	0.08

Foreign currency sensitivity analysis:

The following table demonstrates the sensitivity of the Company's profit before tax and equity to a reasonably possible change of 5% in the exchange rate of the Indian Rupee (INR) against the relevant foreign currencies, with all other variables held constant.

The sensitivity analysis includes only outstanding foreign currency-denominated monetary assets and liabilities as at the reporting date and adjusts their translation at the reporting date for a 5% appreciation or depreciation in the relevant foreign currency exchange rates.

A positive amount in the table below indicates an increase in profit before tax and equity arising from a weakening of the INR against the respective foreign currency, while a negative amount indicates a decrease in profit before tax and equity. An equal and opposite impact would result from a strengthening of the INR by 5%.

Impact on profit or loss		As at March 31, 2026	As at March 31, 2025
INR strengthens by 5%	USD Impact	3.52	3.27
	JPY Impact	-	0.03
	EURO Impact	0.02	-
	CNY Impact	0.84	1.53
INR weakening by 5%	USD Impact	(3.52)	(3.27)
	JPY Impact	-	(0.03)
	EURO Impact	(0.02)	-
	CNY Impact	(0.84)	(1.53)

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

iii) Commodity price risk

Commodity price risk arises from fluctuations in the prices of copper, plastic, and aluminum. The Company has a risk management framework aimed at prudently managing the risks associated with the volatility in commodity prices. The Company has transferred any change in commodity prices to the customer. Therefore, there is no significant impact from changes in commodity prices in profit & loss.

C. Credit Risk

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

Trade Receivables

Customer credit risk is managed by each business unit subject to the Company established policy, procedures and control relating to customer credit risk management. To manage trade receivable, The Company periodically assesses the financial reliability of customers, taking into account the financial conditions, economic trends, analysis of historical bad debts and ageing of such receivables. The utilisation of credit limits is regularly monitored.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 42.1. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. An impairment analysis is performed at each reporting date for all customers. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 13.

As at March 31, 2026

Ageing	0-180 days	181-365 days	More than 365 days	Total
Gross Carrying amount	1,471.24	5.18	1.12	1,477.54
Expected loss rate	0.10%	12.46%	100.00%	
Expected credit losses (loss allowance provision)	1.47	0.65	1.12	3.24
Carrying amount of trade receivables (net of impairment)	1,469.77	4.53	-	1,474.30

As at March 31, 2025

Ageing	0-180 days	181-365 days	More than 365 days	Total
Ageing	0-180 days	181-365 days	More than 365 days	Total
Gross Carrying amount	1,578.21	6.21	0.86	1,585.28
Expected loss rate	0.09%	11.92%	41.86%	
Expected credit losses (loss allowance provision)	1.36	0.74	0.36	2.46
Carrying amount of trade receivables (net of impairment)	1,576.85	5.47	0.50	1,582.82

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the management in accordance with the Company's policy. Counterparty credit limits are reviewed by the management on an annual basis, and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

None of the Company's financial assets are either impaired or past due, and there were no indications that defaults in payment obligations would occur.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

D. Equity price risk

The Company's unlisted equity investments are exposed to price risk arising from uncertainties associated with the future value of such investments. To manage this risk, the Company monitors its investment portfolio on an ongoing basis and has established limits on individual investments and the overall exposure to equity instruments. Reports on the performance and risk profile of the investment portfolio are reviewed periodically by senior management. Further, all significant investment decisions are subject to review and approval by the Board of Directors.

As at March 31, 2026, the Company's exposure to unlisted equity securities measured at fair value amounted to ₹ 32.96 million (March 31, 2025: ₹ 34.00 million) (refer Notes 6 and 7). Management believes that appropriate governance and monitoring procedures are in place to manage the associated market price risk.

43. Capital management

Capital includes issued equity capital and share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital. The capital structure of the Company is based on management's judgment of its strategic and day-to-day needs with a focus on total equity so as to maintain investor and creditors confidence.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents.

The following table provides detail of the debt and equity at the end of the year ended March 31, 2026 and March 31, 2025:

Particulars	As at March 31, 2026	As at March 31, 2025
Gross Debt (excluding lease liability and supplier's credit)	70.39	113.01
Less : Cash and Cash equivalents (Note 14)	41.39	0.65
Net Debt (A)	29.00	112.36
Total Equity (B)	4,713.83	4,500.22
Net Debt to Equity Ratio (A/B)	0.01	0.02

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

44. Tax Reconciliation

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

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit or loss section		
Current tax	56.10	50.00
Adjustment of tax relating to earlier period	(2.67)	(0.37)
Deferred Tax	14.48	21.48
Income tax expense reported in the statement of profit and loss	67.91	71.11
OCI section		
Tax expense on items that will not be reclassified to profit or loss	1.74	1.29
Tax expense on items that will be reclassified to profit or loss	0.26	-
Total	2.00	1.29

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Reconciliation between average effective tax rate and applicable tax rate

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net Profit as per statement of profit and loss (before tax)	281.19	272.83
Income tax using the Company's domestic tax rate @ 25.168%	70.77	68.67
Adjustments in respect of current income tax of previous years	(2.67)	(0.37)
Tax impact of capital gain at lower rate	(2.47)	-
Non deductible expenses and other adjustments	2.28	2.81
Total	67.91	71.11

45. Ratio Analysis and its elements

Ratios/Measure	Numerator	Denominator	March 31, 2026	March 31, 2025	Variation
a) Current ratio	Current Assets	Current Liabilities	2.73	2.87	(4.88%)
b) Debt equity ratio	Net Debt (including lease liabilities)	Shareholder's Equity	0.01	0.03	(66.67%)
c) Debt service coverage ratio	Earnings for debt service	Total Debt	690.47%	405.11%	70.44%
d) Return on equity %	Net Profits after taxes	Average Shareholder's Equity	4.63%	4.58%	1.09%
e) Inventory turnover ratio	Cost of goods sold	Average Inventory	6.42	7.03	(8.68%)
f) Trade receivables turnover ratio	Revenue from operations	Average Trade Receivable	6.65	6.33	5.06%
g) Trade payables turnover ratio	Net credit purchases	Average Trade Payables	7.59	8.08	(6.06%)
h) Net capital turnover ratio	Revenue from operations	Working capital	437.39%	388.61%	12.55%
i) Net profit %	Net Profit	Revenue from operations	2.10%	2.13%	(1.41%)
j) Return on capital employed %	Earnings before interest and taxes	Capital Employed	7.11%	7.10%	0.14%
k) Return on investment	Income from investment	Average Investment	8.92%	13.94%	(36.01%)

Notes:-

Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.

"Net Profit after tax" means reported amount of "Profit / (loss) for the period" and it does not include items of other comprehensive income.

Working Capital implies Current Assets less Current Liabilities.

Capital employed refers to sum of net-worth, total debts and deferred tax liability as at close of year.

Net credit purchases = Gross credit purchases - purchase return

Net Debt = Total borrowings including lease liabilities less cash and cash equivalent.

Explanation for variances exceeding 25%

Schedule III requires explanation where the change in the ratio is more than 25% as compared to the preceding year; hence explanation is given only for the said ratios.

- Debt equity ratio is reduced due to decrease in borrowings.
- Debt service coverage ratio is increased due to decrease in borrowings during the year.
- Return on Investment is reduced due to lower return on mutual funds

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

46. Other Statutory Information

- i) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.
- ii) The Company has not traded or invested in Crypto currency or Virtual Currency during the current financial year and previous year.
- iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries
- iv) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- v) 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.
- vi) 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) Rules, 2017.
- vii) The Company is not declared wilful defaulter by and bank or financials institution or lender during the current financial year and previous year.
- viii) The Company does not have any other charges or satisfaction as on March 31, 2026 and March 31, 2025 which is yet to be registered with ROC beyond the statutory period.
- ix) The quarterly returns/statements filed by the Company with banks are in agreement with the books of account.
- x) The Company had no borrowings from financial institutions during the year. The borrowings availed by the Company were solely from banks and were utilized for the purposes for which they were obtained, in accordance with the respective sanction terms and loan agreements.
- xi) 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 and capital work-in progress are held in the name of the Company as at the balance sheet date.
- xii) The Company does not have any transactions with companies which are struck off.

47. Employee share based payment plan

In the previous year the Company provides share-based payment scheme to its selected employees whereby selected employees are granted with the right to obtain Elin Electronics Limited's shares. During the previous year ended 31 March 2025, an Employee Stock Option Plan was introduced. In the Board meeting held on May 30, 2024, the Board of Directors ("Board") has approved the Elin Employees Stock Option Plan 2024 ('ESOP 2024') and grant of options to the selected employees of the company under the Scheme are made in the previous year. The Details of the scheme are explained in the table below:

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

a) Employee stock option scheme

The Company had the following outstanding share based payment arrangements:

Particulars	March 31, 2026	March 31, 2025
No. of Options	NA*	250000
Method of Accounting		Fair Value
Vesting Date		08-Feb-2026 to 08-Feb-2029
Exercise Period on initiation of exercise period		08-Aug-2026 to 08-Aug-2029
Grant Date		08 February 2025
Exercise price per share (₹)		78
Market price on the date of grant (₹)		157.31
Method of settlement		Equity Shares

*During the year ended March 31, 2026, pursuant to the resignation of an employee, 200,000 unvested stock options granted under the Company's ESOP 2024 Plan were cancelled in accordance with the terms of the plan. The impact of such cancellation has been accounted for in accordance with the requirements of Ind AS 102 – Share-based Payment. Further, during the year, the aforesaid employee exercised 50,000 vested stock options, resulting in the allotment of 50,000 equity shares of the Company. Consequent to the above exercise and cancellation of options, no stock options remained outstanding under the ESOP 2024 Plan as at March 31, 2026.

b) The following table sets out the number of share options and the weighted average exercise price of share options outstanding and the movements therein during the year ended March 31, 2026 and March 31, 2025:

Particulars	March 31, 2026		March 31, 2025	
	Weighted Average Price (₹)	Number of options	Weighted Average Price (₹)	Number of options
Outstanding as at begning of the year	78.00	2,50,000	-	-
Options granted during the year	-	-	78.00	2,50,000
Options forfeited during the year	-	-	-	-
Options exercised during the year	78.00	50,000	-	-
Options cancelled during the year	78.00	2,00,000	-	-
Options outstanding as the end of the year	-	-	78.00	2,50,000
Exercisable at the end of the year	-	-	78.00	2,50,000

c) Fair value of the options has been calculated using Black Scholes Pricing Model. The following inputs were used to determine the fair value for options granted during the year ended March 31, 2026:

Particulars	March 31, 2026	
	ESOP	ESOP
Weighted average fair values at the measurement date	NA*	157.31
Dividend yield (%)		1%
Expected volatility (%)		41.30% to 45.7%
Risk-free interest rate (%)		6.67% to 6.74%
Expected life of share options (years)		1.25 to 4.25
Weighted average share price (INR)		90.13
Model used		Black Scholes Pricing

*There are no outstanding options as on March 31, 2026.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

48. Initial Public Offering (IPO)

During the year ended March 31, 2023, the Company completed an Initial Public Offering (IPO) of 19,230,746 equity shares of face value ₹5 each at an issue price of ₹247 per share, including a premium of ₹242 per share, aggregating to ₹4,750.00 million. The IPO comprised a fresh issue of 7,085,020 equity shares and an offer for sale of 12,145,726 equity shares by existing shareholders. The Company's equity shares were listed on BSE Limited and National Stock Exchange of India Limited with effect from December 30, 2022.

Detail of utilisation of IPO proceeds is as of March 31, 2026 and March 31, 2025 are as under:

Item Head	Estimated net proceeds as per Prospectus	Net proceeds	Utilized upto March 31, 2026	Unutilized as on March 31, 2026	Unutilized as on March 31, 2025
Repayment/ prepayment, in full or part, of certain borrowings availed of by our Company	880.00	880.00	880.00	-	-
Funding capital expenditure towards upgrading and expanding our existing facilities at (i) Ghaziabad, Uttar Pradesh and (ii) Verna, Goa	375.89	375.89	375.89	-	24.41
General corporate purposes @	395.63	395.63	395.63	-	-

@ adjusted based on the final share of company's issue expenses.

49. The Company maintains its books of account using SAP S/4 HANA, which is hosted and administered by an independent third-party service provider. Based on management's assessment and the information made available, the software includes an audit trail (edit log) facility at the application layer, and such facility was enabled and operated throughout the financial year for all relevant transactions recorded in the system. Further, management is not aware of any instance of tampering with the application-layer audit trail during the year.

The Company has obtained a Service Organization Controls (SOC) report from the third-party service provider. However, the SOC report does not specifically address the existence or operation of audit trail (edit log) functionality at the database layer of the SAP S/4 HANA environment.

Management believes that the application-layer audit trail is adequate for recording changes to transactions and maintaining an audit history of activities performed within the system.

As per our report of even date attached

For S.R. Batliboi & Co. LLP

Chartered Accountants

Firm's Registration No.: 301003E/E300005

Divya Mathur

Partner

Membership No.: 506846

Place : Gurgaon

Date : May 25, 2026

For and on behalf of the Board of Directors

Kamal Sethia

Managing Director

DIN: 00081116

Raj Karan Chhajer

Chief Financial Officer

M.L. Sethia

Chairman

DIN: 00081367

Lata Rani Pawa

Company Secretary and

Compliance Officer

M.No.: A30540

Place : New Delhi

Date : May 25, 2026

Independent Auditor's Report

To the Members of Elin Electronics Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Elin Electronics Limited (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") comprising of the Consolidated Balance sheet as at March 31 2026, the Consolidated Statement of Profit and Loss, including Other Comprehensive Income, the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity for the year then ended and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, their consolidated profit including other comprehensive loss, their consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us, including those procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matters	How our audit addressed the key audit matter
Revenue Recognition – Cut off (as described in note 2.7 and note 24 of the consolidated financial statements)	
Revenue from the sale of goods is recognized at the moment when control has been transferred to the customer and is measured net of trade discounts, rebates and pricing allowances to customers. The timing of revenue recognition is relevant to the reported performance of the Company. Revenue recognition has been identified as a key audit matter as there could be incentives or external pressures to meet expectations resulting in revenue being recognized before control has been transferred.	Our audit procedures included the following: - We assessed the appropriateness of the revenue recognition accounting policies by comparing with applicable accounting standards. - We tested on a sample basis, key customer contracts to identify terms and conditions relating to transfer of control. - We performed substantive testing by selecting samples of revenue transactions recorded during the year by testing the underlying documents which included invoices, good dispatch notes, customer acceptances and shipping documents (as applicable). - We carried out analytical procedures on revenue recognized during the year to identify unusual variances. - We tested, on a sample basis, specific revenue transactions recorded closer to the year end and after the financial year end date to determine whether the revenue had been recognized in the appropriate period.

Other Information

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

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

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

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

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors along with Those Charged with Governance of the companies included in the Group are also responsible for overseeing the financial reporting process of their respective companies.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business

activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

We communicate with those charged with governance of the Holding Company and such other entity included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books except for the matters stated in the paragraph 2(i)(vi) below on reporting under Rule 11(g);
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors of the Holding Company and Subsidiary Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and Subsidiary Company, none of the directors of the Group's companies, incorporated in India, are disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above on reporting under section 143(3)(b) and paragraph 2 (i) (vi) below on reporting under Rule 11(g);
- (g) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company, incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure 2" to this report;
- (h) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Group to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated financial statements – Refer note 35 to the consolidated financial statements;
 - ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2026;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary, incorporated in India during the year ended March 31, 2026;
 - iv. a) The respective managements of the Holding Company and its subsidiary which is company incorporated in India whose financial statements have been audited under the Act have represented to us that to the best of its knowledge and belief, as disclosed in the note 45 to the consolidated financial statements, no funds have been advanced or loaned

- or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or such subsidiary to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or such subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b) The respective managements of the Holding Company and its subsidiary which is company incorporated in India whose financial statements have been audited under the Act have represented to us that, to the best of its knowledge and belief as disclosed in the note 45 to the consolidated financial statements, no funds have been received by the respective Holding Company or any of such subsidiary from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or such subsidiary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v) No dividend has been declared or paid during the year by the Holding Company and its subsidiary company.
- vi) Based on our examination which included test checks, the Holding Company and Subsidiary Company have used accounting software (SAP HANA Web Version – Public Cloud) for maintaining its books of account which have feature of recording audit trail facility and the same has operated throughout the year for all relevant transactions recorded in the software, we have obtained the Service Organization Controls (SOC) report from the third-party service provider, however, the SOC report does not specifically address the existence or operation of audit trail (edit log) functionality at the database layer of the SAP S/4 HANA environment, as described in note 49 to the consolidated financial statements. Wherever audit trail is enabled, during the course of our audit, we did not come across any instance of audit trail feature being tampered with in respect of accounting software. Additionally, the audit trail of relevant prior years has been preserved by the Holding Company and Subsidiary Company as per the statutory requirements for record retention, to the extent it was enabled and recorded in those respective years, as stated in note 49 to the consolidated financial statements.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Divya Mathur

Partner

Membership Number: 506846

UDIN: 26506846SVLAJM7087

Place of Signature: Gurugram

Date: May 25, 2026

Annexure 1 referred to in paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date**Re: Elin Electronics Limited (“the Holding Company”)****In terms of the information and explanations sought by us and given by the Holding 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:**

xxi). There are no qualifications or adverse remarks by the auditor in the Companies (Auditors Report) Order (CARO) reports of the Subsidiary Company included in the consolidated financial statements. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Holding Company.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

Per Divya Mathur

Partner

Membership Number: 506846

UDIN: 26506846SVLAJM7087

Place of Signature: Gurugram

Date: Mar 25, 2026

Annexure 2 to the Independent Auditor's Report of even date on the Consolidated Financial Statement of Elin Electronics Limited

Report on the Internal Financial Controls under Clause (g) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of Elin Electronics Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), which is company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

