

BSE Limited Corporate Relationship Department, P. J. Towers, Dalal Street, Fort, Mumbai – 400 001. BSE Scrip Code: 532756	National Stock Exchange of India Limited Corporate Relationship Department, Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051. NSE Symbol: CIEINDIA

Dear Sir/ Madam,

Sub: Annual Report for financial year ended 31st December, 2025 and the Notice of the 27th Annual General Meeting

Ref: Regulations 34(1) read with Regulation 30 and paragraph A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is further to our letters dated 19th February, 2026 and 17th March, 2026, we wish to inform that, the 27th Annual General Meeting (AGM) of the Members of CIE Automotive India Limited ("the Company") will be held on Wednesday, 29th April, 2026 at 03:30 p.m. (IST) through Video Conference (VC)/Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue, in compliance with General Circular Nos. 03/2025 dated 22nd September, 2025 read with General Circular No. 20/2020 dated 5th May, 2020 and other relevant circulars issued by Ministry of Corporate Affairs, ("MCA Circulars") and applicable provisions of the Companies Act, 2013 ("the Act") and rules made thereunder. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at G Block, Bhosari Industrial Estate, Near BSNL office, Bhosari, Pune – 411026 which shall be the deemed Venue of the AGM. All the Members holding shares as on the cut-off date i.e. Wednesday, 22nd April, 2026 will be able to attend the AGM through VC/OAVM platform provided by KFin Technologies Limited, the Registrar and Share Transfer Agent of the Company ("RTA"/"KFintech") at <https://emeetings.kfintech.com>.

Pursuant to Regulations 34(1) read with Regulation 30 and paragraph A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the following:

1. Annual Report for the Financial Year ended 31st December, 2025 which *inter- alia* comprises the Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st December, 2025 and Report of the Board of Directors and Auditors thereon, Report on Corporate Governance, Management Discussion and Analysis Report and Business Responsibility and Sustainability Report (the Annual Report); and

CIE Automotive India Limited

CIN: L27100PN1999PLC245720

Registered Office

G Block, Bhosari Industrial Estate, Near BSNL office, Bhosari, Pune – 411026, Maharashtra, India.

Corporate Office

602 & 603 Amar Business Park, Baner Road, Pune – 411045, India

Tel: +91 20 29804621 | website : www.cie-india.com | Email: contact.investors@cie-india.com

2. Notice calling the 27th Annual General Meeting (AGM) inter-alia setting out the Ordinary and Special Businesses to be transacted at the AGM and the explanatory statement thereto (Notice of AGM); and

The Notice of AGM is available on the website of the Company at the web-link: <https://www.cie-india.com/periodic-public-information8.html#General-Meetings> and the Annual Report is available on the website of the Company at the web-link: <https://www.cie-india.com/periodic-public-information8.html#Annual-Reports>.

Kindly take the same on the record.

Thanking you,

Yours faithfully,

For CIE Automotive India Limited

PANKAJ
VIJAY
GOYAL

Digitally signed
by PANKAJ
VIJAY GOYAL
Date: 2026.04.02
16:08:07 +05'30'

Pankaj V. Goyal

Company Secretary, Chief Compliance Officer

and Head- Legal

Membership No.: F13037

Encl.: As above

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CIN: L27100PN1999PLC245720

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NOTICE

The **TWENTY SEVENTH ANNUAL GENERAL MEETING** of the Members of **CIE AUTOMOTIVE INDIA LIMITED ('the Company')** will be held on Wednesday, 29th April, 2026 at 03:30 p.m. (IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue, to transact the businesses mentioned below.

The proceedings of the 27th Annual General Meeting ("AGM") shall deem to be conducted at the Registered Office of the Company situated at G Block, Bhosari Industrial Estate, Near BSNL office, Bhosari, Pune - 411026, which shall be the deemed venue of the AGM.

ORDINARY BUSINESS

1. Consideration and adoption of the Audited Financial Statements (along-with Audited Consolidated Financial Statements) of the Company for the Financial Year ended 31st December, 2025 along-with the reports of the Board of Directors and Auditors thereon and in this regard to consider and, if thought fit, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st December, 2025 along-with the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. Declaration of Dividend of ₹ 7/- per ordinary Equity Share of the face value of ₹ 10/- each for the financial year ended 31st December, 2025 and in this regard to consider and, if thought fit, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT Final Dividend of ₹ 7/- (Seven rupees only) per Ordinary Equity Share of the face value of ₹ 10/- each for the financial year ended 31st December, 2025, as recommended by the Board of Directors, is hereby declared and that the said Dividend be distributed out of the accumulated balance of retained earnings representing the accumulated surplus in the profit and loss account of the Company as at the financial year ended 31st December, 2025."

3. To re-appoint Mr. Shriprakash Shukla (DIN: 00007418), who retires by rotation and being eligible offers himself for re-appointment, as a Director liable to retire by rotation and in this regard to consider and, if thought fit, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Shriprakash Shukla (DIN: 00007418) retires by rotation at this 27th Annual General Meeting and being eligible for

re-appointment, is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

4. Ratification of Remuneration to Cost Auditor and in this regard to consider and, if thought fit, 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 and the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and in accordance with the recommendation of the Audit Committee and the Board of Directors of the Company, the members hereby ratify the remuneration payable to M/s. Dhananjay V. Joshi & Associates, Cost Accountants, (Firm Registration Number: 000030), appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st December, 2026, amounting to ₹ 13,86,000/- (Rupees Thirteen Lakhs Eighty Six Thousand Only) plus taxes as may be applicable and reimbursement of such other out of pocket expenses, as may be incurred by them during the course of Audit.

RESOLVED FURTHER THAT approval of the members is hereby accorded to the Board of Directors of the Company (referred to as the Board which expression shall include any Committee thereof or person(s) authorized by the Board) to do all such acts, deeds, matters and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

5. Approval of remuneration payable to Mr. Shriprakash Shukla (DIN: 00007418) as Non-Executive Director of the Company and in this regard to consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("Act") and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and in accordance with the provisions of the Articles of Association of the Company, approval of members be and is hereby accorded for payment of remuneration of ₹ 6,000,000/- (Rupees Six Million only) per annum,



either by way of a monthly, quarterly or annual payment or partly by one way and partly by the other, to Mr. Shriprakash Shukla (DIN: 00007418) as Non-Executive Director of the Company for the period of three years commencing from 1st April, 2025 till 31st March 2028, provided that the remuneration so paid to Mr. Shriprakash Shukla along-with the remuneration, if any, paid to other Non-Executive Directors of the Company, taken together shall not exceed the limits approved by the Members of the Company from time to time for payment of remuneration to Non-Executive Directors of the Company.

RESOLVED FURTHER THAT approval of the members be and is hereby accorded the Board of Directors of the Company to decide, from time to time, on recommendation of the Nomination and Remuneration Committee of the Company, the details of remuneration so payable including manner and frequency of payment of the said remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company (referred to as the Board which expression shall include any Committee thereof or person(s) authorized by the Board) be authorised to do all such acts, deeds, matters and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

6. Approval of revision in remuneration payable to Mr. Manoj Mullassery Menon (DIN: 07642469) as Whole time Director of the Company and in this regard to consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in partial modification of the ordinary resolution passed by shareholders at the 26th Annual General Meeting of the Company held on 30th April, 2025 in respect of re-appointment Mr. Manoj Menon (DIN: 07642469), as a Whole-time Director (designated as Executive Director) of the Company for a period of 3 (Three) years with effect from 17th October, 2025 and pursuant to provisions of the Section 197 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force, the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the members of the Company, be and is hereby accorded for revision in remuneration payable to Mr. Manoj Mullassery Menon (DIN: 07642469), such that the remuneration (excluding the Stock Appreciation Benefit) payable to Mr. Menon w.e.f.

1st April, 2026 shall not exceed ₹ 30,000,000/- (Rupees Thirty million only) per annum by way of a monthly payment or at a specified percentage of the net profits of the Company or partly by one way and partly by the other.

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Directors of the Company to decide, from time to time, on recommendation of the Nomination and Remuneration Committee of the Company, the salary, perquisites and other allowances and benefits which shall be paid to Mr. Menon subject to condition that w.e.f. 1st April, 2026 the remuneration in aggregate (excluding the Stock Appreciation Benefit) shall not exceed the limit of remuneration of ₹ 30,000,000/- (Rupees Thirty million only) per annum as mentioned above.

RESOLVED FURTHER THAT Mr. Menon shall continue to be entitled to Stock Appreciation Benefits in accordance with the Stock Appreciation Benefit Policy of the Company and the amount payable under the Stock Appreciation Benefit Policy shall be over and above the aforesaid limits of ₹ 30,000,000/- (Rupees Thirty million only); provided that the aggregate remuneration payable to Mr. Menon along-with remuneration payable to other Whole-time Director(s) or Managing Director(s) of the Company, if any, shall be subject to the overall ceiling of 7% of the net profits of the Company in a financial year or such other limits as may be approved by the members of the Company from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (referred to as the Board which expression shall include any Committee thereof or person(s) authorized by the Board) be authorised to do all such acts, deeds, matters and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

7. Approval of material related party transactions of the Company with Mahindra & Mahindra Limited and in this regard to consider and, if thought fit, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Regulation 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations"), as amended from time to time, read with SEBI Master Circular dated 30th January, 2026 and the Company's Policy on materiality of and dealing with related party transactions, and in accordance with the recommendation of the Audit Committee and the Board, approval of the members be and is hereby accorded on an omnibus basis to material related party transactions that the Company shall enter into with



Mahindra & Mahindra Limited from the ensuing 27th Annual General Meeting till the 28th Annual General Meeting to be held in calendar year 2027 subject to the said period does not exceed fifteen months, which *inter-alia* are in the nature of sale of goods and services, purchase of goods and services, purchase of Assets, payment or receipt of interest for delayed or advance payments, paying the rent for the property taken on lease by the Company and any other transfer of resources, services or obligation to meet the objectives or requirement ("Transactions"), entered into or to be entered into in ordinary course business and on arm's length basis, which taken together during a financial year may exceed 10% of the Consolidated Turnover of the Company as per the audited financial statements of the Company for the preceding financial year, provided that aggregate annualised amount of all such Transactions taken together during a Financial Year shall not exceed ₹ 25,000 million (Rupees Twenty Five Thousand Million only).

RESOLVED FURTHER THAT in accordance with the omnibus approval and recommendation of the Audit Committee and the recommendation of the Board, the approval of members be and is hereby accorded to Related Party Transactions of the Company with Mahindra & Mahindra Limited which may be entered into from the ensuing 27th Annual General Meeting till the 28th Annual General Meeting to be held in calendar year 2027 subject to the said period does not exceed fifteen months, where the need for related party transaction cannot be foreseen and requisite details are not available, provided that value of such transaction does not exceed ₹ 10 Million (Rupees Ten Million) per transaction provided that the aggregate annualised value of such transactions taken together with the Transactions during a Financial Year in aggregate shall be within the aforesaid limits of ₹ 25,000 Million (Rupees Twenty Five Thousand Million only).

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Directors of the Company (referred to as the Board which expression shall include any Committee thereof or person(s) authorized by the Board) to do all necessary acts, deeds, things and execute all such documents, undertakings as may be necessary in this regard from time to time to give effect to this resolution."

8. Approval of material related party Transactions of CIE Galfor S.A.U. with CIE Automotive S.A. and in this regard to consider and, if thought fit, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Regulation 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations"), as amended from time to time,

read with SEBI Master Circular dated 30th January, 2026 and the Company's Policy on materiality of and dealing with related party transactions and in accordance with the omnibus approval and recommendation of the Audit Committee and recommendation of the Board, approval of the members be and is hereby accorded on an omnibus basis to the material related party transaction(s) of CIE Galfor S.A.U. (a wholly-owned subsidiary of the Company) (hereinafter referred to as CIE Galfor) with CIE Automotive S.A. (Ultimate Holding Company of the Company) (hereinafter referred to as CIE Automotive) that may be entered into from the ensuing 27th Annual General Meeting till the 28th Annual General Meeting to be held in calendar year 2027 subject to the said period does not exceed fifteen months, which taken together with previous transactions during a financial year may exceed 10% of the Consolidated Turnover of the Company as per the audited financial statements of the Company for the preceding financial year, and which are in the nature of :

- i. Cash Pooling Arrangement, provided that:
 - a. the aggregate annualised amount of funds transferred by CIE Galfor to CIE Automotive Common Cash Pool Account during a Financial Year, shall not exceed Euro 250,000,000/- (Euro Two Hundred and Fifty Million only) and at any point of time during the Financial Year the maximum amount receivable by CIE Galfor from CIE Automotive, which is reckoned as Loan given by CIE Galfor to CIE Automotive, shall not exceed Euro 50,000,000/- (Euro Fifty Million only).
 - b. the aggregate annualised amount of funds drawn by CIE Galfor from CIE Automotive Common Cash Pool Account during a Financial Year shall not exceed Euro 250,000,000/- (Euro Two Hundred and Fifty Million only) and at any point of time during the Financial Year the maximum amount payable by CIE Galfor to CIE Automotive, which is reckoned as borrowing by CIE Galfor from CIE Automotive, shall not exceed Euro 50,000,000/- (Euro Fifty Million only).
 - c. the interest payable/receivable if any on the amount reckoned as loan/borrowing shall be determined, on arm's length basis and shall be calculated on the amount receivable/payable at the end of each day during a Financial Year.
- ii. Purchase of services/reimbursements ("other RPTs") provided that aggregate annualised amount of the other RPTs taken together during a Financial Year shall not exceed Euro 4,000,000/- (Euro Four Million only).



RESOLVED FURTHER THAT in accordance with the omnibus approval and recommendation of the Audit Committee and the recommendation of the Board, the approval of members be and is hereby accorded to the transactions to be entered into between CIE Galfor and CIE Automotive, from the ensuing 27th Annual General Meeting till the 28th Annual General Meeting to be held in Calendar Year 2027 subject to the said period does not exceed fifteen months, where the need of the related party transaction could not be foreseen and requisite details are not available, provided that value of such transaction does not exceed ₹ 10,000,000/- (Rupees Ten Million only) per transaction (equivalent to Euro 101,498) provided further that aggregate annualised value of such transactions taken together with the value of the Transactions during a Financial Year in aggregate shall be within the aforesaid limits for the Transactions of Euro 4,000,000/- (Euro Four Million only).

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Directors of the Company (referred to as the Board which expression shall include any Committee thereof or person(s) authorized by the Board) to do all necessary acts, deeds, things and execute all such documents, undertakings as may be necessary in this regard from time to time to give effect to the above resolution."

By Order of the Board of Directors of
CIE Automotive India Limited

Pankaj V. Goyal
Company Secretary, Chief Compliance Officer,
and Head - Legal
Membership No.: F13037

Pune, 19th February, 2026

Registered Office:
CIE Automotive India Limited
CIN: L27100PN1999PLC245720
G Block, Bhosari Industrial Estate,
Near BSNL office, Bhosari, Pune - 411026
E-mail: contact.investors@cie-india.com
Website: www.cie-india.com
Tel: +91 20 29804621

NOTES:

1. In compliance with General Circular No. 03/2025 dated 22nd September, 2025 read with General Circular No. 20/2020 dated 5th May, 2020 and other relevant circulars issued by Ministry of Corporate Affairs, ("**MCA Circulars**"), and other applicable provisions of the Companies Act, 2013 ("**the Act**") and Rules made thereunder, the 27th Annual General

Meeting ("**AGM**" or "**Meeting**") of the members of the Company is being conducted through Video Conferencing/Other Audio Visual Means ("**VC/OAVM**") without physical presence of the Members at a common venue. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification issued by ICSI, the proceedings of the AGM shall deem to be conducted at the Registered Office of the Company which shall be the deemed Venue for the AGM.

2. 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/ its behalf who may or may not be a Member of the Company. However, the AGM is being held in accordance with the MCA Circulars through VC/OAVM and physical attendance of Members has been dispensed with. Hence in accordance with the MCA Circulars and Regulation 44(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the Listing Regulations**"), the facility for appointment of proxies by the Members will not be available for the e-AGM and the Proxy Form and Attendance Slip are not annexed to this Notice. However, pursuant to Section 113 of the Act, Institutional /Corporate member (i.e., any Body Corporate) may appoint its representative to attend the AGM on its behalf and to vote electronically either during the remote e-voting period or during the AGM. For this necessary Resolution/ Authorization should be sent electronically through their registered email address to the Scrutinizer at sbhagwatcs@yahoo.co.in with a copy marked to contact.investors@cie-india.com.
3. Members of the Company under the category of Institutional Shareholders are encouraged to attend and participate in the AGM through VC/OAVM and vote thereat.
4. The Explanatory Statement as required under Section 102 of the Act is annexed to the Notice of AGM. Further, additional information with respect to Item No. 3, pursuant to the Secretarial Standards - 2 on General Meetings and the Listing Regulations is also annexed to the Notice of AGM. The Board of Directors have considered and decided to include the Special Businesses as mentioned under Item Nos. from 4 to 8 of the Notice of AGM, as they are unavoidable in nature.
5. **Attending AGM:** All the Members will be provided with a facility to attend the AGM through VC/OAVM facility provided by KFin Technologies Limited, the Registrar and Share Transfer Agent of the Company ("KFinTech" or "KFin" or "RTA"). Kindly refer Note No. 18, 19(C) and 20 below for detailed instructions for participating in the AGM through VC/OAVM facility. A member logging in into the VC/OAVM facility using the remote e-voting credentials provided



- by KFinTech shall be considered for record of attendance of such member at the AGM and such member attending the AGM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. **Remote e-Voting:** The Company is providing facility of remote e-voting during the remote e-voting period to its Members. KFin Technologies Limited, the Registrar and Share Transfer Agent of the Company ("KFinTech" or "KFin" or "RTA") is appointed as e-Voting service provider (ESP). Kindly, refer Note No. 18, 19 (A) and 19(B) below for detailed instructions for remote e-voting.
 7. **Voting during the AGM:** Members who are present at the AGM through VC/OAVM facility but have not cast their vote on resolutions through remote e-voting may cast their vote through e-voting during the AGM. Kindly refer Note No. 18 and 19(C) below for instruction for e-voting during the AGM.
 8. Pursuant to Regulation 42 of the Listing Regulations and applicable provisions of the Act, the Company has fixed Wednesday, 22nd, April, 2026, as the "Record Date" for the purpose of the AGM and determining the shareholders entitled for Final Dividend.
 9. Pursuant to Sections 101 and 136 of the Act read with Rule 18(1) of the Companies (Management and Administration) Rules, 2014 (Meeting Rules) read with the MCA Circulars and Regulation 36 of the Listing Regulations, soft copies of the Notice calling the 27th AGM *inter-alia* setting out the Ordinary and Special Businesses to be transacted at the AGM and the explanatory statement thereto ("**Notice of AGM**") along-with the Annual Report which *inter-alia* comprises the Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st December, 2025 and Report of the Board of Directors and Auditors thereon, Report on Corporate Governance, Management Discussion and Analysis Report and Business Responsibility and Sustainability Report ("**the Annual Report**") is being sent by email to those Members whose e-mail addresses are registered with the RTA of the Company or any of the Depository(ies). Further, a letter providing the web-link, including the exact path, where complete details of the Annual Report is available is being sent to those shareholder(s) who have not so registered. Hard copy of the Annual Report and Notice of AGM shall be provided to those shareholders, who request for the same. Members who wish to obtain printed copies of above-mentioned documents can send a request on contact.investors@cie-india.com
 10. The Notice of AGM and the Annual Report is available on the website of the Company at the weblink <https://www.cie-india.com/periodic-public-information8.html#Annual-Reports>. The Notice of AGM and Annual Report is also accessible from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The same is also available on the website of KFin Technologies Limited at <https://evoting.kfintech.com/>
 11. All the members whose names are recorded in the Register of Members or in the List of Beneficial Owners maintained by the depositories as on Friday, 27th March, 2026 are considered for the purpose of sending the Notice of AGM and the Annual Report. However, instructions have been given at Note No. 19(B)(ii) to enable those persons who become members after Friday, 27th March, 2026 to receive the Notice of AGM and the Annual Report.
 12. **Submission of questions / queries prior to AGM:**
 - a) Members desiring any additional information with regard to the Annual Accounts/ Annual Reports or has any question or query in relation to items of businesses as set out in the Notice of AGM, are requested to send an email from their registered email address, to the Company Secretary of the Company, on the Company's investor email address: contact.investors@cie-india.com at least 24 hours before the date of the AGM i.e., till 5:00 p.m. (IST) on 28th April, 2026, so as to enable the Management to keep the information ready. Please note that Members' questions will be answered only if they hold shares as on the cut-off date (as defined herein below).
 - b) Alternatively, shareholders holding shares as on the cut-off date may also visit <https://emeetings.kfintech.com/> and login through the user id and password provided in the email received from KFinTech/generated as per procedure provided in Note No. 19(B)(ii). On successful login click on the tab "Post Your Queries Here" to post queries/ views/ questions. The window shall be available from Friday, 24th April, 2026 9:00 a.m. (IST) to Tuesday, 28th April, 2026 5:00 p.m. (IST).
 13. **Speaker Registration before AGM:**

Members of the Company who would like to speak or express their views or ask questions during the AGM need to register themselves as speaker. For this member holding shares as on the cut-off date should visit <https://emeetings.kfintech.com> and login through the user id and password provided in the email received from KFinTech/ generated as per procedure provided in Note No. 19(B)(ii). On successful login, select 'Speaker Registration' and follow the process as guided on the screen. The window for Speaker Registration shall be open from Friday, 24th April, 2026 9:00 a.m. (IST) to Tuesday, 28th April, 2026 5:00 p.m. (IST), during which the registration must be completed.



Please note that, only those members holding shares as on the cut-off date who have registered themselves as 'Speaker', by following the procedure as mentioned above, shall be able to speak and express their views/raise queries, during the Meeting. If a member is not registered as 'Speaker', such member attending the AGM will be placed under 'listen only' module. **Due to limitations of transmission and coordination during the AGM, the Company may have to dispense with or curtail the Speaker Session, hence shareholders are encouraged to send their questions etc. in advance as provided in Note No. 12 above.**

14. Procedure for inspection of documents:

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and relevant documents referred to in this Notice of AGM and explanatory statement, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice of AGM will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM i.e. Wednesday, 29th April, 2026. Members seeking to inspect such documents can send an email to contact.investors@cie-india.com.

15. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 last updated on 30th January, 2026, Members are provided with the facility to cast their vote electronically on all resolutions set forth in this Notice, through remote e-voting during the remote e-voting period. It is hereby clarified that a Member may vote either through availing the remote-e voting facility or using the facility of e-voting during the AGM at his/her/its discretion, as per the instructions provided herein below.

16. The remote e-voting facility will be available during the following period:

- I. Day, date and time of commencement of remote e-voting: Friday, 24th April, 2026 at 9:00 a.m. (IST).
- II. Day, date and time of end of remote e-voting beyond which remote e-voting will not be allowed: Tuesday, 28th April, 2026 at 5:00 p.m. (IST)

The remote e-voting will not be allowed beyond the aforesaid date and time, and the remote e-voting

module shall be disabled upon expiry of aforesaid period.

17. The Company has fixed Wednesday, 22nd April, 2026 as the **"Cut-off Date"** for identifying the Members who shall be eligible for participation in the AGM through VC/OAVM facility and vote either through remote e-voting during the remote voting period or through e-voting during the AGM. A person whose name is recorded in the Register of Members or in the List of Beneficial Owners maintained by the depositories as on the Cut-off Date shall be entitled to attend the AGM and to vote on the resolutions as set-forth in the Notice. The voting rights of the Members, in respect of remote e-voting or e-voting during the AGM, shall be reckoned in proportion to their share in the paid-up equity share capital as on the Cut-off Date. A person who is not a member as on the Cut-off Date should treat the Notice of AGM for information purposes only.

18. For accessing the remote e-voting platform and the platform for attending the AGM through VC/OAVM (including e-voting during the AGM), the members are provided with the Login ID and Password (Login Credentials) in the following manner:

a) For individual shareholders holding shares in demat mode:

- i. for attending the AGM through VC/OAVM and e-voting during the AGM which is integrated with the VC platform - the Login Credentials, as provided in the e-mail received from KFinTech/as may be generated as per procedure provided in Note No. 19(A), shall be required.
- ii. For remote e-voting during the remote e-voting period - such shareholders i.e. Individual Shareholders holding shares in Demat Mode, can use the facility of single login and access the remote e-voting platform from their demat account(s) / website(s) of Depositories / Depository Participants (DPs).

For further details please refer Note No. 19(A) and Note No. 19(C) of this AGM notice.

b) For non-individual shareholders holding shares in demat mode and all shareholders holding shares in physical mode:

The Login Credentials, as provided in the mail received from KFinTech as provided in Note No. 19(B)(i)/as may be generated as per procedure provided in Note No. 19(B)(ii), are required for remote e-voting during the remote e-voting period as mentioned above and for attending the AGM through VC/OAVM and e-voting during the AGM which is integrated with the VC platform provided by KFinTech.



For further details please refer Note No. 19(B) and Note No. 19(C) of this AGM notice.

19. **Instructions for members for remote e-Voting, e-voting during the AGM and for attending the AGM through VC/OAVM:**

A) Login method for remote e-Voting for Individual shareholders holding Shares in demat mode:

Pursuant to Section VI-C on “e-Voting facility provided by Listed Companies” of the SEBI Master Circular No.: HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 last updated on 30th January, 2026, all the individual shareholders holding shares in demat mode, may cast their vote electronically through remote e-voting during the remote e-voting period by way of single login credential through

their demat accounts / websites of Depositories / Depository Participants (DPs). Individual shareholders holding shares in demat mode, would be able to cast their vote without having to register again with the e-Voting service provider (ESP) (i.e. KFin Technologies Limited). Shareholders are advised to update their mobile number and e-mail ID with their DPs to access remote e-Voting facility.

It is hereby clarified that the facility of login through demat accounts / websites of Depositories / Depository Participants (DPs) is only available for remote e-voting. However, for attending the AGM through VC/OAVM and e-voting during the AGM, the remote e-voting credentials as provided by KFin Technologies Limited will be required and members must follow the detailed procedure as provided in Note No. 19(C) below.