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

Opinion

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

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Divya Mathur

Partner

Membership Number: 506846

UDIN: 26506846SVLAJM7087

Place of Signature: Gurgaon

Date: May 25, 2026

Consolidated Balance Sheet

as at March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	Notes	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	2,526.76	2,458.34
(b) Capital work-in-progress	4	277.36	33.20
(c) Intangible assets	5	0.21	2.14
(d) Financial assets			
(i) Investments	6	13.86	14.82
(ii) Other financial assets	7	23.97	26.32
(e) Other non-current assets	9	91.41	47.60
Total non current assets		2,933.57	2,582.42
Current assets			
(a) Inventories	10	1,603.67	1,279.33
(b) Financial assets			
(i) Investments	11	805.16	658.09
(ii) Trade receivables	12	2,065.82	2,265.33
(iii) Cash and cash equivalents	13	41.45	0.75
(iv) Bank balances other than (iii) above	14	14.39	310.12
(v) Other financial assets	15	12.06	35.92
(c) Current tax assets (net)	16	25.62	0.04
(d) Other current assets	17	156.36	133.60
Total current assets		4,724.53	4,683.18
Total assets		7,658.10	7,265.60
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	18	243.77	243.52
(b) Other equity	18	5,321.24	5,098.26
Total equity		5,565.01	5,341.78
LIABILITIES			
Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	32	5.21	5.26
(b) Deferred tax liabilities (net)	8	153.69	134.22
Total non-current liabilities		158.90	139.48
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	19	159.95	235.24
(ii) Lease liabilities	32	0.07	0.06
(iii) Supplier's credit	20(a)	183.42	51.69
(iv) Trade payables			
- total outstanding dues of micro enterprises and small enterprises	20 (b)	274.46	244.93
- total outstanding dues of creditors other than micro enterprises and small enterprises	20 (b)	1,103.09	1,001.64
(v) Other financial liabilities	21	93.91	96.43
(b) Other current liabilities	22	92.54	117.14
(c) Provisions	23	26.75	30.98
(d) Current tax liabilities (net)	16	-	6.23
Total current liabilities		1,934.19	1,784.34
Total liabilities		2,093.09	1,923.82
Total Equity and Liabilities		7,658.10	7,265.60

The accompanying notes form an integral part of the consolidated financial statements

1-49

As per our report of even date attached

For S.R. Batliboi & Co. LLP

Chartered Accountants

Firm's Registration No.: 301003E/E300005

Divya Mathur

Partner

Membership No.: 506846

Place : Gurgaon

Date : May 25, 2026

For and on behalf of the Board of Directors

Kamal Sethia

Managing Director

DIN: 00081116

Raj Karan Chhajer

Chief Financial Officer

M.L. Sethia

Chairman

DIN: 00081367

Lata Rani Pawa

Company Secretary and
Compliance Officer

M.No.: A30540

Place : New Delhi

Date : May 25, 2026

Consolidated Statement of Profit and Loss

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	Notes	For the Year ended March 31, 2026	For the Year ended March 31, 2025
I INCOME			
Revenue from operations	24	12,877.27	11,802.06
Other income	25	75.58	183.44
Total income (I)		12,952.85	11,985.50
II EXPENSE			
Cost of material consumed	26	9,558.43	8,488.09
Purchases of stock-in-trade		222.07	323.09
Change in inventories of finished goods, work-in progress and stock-in-trade	27	(94.60)	(57.68)
Employee benefits expense	28	1,696.59	1,664.37
Finance costs	29	81.91	75.83
Depreciation and amortization expenses	3, 5	243.67	246.12
Other expenses	30	939.16	860.53
Total expenses (II)		12,647.23	11,600.35
III Profit before exceptional items and tax for the year (I - II)		305.62	385.15
IV Exceptional items	36	9.14	-
V Profit before tax for the year (III-IV)		296.48	385.15
VI Tax expenses	43		
- Current tax		56.10	68.60
- Adjustment of tax relating to earlier period		(4.66)	0.45
- Deferred tax		19.13	22.88
Total tax expenses		70.57	91.93
VII Profit for the year (V-VI)		225.91	293.22
VIII Other comprehensive Income (OCI):			
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) of defined employee benefit plans		(11.01)	(2.31)
Tax expense/(credit) on items that will not be reclassified to profit or loss		2.77	0.58
Items that will be reclassified to profit or loss			
Gain/(loss) on equity Instruments designated through OCI		(0.96)	0.08
Tax expense/(credit) on items that be reclassified to profit or loss		0.24	-
Other comprehensive income/(loss) for the year, net of tax		(8.96)	(1.65)
IX Total comprehensive income/(loss) for the year, net of tax (VII + VIII)		216.95	291.57
X Earnings per share attributable to the equity holders of the Company [face value of INR 5/- each]			
- Basic (amount in INR)	31	4.64	6.11
- Diluted (amount in INR)		4.64	6.11

The accompanying notes form an integral part of the consolidated financial statements

1-49

As per our report of even date attached

For S.R. Batliboi & Co. LLP

Chartered Accountants

Firm's Registration No.: 301003E/E300005

Divya Mathur

Partner

Membership No.: 506846

Place : Gurgaon

Date : May 25, 2026

For and on behalf of the Board of Directors

Kamal Sethia

Managing Director

DIN: 00081116

Raj Karan Chhajer

Chief Financial Officer

M.L. Sethia

Chairman

DIN: 00081367

Lata Rani Pawa

Company Secretary and
Compliance Officer

M.No.: A30540

Place : New Delhi

Date : May 25, 2026

Consolidated Statement of Cash Flows

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
I Cash flow from operating activities :		
Net profit before tax	296.48	385.15
Adjustments for :		
Depreciation and amortization expense	243.67	246.12
(Gain) on disposal of property, plant and equipment (net)	2.34	(10.32)
Fair value (gain) on financial assets held at fair value through profit or loss (FVTPL)	(36.21)	(53.94)
(Gain) on sale of current investments measured at FVTPL	(14.47)	(74.58)
Impairment allowance on doubtful debt (including bad debts written off)	2.30	1.17
Foreign exchange fluctuation (gain)/loss (net)	2.15	(1.84)
Dividend and interest income	(23.70)	(41.88)
Share based payments	2.37	1.89
Finance costs	81.91	75.83
	260.36	142.45
Change in operating assets and liabilities :		
(Increase) in trade and other receivables	163.46	(255.21)
(Increase) in inventories	(324.34)	(174.05)
Increase in trade and other payables	221.76	134.99
	60.88	(294.27)
Cash generated from operations	617.72	233.33
Income taxes paid (net)	(79.90)	(65.97)
Net cash generated from operating activities	537.82	167.36
II Cash flow from investing activities		
Purchase of property, plant and equipment including capital work in progress and capital advance	(595.42)	(405.53)
Proceeds from sale of property, plant and equipment	7.00	28.75
Proceeds from sale of current investment	649.71	91.92
Purchase of current investment	(746.10)	-
Fixed deposits made during the year	(70.05)	(297.12)
Fixed deposits matured during the year	366.64	322.30
Dividends received	0.04	0.04
Interest received	44.40	45.99
Net cash generated from / (used in) investing activities	(343.78)	(213.65)
III Cash flow from Financing Activities		
Proceeds from borrowings		
Proceeds /(re-payment) from borrowings	(75.29)	120.48
Interest on lease liabilities	(0.32)	(0.27)
Proceeds from issue of equity share capital under ESOP	0.25	0.00
Securities premium received on issue of shares	3.65	0.00
Principal payment of lease liabilities	(0.04)	0.00
Finance costs paid	(81.59)	(75.39)
Net cash generated from / (used in) financing activities	(153.34)	44.82

Consolidated Statement of Cash Flows

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
IV Net Increase/(decrease) in cash & cash equivalents (I + II + III)	40.70	(1.47)
V Cash and cash equivalents at the beginning of the year	0.75	2.22
VI Cash and cash equivalents at end of the year	41.45	0.75
Notes:		
1. The consolidated statement of cash flow has been prepared under the indirect method as set-out in the Ind AS - 7 "Statement of Cash Flow" as specified in the Companies (Indian Accounting Standards) Rules, 2015.		
2. Figures in bracket indicate cash outflow.		
3. Cash and cash equivalents (refer note 13) comprise of the followings:		
Cash on hand	0.94	0.64
Cheques in hand	0.06	-
Balances with Scheduled banks in current accounts	40.45	0.11
Balances per statement of cash flows	41.45	0.75
4. Analysis of movement in financing activities		
i. Borrowings at the beginning of the year	235.24	114.76
Cash flows		
Repayment of secured loans	(235.24)	(114.76)
Proceeds from secured loans	159.95	235.24
Non cash changes	-	-
Borrowings at the end of the year	159.95	235.24
ii. Lease liabilities at the beginning of the year	5.28	5.32
Cash changes		
Payment of Interest on lease liabilities	(0.32)	(0.27)
Principal payment of lease liabilities	(0.04)	0.00
Non cash changes		
Accretion of interest	0.32	0.43
Lease liabilities at the end of the year	5.24	5.48
The accompanying notes form an integral part of the consolidated financial statements		

As per our report of even date attached

For S.R. Batliboi & Co. LLP

Chartered Accountants

Firm's Registration No.: 301003E/E300005

Divya Mathur

Partner

Membership No.: 506846

Place : Gurgaon

Date : May 25, 2026

For and on behalf of the Board of Directors

Kamal Sethia

Managing Director

DIN: 00081116

Raj Karan Chhajer

Chief Financial Officer

M.L. Sethia

Chairman

DIN: 00081367

Lata Rani Pawa

Company Secretary and
Compliance Officer

M.No.: A30540

Place : New Delhi

Date : May 25, 2026

Consolidated Statement of Changes in Equity

(All amounts are in ₹ Millions, unless otherwise stated)

A. Equity Share Capital

Particulars	Notes	Amount#
Balance as at April 1, 2024	18	239.63
Issue of Share Capital		-
Share Sold by Subsidiary		3.90
Balance as at March 31, 2025	18	243.52
Issue of Share Capital (refer note 46)		0.25
Share Sold by Subsidiary		-
Balance as at March 31, 2026	18	243.77

Net off elimination on consolidation due to equity shares being held by subsidiary company

B. Other equity

Particulars	Reserves and Surplus					Other Comprehensive Income		Total
	Securities Premium	Capital Reserve	General Reserve	Retained Earnings	Share based payment reserve	Changes in fair value of FVOCI equity instruments	Remeasurement of defined benefit plans	
Balance as at April 1, 2024	1,689.76	217.95	471.01	2,350.60	-	0.44	61.60	4,791.36
Profit for the year	-	-	-	293.22	-	0.08	(1.73)	291.57
Transfer	-	(5.78)	5.78	-	-	-	-	-
Share based payment (refer note 46)	-	-	-	-	1.89	-	-	1.89
Adjustment on account of sale of shares held by subsidiary company	-	-	13.44	-	-	-	-	13.44
Balance as at March 31, 2025	1,689.76	212.17	490.23	2,643.82	1.89	0.52	59.87	5,098.26
Profit for the year	-	-	-	225.91	-	(0.72)	(8.24)	216.95
Issue of share capital on exercise of share options (refer note 46)	3.65	-	-	-	-	-	-	3.65
Share based payment on exercise of share options (refer note 46)	-	-	-	-	2.37	-	-	2.37
Exercise of share option (refer note 46)	4.26	-	-	-	(4.26)	-	-	-
Balance as at March 31, 2026	1,697.67	212.17	490.23	2,869.73	-	(0.20)	51.63	5,321.24

As per our report of even date attached

For S.R. Batliboi & Co. LLP

Chartered Accountants
Firm's Registration No.: 301003E/E300005

Divya Mathur

Partner
Membership No.: 506846

Place : Gurgaon
Date : May 25, 2026

For and on behalf of the Board of Directors

Kamal Sethia
Managing Director
DIN: 00081116

Raj Karan Chhajer
Chief Financial Officer

M.L. Sethia
Chairman
DIN: 00081367

Lata Rani Pawa
Company Secretary and
Compliance Officer
M.No.: A30540
Place : New Delhi
Date : May 25, 2026

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

1. Corporate information

Elin Electronics Limited ('the Company' or the "Parent Company") was incorporated in India on March 26, 1982 under the provisions of the Companies Act, 1956 (CIN L29304DL1982PLC428372). The Group is engaged in the business of Electronics Manufacturing Services. Its share are listed on two recognized stock exchanges in India. The registered office of the company is located at 4771, Bharat Ram Road, 23, Daryaganj, New Delhi-110002 (India) and manufacturing plants in the state of Uttar Pradesh, Himachal Pradesh and Goa.

The Consolidated Financial Statement comprises of Elin Electronics Limited and its 100% subsidiary, Elin Appliances Private Limited, (collectively, 'the Group').

The Consolidated Financial Statements is approved for issue by the Company's Board of Directors in their meeting held on May 25, 2026.

2. Material accounting policies

A summary of the material accounting policies applied in the preparation of the Consolidated Financial Statements are as given below. These accounting policies have been applied consistently to all periods presented in the Consolidated Financial Statements.

2.1 Basis of Preparation

2.1.1 Statement of compliance

The Consolidated Financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under the Section 133 of the Companies Act, 2013 notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation including disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the CFS and the accounting principles generally accepted in India. The Group has consistently applied accounting policies to all periods.

The Group has prepared the financial statements on the basis that it will continue to operate as a going concern.

2.1.2 Historical Cost Convention

The Consolidated Financial statements of the Group are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention and on accrual basis as per the provisions of the Companies Act, 2013 ("the Act"), except for the following items:

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

Functional and presentation currency

Items included in the Consolidated Financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Consolidated Financial Statements are presented in Indian rupee (INR), which is also the Parent's functional currency. All amounts have been rounded-off to the nearest million, up to two places of decimal, unless otherwise indicated. Amounts having absolute value of less than INR 1000 have been rounded and are presented as INR 0.00 Millions in the Consolidated Financial Statements.

2.2 Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its 100% subsidiary as at 31 March 2026.

The Company establishes control when; it has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect the entity's returns by using its power over relevant activities of the entity.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit and loss from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e. year end on March 31.

The Consolidated Financial Statements of the Company and its subsidiary is combined on a line-by-line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra- group

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

balances and intra-group transactions. Profits or losses resulting from intra-group transactions are eliminated in full. The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The carrying amount of the Company's investment in subsidiary is offset (eliminated) against the Parent Company's portion of equity in subsidiary.

The detail of consolidated entity as follows:

Name of Subsidiary	Country of Incorporation	Percentage of ownership	
		As at March 31, 2026	As at March 31, 2025
Elin Appliances Private Limited	India	100%	100%

Summary of material accounting policies

2.3 Current vs non-current classification

The Group segregates assets and liabilities into current and non-current categories for presentation in the balance sheet after considering its normal operating cycle and other criteria set out in Ind AS 1, "Presentation of Financial Statements". For this purpose, current assets and liabilities include the current portion of non-current assets and liabilities respectively. Deferred tax assets and liabilities are always classified as non-current.

The Group presents assets and liabilities in the consolidated statement of assets and liabilities based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

The Group classifies all other assets as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

2.4 Property plant and equipment

Recognition and Initial Measurement

Property, plant and equipment is recognized when it is probable that future economic benefits associated with the item will flow to the Group and the cost of each item can be measured reliably. Property, plant and equipment are initially stated at their cost.

Cost of asset includes:

- Purchase price, net of any trade discounts and rebates
- Cost directly attributable to the acquisition of the assets which incurred in bringing asset to its working condition for the intended use
- Present value of the estimated costs of dismantling & removing the items & restoring the site on which it is located if recognition criteria are met.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Amounts paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under capital advances and capital work-in-progress (CWIP) respectively.

Significant Parts of an item of PPE (including major inspections) having different useful lives & material value or other factors are accounted for as separate components. All other repairs and maintenance costs are recognized in the statement of profit and loss as incurred.

Subsequent measurement

Property, plant and equipment are subsequently measured at cost net of accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditure is capitalized if it is probable that future economic benefits associated with the expenditure will flow to the Group and cost of the expenditure can be measured reliably.

Depreciation and useful lives

Depreciation on property, plant and equipment is provided on straight line basis over the estimated useful lives of the assets as specified in schedule II of the Companies act, 2013 except for assets used in manufacturing of Medical Products which are depreciated over a period of 3 years based on the management's internal assessment.

Particulars	Useful life as per Schedule II	Particulars	Useful life as per Schedule II
Computers	3 Years	Factory Building	30 Years
Servers	6 Years	Building (other than factory building)	60 Years
Office Equipment	5 Years	Electric Installation and Equipments	10 Years
Furniture and fixtures	10 Years	Motor Cycles	10 Years
Plant & Machinery including Dies, tools and Moulds	10-15 Years	Motor Vehicles & Lorry	8 Years
Plant & Machinery (medical products)*	3 Years		

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

Depreciation on additions to/deductions from property, plant and equipment during the period is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed. Each part of an item of property, plant and equipment is depreciated separately if the cost of part is significant in relation to the total cost of the item and useful life of that part is different from the useful life of remaining asset. Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted prospectively, if appropriate.

Derecognition

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

2.5 Intangible assets

Intangible assets acquired separately are stated at cost less accumulated amortization and accumulated impairment loss, if any. Intangible assets are amortized on straight line basis over the estimated useful life. Estimated useful life of the software is considered as 3 years. Amortisation methods, useful lives and residual values are reviewed in each financial year / period end and changes, if any, are accounted for prospectively. An intangible asset is de-recognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Consolidated Statement of Profit and Loss.

2.6 Impairment of non-financial assets

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

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

amount and the impairment loss, including impairment on inventories are recognized in the Consolidated Statement of Profit and loss.

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 assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior period. Such reversal is recognized in the Consolidated Statement of Profit and loss.

2.7 Inventories

- a) Inventories (including traded goods) are valued at the lower of cost and net realizable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:
 - Raw materials: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.
 - Finished goods and intermediate products (including manufactured components): Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity. Cost is determined on first in, first out basis.
 - Stores and spares, consumables and packing materials cost includes direct expenses and is determined on the basis of first in first out method.
- b) Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The comparison of cost and net realizable value is made on an item-by-item basis.

2.8 Revenue recognition

Revenue is measured at the transaction price that is allocated to the performance obligation and it excludes amounts collected on behalf of third parties and is adjusted for variable considerations. Any subsequent change in the transaction price is then allocated to the performance obligations in the contract on the same basis as at contract inception. The Group recognizes revenue for variable consideration when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. The Group estimates the amount of revenue to be recognized on variable consideration using most likely amount method. Consequently, amounts allocated to a satisfied performance obligation are recognised as revenue, or as a reduction of revenue, in the period in which the transaction price changes. Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price.

a) Sale of products and Services

Revenue from sale of products is recognized at the point in time when control of the goods is transferred to the customer at the time of shipment to or receipt of goods by the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

The Group has concluded that it is the principal in its revenue arrangements as it typically controls the goods or services before transferring them to the customer.