The procedure to login and accessing remote e-voting platform by the Individual shareholders holding Shares in demat mode, as advised by the Depositories, is given below:

Type of shareholders	Login Method
Individual Shareholders holding shares in demat mode with NSDL	1. User already registered for IDeAS facility: - Visit URL: https://eservices.nsdl.com - Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section. - On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”. - Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. 2. User not registered for IDeAS e-Services: - To register click on link : https://eservices.nsdl.com - Select “Register Online for IDeAS” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Proceed with completing the required fields. - Follow steps given in point 1. 3. Alternatively, by directly accessing the e-Voting website of NSDL: - Open URL: https://www.evoting.nsdl.com/ - 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 held with NSDL), Password / OTP and a Verification Code as shown on the screen. - Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFinTech. On successful selection, you will be redirected to KFinTech e-Voting page for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
	4. Shareholders / Members can also download NSDL Mobile App “NSDL Speeds” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding Shares in demat mode with CDSL	1. Existing user who have opted for Easi / Easiest: - Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or URL: www.cdslindia.com - Login with your registered user id and password. - The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. - Click on e-Voting service provider name to cast your vote. 2. User not registered for Easi/Easiest: - Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration or https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration - Proceed with completing the required fields. - Follow the steps given in point 1. 3. Alternatively, by directly accessing the e-Voting website of CDSL: - Visit URL: www.cdslindia.com - Provide your demat Account Number and PAN No. - System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. - After successful authentication, user will be provided links for the respective ESP, i.e., KFintech where the e-voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	- You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. - Once logged-in, 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 options available against Company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding Shares in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.



Login type	Helpdesk details
Shares held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022-4886 7000
Shares held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no: 1800 21 09911

B) Login method for remote e-Voting for Shareholders other than Individual shareholders holding shares in demat mode and for all shareholders holding shares in physical mode:

i. In case of Members holding shares as on Friday, 27th March, 2026 and receiving this Notice of AGM by email (in cases where email id of member is registered):

Member will receive an e-mail from KFintech [for Members whose e-mail IDs are registered with the Company/RTA or Depositories] which includes details of E-Voting Event Number ("EVEN"), USER ID and password. Kindly follow the following steps:

- a. Launch internet browser by typing the URL: <https://evoting.kfintech.com>.
- b. Enter the login credentials (i.e. User ID and password) as mentioned in the email. However, if you are already registered with KFintech for e-voting, you must use your existing User ID and password for casting the vote.
- c. In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by Folio Number. In case of Demat account, User ID will be your DP ID and Client ID.
- d. After entering these details appropriately, click on "LOGIN".
- e. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and

answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

- f. You need to login again with the new credentials.
- g. On successful login, the system will prompt you to select the "EVENT" of "CIE Automotive India Limited".
- h. On the voting page, the item as mentioned in the Notice of AGM shall be listed.
- i. Voting has to be done separately for each folio/demat accounts.
- j. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as on the Cut-off date for the voting. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- k. You may then cast your vote by selecting an appropriate option and click on "Submit".
- l. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution(s).
- m. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to



send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail ID: sbhagwatcs@yahoo.co.in copy to evoting@kfintech.com. They may also upload the same in the e-voting module in their login. The scanned image of the above-mentioned documents should be in the format "Corporate Name_ EVENT NO."

II. In case the persons who become member of the Company after Friday 27th March, 2026 and holding shares as on the Cut- off Date:

Any person who acquires Shares of the Company and becomes Member of the Company after Friday, 27th March, 2026 being the date reckoned for sending the AGM Notice & Annual Report and who holds/continue to hold shares as on the cut-off date i.e. Wednesday, 22nd April, 2026, may obtain their User Id and password in the manner as mentioned below:

- a. **If the mobile number of the member is registered against Folio No./ DP ID Client ID**, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399.

- Example for NSDL:
MYEPWD <SPACE>
IN12345612345678
- Example for CDSL:
MYEPWD <SPACE>
1402345612345678
- Example for Physical:
MYEPWD <SPACE>
XXXX1234567890

- b. **If e-mail address or mobile number of the member is registered against Folio No. / DP ID- Client ID**, then on the home page of <https://evoting.kfintech.com> the member may click "Forgot Password" and enter Folio No. or DP ID-Client ID and PAN to generate a password.

- c. **Members whose email addresses and mobile numbers are not registered must follow the process below:**

- i. First register the same before the cut-off date by following the procedure mentioned below:
 - **Physical Holding:** Send relevant documents to the RTA along-with duly filled 'Form ISR I' (please see detailed instructions in Note No. 32 to Note No. 35 regarding updation of KYC details)
 - **Demat Holding:** By contacting respective Depository Participant ("DP") and registering e-mail address and mobile number in demat account, as per the process advised by the DP.
- ii. Upon updation of Mobile Number and/or e-mail ID, the shareholders may generate the password by using any of the method mentioned in (II) above to reset/generate the password.

Once the password is received/retrieved by the shareholder, you may kindly follow the instructions as mentioned under Note No. 19 (B)(i) above and cast vote by remote e-voting.

c) Login Method for attending the AGM through VC/OAVM and e-voting during the AGM for all shareholders including the individual shareholders holding shares in Demat Mode:

- I. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members can access the VC / OAVM platform at <https://emeetings.kfintech.com/>
- II. For attending the AGM all the shareholders (including the individual shareholders holding shares in Demat Mode) need to use the remote e-voting login credentials as provided by KFintech.
- III. The remote e-voting credentials will either be received through email from the Company/KFintech [as mentioned in Note No. 19(B)(i)] or can be generated or retrieved by following the procedure as mentioned in Note No. 19(B)(ii).
- IV. After logging in, using the remote e-voting credentials provided by KFintech, click on the Video Conference tab and select the EVEN of the Company. Click on the



video symbol and accept the meeting etiquettes to join the meeting.

- V. Members attending the AGM through VC/OAVM and who have not already cast their vote by remote e-Voting shall be able to cast their vote electronically during the AGM (e-voting) when window for e-voting is activated.
- VI. E-voting during the AGM is integrated with the VC platform and no separate login is required for the same. For e-voting, an icon will appear on your screen, once the voting is activated. You will be re-directed to voting page once you click on the icon. You can continue to be part of the meeting while you cast your vote. The shareholders shall be guided on the process during the AGM.
- VII. Members who have voted through Remote e-Voting will be eligible to attend the AGM, however, they shall not be allowed to cast their vote again during the AGM.

20. Instructions for all the shareholders, for attending the AGM of the Company through VC/OAVM:

- i. Members can join the AGM through VC/OAVM facility 30 minutes before the scheduled time of the commencement of the AGM by following the procedure mentioned at Note No. 19(C) above in the Notice, and this mode will be available throughout the proceedings of the AGM.
- ii. As per the MCA Circular, up to 2,000 members will be able to join the AGM through VC/OAVM facility on a first-come-first-served basis. However, this restriction shall not apply to large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.
- iii. Members will be required to grant access to the web-cam, if they intend to speak at the AGM and have registered as 'Speaker Shareholder' (kindly refer Note No. 13 for registration as Speaker Shareholder.)
- iv. Members may join the Meeting through Laptops, Smartphones, Tablets or iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of any of Google Chrome, Safari, Internet Explorer 11, MS Edge or Firefox browsers. Please note that

participants connecting from Mobile Devices or Tablets or through Laptops 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 glitches. Members are encouraged to join the Meeting through Laptops with latest version of Google Chrome for better experience.

- v. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- vi. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- vii. In case of any query and/or help, in respect of attending AGM through VC/OAVM mode, Members may refer to the Help & Frequently Asked Questions (FAQs) and 'AGM VC/OAVM' user manual available at the download Section of <https://emeetings.kfintech.com/> or contact at contact.investors@cie-india.com or KFin's toll free No.: 1800-309-4001 for any further clarifications or can email queries to evoting@kfintech.com or contact.investors@cie-india.com.

- 21. **Details of Scrutinizer:** Mr. Sachin Bhagwat, Practicing Company Secretary (Membership No.: ACS 10189) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the vote shall be final.
- 22. Once the vote on a resolution stated in this notice is cast by a Members through remote e-voting, the Member shall not be allowed to change it subsequently and such e-vote shall be treated as final. The Members who have cast their vote by remote e-voting may also attend the AGM, however such Member shall not be allowed to vote again during the AGM.
- 23. The Scrutinizer after scrutinising the votes cast by remote e-voting and e-voting during the e-AGM will make a consolidated Scrutinizer's Report and submit the same forthwith not later than 48 hours of conclusion of the AGM to the Chairman of the Company or a person authorised by him in writing, who shall countersign the same.
- 24. The Results declared along with the consolidated Scrutinizer's Report shall be hosted on the website



of the Company i.e., www.cie-india.com and on the website of KFin Technologies Limited i.e., <https://evoting.kfintech.com/> the results shall simultaneously be communicated to BSE Limited and National Stock Exchange of India Limited. The result shall also be displayed on the Notice Board at the Registered Office of the Company.

25. The Resolutions shall be deemed to be passed at the Registered Office of the Company on the date of the AGM, subject to receipt of the requisite number of votes in favor of the Resolutions.
26. Details of persons to be contacted for any queries/issues:

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual for Members available in the download section of <https://evoting.kfintech.com> or call on KFinTech's toll free number 1800-309-4001 or can send email to evoting@kfintech.com. Any grievances connected with the remote e-voting, attending the e-AGM through video conferencing or e-voting during the AGM may be addressed to Mr. Premkumar Maruturi, Senior Manager – Corporate Registry, KFin Technologies Limited, Unit: CIE Automotive India Limited, Selenium Tower B, Plot 31- 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032. Contact No. 040-67162222/1518, E-mail: einward.ris@kfintech.com. The grievances can also be addressed to Mr. Pankaj V. Goyal, Company Secretary, Chief Compliance Officer, and Head-Legal of the Company by sending e-mail to contact.investors@cie-india.com.

Individual Shareholders holding shares in demat mode for any technical issues related to login through Depository i.e., NSDL may contact the helpdesk by sending a request at evoting@nsdl.com or call at: 022-48867000.

Individual Shareholders holding shares in demat mode for any technical issues related to login through Depository i.e., CDSL may contact the helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911.

27. **DIVIDEND**

The dividend, as recommended by the Board of Directors, if declared at the AGM, would be paid subject to deduction of tax at source, as may be applicable, on or after 5th May, 2026, to those members or their mandates:

- whose names appear as Beneficial Owners as per the data made available by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form at the close of business hours on 22nd April, 2026; and

- whose names appear as Members in respect of share's held in Physical Form as per the Register of Members of the Company on the close of business hours 22nd April, 2026.

28. **ELECTRONIC CREDIT OF DIVIDEND**

Kindly note that pursuant to Regulation 12 read with Schedule-I to the Listing Regulations, the payment of dividend shall be made only through electronic mode to all the eligible Members i.e. all members holding shares in demat as well as physical mode.

Further, as per Section V on Investors Services of the SEBI Master circular No. HO/38/13/(4)2026-MIRSD-POD/1/4298/2026 dated February 6, 2026 (the Master Circular), the Members holding securities in physical mode, must update their KYC details (i.e. Valid PAN, contact details, bank account details and specimen signature) in their respective folios.

In case any of the KYC details are not updated in the folio (in case of physical holding) or the bank account details are not updated (in case of demat holding), the Company shall withheld dividend and the said dividend payment shall be made through Electronic Mode only upon complying with the requirements of updation of KYC/ bank account details, as the case may be.

Further, it mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the Registrar and Share Transfer Agents for payment of dividend to Members electronically. Hence the Members are requested to update their complete bank account details with their respective Depository Participant(s) in case the shares are held in demat mode and in case the shares are held in physical mode, by sending duly filled Form No.: ISR-1 along-with necessary supporting documents in the manner as provided in Note No. 33 herein below to KFinTech to update KYC details.

29. **TDS ON DIVIDEND**

Pursuant to the amendments brought about by the Finance Act, 2020 under the erstwhile Income tax Act, 1961, dividend income has become taxable in the hands of shareholders since 1st April, 2020. This position continues under the Income tax Act, 2025, which comes into force on 1st April 2026. Accordingly, the Company shall be required to deduct tax at source (TDS) from dividends paid to shareholders at the prescribed rates. For the prescribed rates for various categories, shareholders are requested to refer to the Finance Bill, 2026. Shareholders are requested to update their Permanent Account Number ("PAN") with KFinTech (in case of shares held in physical mode) and depositories (in case of shares held in demat mode) on or before Wednesday, 22nd April, 2026.



For Resident Shareholders: Tax shall be deducted at source under section 393(1) read with sub section 4 of the Income-tax Act, 2025 @ 10% on the amount of Dividend declared and paid by the Company during the Financial Year 2026 (FY 2026-27 as per Income Tax Act, 2025) provided a valid PAN is provided by the shareholder. If PAN is not submitted/ PAN is invalid, TDS would be deducted @ 20% as per section 397(2) of the Income-tax Act, 2025.

a) For Resident Individual: No TDS shall be deducted on the Dividend payable to a resident individual if the total dividend to be received during FY 2026-27 does not exceed ₹ 10,000/-.

Separately, in cases where the shareholder provides Form 121, being a declaration under section 393(6) of the Income tax Act, 2025 read with the Income-tax Rules, 2025 for receipt of certain incomes without deduction of tax, , declaring that the tax payable on his/ her estimated total income for the relevant tax year is nil, no tax shall be deducted at source on the dividend income, subject to fulfilment of the prescribed conditions.

Needless to say, PAN is mandatory. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

As per Section 262 of the Act read with Rule 162 of the Income tax Rules, 2025, PAN is required to be linked with Aadhaar. If PAN is not linked with Aadhaar by, such PAN will be deemed to be inoperative and tax at source will be required to be deducted at higher rates under section 397(2) of the Income tax Act, 2025.

b) For Resident Non-Individual: No tax shall be deducted on the dividend payable to the following resident non-individuals where they provide relevant details and documents:

- i. Insurance Companies: Self declaration that it qualifies as 'Insurer' as per section 2(7A) of the Insurance Act, 1938 and has full beneficial interest with respect to the ordinary shares owned by it along with self-attested copy of PAN card and certificate of registration with Insurance Regulatory and Development Authority (IRDA)/ LIC/ GIC.
- ii. Mutual Funds: Self-declaration that it is registered with SEBI and is notified under Schedule VII of the Income-tax Act, 2025 along with self-attested copy of PAN card and certificate of registration with SEBI.
- iii. Alternative Investment Fund (AIF): Self-declaration that its income is exempt

under Schedule V (Table: S. No. 20) of the Income-tax Act, 2025 and they are registered with SEBI as Category I or Category II AIF along-with self-attested copy of the PAN card and certificate of AIF registration with SEBI.