Sales-related obligation associated with sale of goods cannot be purchased separately and they serve as an assurance that the products sold comply with agreed-upon specifications. Accordingly, the Group accounts for such obligation in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

The goods and service tax (GST) is not received by the Group on its own account. Rather, it is tax collected on behalf of the government. Accordingly, it is excluded from revenue.

b) Other Operating Revenue

Export incentive is recognized when there is reasonable assurance that the Group will comply with the conditions and the incentive will be received.

c) Other Revenue

- **Interest income:** Interest income is recognised as interest accrues using the effective interest method ("EIR") that is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

- **Dividends:** Dividend income is recognised when the right to receive payment is established.
 - **Rental income:** Rental income arising from operating leases or on investment properties is accounted for on a straight-line basis over the lease terms & included in other non-operating income in Statement of Profit and Loss.
 - **Insurance Claims:** Insurance claims are accounted for as and when admitted by the concerned authority.
- d) Contract balances**
- **Contract assets:** A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.
 - **Trade receivables:** A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).
 - **Contract liabilities:** A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognized when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Group performs under the contract.
- e) Right of return**
- The Group provides a customer with a right to return in case of any defects or on grounds of quality. The Group uses the expected value method to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Group will be entitled. The requirements in Ind AS 115 on constraining estimates of variable consideration are also applied in order to determine the amount of variable consideration that can be included in the transaction price.
- The application of Ind AS 115 did not have any material impact on recognition and measurement principles. However, it results in additional presentation and disclosure requirements for the Group.
- The Group has also applied the practical expedient under Ind AS 115 for incremental cost of obtaining a contract and has recognized such cost as an expense when incurred if the amortization period of the asset is one year or less.

2.9 Taxes

Tax expense comprises current tax expense and deferred tax.

a) Current income tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with relevant tax regulations. 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 Group 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 OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

b) 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, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised,

Deferred tax is recognized in Consolidated Statement of Profit and loss except to the extent it relates to items recognized outside profit or loss, in which case is recognized outside profit or loss (either in other comprehensive

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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

In assessing the recoverability of deferred tax assets, the Group relies on the same forecast assumptions used elsewhere in the financial statements and in other management reports, which, among other things, reflect the potential impact of climate-related development on the business, such as increased cost of production as a result of measures to reduce carbon emission.

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

Deferred 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 items are recognised in correlation to the underlying transaction either in OCI or directly in equity

The Group offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

2.10 Foreign currencies

The Group's consolidated financial statements are presented in INR, which is also the parent Group's functional currency. Foreign currency transactions are recorded in the functional currency, by applying the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items outstanding at the reporting date are converted to functional currency using the closing rate (Closing selling rates for liabilities and closing buying rate for assets). 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 settlement of monetary items, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the Consolidated Statement of Profit and loss in the period in which they arise. These exchange differences are presented in the Consolidated Statement of Profit and loss on net basis.

2.11 Employee benefit

a) Short-term employee benefits

Employee benefits such as salaries, short term compensated absences, and other benefits falling due wholly within twelve months of rendering the service are classified as short-term employee benefits and undiscounted amount of such benefits are expensed in the Consolidated Statement of Profit and loss in the period in which the employee renders the related services.

b) Post-employment benefits

- **Defined Contribution Plan:** A defined contribution plan is a plan under which the Group pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

The Group makes specified monthly contribution towards provident fund ('PF') and employee state insurance scheme ('ESI') which is a defined contribution plan. The Group's contribution is recognized as an expense in the consolidated statement of profit and loss during the period in which the employee renders the related service.

- **Defined Benefit Plan:** A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Under such plans, the obligation for any benefits remains with the Group. The Group's liability towards gratuity and leave Encashment is in the nature of defined benefit plan.

The Group has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of

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employment. Vesting occurs upon completion of five years of service. The Group makes periodic contributions to the Kotak Mahindra Life Insurance Limited, Bajaj Allianz Life Insurance Co. Ltd, Tata Aia Life Insurance Co Ltd and Reliance Nippon Life Insurance Co. Ltd. for the Gratuity Plan in respect of employees.

The employees' leave encashment scheme is managed by HDFC Life Insurance Company Limited which is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method and is recognised on the basis of eligible leave balances of employees' as on valuation date.

The liability in respect of gratuity and leave encashment is accrued in the books of accounts on the basis of actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method.

The Group's net obligation is measured at the present value of the estimated future cash flows using a discount rate based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the defined benefit obligations at each reporting date.

Re-measurement, comprising actuarial gains and losses, is recognized in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to Consolidated Statement of Profit and loss.

Defined benefit costs comprising current service cost, past service cost, interest cost and gains or losses on settlements are recognized in the Consolidated Statement of Profit and loss as employee benefits expense. Gains or losses on settlement of any defined benefit plan are recognized when the settlement occurs. Past service cost is recognized as expense at the earlier of the plan amendment or curtailment and when the Group recognizes related restructuring costs or termination benefits.

c) Other long-term employee benefits

Benefits under the Group's compensated absences constitute other long-term employee benefits, recognized as an expense in the Consolidated Statement of Profit and loss for the period in which the employee has rendered services. The obligation recognized in respect of these long-term benefits is measured at present value of the obligation based on actuarial valuation using the Projected Unit credit method.

Long term employee benefit costs comprising current service cost, interest cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognized in the Consolidated Statement of Profit and loss as employee benefit expenses.

d) Share based payments - Employee Stock Option Scheme ('ESOP')

Employees of the Group receive remuneration in the form of share based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The fair value of options granted under Employee Stock Option Plan is recognized as an employee benefits with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options determined under Black-Scholes model. The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognizes the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity. Upon exercise of share options, the proceeds received are allocated to share capital up to the par value of the shares issued with any excess being recorded as share premium. If the options are forfeited or not exercised after vesting date, related expenses already recognized in statement of profit and loss are not reversed but transferred to other component within equity.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.12 Cash and cash equivalents

Cash and cash equivalent include cash on hand, cash at banks 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 change in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of unrestricted cash and short-term deposits, as defined above as they are considered an integral part of the Group's cash management.

2.13 Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction of qualifying assets are capitalised as part of the cost of such assets upto the assets are substantially ready for their intended use.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortised on the basis of the Effective Interest Rate (EIR) method over the term of the loan. All other borrowing costs are recognised in the Consolidated Statement of Profit and loss in the period in which they are incurred.

2.14 Provisions, contingent assets and contingent liabilities

a) Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risk and uncertainties surrounding the obligation.

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

b) Warranties

Provisions for the expected liability of warranty obligations under sale of goods are recognised at the management's best estimate if the claims of the customers under warranty are probable and the amount can be reasonably estimated.

c) Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation or present obligations that may but probably will not, require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

These are reviewed at each financial reporting date and adjusted to reflect the current best estimates.

d) Contingent assets

Contingent assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

2.15 Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration.

a) Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognized in the Consolidated Statement of Profit and loss.

ii) Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and

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(All amounts are in ₹ Millions, unless otherwise stated)

payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The Group's lease liabilities are included in financial liabilities

iii) Short term lease and leases of low value assets

The Group applies the short-term lease recognition exemption to its short-term leases contracts including lease of residential premises and offices (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

iv) Single discount rate

The Group has applied the available practical expedient with respect to single discount rate wherein single discount rate is used for portfolio of leases with reasonably similar characteristics.

b) Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

2.16 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. Trade receivables issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

a) Financial assets

Initial recognition and measurement

A financial asset (except trade receivable and contract asset) is recognised initially at fair value plus or minus transaction cost that are directly attributable to the acquisition or issue of financial assets (other than financial assets at fair value through profit and loss). Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss ('FVTPL') are recognised immediately in the Consolidated Statement of Profit and Loss.

Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- FVOCI — equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and

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- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

If the Group decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the other comprehensive income ('OCI'). There is no recycling of the amounts from OCI to the Consolidated Statement of Profit and Loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Consolidated Statement of Profit and Loss.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL.

For purposes of subsequent measurement, financial assets are classified in following categories:

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in the Consolidated Statement of Profit and Loss.

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest income, are recognised in the Consolidated Statement of Profit and Loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Impairment of financial assets

Expected credit loss (ECL) is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are measured at amortized cost e.g., deposits, trade receivables and bank balance.
- Financial assets that are measured as at FVTOCI
- Lease receivables under Ind AS 116
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115

The Group follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

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ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Consolidated Statement of Profit and loss. ECL for financial assets measured as at amortized cost and contractual revenue receivables is presented as an allowance, i.e., as an integral part of the measurement of those assets in the Consolidated statement of assets and Liabilities. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

The Group does not have any purchased or originated credit impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Derecognition of financial assets

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognized on its consolidated statement of assets and liabilities but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

b) Financial liabilities

Initial recognition and measurement

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.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

(i) Financial liabilities at fair value through profit or loss

The Group has not designated any financial liabilities at FVTPL.

(ii) Financial liabilities at amortized cost

After initial recognition, Loans, borrowings, trade payables and other financial liabilities are subsequently measured at amortized cost using the EIR method. Interest expense is recognized in the Consolidated Statement of Profit and loss. Any gain or loss on derecognition is also recognized in the Consolidated Statement of Profit and loss.

Derecognition of financial liabilities

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

c) Reclassification of financial assets and liabilities

The Group 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.

d) Offsetting of financial instruments

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

2.17 Fair value measurement

The Group measures financial instruments at fair value at each reporting period.

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

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- 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 Group.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

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

- Level 1: quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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

External valuers are involved for valuation of significant assets and liabilities, if any. At each reporting date, the Group analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summarizes accounting policy for the fair value. Other fair value related disclosures are given in note 44.

2.18 GST Credit

The GST credit available on purchase of raw materials, other eligible inputs and capital goods is adjusted against taxes payable. The unadjusted GST credit is shown under the head "Other Current Assets".

2.19 Earnings per share

Basic earnings/(loss) per share are calculated by dividing the net profit/(loss) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue and share split. For the purpose of calculating diluted earnings/ (loss) per share, the net profit or loss for the period 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. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potential dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the Consolidated Financial statements by the Board of Directors.

2.20 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of the Group has been identified as being the chief operating decision maker by the Management of the Group.

The business of the Group falls within a single line of business i.e. electronics manufacturing services. All other activities of the Group revolve around its main business. Hence, no separate reportable primary segment.

2.21 Government grants

Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all stipulated conditions. Government grants relating to income are

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deferred and recognized in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating income. Grants related to assets are reduced from the carrying amount of the asset. Such grants are recognized in the Consolidated Statement of Profit and Loss over the useful life of the related depreciable asset by way of reduced depreciation charge.

2.22 Consolidated Statement of Cash Flows

The consolidated statements of cash flows is made using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferral accruals of past or future cash receipts or payments and item of income or expense associated with investing or financing of cash flows. The cash flows from operating, financing and investing activities of the Group are segregated.

2.23 Significant accounting estimates and judgments

The estimates used in the preparation of the Consolidated Financial Statements of each period/year presented are continuously evaluated by the Group and are based on historical experience and various other assumptions and factors (including expectations of future events), that the Group believes to be reasonable under the existing circumstances. The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date. Although the Group regularly assesses these estimates, actual results could differ materially from these estimates - even if the assumptions underlying such estimates were reasonable when made, if these results differ from historical experience or other assumptions do not turn out to be substantially accurate. The changes in estimates are recognized in the Consolidated Financial Statements in the period in which they become known.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Actual results could differ from these estimates.

Significant judgements

- **Allowances for uncollected trade receivables**

Trade receivables do not carry interest and are stated at their nominal values as reduced by appropriate allowances for estimated irrecoverable amount are based on ageing of the receivable balances and historical experiences. Individual trade receivables are written off when management deems not be collectible.

- **Contingencies**

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Group. There are certain obligations which managements have concluded based on all available facts and circumstances are not probable of payment or difficult to quantify reliably and such obligations are treated as contingent liabilities and disclosed in notes Although there can be no assurance of the final outcome of legal proceedings in which the Group is involved. it is not expected that such contingencies will have material effect on its financial position of probability.

- **Impairment of other financial assets**

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

- **Taxes**

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the nature of business differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes current tax payable, based on reasonable estimates. The amount of such current tax payable is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the domicile of the Group.

- **Recoverability of deferred taxes**

In assessing the recoverability of deferred tax assets, management considers whether it is probable that taxable profit will be available against which the losses can be utilized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible.

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Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

- **Impairment of non-financial assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow ('DCF') model.

Significant estimates

- **Defined benefit plans**

The costs of post-retirement benefit obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

- **Useful lives of property, plant and equipment and intangible assets**

The Group reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period. At the end of the current reporting period, the management determined that the useful lives of property, plant and equipment and intangible assets at which they are currently being depreciated represent the correct estimate of the lives and need no change.

- **Leases - Estimating the incremental borrowing rate**

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate ('IBR') to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

- **Determining the lease term of contracts with renewal and termination options — Group as lessee**

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customization to the leased asset).

- **Fair value measurement of financial instruments**

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

- **Warranties**

At each balance sheet date, basis the management judgment, changes in facts and legal aspects, the Group assesses the requirement of provisions against the outstanding warranties. However, the actual future outcome may be different from management's estimates. Product warranty liability and warranty expenses are recorded if the claims of the customers under warranty are probable and the amount can be reasonably estimated.

2.24 Exceptional Items

Exceptional items refer to items of income or expense within the statement of profit and loss from ordinary activities,

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which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Group.

2.25 New and Amended Standards

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 April 2025. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

(i) Amendments to Ind AS 21 - Lack of exchangeability

Specified how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

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

The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

In addition, a requirement has been introduced to require disclosure when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months. If there is a breach of a material covenant of a long term loan arrangement on or before the end of the reporting period, resulting in the liability becoming payable on demand as at the reporting date, and the lender agrees—after the reporting period but before the financial statements are approved for issue—not to demand repayment for at least 12 months as a consequence of the breach, this shall be treated as an adjusting event. Accordingly, the entity is not required to classify the liability as current.

(iii) Amendments to Ind AS 7 and Ind AS 107 - Supplier Finance Arrangements

Disclosures to clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

(iv) International Tax Reform—Pillar Two Model Rules – Amendments to Ind AS 12

The abovesaid amendments had no impact on the Group's financial statements as the Group.

Standards notified but not yet effective

The new and amended standards that are notified by the Ministry of Corporate Affairs (MCA), but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group will adopt these amendments to the standards, when they become effective.

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

In accordance with Ind AS 1 currently applicable, breach of an immaterial covenant is ignored deciding in current vs. non-current classification of liabilities. Also, in case of breach of a material covenant of a non-current loan on or before the reporting date, the entity can obtain waiver from the lender after the reporting date and continue to classify the loan as non-current liability.

In accordance with changes to Ind AS 1 already notified by the MCA, the above relaxations to classify loan as non-current liability will not be available from FY 2026-27 onward and need to be applied retrospectively. Consequently:

A breach of either material or immaterial covenant will trigger current classification of liability.

To continue classifying loan as non-current liability, entities will need to obtain waiver from the breach on or before the reporting date.

The Group has assessed that amendments will not have any impact on its financial statements.

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3 Property, plant and equipment

Particulars	Plant and Machinery	Building	Dies, Moulds & Tools	Electrical Installations	Furniture and Fixtures	Office Equipment's	Computers	Vehicles	Land (Leasehold)	Land (Freehold)	Right-of-use-assets	Total
Gross carrying value												
Balance as at April 1, 2024	1,796.80	950.31	435.26	224.76	57.78	16.48	42.81	68.40	221.96	21.30	3.89	3,839.75
Additions	199.15	97.11	152.19	12.33	7.35	3.11	4.31	13.50	-	-	-	489.05
Disposals	26.83	-	19.61	0.63	-	-	0.08	1.56	-	-	-	48.71
Balance as at March 31, 2025	1,969.12	1,047.42	567.84	236.46	65.13	19.59	47.04	80.34	221.96	21.30	3.89	4,280.09
Additions	168.02	37.84	92.28	5.50	4.60	1.10	3.45	12.07	-	-	-	324.86
Disposals	19.52	-	28.91	0.15	-	0.22	3.02	5.01	-	-	-	56.83
Balance as at March 31, 2026	2,117.62	1,085.26	631.21	241.81	69.73	20.47	47.47	87.40	221.96	21.30	3.89	4,548.12
Accumulated depreciation												
Balance as at April 1, 2024	868.07	353.58	128.27	116.58	40.11	12.03	32.34	34.36	24.13	-	0.12	1,609.59
Depreciation charge for the year	116.57	25.39	64.14	15.95	2.86	1.69	5.31	7.00	3.49	-	0.05	242.45
Disposals	15.12	-	13.49	0.19	-	-	0.02	1.47	-	-	-	30.29
Balance as at March 31, 2025	969.52	378.97	178.92	132.34	42.97	13.72	37.63	39.89	27.62	-	0.17	1,821.75
Depreciation charge for the year	121.47	27.08	55.55	16.23	3.26	1.70	4.80	8.11	3.49	-	0.05	241.74
Disposals	12.46	-	21.99	0.13	-	0.17	2.87	4.51	-	-	-	42.13
Balance as at March 31, 2026	1,078.53	406.05	212.48	148.44	46.23	15.25	39.56	43.49	31.11	-	0.22	2,021.36
Net carrying value												
Balance as at March 31, 2025	999.60	668.45	388.92	104.12	22.16	5.87	9.41	40.45	194.34	21.30	3.72	2,458.34
Balance as at March 31, 2026	1,039.09	679.21	418.73	93.37	23.50	5.22	7.91	43.91	190.85	21.30	3.67	2,526.76

- Refer note 19 for details of assets pledged.
- The Group had elected to continue with the carrying value of property, plant and equipment as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed costs on the date of transition (i.e. April 1, 2018).
- For contractual commitment related to property, plant and equipment - refer note 35(b)
- The Group has not revalued any property, plant and equipment in current financial year as well as previous year.
- The title deed for all immovable properties are in the name of the company.

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4. Capital work-in-progress (CWIP)

Particulars	Total
Balance as at April 1, 2024	119.39
Additions	29.28
Disposals	(115.47)
Balance as at March 31, 2025	33.20
Additions	569.02
Disposals	(324.86)
Balance as at March 31, 2026	277.36

CWIP mainly includes capitalisation of Bhiwadi plant and dies, tools and moulds etc.

4.1 Capital work-in-progress ageing schedule

As at March 31, 2026

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	275.97	1.39	-	-	277.36
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2025

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	29.28	3.92	-	-	33.20
Projects temporarily suspended	-	-	-	-	-

4.2 There are no capital work-in-progress projects whose completion is overdue or has exceeded its cost compare to its original plan during the financial year ended March 31, 2026 and March 31, 2025.