- iv. National Pension Scheme (NPS): Self-declaration that it is exempt under (Table: S. No. 41) (subsection 9 of section 393 of the Income-tax Act, 2025 read with circular No 18/2017 along with self-attested copy of the PAN card and registration certificate issued by IRDA.
- v. Recognised Provident Fund, Approved Superannuation Fund, Approved Gratuity Fund: Self declaration that they are a recognised provident fund, approved superannuation fund or approved gratuity fund; as specified in CBDT circular No. 18/ 2017 along with self attested copy of PAN and valid order/ approval of commissioner as per circular no. 18/2017.
- vi. Corporation established by or under a Central Act which is, under the law for the time being in force, exempt from income-tax on its income: Self-attested copy of documentary evidence specifying the specific Central Act under which such corporation is established and that their income is exempt under the provisions of the Act alongwith self-attested copy of PAN and copy of registration/ exemption certificate.
- vii. Sovereign Wealth Funds and Pension Funds: Self declaration to be provided alongwith copy of the notification issued by the CBDT substantiating the applicability of Schedule V (Table: S. No. 7) of the Act issued by the Government of India
- v. Other Non-Individual shareholders: Self-attested copy of documentary evidence supporting the exemption along with self-attested copy of PAN card.

c) For Non-resident Shareholders: Taxes are required to be deducted in accordance with the provisions of Section 393(2) [Table: S.No.17] of the Act at the applicable rates in force. As per the relevant provisions of Section 393(2) [Table: S.No.17] of the Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of Dividend payable to non-resident shareholders. In case of GDRs and Foreign Portfolio Investors ("FPI")/ Foreign Institutional Investors ("FII"), the withholding tax shall be as



per the rates specified in section 393(2)[Table: S.No. 13 & 14] and 393(2)[Table: S.No. 15 & 16], of the Income-tax Act, 1961 respectively plus applicable surcharge and cess on the amount of Dividend payable to them.

However, as per section 159 read with section 393(2)[Table: S.No.17] of the Income-tax Act, 2025, the non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA") read with applicable Multilateral Instrument ('MLI') between India and the country of tax residence of the shareholder, if they are more beneficial to them.

It is required that the shareholders should independently satisfy their eligibility to claim DTAA benefit including meeting of all the conditions laid down under the DTAA. For this purpose, i.e., to avail the DTAA benefits, **the non-resident shareholder** will have to provide the following:

- a. Self-attested true copy of Tax Residency Certificate ("TRC") obtained from the tax authorities of the country of which the shareholder is resident for the FY 2026-27. In case the TRC is furnished in a language other than English, the said TRC would have to be translated from such other language to English language and thereafter duly notarized and apostilled (or attested by Indian Embassy) copy of the TRC would have to be provided;
- b. Self-declaration of the acknowledgement in electronically filed Form 10F on Indian income tax portal;
- c. Self-attested true copy of the PAN Card if allotted by the Indian Income Tax authorities;
- d. Self-declaration to be provided under Rule 217 of the Income Tax Rules, 2025;
- e. Self-declaration in the format prescribed by the Company, certifying the following points:
 - i. Shareholders are and will continue to remain tax resident of the country of its residence during the FY 2026-27.
 - ii. Shareholders are eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company;
 - iii. Shareholders have no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;

- iv. Shareholder does not have a taxable presence or a Permanent Establishment ("PE") in India during the FY 2026-27. In any case, the amounts paid/payable to the Shareholder are not attributable or effectively connected to the PE or fixed base, if any, which may have got constituted otherwise;
- v. Shareholder is the ultimate beneficial owner of its shareholding in the Company and dividend receivable from the Company; and
- vi. Self-declaration by the shareholder regarding the satisfaction of the place of effective management (POEM), principal purpose test, GAAR, Simplified Limitation of Benefit test (wherever applicable), as regards the eligibility to claim recourse to concerned Double Taxation Avoidance Agreements.
- f. Notwithstanding anything contained in other part of this communication, where any shareholder is a tax resident of any country or territory notified as a notified jurisdictional area under section 176 of the Income tax Act, 2025, tax will be deducted at source at a higher rate as prescribed under section 176 of the Act.
- g. In case of FPI/FII, copy of SEBI Registration certificate:

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the Non-Resident shareholder.

Members may submit the aforementioned documents at <https://ris.kfintech.com/clientservices/investors/taxformsupload.aspx> on or before Friday, 24th April, 2026, in order to enable the Company to determine and deduct appropriate tax. No communication on the tax determination/deduction shall be entertained post Friday, 24th April, 2026. It may be further noted that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents from the Shareholders, there would still be an option available with the



Shareholders to file the return of income and claim an appropriate refund, if eligible.

The above referred documents submitted by you will be verified by us and we will consider the same while deducting the appropriate taxes, if any, provided that these documents are in accordance with the provisions of the Act.

In addition to the above, please note the following:

- i. In case you hold shares under multiple accounts under different status /category but under a single PAN, the highest rate of tax as applicable to the status in which shares held under the said PAN will be considered on the entire holding in different accounts.
- ii. In case of joint shareholding, the withholding tax rates shall be considered basis the status of the primary beneficial shareholder.
- iii. For deduction of tax at source, the Company would be relying on the above data shared by KFinTech as updated up to the record date.

It may be further noted that in case tax on dividend is deducted at a higher rate in the absence of receipt of any of the aforementioned details/documents from the shareholders, the shareholders may consider filing their return of income and claiming an appropriate refund, as may be eligible. No claim shall lie against the Company for such taxes deducted.

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, such shareholders will be responsible to indemnify the Company and also, provide the Company with all information/documents and co-operation in any appellate proceedings.

The Company shall arrange to email the soft copy of TDS certificate to the Shareholders at the registered email ID in due course, post payment of the said Dividend. The said certificate can also be viewed in Form 26AS at TRACES [TRACES | Login](#) or the website of Income Tax

Department of India <https://www.incometax.gov.in/iec/foportal/>

For further details and formats of declaration, please refer FAQs on Dividend Distribution which are available on the Company's website at www.cie-india.com.

GENERAL INSTRUCTIONS AND INFORMATION FOR SHAREHOLDERS

30. Pursuant to the provisions of Section 124 of the Companies Act, 2013 and the Companies (Declaration and Payment of Dividend) Rules, 2014, the Company has transferred the entire unclaimed dividend, pertaining to Transferor Companies which were amalgamated with the Company pursuant to the Integrated scheme and the Composites scheme of Amalgamation, which was transferred in the books of the Company post effectiveness of these Schemes to Investor Education Protection Fund. No claim lies against the Company in respect of these dividends.

Further, the amounts pertaining to unclaimed fractional entitlement of the member(s) of the Transferor Companies has also been transferred to IEPF and therefore no claim lies against the Company in respect of such unclaimed fractional entitlements.

Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as may be amended from time to time, the Company has uploaded the details of said unpaid and unclaimed amounts transferred to IEPF by the Company on its website at <https://www.cie-india.com/periodic-public-information8.html#IEPF> and also on the website of IEPF viz. www.iepf.gov.in.

The Members whose dividend/fractional entitlement is transferred to the IEPF Authority can claim the same from the IEPF Authority by following the procedure as detailed on the website of IEPF Authority <http://iepf.gov.in/IEPFA/refund.html>.

31. We draw your attention to the SEBI Circular dated November 03, 2021 which is now part of Section V of SEBI's Master Circular No. [HO/38/13/\(4\)2026-MIRSD-POD/1/4298/2026](#) dated February 6, 2026 for Registrars to an Issue and Share Transfer Agent ('the SEBI Circular') Where by SEBI has mandated furnishing the following information by holders of securities in physical form:

- a. Valid PAN i.e. PAN linked with Adhaar
- b. KYC Details that includes:
 - i. Contact Details - i.e. present postal address with PIN code and mobile number mandatory in all cases and e-mail address mandatory for availing online services;



- ii. Bank Account Details – i.e. bank and branch name, bank account number, IFSC code
- iii. Specimen Signature – by submitting duly attested Form ISR- 2:

The SEBI Circular further mandates that any service request or grievance shall be entertained or any payment, including payment of dividends, shall be made electronically to the security holders holding securities in physical form, only upon furnishing of the Valid PAN and the KYC Details, as mentioned above, against their respective folios.

Kindly note that, pursuant to the SEBI Circular, the condition of furnishing or updating of 'Choice of Nomination' against your folio has been relaxed and any service request or grievance shall be entertained or payment of dividend etc. shall be made if all other mandatory information, except the Choice of Nomination, has been furnished. However, the shareholders are encouraged, in their own interest, to provide or update the 'Choice of Nomination' against the folio for ensuring smooth transmission of securities.

You are requested to forward the duly filled in Form ISR-1, Form ISR-2 and Form SH-13/Form ISR-3 along with the related proofs mentioned in the respective forms as the earliest. Kindly refer Note No. 32 to 35 hereunder.

Issuance of Securities in dematerialized form in case of Investor Service Requests:

32. We would further like to draw your attention to the SEBI Circular dated January 25, 2022 and January 30, 2026 which are now part of SEBI Master circular no. HO/38/13/(4)2026-MIRSD-POD/1/4298/2026 dated 6th February 2026. Accordingly, while processing service requests in relation to; 1) Issue of duplicate securities certificate; 2) Claim from Unclaimed Suspense Account and Suspense Escrow Demat Account; 3) Renewal / Exchange of securities certificate; 4) Endorsement; 5) Sub-division / Splitting of securities certificate; 6) Consolidation of securities certificates/folios; 7) Transmission; and 8) Transposition, the Company shall issue securities only in dematerialised form. For processing any of the aforesaid service requests the securities holder/ claimant shall submit duly filled up Form ISR-4 along with the documents/details specified therein.

33. We further draw attention of the holders of shares in physical form to Section V on Investors Service Request of the aforesaid SEBI Master circular no. HO/38/13/(4)2026-MIRSD-POD/1/4298/2026 dated 6th February, 2026. The holders of shares in physical mode are required to furnish the documents/details, as per the table below for respective service request, to the Registrar and Share Transfer Agents i.e., M/s. KFin Technologies Limited:

Sr. No.	Particulars	Please furnish details in
1	PAN	Form No.: ISR-1
2	Postal Address with PIN Code	
3	Email address (Mandatory for availing online services)	
4	Mobile Number (Mandatory in all cases)	
5	Bank account details (Bank name and Branch, Bank account number, IFS Code)	
6	Demat Account Number	
7	Specimen Signature	Form No.: ISR-2
8	Nominee details	Form No.: SH-13
9	Declaration to opt out nomination	Form No.: ISR-3
10	Cancellation or Variation of Nomination	Form No.: SH-14
11	Request for issue of Duplicate Share Certificate or other service requests as listed below: i. Issue of duplicate securities certificate ii. Claim from Unclaimed Suspense Account & Suspense Escrow Demat Account iii. Replacement/Renewal / Exchange of securities certificate iv. Endorsement v. Sub-division / Splitting of securities certificate vi. Consolidation of securities certificates/folios vii. Transposition viii. Transmission	Form No.: ISR-4



A member needs to submit Form No.: ISR-1 for updating PAN and other KYC details to the RTA of the Company. Member(s) may submit Form No.: SH-13 to file Nomination. However, in case a Member do not wish to file nomination 'declaration to Opt-out' in Form No.: ISR-3 shall be submitted.

In case of major mismatch in the signature of the members(s) as available in the folio with the RTA and the present signature or if the signature is not available with the RTA, then the member(s) shall be required to furnish Banker's attestation of the signature as per Form No.: ISR-2 along-with the documents specified therein. Hence, it is advisable that the members send the Form No.: ISR-2 along-with the Form No.: ISR-1 for updating of the KYC Details or Nomination.

All the aforesaid forms can be downloaded from the website of the Company at: <https://www.cie-india.com/investors-faqs1.html> and from the website of the RTA at <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>.

34. **Mode of submission of form(s) and documents**

a) Submitting Hard copy through Post/Courier etc.

Members can forward the hard copies of duly filled-in and signed form(s) along with self-attested and dated copies of relevant documentary proofs as mentioned in the respective forms, to the following address:

KFin Technologies Limited, Unit: Automotive India Limited Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032.

b) Through Electronic Mode with e-sign

In case members have registered their email address, they may send the scan soft copies of the form(s) along with the relevant documents, duly e-signed, from their registered email id to inward.ris@kfintech.com or upload KYC documents with e-sign on RTA's website at the link: <https://kprism.kfintech.com/>

c) Submitting Hard copy at the office of the RTA

The form(s) along-with copies of necessary documents can be submitted by the securities holder (s) / claimant (s) in person at RTA's office. For this, the securities holder/claimant should carry Original Documents against which copies thereof shall be verified by the authorized person of the RTA and copy(ies) of such documents with IPV (In Person Verification) stamping with date and initials shall be retained for processing.

Mandatory Self-attestation of the documents

Please note that each page of the documents that are submitted in hard copy must be

self-attested by the holder. In case the documents are submitted in electronic mode then the same should be furnished with e-sign or scan copies of the documents.

E-Sign

E-Sign is an integrated service which facilitates issuing a Digital Signature Certificate and performing signing of requested data by eSign user. The holder/claimant may approach any of the empaneled eSign Service Provider, details of which are available on the website of Controller of Certifying Authorities (CCA), Ministry of Communications and Information Technology (<https://cca.gov.in/>) for the purpose of obtaining an e-sign.

35. The members holding shares in demat are requested to update with respective Depository Participant(s), changes, if any, in their registered addresses, mobile number, Bank Account details, e-mail address and nomination details.

36. The RTA of the Company has launched a unified platform 'KPRISM' for the benefit of shareholders. KPRISM is a self-service portal / mobile based application that enables the shareholders to access their portfolios serviced by RTA, and check details like dividend status and make request for annual reports, change of address, update bank mandate, download standard forms, etc. The portal can be accessed at <https://kprism.kfintech.com>. For more assistance on KPRISM, shareholders may contact 040-67162222.

QR code for accessing KPRIMS Portal:



37. A Senior Citizens Investor Cell has been formed by the RTA to assist exclusively the senior citizens (above 60 years of age) in redressing their grievances, complaints and queries. The senior citizens wishing to avail this service can send the communication to senior.citizen@kfintech.com.

The SCIs availing this service must provide the following details:

- Folio Number
- Company Name
- Nature of Grievance
- Senior Citizen Investor ID proof showing Date of Birth

A dedicated toll-free number 1800 3094 006 is also provided for the convenience of the senior citizens.



Additional information pursuant to the Secretarial Standards – 2 on General Meetings and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 / Explanatory Statement in respect of the Special Businesses pursuant to Section 102 of the Companies Act, 2013

Item No. 3

Mr. Shriprakash Shukla (DIN: 00007418), Non-Executive Non-Independent Director of the Company, is liable to retire by rotation and being eligible, has offered himself for re-appointment.

Mr. Shukla was initially appointed as an Additional Director of the Company with effect from 1st April, 2015 and by the Members of the Company as a Director liable to retire by rotation at the 16th Annual General Meeting held on 15th September, 2015. Mr. Shukla had tendered his resignation and ceased to be a Director and Non-Executive Chairman from the close of business hours on 18th July, 2023. Simultaneously, the Board of Directors of the Company had at its meeting held on 18th July, 2023, on the recommendation of the Nomination and Remuneration Committee appointed Mr. Shukla as Additional Director (Non-Executive, Non-Independent), in his professional capacity with effect from 19th July, 2023. The Members of the Company, by way of resolution passed through postal ballot on 8th September, 2023, had approved his appointment as Director (Non-Executive, Non-Independent, Professional) of the Company, liable to retire by rotation with effect from 19th July, 2023.

Further, the Board of the Directors of the Company at its meeting held on 17th October, 2023, had appointed Mr. Shukla, as the Chairman of the Board of Directors of the Company with effect from 17th October, 2023.

Brief profile of Mr. Shukla including the nature of expertise in specific functional area:

Mr. Shriprakash Shukla, 66 years, is among the top-most industry leaders in India with over four decades of rich, varied experience in managing large projects and operations across diverse industries, including Tyres, Telecom, Defence & Aerospace, Steel and Agri sectors.

His past experience includes serving as Group President & Chairman of several companies of Mahindra Group in Defence, Aerospace and Agri Sector. Companies were spread across India, UAE, Australia, Europe & Latin America.

Prior to that, he served as President of Group Strategy and Chief Brand officer of the Mahindra Group. He oversaw and orchestrated a complete makeover of the visual identity of the Mahindra Group. He was also responsible for the Formula E (Electric Cars) & Moto3 (motorcycle) racing vertical for the Group.

He has been member of bilateral CEO forums with several countries including Spain. He has also served as a member of the Technology Development Board of Department of Science & Technology, Government of India. He is immediate Past President of Society of Indian Defence Manufacturers. Also, former Chairman of FICCI National Committee on Defence & Aerospace. Apart from the Company, Mr. Shukla holds directorships in Mahindra EPC irrigation Limited (Chairman) and Mahindra Agri Solutions Limited (Chairman).

His academic qualifications include BTech (IIT) and MBA (IIMA).

Directorships and Committee positions:

Apart from the Company, Mr. Shukla holds Directorships in Mahindra EPC irrigation Limited and Mahindra Agri Solutions Limited. He is Chairman of Allotment Committee and a Member of Nomination & Remuneration Committee, Risk Management Committee and Finance Committee of the Board of Mahindra Agri Solutions Limited.

Mr. Shukla has not resigned from any other listed entity in the past 3 years.

Attendance at Board Meeting during the previous financial year:

During the financial year ended on 31st December, 2025, 6 (Six) Board Meetings of the Company were held, and Mr. Shukla attended all the meetings.

Remuneration drawn in the previous financial year and Shareholding:

The Board of Directors at its meeting held on 16th October, 2025, on the recommendation of the nomination and remuneration committee, approved remuneration of ₹ 6,000,000/- per annum (Rupees Six Million only) payable annually to Mr. Shukla, as Non-Executive Non-Independent Director of the Company for the period of 3 years commencing from 1st April, 2025, details of which are provided in this explanatory statement below for resolution at Item No. 5 of this Notice. Accordingly, an amount of ₹ 4,500,000/- (Rupees Four Million Five Hundred Thousand only) is payable to Mr. Shukla for the period 1st April, 2025 to 31st December, 2025, subject to approval of the Members to the resolution proposed at Item No. 5 of this notice.

Other disclosures

As on the date of this Notice, Mr. Shukla does not hold any Equity Shares of the Company.

Mr. Shukla is not disqualified from being appointed as Director in terms of Section 164 of the Act and he is not restrained from holding the position of Director in any Company by virtue of any order of SEBI or any such authority.



Apart from Mr. Shukla, who would be interested in his re-appointment and his relatives to the extent of their Shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution as set-out in Item No. 3 of the Notice. None of the Directors and Key Managerial Personnel of the Company are inter-se related.

Accordingly, the Board recommends the Resolution as set out at Item No. 3 of this Notice for approval of the Members as an Ordinary Resolution.

Item No. 4

Pursuant to Section 148 of the Companies Act, 2013 (the Act) read with the Companies (Cost Records and Audit) Rules, 2014 (the Rules), as amended from time to time, the Board of Directors have, at their Meeting held on 19th February, 2026, on the recommendation of the Audit Committee, re-appointed M/s. Dhananjay V. Joshi & Associates, Cost Accountants (Firm Registration Number 000030) as Cost Auditors of the Company for conducting the audit of the cost records made and maintained by the Company in respect of products or services which may get covered under the Cost Audit as per the Act and the Rules, for the Financial Year ending 31st December, 2026, at a remuneration of ₹ 13,86,000/- (Rupees Thirteen Lakhs Eighty Six Thousand Only) plus taxes as may be applicable and reimbursement of such other out of pocket expenses, as may be incurred by them during the course of Audit.

Pursuant to Section 148(3) of the Act read with Rule 14 of the Rules, the remuneration to be paid to the Cost Auditors as approved by the Board of Directors need to be ratified by the Members of the Company.

Accordingly, the Members of the Company are requested to ratify remuneration payable to the Cost Auditors for conducting the Audit of Cost records, for the Financial Year ending 31st December, 2026.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this item.

In the opinion of the Board, the proposed remuneration is commensurate with the size of the Company and scope of the Cost Audit and accordingly, the Board recommends the Resolution as set out at Item No. 4 of this Notice for approval of the Members as an Ordinary Resolution.

Item No. 5

Mr. Shriprakash Shukla (DIN: 00007418) is a Non-Executive Non-Independent Director and Chairman of the Board of Directors of the Company.

The Company has benefited from the vast experience and long association of Mr. Shukla with the Company

and his role as Non-Executive Chairman of the Board has significantly strengthened the Company's leadership. Mr. Shukla demitted all his executive responsibilities from other entities effective 31st March, 2025. The Board and the Senior Management draw upon Mr. Shukla's vast experience of Indian industry and corporate governance norms and seeks his advice and guidance on critical matters as a Director of the Company. Accordingly, he has been providing feedback and guidance on critical matters which demand increased investment of time as Director of the Company.

Considering this the Nomination and Remuneration Committee and the Board of Directors of the Company at their respective meetings held on 16th October, 2025, considered payment of remuneration to Mr. Shukla in his capacity as a Non-Executive Non-Independent Director and Chairman of the Board, with a view to compensating him for the additional time he has been spending on guiding the Directors and Senior Management on critical matters. Based on the recommendation of the Nomination and Remuneration Committee, the Board at the said meeting approved and recommended to the Members for their approval, payment of remuneration of ₹ 6,000,000/- (Rupees Six Million only) per annum, by way of annual payment (subject to review of said frequency by the Board from time to time), to Mr. Shukla as Non-Executive Non-Independent Director of the Company for the period of three years commencing from 1st April, 2025 till 31st March, 2028, subject to condition that the remuneration paid to Mr. Shukla together with any remuneration paid to other Non-Executive Directors of the Company, does not exceed the limits approved by the Members of the Company from time to time. The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, further approved that the frequency of payment of remuneration payable to Mr. Shukla (which may be monthly or quarterly or otherwise) and the manner and structure of payment of the remuneration (within the overall limit of remuneration that the members may approve) may be reviewed by the Board from time to time.

The Nomination and Remuneration Committee and the Board of Directors were of the opinion that Mr. Shukla's role as Chairman of the Board of Directors and his advice and guidance on critical matters is in the best interest of the Company and therefore the remuneration approved and recommended was appropriate.

Section 197(4) of the Companies Act, 2013 (the Act) provides that, the remuneration payable to the Directors of a Company, including any Managing or Whole-time Director or Manager, shall be determined, in accordance with and subject to the provisions of Section 197, either by the articles of the Company, or by a resolution or, if the articles so require, by a special resolution, passed by the Company in General Meeting. Further, as per Regulation



17(6) of the Listing Regulations all fees or compensation, if any, paid to Non-Executive Director(s), including Independent Director(s) (except sitting fees) require approval of Members of the Company.

Accordingly, approval of Members of the Company is requested for remuneration proposed to be paid to Mr. Shukla, more particularly described in the resolution set out at Agenda Item No. 5 of the Notice of AGM.

Overall limit of remuneration approved by the Shareholders

Section 197 of the Companies Act, 2013 authorises the Company to remunerate its Directors within the overall limit of 11% of the net profits of the Company in a financial year. Within this limit of 11% of the net profits, the Section also authorises the Members of the Company to authorise the Company to pay remuneration to Non-Executive Directors i.e. Directors who are neither Managing Directors nor Whole-Time Directors.

The Members of the Company at their 19th Annual General Meeting held on 19th April, 2018 had approved to pay remuneration to its Managing Director, Whole-time Director and other Non-Independent Directors, either by way of a monthly payment or at a specified percentage of the net profits of the Company or partly by one way and partly by the other and the Company may pay remuneration to the Independent Directors of the Company by way of profit related commission provided that (i) total remuneration paid to all the Directors taken together in respect of any Financial Year shall not exceed 11% of the net profits of the Company for that Financial Year (ii) the remuneration paid to all the Non-Executive Directors of the Company taken together in respect of any Financial Year may exceed 1% but shall not exceed 4% of the net profits of the Company for that Financial Year; and (iii) the remuneration payable to all the Executive Directors [i.e., Managing Director or Whole-time Director] of the Company taken together in respect of any Financial Year shall not exceed 7% of the net profits of the Company for that Financial Year.

Other disclosures

Kindly refer the details provided in this explanatory statement at Item No. 3 hereinabove for the brief profile of Mr. Shukla including his age, qualifications, experience, date of first appointment on the Board, the number of Meetings of the Board attended during the year, other Directorships, Membership/ Chairmanship of Committees of other Boards etc.

Apart from Mr. Shukla, who would be interested in the remuneration payable to him and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial

Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice. None of the Directors and Key Managerial Personnel of the Company are inter-se related.

Accordingly, the Board recommends the Resolution as set out at Item No. 5 of this Notice for approval of the Members as an Ordinary Resolution.

Item No. 6

The members of the Company had at the 26th Annual General Meeting of the Company held on 30th April, 2025 approved the re-appointment of Mr. Manoj Menon as Whole-time Director of the Company for a term of 3 years from 17th October, 2025 and approved payment of remuneration of ₹ 25 Million per annum to Mr. Menon excluding the amount payable towards stock appreciation benefit. The Members had further authorized the Board of Directors of the Company to decide, from time to time, on recommendation of the Nomination and Remuneration Committee of the Company, the salary, perquisites and other allowances and benefits which shall be paid to Mr. Manoj Menon, subject to condition that the remuneration shall not exceed the limit of remuneration of ₹ 25 Million per annum as mentioned above. The Members had also resolved that the amount payable under the Stock Appreciation Benefit policy shall be over and above the aforesaid limits of ₹ 25 Million.

Pursuant to Sections 197 and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act, the proposal of revision in the remuneration of Mr. Manoj Menon as Whole-time Director (Designated as Executive Director) is now being placed before the Members for their approval. The Members of the Company are requested to consider and approve the maximum limit of remuneration of ₹ 30,000,000 million (Rupees Thirty Million) (excluding amount payable towards Stock Appreciation Benefit under the Stock Appreciation Benefit Policy) and authorize the Board of Directors of the Company to fix the remuneration payable to Mr. Manoj Menon within the said limits, on the recommendation of the Nomination and Remuneration Committee, in accordance with the Policy of the Company and within the overall limit of Directors remuneration approved by the members from time to time.