4.3 The aged CWIP is on account of moulds etc. which take more than 1 year for capitalization.

5. Intangible assets

Particulars	Computer Software
Gross carrying value	
Balance as at April 1, 2024	11.20
Additions	-
Disposals	-
Balance as at March 31, 2025	11.20
Additions	-
Disposals	-
Balance as at March 31, 2026	11.20
Amortization	
Balance as at April 1, 2024	5.40
Amortization	3.66
Disposals	-
Balance as at March 31, 2025	9.06
Amortization	1.93
Disposals	-
Balance as at March 31, 2026	10.99
Net carrying value	
Balance as at March 31, 2025	2.14
Balance as at March 31, 2026	0.21

- The Group has not revalued any intangible assets in current financial year as well as previous year.
- The Group had elected to continue with the carrying value of intangible assets as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed costs on the date of transition (i.e. April 1, 2018).

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(All amounts are in ₹ Millions, unless otherwise stated)

6. Non-current investments

Particulars	As at March 31, 2026	As at March 31, 2025
Unquoted equity shares, measured at FVTOCI		
Investments - non-trade		
Investments in equity instruments	13.86	14.82
Total	13.86	14.82

6.1 Detail of non-current investments

Particulars	Elcina Electronics Cluster Pvt Ltd (Face Value ₹ 10/- each)*		Shivalik Waste Management Pvt Ltd (Face Value ₹ 10/- each)		Sunsure Solarpark Ten Private Ltd. (Face Value ₹ 10/- each)		Total Amount
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount	
Financial assets measured at FVTOCI							
Investment in equity instruments - (Fully paid up)							
As at March 31, 2025	10,000	-	20,000	0.82	10,623	14.00	14.82
As at March 31, 2026	10,000	0.25	20,000	0.91	10,623	12.71	13.86

* The gross investment is ₹ 0.10 million which was fully impaired in previous years.

6.2 Additional Disclosures:

Particulars	As at March 31, 2026	As at March 31, 2025
Aggregate carrying value of unquoted investments	13.86	14.82
Allowance for impairment loss	0.96	-

6.3 Investments at fair value through OCI reflect investment in unquoted equity securities. These equity shares are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the Group. Thus, disclosing their fair value fluctuation in profit or loss will not reflect the purpose of holding.

6.4 For Dividend income, refer note 25

7. Other non-current financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, Considered good and measured at amortised cost unless otherwise stated		
Bank deposits with remaining maturity of more than 12 months *	0.07	0.07
Interest receivable	0.01	0.01
Loan to related parties**	-	3.82
Security deposit	23.89	22.42
Total	23.97	26.32

* Above bank deposits included amount of ₹ 0.07 million (March 31, 2025: ₹ 0.07 million) are held as margin money/securities with banks.

**The group has given no loans which are either repayable on demand or are without specifying any terms or period of repayment. This loan pertaining to loan advanced to CEO, which has been fully repaid in the current year.

Notes to Consolidated Financial Statements

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8. Deferred tax assets / (liabilities) (net) - (refer note 43)

Deferred income tax reflect the net tax effects of temporary difference between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Significant component of the Group's net deferred tax are as follows:-

Particulars	Defined benefit obligation	Property, plant and equipment (Including Intangible Assets)	Provisions & others	Total
As at April 1, 2024	5.73	(133.62)	15.97	(111.92)
(changed)/credited:				
- to profit and loss	(1.78)	(9.53)	(12.41)	(23.72)
- to other comprehensive income	0.58	-	-	0.58
As at 31 March, 2025	4.53	(143.15)	3.56	(135.06)
(changed)/credited:				
- to profit and loss	(1.50)	(11.01)	(9.13)	(21.64)
- to other comprehensive income	2.77	-	0.24	3.01
As at 31 March, 2026	5.80	(154.16)	(5.33)	(153.69)

9. Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, Considered good		
Capital advances*	73.05	33.81
Prepaid expenses	-	1.60
Balance with government authorities (GST receivable pertaining to Bhiwadi plant capex)	18.36	12.19
Total	91.41	47.60

* Includes payment of ₹ 12.97 million (March 31, 2025 ₹ 12.97 million) made for allotment of Land. Land has been allotted but possession and registration in the name of subsidiary company is pending.

10. Inventories (at cost or net realisable value whichever is lower)

Particulars	As at March 31, 2026	As at March 31, 2025
Inventories		
Raw materials	979.73	761.81
Raw materials in transit	98.94	87.75
	1,078.67	849.56
Work-in-progress	242.01	233.18
Finished goods	250.53	164.76
Stores and spares	32.46	31.83
Total	1,603.67	1,279.33

During the year ended March 31, 2026 ₹ 3.05 million (March 31, 2025 ₹ 1.15 million) was recognised as an expenses for inventories carried at net realisable value.

Refer note 19 for details of inventories pledged.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

11. Current financial assets - Investments

Particulars	As at March 31, 2026	As at March 31, 2025
Quoted investments		
Investments in mutual funds	805.16	658.09
Total	805.16	658.09

Detail of current financial assets - Investments

Particulars	As at March 31, 2026		As at March 31, 2025	
	Units	Amount	Units	Amount
Financial assets carried at fair value through statement of profit or loss (FVTPL)				
Investments in mutual funds - Quoted Investment				
Nippon India Corporate Bond Fund- Direct Plan Growth Plan- Growth Option	1,00,45,399	654.30	84,06,563	516.69
Nippon India Arbitrage Fund - Direct Growth Plan Growth Option	50,14,794	150.86	50,14,794	141.40
Total current investments at FVTPL		805.16		658.09
Aggregate book value of quoted investments		805.16		658.09
Aggregate market value of quoted investments		805.16		658.09
Aggregate amount of impairment in value of investments		-		-

12. Trade receivables (Carried at amortised cost)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables		
Unsecured, considered good	2,065.82	2,265.33
Trade receivables - credit impaired	3.93	3.27
Less: expected credit loss allowance	(3.93)	(3.27)
Total	2,065.82	2,265.33
Movement in the expected credit loss allowance of trade receivables are as follows:		
Balance at the beginning of the year	3.27	2.10
Add: Provided during the year	0.66	1.17
Less: Amount written off	-	-
Balance at the end of the year	3.93	3.27
Impairment Allowance (allowance for bad and doubtful debts)		
Unsecured, considered good	-	-
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	3.93	3.27
	3.93	3.27

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(All amounts are in ₹ Millions, unless otherwise stated)

12.1 Trade receivables ageing schedule:

Particulars	As at March 31, 2026	As at March 31, 2025
Undisputed trade receivables – considered good		
Outstanding for following periods from the due date of payment		
Current but not due	1,756.06	1,841.21
Less than 6 months	305.14	418.65
6 months - 1 year	4.62	5.47
1 -2 years	-	-
2 -3 years	-	-
More than 3 years	-	-
Total	2,065.82	2,265.33
Undisputed trade receivable - credit impaired		
Outstanding for following periods from the due date of payment		
Current but not due	1.88	1.01
Less than 6 months	0.28	1.16
6 months - 1 year	0.65	0.74
1 -2 years	0.70	0.36
2 -3 years	0.42	-
More than 3 years	-	-
Total	3.93	3.27
Total trade receivable	2,069.75	2,268.60

12.2 There are no disputed balances of trade receivables as at March 31, 2026 and March 31, 2025.

12.3 No trade receivable or advances are due from directors or other officers of the Group either severally or jointly with any other person. No trade or other receivable due from firms or private companies respectively in which any director is a partner, a director or a member.

12.4 Trade receivables are non interest bearing and are generally on terms of 45 to 115 days.

12.5 There is no outstanding receivable form Related parties as on March 31, 2026 and March 31, 2025

12.6 There are no unbilled receivables hence the same is not disclosed in ageing schedule.

13. Cash & cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks in current accounts	40.45	0.11
Cheques, drafts on hand	0.06	-
Cash on hand	0.94	0.64
Total	41.45	0.75

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

14. Other bank balances

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with bank		
- In Unpaid dividend account	0.05	0.12
- Deposit with banks (Original maturity more than three months but less than twelve months *)	14.34	310.00
Total	14.39	310.12

* Above Bank deposits included temporary deposits of unutilised IPO proceeds of ₹ Nil (March 31, 2025 24.41 million) and amount of ₹ 13.79 million (March 31, 2025 ₹ 13.00 million) are held as margin money/securities with banks.

15. Other current financial assets (Carried at amortised cost)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good and measured at amortized cost unless otherwise stated		
Interest accrued on deposits	-	21.59
Deposit with original maturity of more than 12 months*	0.05	0.19
Loan to Related parties	-	3.50
Loans & Advances to staff & workers**	12.01	10.64
Total	12.06	35.92

* Above Bank deposits amount of ₹ 0.05 million (March 31, 2025 ₹ 0.19 million) are held as margin money/securities with banks.

**Interest free loan and advance given to staff and workers.

16. Current tax assets / liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current tax assets		
Advance income Tax and TDS (Net of provisions of ₹ 56.10 million)	25.62	0.04
Current tax liabilities		
Income tax provisions (Net of advance income tax and TDS)	-	6.23

17. Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Balance with government authorities	26.18	15.54
Gratuity fund balance (refer note 33)	28.79	30.38
Advance to Suppliers	84.10	63.30
Export incentive recoverable*	0.13	0.09
Prepaid expenses	15.73	24.29
CSR expenses excess paid (refer note 40)	1.43	-
Total	156.36	133.60

*Export Incentive is recoverable in relation to the export of goods. There are no unfulfilled conditions or contingencies attached to these grants.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

18. A. Share capital

(i) Authorised share capital

Particulars	Equity share capital	
	No of Shares	Amount
As at April 1, 2024	10,00,00,000	500.00
Increase during the year	-	-
As at March 31, 2025	10,00,00,000	500.00
Increase during the year	-	-
As at March 31, 2026	10,00,00,000	500.00

(ii) Shares issued, subscribed and fully paid-up

Particulars	Equity share capital	
	No of Shares	Amount
As at March 31, 2024	4,79,25,220	239.63
Add: Shares issued during the year	-	-
Less: Share bought back during the year	-	-
Add: Share Sold by Subsidiary company*	7,79,000	3.90
As at March 31, 2025	4,87,04,220	243.52
Add: Shares issued during the year	50,000	0.25
Less: Share bought back during the year	-	-
As at March 31, 2026	4,87,54,220	243.77

* Elin Appliances Private Limited ('EAPL') is a wholly owned subsidiary ('WOS') of the Elin Electronics Limited (EEL). The subsidiary company held 17,34,000 shares in Elin Electronics Limited which were acquired in the form of original shares, shares split and bonus shares consequent to it being a shareholder in Elin Electronics Limited before becoming a subsidiary of the Company.

During the previous year, EAPL disposed off 779,000 shares of EEL through open market transactions. This transaction led to a reduction in the portion of shareholding subject to elimination during the consolidation of financial statements. Consequently, the sale resulted in an increase in the share capital of Elin Electronics Ltd.

(iii) Terms/right attached to equity shares

The Parent Company has one class of shares having a face value of ₹ 5/- per equity share. The group declares and pay dividends in indian rupees. The dividend proposed by the board of directors is subject to the approvals of the shareholders in ensuing Annual General Meeting. Each holders of equity shares is entitled to one vote per equity share held in the Parent Company. On winding up of the Parent Company, the holders of equity shares will be entitled to receive the residual assets of the Parent Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

(iv) Detail of shareholders holding more than 5 percent of Equity Shares

Name of Shareholder	As at March 31, 2026	As at March 31, 2025
Kishore Sethia	25,07,763	25,07,763
	5.14%	5.15%
Kamal Sethia	45,76,700	45,76,700
	9.39%	9.40%

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

(v) Disclosures of shareholding of promoters

Promoter Name	Shares held at March 31, 2026		Shares held at March 31, 2025		Change during the year	% Change during the year ended March' 2026*
	Nos. of Shares	% of Total Shares	Nos. of Shares	% of Total Shares		
Kamal Sethia	45,76,700	9.39%	45,76,700	9.40%	-	-0.01%
Kishore Sethia	25,07,763	5.14%	25,07,763	5.15%	-	-0.01%
Vasudha Sethia	8,28,954	1.70%	8,28,954	1.70%	-	0.00%
Gaurav Sethia	22,31,236	4.58%	22,31,236	4.58%	-	0.00%
Vinay Kumar Sethia	5,87,850	1.21%	5,87,850	1.21%	-	0.00%
Sanjeev Sethia	10,41,500	2.14%	10,41,500	2.14%	-	0.00%
Sumit Sethia	6,55,804	1.35%	6,55,804	1.35%	-	0.00%

* Change is computed based on the equity holding % as at end of current year vis-à-vis previous year.

B. Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Retained earnings	2,869.73	2,643.82
(ii) Securities premium	1,697.67	1,689.76
(iii) Capital reserve (on consolidation)	212.17	212.17
(iv) General reserve	490.23	490.23
(v) Share based payment reserve	-	1.89
(vi) Components of other comprehensive income		
a. Changes in fair value of FVOCI equity instruments	(0.20)	0.52
b. Remeasurement of defined benefit plans	51.63	59.87
Total	5,321.24	5,098.26

Nature and purpose of reserve

- 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.
- General reserve is the free reserve created out of the retained earnings of the Group. The reserve can be utilised in accordance with the provision of the Companies Act, 2013.
- Retained earnings are the profits that the Group has earned 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.
- Capital reserve is created out on account of amalgamation.
- The share based payment reserve account is used to recognise the grant date fair value of options issued to employee under employee stock option plan.

(i) Retained earnings

Particulars	Amount
As at April 1, 2024	2,350.60
Add: Net profit for the year	293.22
As at March 31, 2025	2,643.82
Add: Net profit for the year	225.91
As at March 31, 2026	2,869.73

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(ii) Other reserves

Particulars	Securities Premium	Capital Reserve	General Reserve	Share based payment reserve
As at April 1, 2024	1,689.76	217.95	471.01	-
Share based payment (refer note 46)	-	-	-	1.89
Adjustment on account of sale of shares held by subsidiary company	-	-	13.44	-
Transfer from Capital Reserve	-	-	5.78	-
Transfer to General Reserve	-	(5.78)	-	-
As at March 31, 2025	1,689.76	212.17	490.23	1.89
Share based payment (refer note 46)	-	-	-	2.37
Issue of Share Capital	3.65	-	-	-
Transfer from Capital Reserve	-	-	-	-
Transfer to General Reserve	-	-	-	(4.26)
As at March 31, 2026	1,693.41	212.17	490.23	-

(iii) Components of other comprehensive income

Particulars	Changes in fair value of FVOCI equity instruments	Remeasurement of defined benefit plans
As at April 1, 2024	0.44	61.60
Increase during the year	0.08	-
Decrease during the year	-	1.73
As at March 31, 2025	0.52	59.87
Increase during the year	-	(8.24)
Decrease during the year	0.72	-
As at March 31, 2026	(0.20)	51.63

19. Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
At amortised cost		
Borrowings - Loans repayable on demands		
Secured		
From banks - working capital	159.95	235.24
Total	159.95	235.24

Notes:

- Working Capital loan of Holding Company is secured by exclusive first pari passu charge on entire stock of Raw material, Work-in-Progress, Finished Goods, Consumable Stores, Book Debts and other current assets of the company, both present and future. These loans are further secured by second pari passu charge over the entire movable Property Plant and Equipment of the company, other and immovable Property Plant and Equipment of the company by equitable mortgage of properties situated at Ghaziabad and Goa.
- Working Capital loan of Subsidiary Company is secured by First pari paasu charge by way of mortgage of all Immovable Properties of Company situated at Belikhol, Tehsil Nalagarh, District Solan, Himachal Pradesh and hypothecation of Plant & Machinery, Equipments, Tools, Spares, Accessories and all other Assets, both present and in future.
- The Group has availed working capital loan from HDFC Bank, CITI Bank, DBS Bank and ICICI bank is repayable on demand bearing a floating interest rate on HDFC Loan 3 Month Tbill+1.76% (Effective Rate 8.31%), interest rate on ICICI Bank Loan 3M MCLR + spread @0.05% (effective rate 8.15%), interest rate on DBS Bank Loan Repo rate + spread 2.65% (effective rate 7.90%) and fixed interest rate on CITI bank loan @ 9%.
- The Group has satisfied all the covenants prescribed in terms of borrowings.
- The Group has not defaulted on repayment of any loans.

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for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

20. (a) Supplier's credit

Particulars	As at March 31, 2026	As at March 31, 2025
Supplier's credit	183.42	51.69
Total	183.42	51.69

Suppliers' Credit is availed by group from domestic banks at interest rate ranging from 7.00% - 8.10% (31 March 2025: 7.75% - 8.42%) per annum. These trade credits are largely repayable within 90 days from the date of draw down.

20. (b) Trade payables (Carried at amortised cost)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables		
Total outstanding dues of micro and small enterprises (refer note 34)	274.46	244.93
Total outstanding dues of creditors other than micro and small enterprises	1,103.09	1,001.64
Total	1,377.55	1,246.57

1. Trade payables ageing schedule, on due basis:

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises		
Outstanding for following periods from the due date of payment		
Unbilled	-	-
Not Due	274.41	244.93
Less than 1 year	0.05	-
1 -2 years	-	-
2 -3 years	-	-
More than 3 years	-	-
Total	274.46	244.93
Total outstanding dues of creditors other than micro and small enterprises		
Outstanding for following periods from the due date of payment		
Unbilled	31.27	19.80
Not Due	989.91	914.77
Less than 1 year	81.05	65.81
1 -2 years	0.11	1.00
2 -3 years	0.68	0.26
More than 3 years	0.08	-
Total	1,103.09	1,001.64

- There are no disputed balances of MSME or other than MSME as on March 31, 2026 and March 31, 2025
- Trade Payable are non-interest bearing and are normally settled on 60 days terms.
- There are no trade payable to related parties.

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(All amounts are in ₹ Millions, unless otherwise stated)

21. Other current financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Unpaid dividends (refer note 14)*	0.05	0.12
Employee benefit payable	93.86	96.31
Total	93.91	96.43

* No amount due and outstanding to be credited to Investor Education and Protection Fund.

22. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Advances from customers*	39.51	38.90
Statutory dues payable	40.19	78.24
Capital creditor	12.84	-
Total	92.54	117.14

*Goods to be supplied in the next financial year.