Remuneration drawn in the previous financial year

Mr. Menon was paid an aggregate remuneration, of ₹ 18.82 million (excluding Stock Appreciation Benefit)



by the Company during the Financial Year ended 31st December, 2025. Mr. Menon received remuneration of ₹ 2.81 Million from CIE Aluminium Casting India Limited (CIEALCAST), a material wholly-owned subsidiary of the Company, during the financial year ended 31st December, 2025, for his responsibilities as Executive Director and CEO of CIEALCAST. Thus, the aggregate remuneration received by Mr. Menon from the Company and CIEALCAST during the financial year ended 31st December, 2025 excluding the amount paid towards Stock Appreciation Benefits, was ₹ 21.63 Million.

In addition to the above, an amount of ₹ 24.33 million was paid towards the final payout amount of the Stock Appreciation Benefit payable to Mr. Menon in February, 2025.

Grant of Stock Appreciation Benefit

The Board of Directors of the Company had at its meeting held on 29th April, 2025, on the recommendation of the Nomination and Remuneration Committee, granted 1,50,000 Stock Appreciation Units ("SAU") to Mr. Manoj Menon under the Stock Appreciation Benefit Policy of the Company. These SAUs only represent a numeric multiple for which the 'Stock Appreciation Benefit' shall be paid by the Company to Mr. Manoj Menon. The Base Price considered for Stock Appreciation Benefit is fixed at ₹468.37/-. The Redemption Price for determining the Stock Appreciation Benefit shall be calculated as the volume-weighted average market price of the shares of the Company quoted on National Stock Exchange of India Limited for a period of sixty trading days immediately preceding the Pay-out Date. The appreciation in the price per Shares of the Company between the 'Base Price' and the 'Redemption Price' shall be the stock appreciation benefit per SAU, which shall be paid as a cash incentive to Mr. Manoj Menon for the number of SAUs granted to him. The pay-out shall be made on two dates viz: 31st December, 2027 (first pay-out) and 30th April, 2030 (final pay-out reduced by the amount already paid in first payout). Accordingly, the first pay-out is due on 31st December, 2027.

Approval and recommendation of the Board and Nomination and Remuneration Committee

Mr. Manoj Menon's knowledge and experience is of immense benefit and value to the Company, and he is key asset for the performance of the Company's Stampings, Castings, Magnetic Products, Composites and Gears divisions. During CY2023, Mr. Menon also assumed the position of Executive Director and CEO of CIE Aluminium Casting India Limited, a material wholly owned subsidiary of the Company.

In view of the foregoing, the Board of Directors, on the recommendation of Nomination and Remuneration

Committee at its meeting held on 18th February, 2026 reviewed the limit of remuneration (excluding the Stock Appreciation Benefit) of Mr. Menon, as the Whole-time Director of the Company during his current tenure.

The Board, on the recommendation of Nomination and Remuneration Committee, approved and recommended to Members for their approval, a revision in the limit of remuneration payable Mr. Menon such that the remuneration (excluding the Stock Appreciation Benefit) payable to Mr. Menon w.e.f. 1st April, 2026 shall not exceed ₹ 30,000,000/- (Rupees Thirty million only) per annum. The remuneration may be paid by way of a monthly payment or at a specified percentage of the net profits of the Company or partly by one way and partly by the other, during his remaining tenure as the Whole-time Director of the Company.

Mr. Menon shall continue to be entitled to Stock Appreciation Benefits in accordance with the Stock Appreciation Benefit Policy of the Company and the amount payable under the Stock Appreciation Benefit Policy shall be over and above the aforesaid limits of ₹ 30,000,000 (Rupees Thirty Million).

Within this limit, as the shareholders may approve, the Board of Directors of the Company shall decide, from time to time, on recommendation of the Nomination and Remuneration Committee of the Company, the salary, perquisites and other allowances and benefits which shall be paid to Mr. Menon.

However, the aggregate remuneration payable to Mr. Menon (including the Stock Appreciation Benefit Amount) along-with remuneration payable to other Whole-time Director(s) or Managing Director(s) of the Company, if any, shall be subject to the overall ceiling of 7% of the net profits of the Company in a financial year as approved by the members at the 19th Annual General Meeting held on 19th April, 2018 or such other limits as may be approved by the members of the Company from time to time hereinafter.

It is hereby clarified that the aggregate remuneration payable by the Company and CIEALCAST to Mr. Menon, excluding the stock appreciation benefit, for the remaining term of his appointment, shall be within the proposed overall limits of ₹ 30,000,000/- (Rupees Thirty million only).

Brief profile of Mr. Menon including the nature of expertise in specific functional area:

Mr. Manoj Mullassery Menon, 58 years, holds B. Tech in Production Engineering from National Institute of Technology, Calicut and has a Masters in Management Studies from Symbiosis Institute of Business Management. Mr. Menon has an experience of more than 35 years from



setting up green field projects to heading operations and strategy. Mr. Menon leads the business of the Gears, Composites, Foundry, Stampings & Magnetic Products in India. Prior to this he was the Executive Director and CEO of Mahindra Gears and Transmissions Private Limited (MGTP), the erstwhile wholly owned subsidiary of the Company. In 2023, Mr. Menon was also appointed as Executive Director and CEO of CIE Aluminum Casting India Limited, the Wholly Owned Subsidiary Company in India.

Directorships and Committee positions:

Apart from the Company, Mr. Menon holds directorships in wholly owned subsidiaries of the Company namely; CIE Hosur Limited and CIE Aluminium Casting India Limited. He is Chairman of Corporate Social Responsibility Committee and Risk Management Committee of the Company and a Member of Stakeholders' Relationship Committee of the Company. Further, he is also the Chairman of Corporate Social Responsibility Committee of CIE Aluminium Casting India Limited.

Mr. Menon also holds directorship in Metalcastello S.p.A a wholly owned subsidiary of the Company incorporated outside India

Attendance at Board Meeting during the previous financial year:

During the financial year ended on 31st December, 2025, 6 (Six) Board Meetings of the Company were held and Mr. Menon attended all the meetings.

Shareholding:

Mr. Menon holds 23,558 equity shares of the Company as on the date of this notice.

Other disclosures

In accordance with Section 190 of the Act, the letter of Grant in respect of the Stock Appreciation Benefit, a copy of Stock Appreciation Benefit Policy and the Letter of Appointment including Terms of Employment of Mr. Menon are kept at the registered office of the Company and are open to inspection by any member of the company without payment of fee. The members seeking to inspect these documents may send an email request to contact.investors@cie-india.com.

Apart from Mr. Menon, who would be interested in the remuneration payable to him and his relatives to the extent of their Shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution as set-out in Item No. 6 of the Notice. None of the Directors and Key Managerial Personnel of the Company are inter-se related.

Accordingly, the Board recommends the Resolution as set out at Item No. 6 of this Notice for approval of the Members as an Ordinary Resolution.

Item No. 7

Mahindra & Mahindra Limited (M&M) is one of the major customer of the Company and the Company manufactures and supplies automotive components/parts to M&M in ordinary course of its business. In connection with the said manufacture and supply of components/parts, the Company needs to also execute various other transactions with M&M which inter-alia are in the nature of sale of Goods and services, purchase of goods and services, purchase of assets, payment or receipt of interest for delayed or advance payments, paying the rent for the property taken on lease by the Company and any other transfer of resources, services or obligation (collectively referred to as "Transactions"). M&M is a related party of the Company in accordance with applicable accounting standards, hence the Transactions are considered as Related Party Transactions.

In accordance with Regulation 23(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') all related party transactions and subsequent material modifications thereto require prior approval of the Audit Committee. Further as per Regulation 23(4) of the Listing Regulations, all material related party transactions and subsequent material modifications thereto require prior approval of the shareholders. As per Regulation 23 of the Listing Regulations read with Company's Policy on Materiality of and dealing with Related Party Transactions ('the RPT Policy'), Material Related Party Transaction means a transaction with a Related Party where the transaction/ transactions to be entered into individually or taken together with previous transactions with a Related Party during a financial year, exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company ('Materiality Threshold').

In accordance with Regulations 23(2) and 23(3) of the Listing Regulations and subject to the approval of the members of the Company under Regulation 23(4) of the Listing Regulations, the Audit Committee at its meeting held on 17th December, 2025 and 19th February, 2026, granted its omnibus approval to the related party transaction of the Company with M&M to be entered into during the financial year ending 31st December, 2026 for an aggregate value of ₹ 25,000 Million (Rupees Twenty Five Thousand Million only), which exceeds the Materiality Threshold.

Pursuant to Regulation 23(4) of the Listing Regulations, the Members of the Company had at the 26th Annual



General Meeting held on 30th April, 2025 approved material related party transactions of the Company with M&M for an aggregate amount not exceeding ₹ 23,000 million (Rupees Twenty Three Thousand Million only) in a financial year. In accordance with the Listing Regulations the said approval of the members is valid upto the 27th Annual General Meeting of the Company i.e. 29th April, 2026. The transactions to be entered into by the Company with M&M till 29th April, 2026 shall be within the limits approved by the members vide their resolution dated 30th April, 2025 i.e. aggregate value of such transactions shall not exceed ₹ 23,000 Million in the financial year.

In view of the above, approval of the members of the Company is being sought for the Material Related Party transactions to be entered into by the Company with M&M from the ensuing 27th Annual General Meeting till the 28th Annual General Meeting to be held in the calendar year 2027, as per the resolution as set out in Item No. 7 of the Notice.

In addition to the omnibus approval granted by the Audit Committee under Regulation 23(3) of the Listing Regulations, as mentioned hereinabove, the Audit Committee had at its meeting held on 19th February, 2026 also considered the resolution as set out in Item No. 7 of the Notice of AGM, in relation to the Material Related Party transactions which the Company shall enter into with M&M, from the ensuing 27th Annual General Meeting till the 28th Annual General Meeting to be held in

the calendar year 2027. A Statement containing all the necessary disclosures, including the information required to be disclosed to the Audit Committee in accordance with the SEBI Master circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities last updated on 30th January, 2026 (the Master Circular) read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" issued vide SEBI Circular dated 26th June, 2025 (the RPT Industry Standard) was placed before the Committee. Further, a certificate from the Executive Director & Group CEO and the Chief Financial Officer inter-alia confirming that the terms of RPTs proposed to be entered into are in the interest of the Company was also placed before the Committee. The Committee reviewed the said Statement and the said Certificate and after due consideration approved the Material Related Party transactions to be entered into by the Company with M&M from the ensuing 27th Annual General Meeting till the 28th Annual General Meeting to be held in the calendar year 2027 and recommended to the Board of Directors and the Members the resolution as set out in Item No. 7 of the AGM Notice. The Board of Directors of the Company at its meeting held on 19th February, 2026 considered the above proposal and has recommended to the Members for their approval the resolution as set out in Item No. 7 of the AGM Notice.



The information that was placed before the Audit Committee while seeking its approval and before the Board of Directors while seeking its recommendation to shareholders for the proposed material related party transactions of the Company with M&M, at their respective meetings held on 19th February, 2026, to the extent applicable, is provided below:

Sr. No.	Particulars	Relevant disclosures																																																																																																		
A1 – Basic Details of the Related Party																																																																																																				
1	Name of the related party	Mahindra & Mahindra Limited																																																																																																		
2	Country of incorporation of the related party	India																																																																																																		
3	Nature of business of the related party	Manufacturing automotive products and farm equipment																																																																																																		
A2 – Relationship and ownership of the related party																																																																																																				
1	Relationship between the Company and M&M including nature of its concern (financial or otherwise)	M&M is an entity exercising significant influence over ultimate holding company of the Company.																																																																																																		
2	Shareholding of the Company, whether direct or indirect, in M&M	Nil																																																																																																		
3	Shareholding of M&M, whether direct or indirect, in the Company	Nil																																																																																																		
A3. Details of previous transactions with the related party																																																																																																				
1	Total amount of all the transactions undertaken by the Company or its subsidiaries with M&M during the last financial year i.e. financial year ended 31 st December 2025	(Amount in ₹ Million) <table><tr><th colspan="4">31.12.2025</th><th colspan="3">31.12.2024</th></tr><tr><th>Nature of Transaction</th><th>CIE India</th><th>Subsidiaries</th><th>Consolidated</th><th>CIE India</th><th>Subsidiaries</th><th>Subsidiaries</th></tr><tr><td>Sales of Goods</td><td>18,930.85</td><td>1.98</td><td>18,932.83</td><td>16,371.27</td><td>2.04</td><td>16,373.31</td></tr><tr><td>Sales of services</td><td>86.35</td><td>-</td><td>86.35</td><td>54.29</td><td>-</td><td>54.29</td></tr><tr><td>Purchase of Goods</td><td>2.83</td><td>-</td><td>2.83</td><td>1.80</td><td>-</td><td>1.80</td></tr><tr><td>Purchase of Services</td><td>3.95</td><td>-</td><td>3.95</td><td>1.68</td><td>-</td><td>1.68</td></tr><tr><td>Purchase of Fixed Assets</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td></tr><tr><td>Rent paid</td><td>19.97</td><td>-</td><td>19.97</td><td>19.25</td><td>-</td><td>19.25</td></tr><tr><td>Interest Received</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td></tr><tr><td>Interest Paid</td><td>22.12</td><td>-</td><td>22.12</td><td>23.64</td><td>-</td><td>23.64</td></tr><tr><td>Reimbursements Received</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td></tr><tr><td>Reimbursements Paid</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td></tr><tr><td>Any other transfer of resource, services or obligation</td><td>51.58</td><td>-</td><td>51.58</td><td>-</td><td>-</td><td>-</td></tr><tr><td>Total</td><td>19,117.65</td><td>1.98</td><td>19,119.63</td><td>16,471.93</td><td>2.04</td><td>16,473.97</td></tr></table>	31.12.2025				31.12.2024			Nature of Transaction	CIE India	Subsidiaries	Consolidated	CIE India	Subsidiaries	Subsidiaries	Sales of Goods	18,930.85	1.98	18,932.83	16,371.27	2.04	16,373.31	Sales of services	86.35	-	86.35	54.29	-	54.29	Purchase of Goods	2.83	-	2.83	1.80	-	1.80	Purchase of Services	3.95	-	3.95	1.68	-	1.68	Purchase of Fixed Assets	-	-	-	-	-	-	Rent paid	19.97	-	19.97	19.25	-	19.25	Interest Received	-	-	-	-	-	-	Interest Paid	22.12	-	22.12	23.64	-	23.64	Reimbursements Received	-	-	-	-	-	-	Reimbursements Paid	-	-	-	-	-	-	Any other transfer of resource, services or obligation	51.58	-	51.58	-	-	-	Total	19,117.65	1.98	19,119.63	16,471.93	2.04	16,473.97
31.12.2025				31.12.2024																																																																																																
Nature of Transaction	CIE India	Subsidiaries	Consolidated	CIE India	Subsidiaries	Subsidiaries																																																																																														
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Purchase of Fixed Assets	-	-	-	-	-	-																																																																																														
Rent paid	19.97	-	19.97	19.25	-	19.25																																																																																														
Interest Received	-	-	-	-	-	-																																																																																														
Interest Paid	22.12	-	22.12	23.64	-	23.64																																																																																														
Reimbursements Received	-	-	-	-	-	-																																																																																														
Reimbursements Paid	-	-	-	-	-	-																																																																																														
Any other transfer of resource, services or obligation	51.58	-	51.58	-	-	-																																																																																														
Total	19,117.65	1.98	19,119.63	16,471.93	2.04	16,473.97																																																																																														



Sr. No.	Particulars	Relevant disclosures								
2	Total amount of all the transactions undertaken by the Company or its subsidiaries with M&M in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought	Not applicable since the approval of the Audit Committee and the Board of Directors and their recommendation to members under Regulation 23(4) of the Listing Regulations was obtained at their respective meetings held on 19 th February, 2026 i.e. in first quarter of FY2026. <i>However, for benefit of shareholders, the transactions undertaken by the Company or its subsidiaries with M&M over preceding two financial years ending on 31st December, 2025 and 31st December, 2024 are disclosed herein above.</i>								
3	Default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the Company or its subsidiary during the last financial year.	No								
A4. Amount of the proposed transaction(s)										
1	Amount of the proposed transactions being placed for approval of the shareholders at the 27 th AGM	Aggregate annualised value of all the transactions that the Company shall enter into with M&M during a financial year shall be upto ₹ 25,000 Million								
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes								
3	Value of the proposed transactions as a percentage of the Company's annual consolidated turnover for the immediately preceding financial year ending 31 st December 2025	26.58%								
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable								
5	Value of the proposed transactions as a percentage of M&M's annual consolidated turnover for the immediately preceding financial year i.e. financial year ending 31 st March, 2025	1.57%								
6	Financial performance of M&M for the immediately preceding financial year i.e. financial year ending 31 st March, 2025	<table><tr><th>Particulars</th><th>Amount in ₹ Million</th></tr><tr><td>Turnover</td><td>1,164,836.80</td></tr><tr><td>Profit After Tax</td><td>118,549.60</td></tr><tr><td>Net worth</td><td>615,851.00</td></tr></table>	Particulars	Amount in ₹ Million	Turnover	1,164,836.80	Profit After Tax	118,549.60	Net worth	615,851.00
Particulars	Amount in ₹ Million									
Turnover	1,164,836.80									
Profit After Tax	118,549.60									
Net worth	615,851.00									
	Note: The financial information of related party included as above is based upon the audited consolidated financial statement of M&M for the preceding financial year i.e. financial year ending 31 st March, 2025. As required under Industry Standards the copies of the audited financial statement of related party or relevant financial extracts therefrom duly certified by the Related Party shall was made available for review of the Audit Committee.									



Sr. No.	Particulars	Relevant disclosures
A5. Basic details of the proposed transaction		
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	a) Sales of Goods b) Sales of services c) Purchase of Goods d) Purchase of Services e) Purchase of Fixed Assets f) Rent paid g) Interest Received h) Interest Paid i) Reimbursements Received j) Reimbursements Paid k) Any other transfer of resource, services or obligation
2	Details of each type of the proposed transaction	The transactions entered into or proposed to be entered into with M&M are in the nature of sale of goods and services, purchase of goods and services, Purchase of Assets, payment or receipt of interest for delayed or advance payments, paying the rent for the property taken on lease by the Company and any other transfer of resources, services or obligation to meet the objectives or requirement ("Transactions"). M&M is one of the main customers for most of the Company's production technologies in India. The Sale of Goods primarily includes manufacturing and supply of castings, forgings, sheet metal, gears and other components/parts and specific tooling developed for such components/parts. The sale of services primarily includes services in the nature of refurbishment of tools. Similarly, the Purchase of Goods, Purchase of Services, Purchase of Fixed Assets, Reimbursements Received, Reimbursements Paid or any other transfer of resource, services or obligation are all largely connected with the manufacture and supply of components/parts to M&M. Payment or receipt of interest is towards the delayed or advance payments of Trade Receivables from M&M. Payment of rent is in relation to the premises taken on Lease basis from M&M including the security deposit kept with M&M for the said lease.
3	Tenure of the proposed transaction	The proposed transactions are repetitive in nature and are undertaken in the ordinary course of the Company's business activities on an ongoing basis. The omnibus approval of the shareholders is being obtained for all the transaction entered into from the 27th AGM upto the 28th AGM to be held in the calendar year 2027 subject to the period not exceeding fifteen months.
4	Whether omnibus approval is being sought?	Yes



Sr. No.	Particulars	Relevant disclosures																																				
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate annualised value of all the transactions that the Company shall enter into with M&M during a financial year shall not exceed ₹ 25,000 Million. The transactions are executed on an ongoing basis. The Omnibus Approval of the shareholders is for transactions to be entered into from the date of 27th AGM upto the date of 28th AGM to be held in the calendar year 2027 (subject to the period not exceeding fifteen months). Further the Audit Committee while granting its approval under Regulation 23(2) and 23(3) of the Listing Regulations has also approved limits for each nature of transactions and maximum value per transaction. The same is as below, which reflects expected bifurcation of the aggregate amount of proposed MRPTs for each nature of transaction: <table> <tr> <th>Nature of Transaction</th><th>Aggregate Value during a financial year approved by Audit Committee (in ₹ Million)</th><th>Maximum Value per transaction approved by Audit Committee (in ₹ Million)</th></tr> <tr> <td>Sales of Goods</td><td>24,280.00</td><td>20.00</td></tr> <tr> <td>Sales of services</td><td>160.00</td><td>20.00</td></tr> <tr> <td>Purchase of Goods</td><td>50.00</td><td>5.00</td></tr> <tr> <td>Purchase of Services</td><td>50.00</td><td>5.00</td></tr> <tr> <td>Purchase of Fixed Assets</td><td>50.00</td><td>5.00</td></tr> <tr> <td>Rent paid</td><td>50.00</td><td>5.00</td></tr> <tr> <td>Interest Received</td><td>50.00</td><td>10.00</td></tr> <tr> <td>Interest Paid</td><td>50.00</td><td>50.00</td></tr> <tr> <td>Reimbursements Received</td><td>50.00</td><td>5.00</td></tr> <tr> <td>Reimbursements Paid</td><td>50.00</td><td>5.00</td></tr> <tr> <td>Any other transfer of resource, services or obligation</td><td>160.00</td><td>50.00</td></tr> </table> The details of transactions entered into by the Company shall be placed before the Audit Committee of the Company as per the requirements of the Listing Regulations and the SEBI Circulars and aggregate value thereof during a financial year shall remain within the limits as approved by the members i.e. ₹ 25,000 million. Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee, which forms part of the RPT Policy, shall be placed before the members for approval, in terms of Regulation 23(4) of the Listing Regulations.	Nature of Transaction	Aggregate Value during a financial year approved by Audit Committee (in ₹ Million)	Maximum Value per transaction approved by Audit Committee (in ₹ Million)	Sales of Goods	24,280.00	20.00	Sales of services	160.00	20.00	Purchase of Goods	50.00	5.00	Purchase of Services	50.00	5.00	Purchase of Fixed Assets	50.00	5.00	Rent paid	50.00	5.00	Interest Received	50.00	10.00	Interest Paid	50.00	50.00	Reimbursements Received	50.00	5.00	Reimbursements Paid	50.00	5.00	Any other transfer of resource, services or obligation	160.00	50.00
Nature of Transaction	Aggregate Value during a financial year approved by Audit Committee (in ₹ Million)	Maximum Value per transaction approved by Audit Committee (in ₹ Million)																																				
Sales of Goods	24,280.00	20.00																																				
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Purchase of Fixed Assets	50.00	5.00																																				
Rent paid	50.00	5.00																																				
Interest Received	50.00	10.00																																				
Interest Paid	50.00	50.00																																				
Reimbursements Received	50.00	5.00																																				
Reimbursements Paid	50.00	5.00																																				
Any other transfer of resource, services or obligation	160.00	50.00																																				



Sr. No.	Particulars	Relevant disclosures
6	Justification as to why the RPTs proposed to be entered into are in the interest of the Company	The Company, being an auto component maker, targets to have all key OEMs in its customer portfolio. M&M is one of the leading Original Equipment Manufacturer in India and has been a major customer of the Company which is also substantiated by the sale of goods to M&M during CY2025 which accounted for almost 18% of the consolidated sales of the Company. The Company always looks for opportunities to participate in new programs launched by the OEMs as well as increasing the Share of Business in the Existing Programs. The Company also makes similar efforts for its business with M&M. Other transactions are also linked to or relevant for ensuring smooth supply of products to M&M. All the Transactions with M&M are in Ordinary Course of Company's Business and are at arm's length basis.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the Company who have interest in the transaction, whether directly or indirectly.	None of the Directors, Key Managerial Personnel or their relatives are interested or concerned, financially or otherwise in the transaction, whether directly or indirectly. However, Mr. Shriprakash Shukla, Director of the Company, may be considered as concerned or interested in the proposed transactions to the extent of his shareholding in M&M.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	All the Transactions with M&M are regular business transactions and predominantly are of P&L nature and are in the Ordinary Course of Company's business and are at Arm's Length basis. Therefore, no valuation report or other external report is obtained for the same or relied upon by the Company.
9	Other information relevant for decision making.	Nil
B1. Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In case of sale of goods to M&M, the Company responds to the RFQ's (Request for Quotes) received from M&M and basis negotiations wins business award for a program. All other transactions are largely connected to the sale of goods to M&M. In line with the business practice followed for all its customers and policies of the Company, no bids are invited by the Company for any of proposed transactions with M&M.
2	Basis of determination of price including the indicative base price / current contracted price and the formula for variation in the price if any.	The Company always looks for opportunities to participate in new programs launched by the OEMs as well as increasing the Share of Business in the Existing Programs. The Company also makes similar efforts for its business with M&M. The pricing for any transaction is a result of competitive bidding and/or hard negotiations, as the case may be.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction.	Not Applicable



The Audit Committee and the Board of Directors are of the opinion that the proposed related party transactions between the Company and M&M are in ordinary course of business, are transacted at arm's length basis and shall not be detrimental to the interest of minority members, and are in the interest of the Company and its members.

In accordance with the SEBI Circulars the approval of the Members of the Company shall be valid upto the date of the 28th AGM subject to maximum period of fifteen months from the date of this 27th AGM. The Company shall seek fresh approval of the Members before the expiry of this approval in case of need.

Based on the information on Related Party Transactions, summarised in this explanatory statement hereinabove, the Audit Committee has granted its approval and the Board of Directors of the Company has considered and recommended for the approval of the Members the proposed related party transactions between the Company and M&M.

Pursuant to Regulation 23 of the Listing Regulations, members may also note that no related party of the Company shall vote to approve the resolution at Item No. 7 whether the entity is a related party to the particular transaction or not. Accordingly, no Member of the Company being a Related Party of the Company as per the Listing Regulations, shall vote to approve the said resolution.

None of the Directors, Key Managerial Personnel or their relatives are interested or concerned, financially or otherwise, in the Resolution set out at Item No. 7. However, Mr. Shriprakash Shukla, Director of the Company may be concerned or interested in the proposed transactions to the extent of his shareholding in M&M.

Accordingly, the Board recommends the Resolution as set out at Item No. 7 of this Notice for approval of the Members as an Ordinary Resolution.

Item No. 8

CIE Galfor S.A.U., Spain ('CIE Galfor') is a wholly owned subsidiary of the Company. CIE Automotive S.A. ('CIE Automotive') is the Ultimate Holding Company of the Company and CIE Galfor. CIE Galfor and CIE Automotive both incorporated under Laws of Spain have been entering into various transactions in their Ordinary Course of Business which are in the nature of Cash Pooling Arrangement and purchase of services during the course of the year. All these transactions are governed and are in compliance with Spanish Law including transfer pricing.