23. Current provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Provisions for employee benefits		
Gratuity fund balance (refer note 33)	7.83	-
Provision for compensated absences (refer note 33)	10.88	9.34
Provision - others*	8.04	21.64
Total	26.75	30.98

*Included provision for sales related obligations

Changes in provisions are as below:

Particulars	Provision for Gratuity	Provision for compensated absences	Provision - Others*
As at April 1, 2024	(1.27)	22.79	16.88
Addition during the year	13.51	3.31	13.31
Utilisation / reversal during the year	(12.75)	(16.76)	(8.55)
As at March 31, 2025	(0.51)	9.34	21.64
Addition during the year	23.75	5.98	6.69
Utilisation / reversal during the year	(15.41)	(4.44)	20.29
As at March 31, 2026	7.83	10.88	8.04

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24. Revenue from operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products	12,579.94	11,484.78
Sale of services	11.45	33.50
Other operating revenues		
- Scrap sale	284.13	283.34
- Export incentives	1.75	0.44
Total	12,877.27	11,802.06

24.1 Contract balances

Receivables, which are included in 'trade receivables'	2,065.82	2,265.33
Advances received from customers	39.51	38.90

24.2 Disaggregated information by primary geographical market

Set out below is the Disaggregation of the group's revenue from contracts with customers

Location		
India	12,755.73	11,765.22
Outside India	119.79	36.40
Total revenue from contracts with customers*	12,875.52	11,801.62

24.3 Timing of revenue recognition

Goods transferred at a point of time	12,864.07	11,768.12
Service transferred over time	11.45	33.50
Revenue from contracts with customers*	12,875.52	11,801.62

* Excluding export incentives

24.4 Set out below is the amount of revenue recognised from

Amounts included in contract liabilities at the beginning of the year	38.90	63.92
Performance obligations satisfied in previous years	-	-

24.5 Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Revenue as per contracted price (as invoiced)	12,978.55	11,866.89
Adjustments		
Provision for sales related obligations	(6.69)	(13.31)
Sales return	(96.34)	(51.96)
Revenue from contracts with customers*	12,875.52	11,801.62

Revenue from sale of goods is recognised on transfer of control of goods to the buyer. Revenue is measured at the price charged to the customer and are recorded net of returns (if any), trade discounts, rebates, other pricing allowances to trade/consumer, when it is probable that the associated economic benefits will flow to the Group. Accumulated experience is used to estimate the accruals and provisions for discounts and rebates.

The performance obligation in contracts is considered as fulfilled in accordance with the terms agreed with the respective customers, which is mainly upon arrival at the customer.

Revenue from sale of goods is presented net of Goods and Services Tax (GST).

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25. Other income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Other non-operating income		
Interest Income from financial assets at amortised cost		
- On Fixed deposits with banks	2.23	24.70
- On others	21.43	17.14
Dividend income	0.04	0.04
Gain on sale of current investments measured at FVTPL	14.47	74.58
Gain on financial instruments measured at FVTPL	36.21	53.94
Gain on disposal of property, plant and equipment (net)	-	10.32
Foreign exchange fluctuation Gain (net)	-	1.84
Miscellaneous income	1.20	0.88
Total	75.58	183.44

26. Cost of material consumed

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year	881.39	765.02
Add : Purchases during the year	9,788.18	8,604.46
	10,669.57	9,369.48
Less: Inventory at the end of the year	1,111.14	881.39
Total material consumed	9,558.43	8,488.09

27. Change in inventories of finished goods, work-in progress and stock-in trade

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year		
Finished goods	164.76	117.01
Work in process	233.18	223.25
	397.94	340.26
Less: Inventory at the end of the year		
Finished goods	250.53	164.76
Work in process	242.01	233.18
	492.54	397.94
Net (increase) / decrease in opening and closing stock	(94.60)	(57.68)

Notes to Consolidated Financial Statements

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(All amounts are in ₹ Millions, unless otherwise stated)

28. Employee benefits expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages, bonus and allowances	1,569.16	1,543.72
Contribution to provident and other funds (refer note 33)	76.09	83.53
Gratuity and other defined benefit plans (refer notes 33 and 36)	30.36	20.34
Share based payments (refer note 46)	2.37	1.89
Staff welfare expenses	18.61	14.89
Total	1,696.59	1,664.37

29. Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on financial liabilities measured at amortised cost :		
- on borrowings	15.59	9.24
- on lease liabilities (refer note 32)	0.32	0.43
- on bill discounting	62.57	63.97
- other Interest cost	0.01	0.06
Other borrowing cost	3.42	2.13
Total	81.91	75.83

30. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Power and fuel charges	193.66	186.84
Carriage inwards expenses	34.29	32.07
Processing charges	276.21	266.89
Consumption of stores and spares	57.84	49.70
Testing calibration and development charges	11.25	10.04
Repairs and maintenance	113.12	101.15
Advertisement & sales promotion	2.86	1.41
Carriage & octroi (outward)	55.44	47.79
Rent (refer note 32)	17.63	10.32
Rates and taxes	1.51	3.45
Payments to auditors		
- Statutory audit fees (including limited review)	5.25	5.25
- Out of pocket expenses	1.05	0.62
Legal and professional fee	26.12	28.77
Communication costs	3.00	3.53
Travelling and conveyance expenses	33.91	27.34
Vehicle running & maintenance	19.05	21.20
Insurance	16.26	14.02
Bad debts, other balances written off (net)	1.64	-
Impairment allowance for bad and doubtful debts	0.66	1.17
Sitting fees to non-executive directors (refer note 38)	0.72	0.76
Corporate social responsibility expenses (refer note 40)	6.32	8.19
Foreign exchange fluctuation loss (net)	2.15	-
Loss on disposal of property, plant and equipment (net)	2.34	-
Miscellaneous expenditure	56.88	40.02
Total	939.16	860.53

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(All amounts are in ₹ Millions, unless otherwise stated)

31. Earning per Share (EPS)

Earnings per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of Equity Shares outstanding during the year. The numbers used in calculating basic and diluted earnings are stated below :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Basic & Diluted Earnings per share :		
Profit for the year	225.91	293.22
Profit attributable to ordinary shareholders (A)	225.91	293.22
Weighted average number of ordinary shares in calculating basic EPS (B)	4,87,11,206	4,79,70,039
Face value per Share	₹ 5/-	₹ 5/-
Earnings per share - Basic (A/B) - ₹	4.64	6.11
Weighted average number of ordinary shares in calculating diluted EPS ('C)	4,87,32,892	4,79,87,996
Earnings per share - Diluted (A/C) - ₹	4.64	6.11
Weighted average number of equity shares for Basic EPS*	4,87,11,206	4,79,70,039
Effect of Dilution:		
Share Options	50,000	17,957
Weighted average number of equity shares adjusted for the effect of dilution*	4,87,61,206	4,79,87,996

*The weighted average number of shares taken into account the weighted average effect of changes in share based payment transactions during the year (refer note 46).

32. Disclosure with respect to Ind AS 116 - Leases

Group as a lessee

The Group has lease contracts for several industrial lands. These lease arrangements ranges for a period between 48 years to 96 years and includes escalation clause. The Group also has leases for warehouse premises with lease terms of 12 months or less and leases of low value. The Group has applied the 'short term lease' and 'lease of low-value-assets' recognition exemption for these leases.

The carrying amount of right-of-use assets recognised and the movement during the year in disclosure in Note 3

The carrying amount of lease liabilities and the movement during the year is given below

Particulars	As at March 31, 2026	As at March 31, 2025
Balance as at beginning of the year	5.32	5.16
Additions	-	-
Payment of lease liabilities	(0.36)	(0.27)
Accretion of interest	0.32	0.43
Balance as at end of the year	5.28	5.32
Current Liabilities	0.07	0.06
Non-Current Liabilities	5.21	5.26

The Group 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. Such lease liabilities are related to Leasehold lands having maturity period of more than 5 year. The maturities analysis of lease liabilities is disclosed in Note 41. Lease liability has been discounted using the lessee's incremental borrowing rate. There are no variable lease payments.

The effective interest rate for lease liabilities is 8% and 8.75%, with maturity between 2059 to 2111.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

The table below provides details regarding amounts recognised in the Consolidated Statement of Profit and Loss:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Expenses relating to short-term leases and/or leases of low-value items (refer note 30)	17.63	10.32
Interest on lease liabilities (refer note 29)	0.32	0.43
Depreciation expense (refer note 3)	0.05	0.05
Total	18.00	10.80

The Group had total cash outflows for leases of ₹ 17.99 millions (March 31, 2025: ₹ 10.59 millions)

33. The Group has recognised the following amounts in the Consolidated financial Information as per Ind AS - 19 "Employees Benefits":

a) Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised are charged to the Consolidated Statement of Profit and Loss for the year as under :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Employer's contribution to provident fund (refer note 28)	63.43	69.20
Employer's contribution to employee state insurance (refer note 28)	9.94	11.29
Employer's Contribution to national pension scheme (refer note 28)	2.71	3.04

b) Defined Benefit Plan

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service get a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service or part thereon in excess of 6 months. The Group makes contributions to the Elin Electronics Limited Employees Gratuity Fund and Elin Appliances Private. Ltd. Employees Gratuity Trust. The Trustees of Elin Electronics Limited Employees Gratuity Fund and Elin Appliances Pvt. Ltd. Employees Gratuity Trust are responsible for the overall governance of the plan and to act in accordance with the provisions of the trust deed and the relevant provisions prescribed under the law. The Group aims to keep annual contributions to the trust relatively stable at a level such that no significant gap arises between plan assets and liabilities.

The employees' gratuity fund scheme is managed by Kotak Mahindra Life Insurance Limited, Bajaj Allianz Life Insurance Co. Ltd, Tata Aia Life Insurance Co Ltd and Reliance Nippon Life Insurance Co. Ltd. which is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The employees' leave-encashment scheme is managed by HDFC Life Insurance Company Limited which is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method and is recognised on the basis of eligible leave balances of employees' as on valuation date.

Actuarial assumptions

Particulars	Gratuity (Funded)		Leave Encashment (Funded)	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Discount rate (per annum)	7.30%	6.75%	7.30%	6.75%
Attrition rate	4.00%	4.00%	4.00%	4.00%
Salary escalation rate	5.00%	5.00%	5.00%	5.00%
Average remaining working lives of employees (Years)	20.43	22.28	-	-
Retirement age (years)	58.00	58.00	58.00	58.00
Mortality Rate	100% of IALM 2012-14	100% of IALM 2012-14	100% of IALM 2012-14	100% of IALM 2012-14

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	Gratuity (Funded)		Leave Encashment (Funded)	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
A reconciliation of opening and closing balance of present value of the obligations :				
Present value of obligation as at the beginning of the year	197.60	184.81	21.36	22.79
Interest Cost	12.22	13.31	1.30	1.64
Current Service Cost	20.48	16.19	3.05	5.44
Past Service Cost	8.10	-	1.05	-
Benefits paid	(33.25)	(24.64)	(4.24)	(4.74)
Actuarial (gain)/ loss on obligations	(1.98)	7.94	0.58	(3.77)
Present value of obligation as at the end of the year	203.17	197.61	23.10	21.36
A reconciliation of opening and closing balance of the fair value of plan assets :				
Fair value of plan assets at beginning of the year	226.06	212.63	13.95	12.91
Actual return of plan assets	15.04	15.31	0.80	0.93
Employer contribution	26.80	20.90	4.24	4.74
Benefits paid	(33.25)	(24.64)	(4.24)	(4.74)
Actuarial gain/ (loss) on obligations	(12.99)	1.86	(0.08)	0.10
Fair value of plan assets at the end of year	221.66	226.06	14.67	13.94

Particulars	Gratuity (Funded)		Leave Encashment (Funded)	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Other Comprehensive Income				
Actuarial gains and losses arising from changes in demographic assumptions	-	-	-	-
Actuarial gains and losses arising from changes in financial assumptions	(8.42)	10.10	(0.03)	(3.78)
Remeasurement (gain)/loss arising from Experience Adjustment	6.43	(2.16)	0.61	0.01
changes in the effect of limiting a net defined benefit asset to the asset ceiling, excluding amounts included in interest.	12.99	(1.86)	-	-
Actuarial (gain)/loss recognised in OCI	11.00	6.08	0.58	(3.77)
The amounts to be recognized in Consolidated Statement of Assets and Liabilities :				
Present value of obligation as at the end of the year	203.17	197.61	23.10	21.36
Fair value of plan assets as at the end of the year	221.66	226.06	14.67	13.94
Net (asset)/liability recognised in Consolidated Ind AS Balance Sheet	(18.49)	(28.45)	8.43	7.42

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	Gratuity (Funded)		Leave Encashment (Funded)	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Expenses recognised in Consolidated Statement of Profit and Loss :				
Current service cost	20.48	16.19	3.05	5.44
Past service cost	8.10	-	1.05	-
Net interest cost	(2.82)	(2.00)	0.50	0.71
Expenses recognised in the consolidated statement of profit and loss	25.76	14.19	4.60	6.15

Sensitivity analysis of the defined benefit obligation:

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below:

Particulars	Gratuity (Funded)		Leave Encashment (Funded)	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
<u>Impact of the change in Discount Rate</u>				
Present Value of Obligation at the end of the year	203.17	197.61	23.10	21.36
Impact due to increase of 1%	(13.73)	(14.63)	(0.05)	(1.12)
Impact due to decrease of 1%	15.82	17.01	0.05	1.40
<u>Impact of the change in Withdrawal Rate</u>				
Present Value of Obligation at the end of the year	203.17	197.61	23.10	21.36
Impact due to increase of 1%	2.50	2.10	0.01	0.38
Impact due to decrease of 1%	(2.82)	(2.39)	(0.01)	(0.24)
<u>Impact of the change in salary increase</u>				
Present Value of Obligation at the end of the year	203.17	197.61	23.10	21.36
Impact due to increase of 1%	15.95	16.01	0.26	1.39
Impact due to decrease of 1%	(14.99)	(14.07)	(0.26)	(0.82)

The weighted average duration of the defined benefit obligation at the end of the reporting period is 8 years (March 31, 2025: 8 years).

Maturity profile of defined benefit obligation:

Particulars	Gratuity (Funded)		Leave Encashment (Funded)	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Year 1	29.89	21.01	20.42	10.02
Year 2	23.78	18.98	3.16	1.08
Year 3	18.56	17.52	0.51	0.92
Year 4	17.27	22.92	0.08	1.13
Year 5	17.33	17.20	0.01	1.12
Year 6 to 10	82.45	74.13	0.00	4.31

Estimated amount of contribution to gratuity in the immediate next year is ₹ 16.54 million (March 31, 2025 ₹ 15.64 million)

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Investment Details

Particulars	Gratuity (Funded)		Leave Encashment (Funded)	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Funds managed by Insurance Companies	220.32	224.21	14.67	13.95
Cash and Bank Balance	1.33	1.85	-	-

Note: The estimates of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the Actuarial Valuer.

34. Information required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (the Act):

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

Particulars	As at March 31, 2026	As at March 31, 2025
1. Principal amount remaining unpaid to micro & small enterprises	274.46	244.93
2. Interest due on above	-	-
3. Interest paid during the period beyond the appointed day	-	-
4. Amount of interest due and payable for the period of delay in making payment without adding the interest specified under the Act.	-	-
5. Amount of interest accrued and remaining unpaid at the end of the period	-	-
6. The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid"	-	-

35. Commitments and contingencies

(a) Contingent Liabilities not provided for in respect of :

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Unexpired letters of credit	27.07	11.04
(ii) Guarantees given by banks on behalf of the Group	57.22	63.77
(iii) Claims against the company not acknowledged as debt		
- Income tax matters	43.95	59.18
- Sales tax matters	0.60	0.60
- Goods and service tax matters	2.00	2.59
- Custom duty matters	1.26	1.26
- Employees related matters	11.75	11.27

Notes:

- The Group's pending litigations comprise of claims against the Group and proceedings pending with government authorities. The Group has reviewed all its pending litigations and proceedings and believes that they have sufficient and strong arguments on facts as well as on point of law and accordingly no provision has been considered in the financial statements. The Group does not expect the outcome of these proceedings to have a material impact on its financial position.
- The Group periodically reviews all its long term contracts to assess for any material foreseeable losses. Based on such review wherever applicable, The Group has made adequate provisions for these long term contracts in the books of account as required under any applicable law/accounting standard.

Notes to Consolidated Financial Statements

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- iii) The Group does not have outstanding derivative contracts as at the end of March 31, 2026 and March 31, 2025.
- iv) There were no amounts which were required to be transferred to the investor education and protection fund by the Holding Company and its Subsidiary Company as at the end of March 31, 2026 and March 31, 2025.

(b) Capital Commitments

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	37.61	24.98

36. Effective November 21, 2025, the Government of India has consolidated multiple existing labour legislations into a unified framework comprising four Labour Codes (collectively referred to as the 'New Labour Codes'). These legislative changes have revised the definition of wages for the purpose of computation of employee benefits and expanded the scope and eligibility of certain employee related social security benefits. Based on a detailed assessment carried out by the Company and consistent with the FAQs on key accounting implications arising from the new labour codes issued by the Institute of Chartered Accountants of India, the Group has evaluated the incremental impact arising from the implementation of the new labour codes. Considering the materiality, regulatory-driven and non-recurring nature of this impact, the Group has recognised an incremental impact of ₹ 9.14 million (consisting of gratuity and compensated absences) as an exceptional item in the financial statement for the year ended March 31, 2026.

37. Research & Development (R&D) expenditure

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue expenditure	92.86	96.16
Capital expenditure	-	0.88
Total	92.86	97.04

37.1 Capital expenditure incurred on R&D is included in the property plant and equipment and depreciation is provided on the same at respective applicable rates.

37.2 Revenue expenditure incurred on R&D has been shown under respective expense head in the statement of profit and loss.

38. Related Party Disclosures as required by Ind AS - 24 :

- (i) Name and description of related parties.

Relationship	Name of Related Party	
(a) Wholly Owned Subsidiary:	Elin Appliances Private Limited	
(b) Key management personnel:	Sh. M.L. Sethia	(Chairman)
	Sh. Kamal Sethia	(Managing Director)
	Sh. Sanjeev Sethia	(Whole Time Director - EMS)
	Sh. Sumit Sethia	(Whole Time Director - Goa Operation)
	Sh. Kishore Sethia	Director Operations (KMP)#
	Sh. Gaurav Sethia	(Director of Subsidiary Company)
	Sh. Vinay Kumar Sethia	(Director of Subsidiary Company)
	Sh. Raj Karan Chhajer	(Chief Financial Officer)
	Ms.Lata Rani Pawa	(Company Secretary and Compliance Officer)
	Sh.Praveen Tandon	(Chief Executive Officer) (Ceased w.e.f. February 15, 2026)
	Sh. Kamal Singh Baid	(Non Executive Independent Director) (Ceased w.e.f. 30th Mar'2025)
	Ms. Shilpa Baid	(Non Executive Independent Director)
	Sh. Shantilal Sarnot	(Non Executive Independent Director)
	Sh. Ashis Chandra Guha	(Non Executive Independent Director)
	Ms. Priyanka Jain	(Non Executive Independent Director)

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Relationship	Name of Related Party	
(c) Relative of Key management personnel	Mr. Devansh Sethia	
(d) Post Employment Benefit Plans	Elin Electronics Limited Employees Gratuity Fund	
	Elin Appliances Pvt. Ltd. Employees Gratuity Trust	
(e) Enterprises owned or Significantly influenced by key management personnel or their relatives	Kanchan Commercial Co. Pvt. Ltd.	
	Magtronic Devices Pvt. Ltd.	

Not on the Board of the Company

Note: Related party relationship is as identified by the Group.

- (ii) Nature of transactions - The transactions entered into with the related parties during the year along with related balances as at respective years are as under:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Income - Rent income		
Magtronic Devices Pvt. Ltd.	0.18	0.36
Expenses - Rent expenses		
Kanchan Commercial Co. Pvt.Ltd.	0.60	0.60
Contribution towards Gratuity Liabilities		
Elin Electronics Limited Employees Gratuity Fund	22.30	18.50
Elin Appliances Pvt. Ltd. Employees Gratuity Trust	4.50	2.40
Loan to Key Management Personnel		
Sh.Praveen Tandon	-	12.00
Ms.Lata Rani Pawa	2.00	-
Loan repaid by Key Management Personnel		
Sh.Praveen Tandon	8.33	3.67
Ms.Lata Rani Pawa	0.26	-
Sitting Fees to non-executive directors		
Short term employee benefits		
Sh. Kamal Singh Baid	-	0.34
Ms. Shilpa Baid	0.15	0.17
Sh. Shantilal Sarnot	0.15	0.17
Sh. Ashis Chandra Guha	0.12	0.08
Ms. Priyanka Jain	0.30	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Remuneration of Key Management Personnel *		
Short term employee benefits		
Sh. M.L. Sethia	3.64	3.64
Sh. Kamal Sethia	8.74	8.74
Sh. Kishore Sethia	8.74	8.74
Sh. Sanjeev Sethia	8.74	8.74
Sh. Vinay Kumar Sethia	8.74	8.74
Sh. Sumit Sethia	9.04	9.02
Sh. Gaurav Sethia	8.74	8.74
Sh Raj Karan Chhajer	3.10	2.78
Ms.Lata Rani Pawa	1.92	1.43
Sh.Praveen Tandon	20.27	10.89
Remuneration of Relatives of Key Management Personnel		
Mr.Devansh Sethia	1.95	-
Share based payment (refer note 46)		
Sh.Praveen Tandon	2.37	1.89
Receipt towards ESOP issue		
Sh.Praveen Tandon	3.90	-
Payable of Sitting Fees to non-executive directors		
Sh. Kamal Singh Baid	-	0.10
Ms. Shilpa Baid	-	0.06
Sh. Shantilal Sarnot	0.05	0.05
Sh. Ashis Chandra Guha	0.04	0.04
Ms. Priyanka Jain	0.09	-
Payable to Key Management Personnel (Remuneration)		
Sh. Sumit Sethia	0.46	0.46
Receivable from Key Management Personnel (Loan)		
Sh.Praveen Tandon	-	8.33
Ms.Lata Rani Pawa	1.74	-

* Liability for post employment benefits, other long term benefits, termination benefits and certain short term benefits such as compensated absences and Gratuity is provided on an actuarial basis for the Group as a whole. Accordingly the amount for above pertaining to key management personnel is not ascertainable and, therefore, not included above.

Terms and conditions of transactions with related parties :

- The transaction with related parties are made on terms equivalent to those that prevail in arm's length transactions. There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 March 2026, the Group has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2025: ₹ Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

39. Segment Reporting

The Group is engaged in manufacturing of electronics manufacturing items. The Board of directors of Elin Electronics Limited takes decision in respect of allocation of resources and assesses the performance basis the reports/ information provided by functional heads and is thus considered to be Chief Operating Decision Maker. During the year under consideration, the Group operated in a single primary segment in manufacturing of electronics manufacturing items.

The said treatment is in accordance with the guiding principles enacted in Indian Accounting Standard 108 Operating Segments (IND AS 108). Accordingly the Group has disclosed segment information for its secondary segment which is the geographical segment as below:

Geographical Information

Accordingly the Group has disclosed segment information

The geographical information analyses the Group's revenues by the Group's country of domicile (i.e. India) and other countries. In presenting the geographical information, segment revenue has been based on the geographic location of customers. The following is the distribution of the Group's consolidated revenues and receivables by geographical market, regardless of where the goods were produced:

Information by Geographical	For the year ended March 31, 2026	For the year ended March 31, 2025
i. Revenue from external customers		
India	12,755.73	11,765.22
Outside India	119.79	36.40
Total revenue*	12,875.52	11,801.62
ii. Non-current operating assets**		
India	2,877.38	2,527.49
Outside India	-	-
Total	2,877.38	2,527.49
iii. Addition to property, plant and equipment and intangible assets		
India	324.86	489.05
Outside India	-	-
Total	324.86	489.05

*The revenue information above is based on the locations of the customers.

**Non-current assets for this purpose consist of property, plant and equipment, right-of-use assets, capital work-in-progress, capital advances and intangible assets.

Information about major customers (from external customers)

Revenue of approximately ₹ 4,110 millions (35%) (March 31, 2025: ₹ 4,110 millions (35%)) are derived from 2 external customers (March 31, 2025: 2 Nos.) external customers which individually accounted for more than 10%.

40. Corporate social responsibility expenses:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Gross amount required to be spent by the Group during the year	6.20	7.70
b) Amount approved by the Board to be spent during the year	6.20	7.70
c) Amount spent during the year ending :		
In cash		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	6.20	8.19
Yet to be paid in cash		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	-	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(All amounts are in ₹ Millions, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
d) Details related to spent / unspent obligations		
i) Contribution to Public Trust	-	-
ii) Contribution to Charitable Trust / other CSR activities undertaken by the Group	6.20	8.19
iii) Unspent amount in relation to:	-	-
- Ongoing project	-	-
- Other than ongoing project	-	-
Total unspent amount	-	-

The Group during the year executed following project under Corporate Social Responsibility :

Promotion of education (Other than ongoing project), on promoting health care including preventive health care and sanitation (Other than ongoing project), protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water (Other than ongoing project), training to promote rural sports, nationally recognised sports (Other than ongoing project).

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Details of ongoing project and other than ongoing project		
In case of Section 135(6) (Ongoing project)		
Opening Balance		
- With Group	-	-
- In Separate CSR Unspent A/c	-	-
Amount required to be spent during the year	-	-
Amount spent during the year		
- From Group's bank A/c	-	-
- From Separate CSR Unspent A/c	-	-
Closing Balance		
- With Group	-	-
- In Separate CSR Unspent A/c	-	-
In case of Section 135(5) (Other than ongoing project)		
Opening Balance	-	-
Amount deposited in Specified Fund of Sch. VII within 6 months	-	-
Amount required to be spent during the year	6.20	7.70
Amount spent during the year*	7.75	8.19
Closing Balance	1.55	-

*The Group during the year has spent more than the required amount

41. Financial Instruments and risk management

The Group's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables and lease liabilities. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include cash and cash equivalents, bank deposits other than cash and cash equivalent, investments, trade receivables that derive directly from its operations.

The Group's business activities expose it to a variety of financial risks, namely liquidity risk, market risks and credit risk. The management has the overall responsibility for the establishment and oversight of the Group's risk management framework. The Group has constituted a risk management committee, which is responsible for developing and monitoring the Group's risk management policies. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

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41.1 Financial Instruments by category

The carrying amount of the Group's financial instruments is as below:

Particulars	As at March 31, 2026			As at March 31, 2025		
	FVTPL	FVTOCI	Amortized Cost	FVTPL	FVTOCI	Amortized Cost
Financial Assets						
(i) Investments- Equity Instruments (level 3) (Non Current)	-	13.86	-	-	14.82	-
(ii) Investments- Mutual Funds (level 1) (Current)	805.16	-	-	658.09	-	-
(iii) Trade receivables (level 3)	-	-	2,065.82	-	-	2,265.33
(iv) Cash and cash equivalents (level 3)	-	-	41.45	-	-	0.75
(vi) Bank balances other than (iv) above (level 3)	-	-	14.39	-	-	310.12
(vi) Loans (level 3)	-	-	-	-	-	-
(vii) Other financial assets						
- Non Current (level 3)	-	-	23.97	-	-	26.32
- Current (level 3)	-	-	12.06	-	-	35.92
Total financial assets	805.16	13.86	2,157.69	658.09	14.82	2,638.44
Financial liabilities						
(i) Borrowings (level 3)	-	-	159.95	-	-	235.24
(ii) Lease Liabilities (level 3)						
- Non Current (level 3)	-	-	5.21	-	-	5.26
- Current (level 3)	-	-	0.07	-	-	0.06
(iii) Supplier's credit (level 3)	-	-	183.42	-	-	51.69
(iv) Trade payables ((level 3)	-	-	1,377.55	-	-	1,246.57
(v) Other financial liabilities ((level 3)	-	-	93.91	-	-	96.43
Total Financial liabilities	-	-	1,820.11	-	-	1,635.25

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. 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. In estimating the fair value of an asset or liability, the Group takes into account the characteristics of the asset or liability that market participants would consider when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined in accordance with the principles of Ind AS 113 – Fair Value Measurement, except for share-based payment transactions that are within the scope of Ind AS 102 – Share-based Payment, lease transactions that are within the scope of Ind AS 116 – Leases, and measurements that have certain similarities to fair value but are not fair value, such as net realisable value as defined in Ind AS 2 – Inventories and value in use as defined in Ind AS 36 – Impairment of Assets.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

Level 1: includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximize the use of observable market data

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and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

The Group's management assessed that cash and cash equivalents, bank balance other than cash and equivalents, trade receivables, trade payables, borrowings and supplier's credit approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

Fair value hierarchy

The disclosure of the financial instruments measured at fair value and valuation technique are as follows:

Particulars	Fair value hierarchy	As at March 31, 2026	As at March 31, 2025
Financial assets			
Non current investments - unquoted	Level 3	13.86	14.82
Current investments - quoted	Level 2	805.16	658.09

Valuation Process

The Group has established appropriate procedures to determine the fair value of its financial assets and liabilities for financial reporting purposes. The finance department is responsible for the assessment and review of fair value measurements at each reporting date. Fair values are determined using appropriate valuation techniques and observable market data, wherever available.

The Group reviews the valuation techniques, significant inputs and assumptions used in measuring fair values and evaluates changes in fair value measurements, particularly those classified within Level 2 and Level 3 of the fair value hierarchy. Transfers between levels of the fair value hierarchy, if any, are recognised at the end of the reporting period in which the event or change in circumstances giving rise to the transfer occurs.

There were no transfers between Level 1, Level 2 and Level 3 of the fair value hierarchy during the year.

Significant estimates:

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

41.2 Management of Financial Risk

A. Liquidity risk

Liquidity risk is the risk that the Group will face in meeting its obligations associated with its financial liabilities. The Group's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

The Group has also entered into supply chain finance arrangement to smoothen the payment process of the suppliers. Although the payment terms are not significantly extended beyond the normal credit terms agreed upon with other suppliers, the arrangement helps in making the cashflows more predictable.

The following table shows the maturity analysis of the Group's financial liabilities based on contractually agreed undiscounted cash flows as at the year closing date.

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Particulars	Notes	Carrying amount	Less than 12 months	1-5 years	More than 5 years	Total
As at March 31, 2026						
Borrowings (excluding lease liabilities)	19	159.95	159.95	-	-	159.95
Lease Liabilities	32	5.28	0.38	1.99	38.37	40.73
Supplier's credit	20(a)	183.42	183.42	-	-	183.42
Trade payables	20 (b)	1,377.55	1,377.55	-	-	1,377.55
Other financial liabilities	21	93.91	93.91	-	-	93.91
As at March 31, 2025						
Borrowings (excluding lease liabilities)	19	235.24	235.24	-	-	235.24
Lease Liabilities	32	5.32	0.38	1.95	41.06	43.39
Supplier's credit	20(a)	51.69	51.69	-	-	51.69
Trade payables	20 (b)	1,246.57	1,246.57	-	-	1,246.57
Other financial liabilities	21	96.43	96.43	-	-	96.43

B. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits and investments. Market risk comprises three types of risks as follows:

i) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate.

The following table provides a break-up of the Group's fixed and floating rate borrowings

a. Interest rate risk exposure

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets		
Variable rate borrowings	159.95	235.24
Fixed rate borrowings	-	-

b. Sensitivity analysis

The sensitivity analyses below have been determined based on the exposure to interest rates for floating rate liabilities, after the impact of hedge accounting, assuming the amount of the liability outstanding at the year-end was outstanding for the whole year.

The details of the Company's sensitivity to a 1% increase and decrease in interest rate are as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Impact on profit & loss for the year	1.60	2.35
Impact on total equity as at the end of reporting year	1.20	1.76

Impact on profit for the year are gross of tax and impact on total equity is net of tax

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ii) Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to its operating activities (when certain purchases and trade payables are denominated in a foreign currency). The Group is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US dollar, CNY and JPY, EURO. Foreign exchange risk arises from future commercial transactions, recognized assets and liabilities denominated in a currency that is not the Group's functional currency.

The Group undertakes transactions denominated in foreign currencies and consequently, exposes to exchange rate fluctuations. The Group does not enter into trade financial instruments including derivative financial instruments for hedging its foreign currency risk. The appropriateness of the risk policy is reviewed periodically with reference to the approved foreign currency risk management policy followed by the Group. The foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

Particulars		As at March 31, 2026	As at March 31, 2025
Trade payable	USD/INR	108.76	99.86
	Amount in FC	1.15	1.17
	JPY/INR	-	0.65
	Amount in FC	-	1.14
	CNY/INR	88.24	47.09
	Amount in FC	6.43	4.01
	HKD/INR	1.66	-
	Amount in FC	0.14	-
	EURO/INR	0.87	-
	Amount in FC	0.01	-
Trade receivable	USD/INR	0.85	6.70
	Amount in FC	0.01	0.08

Foreign currency sensitivity analysis:

The following table demonstrates the sensitivity of the Group's profit before tax and equity to a reasonably possible change of 5% in the exchange rate of the Indian Rupee (INR) against the relevant foreign currencies, with all other variables held constant.

The sensitivity analysis includes only outstanding foreign currency-denominated monetary assets and liabilities as at the reporting date and adjusts their translation at the reporting date for a 5% appreciation or depreciation in the relevant foreign currency exchange rates.

A positive amount in the table below indicates an increase in profit before tax and equity arising from a weakening of the INR against the respective foreign currency, while a negative amount indicates a decrease in profit before tax and equity. An equal and opposite impact would result from a strengthening of the INR by 5%.

Impact on profit or (loss)		As at March 31, 2026	As at March 31, 2025
INR strengthens by 5%	USD Impact	5.40	4.66
	JPY Impact	-	0.03
	CNY Impact	4.41	2.35
	HKD Impact	0.08	-
	EURO Impact	0.04	-
INR weakening by 5%	USD Impact	(5.40)	(4.66)
	JPY Impact	-	(0.03)
	CNY Impact	(4.41)	(2.35)
	HKD Impact	(0.08)	-
	EURO Impact	(0.04)	-

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iii) Commodity price risk

Commodity price risk arises from fluctuations in the prices of copper, plastic, and aluminum. The Group has a risk management framework aimed at prudently managing the risks associated with the volatility in commodity prices. The Group has transferred any change in commodity prices to the customer. Therefore, there is no significant impact from changes in commodity prices in profit & loss.

C. Credit Risk

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

Trade Receivables

Customer credit risk is managed by each business unit subject to the Group established policy, procedures and control relating to customer credit risk management. To manage trade receivable, The Group periodically assesses the financial reliability of customers, taking into account the financial conditions, economic trends, analysis of historical bad debts and ageing of such receivables. The utilisation of credit limits is regularly monitored.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 41. The Company does not hold collateral as security. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. An impairment analysis is performed at each reporting date for all customers. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 12.

As at March 31, 2026

Ageing	0-180 days	181-365 days	More than 365 days	Total
Gross Carrying amount	2,063.36	5.27	1.12	2,069.75
Expected loss rate	0.10%	12.24%	100.00%	
Expected credit losses (loss allowance provision)	2.16	0.65	1.12	3.93
Carrying amount of trade receivables (net of impairment)	2,061.20	4.62	-	2,065.82

As at March 31, 2025

Ageing	0-180 days	181-365 days	More than 365 days	Total
Gross Carrying amount	2,262.03	6.21	0.36	2,268.60
Expected loss rate	0.10%	11.92%	100.00%	
Expected credit losses (loss allowance provision)	2.17	0.74	0.36	3.27
Carrying amount of trade receivables (net of impairment)	2,259.86	5.47	-	2,265.33

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the management in accordance with the Group's policy. Counterparty credit limits are reviewed by the management on an annual basis, and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

None of the Group's financial assets are either impaired or past due, and there were no indications that defaults in payment obligations would occur.

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D. Equity price risk

The Group's unlisted equity investments are exposed to price risk arising from uncertainties associated with the future value of such investments. To manage this risk, the Group monitors its investment portfolio on an ongoing basis and has established limits on individual investments and the overall exposure to equity instruments. Reports on the performance and risk profile of the investment portfolio are reviewed periodically by senior management. Further, all significant investment decisions are subject to review and approval by the Board of Directors.

As at March 31, 2026, the Group's exposure to unlisted equity securities measured at fair value amounted to ₹ 13.86 million (March 31, 2025: ₹ 14.82 million) (refer note 6). Management believes that appropriate governance and monitoring procedures are in place to manage the associated market price risk.

42. Capital management

Capital includes issued equity capital and share premium and all other equity reserves attributable to the equity holders. The primary objective of the Group's capital management is to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital. The capital structure of the Group is based on management's judgment of its strategic and day-to-day needs with a focus on total equity so as to maintain investor and creditors confidence.

The Group monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents.

The following table provides detail of the debt and equity at the end of the year ended March 31, 2026 and March 31, 2025:

Particulars	As at March 31, 2026	As at March 31, 2025
Gross Debt (excluding lease liability and supplier's credit)	159.95	235.24
Less : Cash and Cash equivalents (Note 13)	41.45	0.75
Net Debt (A)	118.50	234.49
Total Equity (B)	5,565.01	5,341.78
Net Debt to Equity Ratio (A/B)	0.02	0.04

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

43. Tax Reconciliation

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

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit or loss section		
Current tax	56.10	68.60
Adjustment of tax relating to earlier period	(4.66)	0.45
Deferred Tax	19.13	22.88
Income tax expense reported in the statement of profit and loss	70.57	91.93
OCI section		
Tax expense/(credit) on items that will not be reclassified to profit or loss	2.77	0.58
Tax expense/(credit) on items that be reclassified to profit or loss	0.24	0.00
Total	3.01	0.00

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Reconciliation between average effective tax rate and applicable tax rate

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net Profit as per consolidated statement of profit and loss (before tax)	305.62	385.15
Income tax using the Company's domestic tax rate @ 25.168%	76.92	96.93
Adjustments in respect of current income tax of previous years	(4.66)	0.45
Impact of taxable of Capital gain at lower rate	(2.47)	(9.17)
Non deductible expenses	0.78	3.72
Total	70.57	91.93

44. Ratio Analysis and its elements

Ratios/Measure	Numerator	Denominator	March 31, 2026	March 31, 2025	Variation
a) Current ratio	Current Assets	Current Liabilities	2.44	2.62	-6.87%
b) Debt equity ratio	Net Debt (including lease liabilities)	Shareholder's Equity	0.02	0.04	-50.00%
c) Debt service coverage ratio	Earnings for debt service	Total Debt	346.25%	257.12%	34.66%
d) Return on equity %	Net Profits after taxes	Average Shareholder's Equity	4.14%	5.65%	-26.73%
e) Inventory turnover ratio	Cost of goods sold	Average Inventory	6.72	7.34	-8.47%
f) Trade receivables turnover ratio	Revenue from operations	Average Trade Receivable	5.95	5.54	7.40%
g) Trade payables turnover ratio	Net credit purchases	Average Trade Payables	7.63	7.66	-0.39%
h) Net capital turnover ratio	Revenue from operations	Working capital	461.49%	407.13%	13.35%
i) Net profit %	Net Profit	Revenue from operations	1.75%	2.48%	-29.44%
j) Return on capital employed %	Earnings before interest and taxes	Capital Employed	6.59%	8.07%	-18.34%
k) Return on investment	Interest (Finance Income)	Average Investment	9.84%	26.11%	-62.31%

Notes:-

Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.

"Net Profit after tax" means reported amount of "Profit/(loss) for the period" and it does not include items of other comprehensive income.

Working Capital implies Current Assets less Current Liabilities.

Capital employed refers to sum of net-worth, total debts and deferred tax liability as at close of year.

Net credit purchases = Gross credit purchases - purchase return

Net Debt = Total borrowings including lease liabilities less cash and cash equivalent.

Explanation for variances exceeding 25%

Schedule III requires explanation where the change in the ratio is more than 25% as compared to the preceding year; hence explanation is given only for the said ratios.

- Debt equity ratio is decreased due to decrease in borrowings.
- Debt service coverage ratio is increased due to decreased in borrowings during the year.
- Due to lower profitability, return on equity %, net profit ratio and return on capital employed % have decreased.
- Return on investment has decreased due to lower return on mutual fund and sale of current investment during the previous year resulting into lower return compared to last year.

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45. Other Statutory Information

- i) The Group does not have any benami property, where any proceeding has been initiated or pending against the Group for holding any benami property.
- ii) The Group has not traded or invested in Crypto currency or Virtual Currency during the current financial year and previous year.
- iii) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (ultimate beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries
- iv) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- v) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year (and previous 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.
- vi) The Group 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) Rules, 2017.
- vii) The Group is not declared wilful defaulter by and bank or financials institution or lender during the current financial year and previous year.
- viii) The Group does not have any other charges or satisfaction as on March 31, 2026 and March 31, 2025 which is yet to be registered with ROC beyond the statutory period.
- ix) The quarterly returns/statements of filed by the group with banks are in agreement with the books of account.
- x) The Group had no borrowings from financial institutions during the year. The borrowings availed by the Group were solely from banks and were utilized for the purposes for which they were obtained, in accordance with the respective sanction terms and loan agreements.
- xi) The title deeds of all the immovable properties (other than immovable properties where the Group is the lessee and the lease agreements are duly executed in favour of the Group) disclosed in the financial statements included in property, plant and equipment and capital work-in progress are held in the name of the Group as at the balance sheet date.
- xii) The Group does not have any transactions with companies which are struck off.

46. Employee share based payment plan

In the previous year the Holding Company provides share-based payment scheme to its selected employees whereby selected employees are granted with the right to obtain Elin Electronics Limited's shares. During the previous year ended 31 March 2025, an Employee Stock Option Plan was introduced. In the Board meeting held on May 30, 2024, the Board of Directors ("Board") has approved the Elin Employees Stock Option Plan 2024 ('ESOP 2024') and grant of options to the selected employees of the company under the Scheme are made in the previous year. The Details of the scheme are explained in the table below:

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a) Employee stock option scheme

The Group had the following outstanding share based payment arrangements:

Particulars	March 31, 2026	March 31, 2025
No. of Options	NA*	250000
Method of Accounting		Fair Value
Vesting Date		08-Feb-2026 to 08-Feb-2029
Exercise Period on initiation of exercise period		08-Aug-2026 to 08-Aug-2029
Grant Date		08 February 2025
Exercise price per share (₹)		78
Market price on the date of grant (₹)		157.31
Method of settlement		Equity Shares

*During the year ended March 31, 2026, pursuant to the resignation of an employee, 200,000 unvested stock options granted under the Holding Company's ESOP 2024 Plan were cancelled in accordance with the terms of the plan. The impact of such cancellation has been accounted for in accordance with the requirements of Ind AS 102 – Share-based Payment. Further, during the year, the aforesaid employee exercised 50,000 vested stock options, resulting in the allotment of 50,000 equity shares of the Holding Company. Consequent to the above exercise and cancellation of options, no stock options remained outstanding under the ESOP 2024 Plan as at March 31, 2026.

b) The following table sets out the number of share options and the weighted average exercise price of share options outstanding and the movements therein during the year ended March 31, 2026 and March 31, 2025:

Particulars	March 31, 2026		March 31, 2025	
	Weighted Average Price (₹)	Number of options	Weighted Average Price (₹)	Number of options
Outstanding as at begning of the year	78.00	2,50,000	-	-
Options granted during the year	-	-	78.00	2,50,000
Options forfeited during the year	-	-	-	-
Options exercised during the year	78.00	50,000	-	-
Options cancelled during the year	78.00	2,00,000	-	-
Options outstanding as at end of the year	-	-	78.00	2,50,000
Exercisable at the end of the year	-	-	78.00	2,50,000

c) Fair value of the options has been calculated using Black Scholes Pricing Model. The following inputs were used to determine the fair value for options granted during the year ended March 31, 2026:

Particulars	March 31, 2026	
	ESOP	ESOP
Weighted average fair values at the measurement date	NA*	157.31
Dividend yield (%)		1%
Expected volatility (%)		41.30% to 45.7%
Risk-free interest rate (%)		6.67% to 6.74%
Expected life of share options (years)		1.25 to 4.25
Weighted average share price (INR)		90.13
Model used		Black Scholes Pricing

*There are no outstanding option as on March 31, 2026.

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47. Additional Information, as required under Schedule III to the Companies Act, 2013.

Name of the Enterprises	Relationship	Net Assets i.e. total assets minus liabilities		Share in Profit or Loss		Share in other comprehensive income for the year ended March 31, 2026		Share in total comprehensive income or (loss) for the year ended March 31, 2026	
		As % of total consolidated net assets	Amounts (In ₹)	As % of total consolidated Profit or Loss	Amounts (In ₹)	As a % of total consolidated other comprehensive income	Amounts (In ₹)	As a % of consolidated total comprehensive income or (loss)	Amounts (In ₹)
Elin Electronics Limited									
March 31, 2025	Holding Company	82.06%	4,383.39	68.77%	201.65	232.27%	(3.83)	67.84%	197.81
March 31, 2026		82.95%	4,615.99	102.81%	232.26	66.39%	(5.95)	104.32%	226.31
Elin Appliances Private Limited *									
March 31, 2025	Wholly owned Subsidiary	17.94%	958.39	31.23%	91.57	-132.27%	2.18	32.16%	93.76
March 31, 2026		17.05%	949.02	-2.81%	(6.35)	33.61%	(3.01)	-4.32%	(9.36)
Total									
March 31, 2025		100.00%	5,341.78	100.00%	293.22	100.00%	(1.65)	100.00%	291.57
March 31, 2026		100.00%	5,565.01	100.00%	225.91	100.00%	(8.96)	100.00%	216.95

* The amount stated above after elimination.

48. Initial Public Offering (IPO)

During the year ended March 31, 2023, the Holding Company completed an Initial Public Offering (IPO) of 19,230,746 equity shares of face value ₹5 each at an issue price of ₹247 per share, including a premium of ₹242 per share, aggregating to ₹4,750.00 million. The IPO comprised a fresh issue of 7,085,020 equity shares and an offer for sale of 12,145,726 equity shares by existing shareholders. The Holding Company's equity shares were listed on BSE Limited and National Stock Exchange of India Limited with effect from December 30, 2022.

Detail of utilisation of IPO proceeds is as of March 31, 2026 and March 31, 2025 are as under:

Item Head	Estimated net proceeds as per Prospectus	Net proceeds	Utilized upto March 31, 2026	Unutilized as on March 31, 2026	Unutilized as on March 31, 2025
Repayment/ prepayment, in full or part, of certain borrowings availed.	880.00	880.00	880.00	-	-
Funding capital expenditure towards upgrading and expanding our existing facilities at (i) Ghaziabad, Uttar Pradesh and (ii) Verna, Goa	375.89	375.89	375.89	-	24.41
General corporate purposes @	395.63	395.63	395.63	-	-

@ adjusted based on the final share of holding company's issue expenses.

49. The Group maintains its books of account using SAP S/4 HANA, which is hosted and administered by an independent third-party service provider. Based on management's assessment and the information made available, the software includes an audit trail (edit log) facility at the application layer, and such facility was enabled and operated throughout the financial year for all relevant transactions recorded in the system. Further, management is not aware of any instance of tampering with the application-layer audit trail during the year. The Group has obtained a Service Organization Controls (SOC) report from the third-party service provider. However, the SOC report does not specifically address the existence or operation of audit trail (edit log) functionality at the database layer of the SAP S/4 HANA environment. Management believes that the application-layer audit trail is adequate for recording changes to transactions and maintaining an audit history of activities performed within the system.

As per our report of even date attached

For S.R. Batliboi & Co. LLP

Chartered Accountants
Firm's Registration No.: 301003E/E300005

Divya Mathur

Partner
Membership No.: 506846

For and on behalf of the Board of Directors

Kamal Sethia
Managing Director
DIN: 00081116

Raj Karan Chhajer
Chief Financial Officer

M.L. Sethia
Chairman
DIN: 00081367

Lata Rani Pawa
Company Secretary and
Compliance Officer
M.No.: A30540
Place : New Delhi
Date : May 25, 2026

Place : Gurgaon
Date : May 25, 2026

Form AOC-1

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

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

Part "A": Subsidiaries

(Information in respect of each **subsidiary** to be presented with amounts in INR Millions as on 31.03.2026)

Sl. No.	Particulars	Details
	Name of the subsidiary	Elin Appliances Private Limited
	The date since when subsidiary was acquired	02-11-2019
	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.
	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.
	Share capital	2.00
	Reserves & surplus	949.02
	Total assets	1690.01
	Total Liabilities	738.99
	Investments	91.20
	Turnover	3185.77
	Profit/(Loss) before taxation	(7.02)
	Provision for taxation	(0.67)
	Profit/(Loss) after taxation	(6.35)
	Proposed Dividend	Nil
	% of shareholding	100%

Note : 1. Names of subsidiaries which are yet to commence operations : Nil
2. Names of subsidiaries which have been liquidated or sold during the year: Nil

Part “B”: Associates and Joint Ventures

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

Name of associates/Joint Ventures	NIL	NIL
1. Latest audited Balance Sheet Date		
2. Date on which the Associate or Joint Venture was associated or acquired		
3. Shares of Associate/Joint Ventures held by the company on the year end		
No.		
Amount of Investment in Associates/Joint Venture		
Extend of Holding%		
4. Description of how there is significant influence		
5. Reason why the associate/joint venture is not consolidated		
6. Net worth attributable to shareholding as per latest audited Balance Sheet		
7. Profit/Loss for the year		
i. Considered in Consolidation		
ii. Not Considered in Consolidation		

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

For and on behalf of the Board of Directors

Kamal Sethia
Managing Director
DIN: 00081116

M.L. Sethia
Chairman
DIN: 00081367

Raj Karan Chhajer
Chief Financial Officer

Lata Rani Pawa
Company Secretary and
Compliance Officer
M.No.: A30540

Place : Gurgaon
Date : May 25, 2026

NOTICE OF 44th ANNUAL GENERAL MEETING**ELIN ELECTRONICS LIMITED**

CIN: L29304DL1982PLC428372, Website: www.elinindia.com
 Registered & Corporate Office: 4771, Bharat Ram Road, 23, Daryaganj,
 New Delhi – 110002; Email ID: rkc@elinindia.com, Tel: +91 011 43000400

Notice is hereby given that the 44th Annual General Meeting (AGM) of the members of ELIN ELECTRONICS LIMITED will be held on Monday, September 28, 2026 at 10.30 A.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), to transact businesses as set out in this notice. The venue of the meeting shall be deemed to be the Registered Office of the Company at 4771, Bharat Ram Road, 23, Daryaganj, New Delhi – 110002. The following businesses will be transacted at the AGM:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the –
 - a. Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2026 together with the Reports of the Board of Directors and Auditors thereon; and
 - b. Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2026 together with the Report of Auditors thereon;
2. To appoint a Director in place of Mr. Mangi Lal Sethia (DIN: 00081367) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Kamal Sethia (DIN: 00081116) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES:

4. **To approve the Re-appointment of Dr. Shanti Lal Sarnot (DIN: 01899198) as an Independent Director for a second term of five consecutive years commencing from September 30th, 2026 to September 29th, 2031.**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, and any other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17, 25(2A) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association and on the recommendations and/or approvals of Nomination and Remuneration Committee and the Board of Directors of the Company,

re-appointment of Dr. Shanti Lal Sarnot (DIN: 01899198), who was appointed as an Independent Director at the 40th Annual General Meeting of the Company held on August 1, 2022 and who holds office up to September 29th, 2026 and being eligible, in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and has submitted a declaration confirming that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for the second term of five consecutive years commencing from September 30, 2026 up to September 29, 2031 be and is hereby approved.

RESOLVED FURTHER THAT approval of members be and is hereby accorded in terms of Regulation 17(1A) of the Listing Regulations, for the re-appointment of Dr. Shantilal Sarnot (DIN: 01899198) as a Non-Executive Independent Director who is above the age of 75 years.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) and/or Company Secretary be and is/are hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

5. **To approve the Re-appointment of Mr. Ashis Chandra Guha (DIN: 09352987) as an Independent Director for a second term of five consecutive years commencing from October 8th, 2026 to October 7th, 2031.**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, and any other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17, 25(2A) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association and on the recommendations and/or approvals of Nomination and Remuneration Committee and the Board of Directors of the Company, re-appointment of Mr. Ashis Chandra Guha (DIN: 09352987) who was appointed as an Independent Director at the 40th Annual General Meeting of the

Company held on August 1, 2022 and who holds office up to October 7, 2026 and being eligible, in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and has submitted a declaration confirming that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for the second term of five consecutive years commencing from October 8, 2026 up to October 7, 2031 be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) and/or Company Secretary be and is/are hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

6. To Ratify remuneration of Cost Auditors.

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the remuneration payable to M/s Bhavna Jaiswal & Associates, Cost Accountants (Firm Registration number 100608), appointed by the Board of Directors upon the recommendation of Audit Committee as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2027, amounting to ₹ 75000/- plus out-of-pocket expenses & Goods & service tax as applicable incurred in connection with the aforesaid audit, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular no. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021, Circular no. 19/2021 dated December 8, 2021, Circular no. 21/2021 dated December 14, 2021, Circular no. 2/2022 dated May 5, 2022, Circular no. 10/2022 dated December 28, 2022, Circular no. 09/2023 dated September 25, 2023, Circular no. 09/2024 dated September 19, 2024 and Circular no.03/2025 dated September 22, 2025 in relation to "Clarification on holding of Annual General Meeting ("AGM") through video conferencing ("VC") or Other Audio Visual Means ("OAVM")" (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and other applicable circulars issued in this regard in relation to "Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015" (collectively referred to as "SEBI Circulars") permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the Members of the Company is being held through VC / OAVM. The Company has appointed Central Depository Services (India) Limited ("CDSL") for providing facilities in respect of:

- a) voting through remote e-voting;
- b) participation in the AGM through VC/OAVM facility;
- c) e-voting during the AGM.

The deemed venue for the AGM shall be the Registered Office of the Company. The detailed procedure for participation in the meeting through VC/OAVM is annexed hereto.

2. An Explanatory Statement pursuant to Section 102 of the Act, relating to special businesses to be transacted at the AGM, is annexed hereto.
3. Details of the Directors proposed to be appointed / reappointed as required in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings ("Secretarial Standards – 2") issued by The Institute of Company Secretaries of India, are provided at the end as an Annexure-I, and forms an integral part of this Notice.
4. The Company's Registrar and Transfer Agent (RTA) is KFin Technologies Limited, Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Hyderabad 500 032.
5. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars on AGM through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the proxy form, attendance slip and route map are not annexed to this Notice.
6. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act and the Certificate from Secretarial Auditors of the Company certifying that the ESOP Scheme(s) of the Company are being implemented in compliance with relevant/ applicable ESOP Regulations/ Guidelines and such other documents as referred in the explanatory statement will be made available electronically for inspection by the Members during the AGM.
7. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of AGM and Annual Report are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company / KFin Technologies Limited ("RTA") or the Depository Participants (DPs). Physical copy of the Annual Report

shall be sent to those Members who request for the same at cs@elinindia.com.

8. The Notice and Annual Report will also be available on the Company's website https://www.elinindia.com/investors/#Annual_Reports, websites of the Stock Exchanges i.e. BSE Ltd. and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL i.e. www.evotingindia.com.
9. The Annual Report for the F.Y. 2025-26 including notice of AGM is being sent to those members/ beneficial owners whose name appear in the register of members/ list of beneficiaries received from the depositories as on Friday, August 28, 2026. Pursuant to amended Listing Regulations, a letter containing the web link, along with the exact path to access the complete Annual Report, is being sent to shareholders who have not registered their email address with the Company's RTA or DP.
10. Members, whose email address is not registered with the Company /RTA or with their respective Depository Participant(s) are requested to register their e-mail address in the following manner:
 - Members holding shares in physical form can register their e-mail id with the RTA by sending an e-mail to RTA at einward.ris@kfintech.com.
 - Members holding shares in demat mode may update the email address through their respective Depository Participant(s).
11. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, September 21, 2026. Members are eligible to cast vote only if they are holding shares as on that date and a person who is not a member as on the cut off date should treat this notice for information purposes only.
12. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories and Company's RTA as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through VC/ OAVM.
13. Members of the Company who acquires shares after the sending of Notice by the Company and hold shares as on the cut-off date i.e. Monday, September 21, 2026 shall follow the same procedure for e-Voting as mentioned at points no. 20 to 23.
14. In terms of the Listing Regulations, securities of listed companies can now only be transferred in dematerialized form, so the Members are advised to dematerialize shares held by them in physical form.
15. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant(s) (DP's) and holdings should be verified from time to time.
16. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
17. Non-Resident Indian members are requested to inform RTA/respective DP's, immediately of:
 - Change in their residential status on return to India for permanent settlement.
 - Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code and address of the bank with pin code number, if not furnished earlier.
18. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the Securities Market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding the shares in physical form can submit their PAN details to the Company/RTA.
19. Members are requested to note that under Section 124 of Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF) constituted by the Central Government of India. The Company has uploaded information of unclaimed dividends on its website upto the financial year ended 31st March, 2026 at www.elinindia.com. The concerned members are requested to verify the details of their unclaimed amounts, if any, from the said websites and write to the Company's Secretarial department at Corporate Office / RTA before the same becoming due for transfer to the Investor Education and Protection Fund.
20. **AGM THROUGH VIDEO CONFERENCING**
 - The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
 - The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose

of ascertaining the quorum under Section 103 of the Companies Act, 2013.

- The remote e-voting period begins on Friday, September 25, 2026 (9.00 a.m.) and will end on Sunday, September 27, 2026 (5.00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Monday, September 21, 2026 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- The facility for e-Voting will also be made available during the AGM and the members attending the AGM who have not cast their vote by remote e-Voting shall be eligible to vote through the e-Voting system during the AGM. The members who have cast their vote by remote e-Voting may also attend the AGM but shall not be entitled to cast their vote again.
- In order to increase the efficiency of the voting process, all the demat account holders, by way of a single login credential, through their demat

accounts/websites of Depositories/Depository Participants, able to cast their vote without having to register again with the e-Voting service providers (ESPs), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

21. THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with NSDL Depository	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8 digit DP ID, 8 digit Client id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on ELIN ELECTRONICS LTD or e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login Type	Helpdesk Details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000

Step 2 : Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on "Shareholders" module.
- Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:

For Members holding shares in physical mode and Non-Individual Members holding shares in demat mode

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/ RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- After entering these details appropriately, click on "SUBMIT" tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN of the ELIN ELECTRONICS LIMITED on which you choose to vote.
- On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.

22. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company i.e. ELIN ELECTRONICS LIMITED will be displayed after successful login as per the instructions mentioned above for remote e-voting.
- Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience. Further, shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Members desiring any information/clarification on the accounts or any matter to be placed at the AGM are requested to write to the Company at agm44@elinindia.com at least seven days before AGM from their registered email address mentioning their name, DPID Client ID / Folio no. and mobile number to enable the management to keep information ready at the AGM. Members desiring to seek information/clarification during the AGM on the accounts or any matter to be placed at the AGM may ask through the chat box facility provided by CDSL. These queries will be replied by the Company suitably by email.
- Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

23. ADDITIONAL FACILITY FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS –FOR REMOTE E-VOTING ONLY.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at fcs.ppa@gmail.com and to the Company at the email address viz; agm44@elinindia.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

24. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES

- For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAAR (self attested scanned copy of Aadhaar Card) by email to RTA at einward.ris@kfintech.com.
- **For Demat shareholders-** Please update your email id & mobile no. with your respective Depository Participant (DP).
- **For Individual Demat shareholders –** Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing,

25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

25. OTHER INFORMATION

- Mr. Pramod Prasad Agarwal from M/s. P.P. Agarwal & Co., Company Secretaries (CP No. 10566) has been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting during the meeting in a fair and transparent manner.
- The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolutions have been carried or not, and such report shall then be sent to the

Chairman or a person authorized by him, within 2 (two) working days from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.

- The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at <https://www.elinindia.com> and on the website of CDSL at www.evotingindia.com immediately after the declaration of results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the BSE Ltd. and National Stock Exchange of India Limited.
- Subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting i.e. Monday, September 28, 2026.
- The recorded transcript of the AGM will be hosted on the website of the Company at www.elinindia.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 4:

Dr. Shanti Lal Sarnot (DIN: 01899198) was appointed as an Independent Director at the 40th Annual General Meeting held on August 01, 2022 for a period of 5 years, effective from September 30, 2021 up to September 29, 2026. He is eligible for re-appointment for a second term of 5 years, starting from September 30, 2026 up to September 29, 2031.

Following the performance evaluation of Dr. Shanti Lal Sarnot (DIN: 01899198) and considering the significant contributions made by him during his tenure as an Independent Director as well as the belief that his continued association would be beneficial to the Company, the Board of Directors at their meeting held on May 25, 2026 based on the recommendation of the Nomination and Remuneration Committee (NRC), recommended the reappointment of Dr. Shanti Lal Sarnot (DIN: 01899198) as a Non-Executive Independent Director of the Company for a second term of five consecutive years, from September 30, 2026 up to September 29, 2031, subject to the approval of Members by way of Special Resolution at the ensuing Annual General Meeting. Dr. Shanti Lal Sarnot (DIN: 01899198) abstained from discussion and voting on the matter concerning his re-appointment during the meeting of NRC as well as the Board of Directors.

Members may note that Dr. Shantilal Sarnot is 77 Years old, pursuant to provisions of Regulation 17(1A) of Listing Regulations, his re-appointment as a Non-executive Independent Director shall also be approved by the members of the Company by passing of Special Resolution at the ensuing Annual General Meeting.

The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing his candidature for the office of Independent Director.

The profile of Dr. Shanti Lal Sarnot (DIN: 01899198) is provided as an Annexure - I to this Notice.

Dr. Shanti Lal Sarnot (DIN: 01899198) has provided a declaration to the Board, stating that he continues to meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ('the Act') and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). He also affirmed that he is not restrained from acting as a Director under any order passed by the Securities and Exchange Board of India or any such authority and is eligible to be re-appointed as a Director in terms of Section 164 of the Act. He has also given his consent for such re-appointment. In the opinion of the Board, Dr. Shanti Lal Sarnot is a person of integrity, possesses the relevant expertise/experience, and fulfils the conditions specified in the Act and the Listing Regulations for re-appointment as an Independent Director and he is independent of the management. In terms of Regulation 25(8) of Listing Regulations, Dr. Shanti Lal Sarnot has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an independent director.

Furthermore, a declaration has been received from Dr. Shanti Lal Sarnot that he has not been debarred from holding the

office of a Director by virtue of any order passed by SEBI or any other such authority. Dr. Shanti Lal Sarnot has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. Dr. Shanti Lal Sarnot has been exempted under Rule 6(4) of Companies (Appointment and Qualification of Directors) Rules, 2014 from requirement of passing online proficiency self-assessment test conducted by the Indian Institute of Corporate Affairs.

Considering his skills and capabilities mentioned as under:

- Industry Knowledge & Business Experience
- Finance & Accounting
- Board service, governance and Leadership
- Production & Quality Assurance and Sales and marketing
- Strategy Development and Implementation
- Information Technology & Policy Development

the Board deems it desirable and in the interest of the Company to continue Dr. Shanti Lal Sarnot on the Board, and accordingly recommends the re-appointment of Dr. Shanti Lal Sarnot as an Independent Director for a second term of 5 consecutive years, as proposed in Resolution No.4 for approval by the Members as a Special Resolution.

Disclosures, as required under Regulation 36 of the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice as an Annexure-I to this Explanatory statement.

The terms and conditions of re-appointment of Dr. Shanti Lal Sarnot, Independent Director are uploaded on the website of the Company for inspection during the period of remote e-voting.

Except for Dr. Shanti Lal Sarnot and/or his relatives, no other Directors, Key Managerial Personnel, or their respective relatives are in anyway concerned or interested, financially or otherwise, in the proposed resolution.

Item no. 5:

Mr. Ashis Chandra Guha (DIN: 09352987) was appointed as an Independent Director at the 40th Annual General Meeting held on August 01, 2022 for a period of upto 5 years, effective from October 8, 2021 up to October 7, 2026. He is eligible for re-appointment for a second term of 5 years, starting from October 8, 2026 up to October 7, 2031.

Following the performance evaluation of Mr. Ashis Chandra Guha (DIN: 09352987) and considering the significant contributions made by him during his tenure as an Independent Director, as well as the belief that his continued association would be beneficial to the Company, the Board of Directors at their meeting held on May 25, 2026 based on the recommendation of the Nomination and Remuneration Committee (NRC), recommended the reappointment of Mr. Ashis Chandra Guha (DIN: 09352987) as a Non-Executive

Independent Director of the Company for a second term of five consecutive years, from October 8, 2026 up to October 7, 2031, subject to the approval of Members by way of Special Resolution at the ensuing Annual General Meeting. Mr. Ashis Chandra Guha (DIN: 09352987) abstained from discussion and voting on the matter concerning his re-appointment during the meeting of the Board of Directors.

The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing his candidature for the office of Independent Director.

The profile of Mr. Ashis Chandra Guha is provided as an Annexure - I to this Notice.

Mr. Ashis Chandra Guha (DIN: 09352987) has provided a declaration to the Board, stating that he continues to meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ('the Act') and Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). He also affirmed that he is not restrained from acting as a Director under any order passed by the Securities and Exchange Board of India or any such authority, and is eligible to be re-appointed as a Director in terms of Section 164 of the Act. He has also given his consent for such re-appointment. In the opinion of the Board, Mr. Ashis Chandra Guha is a person of integrity, possesses the relevant expertise/experience, and fulfils the conditions specified in the Act and the Listing Regulations for re-appointment as an Independent Director and he is independent of the management. In terms of Regulation 25(8) of Listing Regulations, Mr. Ashis Chandra Guha has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an independent director. Furthermore, a declaration has been received from Mr. Ashis Chandra Guha that he has not been debarred from holding the office of a Director by virtue of any order passed by SEBI or any other such authority. Mr. Ashis Chandra Guha has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Ashis Chandra Guha, the Independent Director of the Company has also passed an online proficiency self-assessment test conducted by the Indian Institute of Corporate Affairs in October, 2023.

Considering his skills and capabilities mentioned as under:

- Industry Knowledge & Business Experience
- Finance & Accounting
- Board service, governance and Leadership
- Production & Quality Assurance and Sales and marketing
- Strategy Development and Implementation
- Information Technology & Policy Development

the Board deems it desirable and in the interest of the Company to continue Mr. Ashis Chandra Guha on the Board, and accordingly recommends the re-appointment of Mr. Guha

as an Independent Director for a second term of 5 consecutive years, as proposed in Resolution No.5 for approval by the Members as a Special Resolution.

Disclosures, as required under Regulation 36 of the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice as an Annexure-I to this Explanatory statement.

The terms and conditions of re-appointment of Mr. Ashis Chandra Guha, Independent Director are uploaded on the website of the Company for inspection during the period of remote e-voting.

Except for Mr. Ashis Chandra Guha and/or his relatives, no other Directors, Key Managerial Personnel, or their respective relatives are in anyway concerned or interested, financially or otherwise, in the proposed resolution.

Item no. 6:

In accordance with the provision of Section 148 of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014 (the Rules), the Company is required to appoint a cost auditor to audit the cost records of the Company for product and services specified under Rules issued in pursuance to the above Section. On the recommendation of the Audit Committee, the Board of Directors had approved re-appointment of M/s Bhavna Jaiswal & Associates, Cost Accountant (Firm Registration number 100608), as the Cost Auditor of the Company to conduct audit of cost records maintained by the Company for the FY 2026-27 at a remuneration of ₹75,000/- plus applicable tax and out of pocket expenses. M/s Bhavna Jaiswal & Associates, Cost Accountants, have furnished certificate regarding their eligibility for appointment as Cost Auditors of the Company. In accordance with the provision of Section 148 of the Act read with the Rules, the remuneration payable to the cost auditor has to be ratified by the shareholder of the Company.

The Board recommends the resolution set out at Item No. 6 of the Notice for your approval as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel or their respective relatives are in anyway concerned or interested, financially or otherwise, in the proposed resolution.

BY ORDER OF THE BOARD OF DIRECTORS

For Elin Electronics Limited

sd/-

Lata Rani Pawa

Company Secretary & Compliance Officer

M.NO-A30540

Place: New Delhi

Date: August 06, 2026

Registered and Corporate Office:

4771, Bharat Ram Road, 23, Daryaganj, New Delhi – 110002,

CIN: L29304DL1982PLC428372,

Website: www.elinindia.com Email id: rkc@elinindia.com

Tel: +91 011 43000400

Annexure- I

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE 44th ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND THE SECRETARIAL STANDARDS – 2 FOR GENERAL MEETINGS ARE AS MENTIONED BELOW:

Name of Director	MANGI LALL SETHIA	KAMAL SETHIA	SHANTI LAL SARNOT	ASHIS CHANDRA GUHA
Category	Chairman & Whole Time Director	Managing Director	Non-Executive Independent Director	Non-Executive Independent Director
DIN	00081367	00081116	01899198	09352987
Date of Birth	December 07, 1937	October 28, 1957	November 21, 1948	November 09, 1957
Age	88 Years	68 Years	77 Years	68 Years
Date of appointment on the Board	March 26, 1982	August 06, 2007 (Re-designated as Managing Director w.e.f. September 06, 2021)	September 30, 2021	October 08, 2021
Qualification, Experience & Expertise in Specific Functional Areas	Mangi Lall Sethia, is the Chairman & Whole time Director of the Company. He is also a Promoter of the Company and has been associated since its incorporation. He holds a master's degree in arts from Jain Vishva Bharati Institute (Deemed University), Ladnun. He has 69 years of experience in electronic manufacturing services sector.	Kamal Sethia, is the Managing Director of the Company. He is also a Promoter of the Company and has been a part of the Company since 1992. He holds a bachelor's degree in commerce from University of Delhi. He has approximately 46 years of experience in electronic manufacturing services sector.	Shanti Lal Sarnot, is an Independent Director on the Board of the Company. He is M.Sc. (Physics) & Ph.D.(Electronics) from IIT Delhi. He is retired as Director General (STQC), Department of Information Technology, Govt. of India. Prior to this, he was Senior Director In charge (Electronic Components and Materials). He had also been on the Board of Haryana State Electronics Development Corporation (HARTRON) for about 7 years. He the over 37 years of experience working with central government on policy, fiscal, financial and administrative matters. In addition to above, Advisor to various companies in the electronics and component and manufacturing sector with extensive exposure to national/ international technology companies, manufacturing units, industry associations and training organizations.	Ashis Chandra Guha is an Independent Director of the Board of the Company. He holds bachelor's degree in Mechanical Engineering Jadavpur University. He was previously associated with Signify (China) Investment Co., Ltd (formerly known as Philips Lighting (China) Investment Co., Ltd. He has several years of experience in planning and control in lighting industry.
No. of other Directorships	Kanchan Commerical Co. Private Limited	Kanchan Commerical Co. Private Limited Magtronic Devices Pvt. Ltd.	Nil	Nil

Name of Director	MANGI LALL SETHIA	KAMAL SETHIA	SHANTI LAL SARNOT	ASHIS CHANDRA GUHA
Listed entities from which Director has resigned in last 3 years	-	-	-	-
Chairman / Member of the Committees of the Board of Elin Electronics Limited	Nil	Audit Committee-Member Stakeholder's Relationship Committee-Member CSR Committee-Chairman Risk Management Committee -Chairman	Audit Committee-Member. Nomination and Remuneration Committee -Member	Nil
Committee Membership/ Chairmanship in other Companies	Nil	Nil	Nil	Nil
Shareholding (including shareholding as a beneficial owner) in Elin Electronics Limited as on 31st March, 2026	Nil	45,76,700 Equity shares	Nil	Nil
Number of Board Meetings attended during the year	5/5	5/5	4/5	5/5
Terms and conditions of appointment / re-appointment	Approved by Shareholders on August 11, 2024	Approved by Shareholders in their AGM held on August 30, 2025	Mentioned in draft letter of appointment available at website of the Company	Mentioned in draft letter of appointment available at website of the Company
Remuneration sought to be paid and the remuneration Last drawn	₹ 4,00,000 per month including perquisites, and the remuneration Last drawn was also ₹ 4,00,000 per month including perquisites	₹ 8,00,000 per month including perquisites, and the remuneration Last drawn was also ₹ 8,00,000 per month including perquisites.	The Non-Executive Directors (including Independent Directors) are paid sitting fee for attending meetings of Board of Directors, Independent Directors and various Committee of Directors.	The Non-Executive Directors (including Independent Directors) are paid sitting fee for attending meetings of Board of Directors, Independent Directors and various Committee of Directors.
Relationship with Other Directors, Manager and Key Managerial Personnel	Mr. Kamal Sethia, Managing Director and Mr. Kishore Sethia, Key Managerial Personnel are relatives of Mr. Mangi Lall Sethia, Chairman and Whole-time Director	Mr. Mangi Lall Sethia, Chairman and Whole-time Director and Mr. Kishore Sethia, Key Managerial Personnel are relative of Mr. Kamal Sethia, Managing Director	No relationship with other Director, Manager and Key Managerial Personnel	No relationship with other Director, Manager and Key Managerial Personnel

Notes

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ELIN ELECTRONICS LIMITED

Registered & Corporate Office -
4771, Bharat Ram Road,
23, Daryaganj, Delhi - 110 002
CIN - L29304DL1982PLC428372
Tel: +91 11 4300 0400