Regulation 2(1)(zc) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') defines "Related Party Transactions" to inter-alia mean, transfer of resources, services or obligations between a listed entity or any of its subsidiaries

on one hand and a related party of the listed entity or any of its subsidiaries on the other hand. Accordingly, the transactions amongst CIE Galfor and CIE Automotive are related party transactions.

In accordance with the Regulation 23(2) of the Listing Regulations all related party transactions and subsequent material modifications requires prior approval of the Audit Committee. Further as per Regulation 23(4) of the Listing Regulations, all material related party transactions and subsequent material modifications shall require prior approval of the shareholders.

As per Regulation 23(1) read with Schedule XII to the Listing Regulations and Company's Policy on Materiality of and dealing with Related Party Transactions ('the RPT Policy'), a transaction with a Related Party, undertaken by the Company and any of its Subsidiaries, shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company ("materiality threshold").

The aggregate amount of funds transferred to or drawn from the cash pool account as a part of Cash Pooling Arrangement, as explained, exceeds the materiality threshold.

In accordance with Regulations 23(2) and 23(3) of the Listing Regulations and subject to the approval of the members of the Company under Regulation 23(4) of the Listing Regulations, the Audit Committee has at its meeting held on 17th December, 2025, granted its omnibus approval to the related party transaction of CIE Galfor with CIE Automotive to be entered into during the financial year ending 31st December, 2026. Aggregate value of the transactions approved by the Audit Committee is € 504 Million (Euro Five Hundred and Four Million only), which exceeds the Materiality Threshold.

Pursuant to Regulation 23(4) of the Listing Regulations, the Members of the Company had at the 26th Annual General Meeting held on 30th April, 2025 approved material related party transactions of CIE Galfor with CIE Automotive for an aggregate amount not exceeding € 504 Million (Euro Five Hundred and Four Million only) in a financial year. In accordance with the Listing Regulations the said approval of the members is valid upto the 27th Annual General Meeting of the Company i.e. 29th April, 2026. The transactions to be entered into by CIE Galfor with CIE Automotive upto 29th April, 2026 shall be within the approval limits granted by the shareholders vide their resolution dated 30th April, 2025 i.e. the same shall not exceed € 504 Million.

In view of the above, approval of the members of the Company is being sought for the Material Related Party



transactions to be entered into by CIE Galfor with CIE Automotive from the ensuing 27th Annual General Meeting till the 28th Annual General Meeting to be held in Calendar Year 2027, as per the resolution as set out in Item No. 8 of the Notice.

In addition to the omnibus approval granted by the Audit Committee under Regulation 23(3) of the Listing Regulations, as mentioned hereinabove, the Audit Committee had at its meeting held on 19th February, 2026 also considered the resolution as set out in Item No. 8 of the Notice of AGM in relation to the Material Related Party transactions which CIE Galfor shall enter into with CIE Automotive from the ensuing 27th Annual General Meeting till the 28th Annual General Meeting to be held in Calendar Year 2027. A Statement containing all the necessary disclosures, including the information required to be disclosed to the Audit Committee in accordance with the SEBI Master circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities last updated on

30th January, 2026 (the Master Circular) read with the Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” issued vide SEBI Circular dated 26th June, 2025 (the RPT Industry Standard) was placed before the Committee. Further, a certificate from the Executive Director & Group CEO and the Chief Financial Officer inter-alia confirming that the terms of RPTs proposed to be entered into are in the interest of the Company was also placed before the Committee. The Committee reviewed the said Statement and the said Certificate and after due consideration approved the Material Related Party transactions to be entered into by CIE Galfor with CIE Automotive from the ensuing 27th Annual General Meeting till the 28th Annual General Meeting to be held in Calendar Year 2027 and recommended to the Board of Directors and the Members the resolution as set out in Item No. 8 of the AGM Notice. The Board of Directors of the Company at its meeting held on 19th February, 2026 considered the above and have recommended to the Members for their approval the resolution as set out in Item No. 8 of the AGM Notice.

The information that was placed before the Audit Committee while seeking its approval and before the Board of Directors while seeking its recommendation to shareholders for the proposed material related party transactions of the CIE Galfor with CIE Automotive, at their respective meetings held on 19th February, 2026, to the extent applicable, is provided below:

Sr. No.	Particulars	Relevant Disclosures – CIE Galfor S.A.U. (CIE Galfor)
A1. Basic Details of the Related Party		
1	Name of the related party	CIE Automotive S.A.
2	Country of incorporation of the related party	Spain
3	Nature of business of the related party	Global full service supplier for components, assemblies and sub-assemblies
A2. Relationship and ownership of the related party		
1	Relationship between CIE Galfor i.e. the subsidiary of the Company and the Related Party including nature of its concern (financial or otherwise)	CIE Galfor S.A.U. is a wholly owned subsidiary of the Company. CIE Automotive S.A. (CIE Automotive) is the Ultimate Holding Company of CIE Galfor and the Company.
2	Shareholding of the Company and/or CIE Galfor i.e. the subsidiary of the Company (since the transaction involves the subsidiary), whether direct or indirect, in CIE Automotive	Nil
3	Shareholding of CIE Automotive, whether direct or indirect, in the Company and/or CIE Galfor (since the transaction involves the subsidiary).	CIE Automotive through its wholly owned step-down subsidiary Participaciones Internacionales Autometal, Dos S.L. holds 65.70% of the paid-up share capital of the Company. CIE Galfor is a wholly owned subsidiary of the Company. Accordingly, the indirect holding of CIE Automotive in Galfor shall be 65.70%.



Sr. No.	Particulars	Relevant Disclosures – CIE Galfor S.A.U. (CIE Galfor)																																																														
A3. Details of previous transactions with the related party																																																																
1	Total amount of all the transactions undertaken by the Company or the Subsidiary i.e. CIE Galfor with CIE Automotive during the last financial year ended 31 st December, 2025	A. All the transactions undertaken by CIE Galfor with CIE Automotive <table><tr><th rowspan="2">Nature of Transaction entered into during the last financial year ended</th><th colspan="2">(amounts in EURO Million)</th></tr><tr><th>31st December, 2025</th><th>31st December, 2024</th></tr><tr><td>Lending (as explained in A5(2) herein below)</td><td>25.21</td><td>37.29</td></tr><tr><td>Borrowing (as explained in A5(2) below)</td><td>84.24</td><td>103.60</td></tr><tr><td>Interest Paid</td><td>4.10</td><td>4.48</td></tr><tr><td>Interest Received</td><td>3.74</td><td>4.53</td></tr><tr><td>Purchase of Services/ Re-imbursements</td><td>1.59</td><td>1.72</td></tr><tr><td>Total</td><td>118.88</td><td>151.62</td></tr></table> B. All the transactions undertaken by the Company (standalone) as well as all its subsidiaries (including Galfor) with CIE Automotive <table><tr><th rowspan="2">Nature of Transaction</th><th colspan="2">31st December, 2025 (Amount in EURO Million)</th><th colspan="2">31st December, 2024 (Amount in EURO Million)</th></tr><tr><th>Company (Standalone)</th><th>Subsidiaries* (including Galfor) (In Million)</th><th>Company (Standalone)</th><th>Subsidiaries* (including Galfor) (In Million)</th></tr><tr><td>Lending (as explained in A5(2) herein below)</td><td>Nil</td><td>25.21</td><td>Nil</td><td>37.29</td></tr><tr><td>Borrowing (as explained in A5(2) below)</td><td>Nil</td><td>139.31</td><td>Nil</td><td>169.30</td></tr><tr><td>Interest Paid</td><td>Nil</td><td>4.56</td><td>Nil</td><td>4.86</td></tr><tr><td>Interest Received</td><td>Nil</td><td>3.74</td><td>Nil</td><td>4.53</td></tr><tr><td>Purchase of Services/ Re-imbursements</td><td>Nil</td><td>2.99</td><td>Nil</td><td>3.17</td></tr><tr><td>Total</td><td>Nil</td><td>175.81</td><td>Nil</td><td>219.15</td></tr></table> <i>*all the transactions involve the Company's subsidiaries in Europe and hence amounts are disclosed in Euro. Average conversion rate in respect of aforesaid transactions i.e. EURO to ₹ for CY2025 is ₹ 98.52 per Euro and for CY2024 is ₹ 90.55 per Euro.</i>	Nature of Transaction entered into during the last financial year ended	(amounts in EURO Million)		31 st December, 2025	31 st December, 2024	Lending (as explained in A5(2) herein below)	25.21	37.29	Borrowing (as explained in A5(2) below)	84.24	103.60	Interest Paid	4.10	4.48	Interest Received	3.74	4.53	Purchase of Services/ Re-imbursements	1.59	1.72	Total	118.88	151.62	Nature of Transaction	31 st December, 2025 (Amount in EURO Million)		31 st December, 2024 (Amount in EURO Million)		Company (Standalone)	Subsidiaries* (including Galfor) (In Million)	Company (Standalone)	Subsidiaries* (including Galfor) (In Million)	Lending (as explained in A5(2) herein below)	Nil	25.21	Nil	37.29	Borrowing (as explained in A5(2) below)	Nil	139.31	Nil	169.30	Interest Paid	Nil	4.56	Nil	4.86	Interest Received	Nil	3.74	Nil	4.53	Purchase of Services/ Re-imbursements	Nil	2.99	Nil	3.17	Total	Nil	175.81	Nil	219.15
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Sr. No.	Particulars	Relevant Disclosures – CIE Galfor S.A.U. (CIE Galfor)									
2	Total amount of all the transactions undertaken by the CIE Galfor with CIE Automotive in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought	Not applicable since the approval of the Audit Committee and the Board of Directors under Regulation 23(4) of the Listing Regulations was obtained at their respective meetings held on 19 th February, 2026 i.e. in first quarter of FY2026. <i>However, for benefit of shareholders, the transactions undertaken by CIE Galfor with CIE Automotive over preceding two financial years ending on 31st December, 2025 and 31st December, 2024 are disclosed herein above.</i>									
3	Default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the Company or its subsidiary during the last financial year.	No									
A4. Amount of the proposed transaction(s)											
1	Amount of the proposed transactions being placed for approval of the shareholders.	EURO 504.00 million									
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes									
3	Value of the proposed transactions as a percentage of the Company's annual consolidated turnover for the immediately preceding financial year ending 31 st December, 2025.	48.52%									
4	Value of the proposed transactions as a percentage of CIE Galfor's annual standalone turnover for the immediately preceding financial year (since the transaction involves the subsidiary and the Company is not a party to the said transactions)	351%									
5	Value of the proposed transactions as a percentage of the CIE Automotive's annual consolidated turnover for the immediately preceding financial year, i.e. 31 st December, 2025.	12.73%									
6	Financial performance of CIE Automotive for the immediately preceding financial year i.e. 31 st December, 2025.	<table><tr><th>Particulars</th><th>(amounts in EURO Million)</th></tr><tr><td>Turnover</td><td>257.16</td></tr><tr><td>Profit After Tax</td><td>134.06</td></tr><tr><td>Net worth</td><td>329.71</td></tr></table>		Particulars	(amounts in EURO Million)	Turnover	257.16	Profit After Tax	134.06	Net worth	329.71
Particulars	(amounts in EURO Million)										
Turnover	257.16										
Profit After Tax	134.06										
Net worth	329.71										
	Note: The financial information of related party included as above is based upon the audited financial statement of the related party for the financial year ended 31 st December, 2025. As required under Industry Standards the copies of the audited financial statement of related party or relevant financial extracts therefrom duly certified by the Related Party shall was made available for review of the Audit Committee.										



Sr. No.	Particulars	Relevant Disclosures – CIE Galfor S.A.U. (CIE Galfor)
A5. Basic details of the proposed transaction		
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	a) Cash Pooling Arrangement involving the following: i. Borrowing ii. Lending b) Purchase of Services/ Re-imbursement
2	Details of each type of the proposed transaction including material terms and particulars of the proposed transaction.	Details of Cash Pooling Arrangement a. What is Cash Pooling Arrangement- • CIE Galfor transfers the funds, as may be available in its own bank accounts at the end of a day, to a Common Cash Pool Account of CIE Automotive; and • CIE Galfor draws funds from the Common Cash Pool Account of CIE Automotive as may be required by CIE Galfor for its business operations. The Cash Pool Account is a reciprocal current account between CIE Automotive and various entities in the CIE Automotive group. CIE Galfor generates cash from its business operations, such as receipts against sales made to its customers. It also requires cash to meet various operational requirement such as payments to Suppliers etc. On a daily basis, CIE Galfor may either have a positive cash position (when payments are lower than receipts) or a negative cash position (when payments are more than receipts). When CIE Galfor has a positive cash position, the balance at the end of day in its bank account is transferred to the Cash Pool Account of CIE Automotive. In case CIE Galfor has a negative cash position, CIE Galfor draws funds as it may require from the Cash Pool Account of CIE Automotive to meet its operational requirements.
	Borrowing (the nature of transactions in Cash Pooling arrangement and its monetary limits)	Borrowing by CIE Galfor from CIE Automotive At end of a certain day, on cumulative basis, if the total amount transferred by CIE Galfor to the Cash Pool Account of CIE Automotive is lower than the aggregate amount drawn from the said Common Cash Pool Account, then CIE Galfor will be Payable to CIE Automotive, which is reckoned as Borrowing by CIE Galfor. In such scenario, ▪ Each instance of amount drawn by CIE Galfor from the Cash Pool Account shall be reckoned as a Transaction as per Regulation 2(1)(zc). ▪ the amount transferred by CIE Galfor to the said Common Cash Pool Account will be a repayment of Borrowing by CIE Galfor.



Sr. No.	Particulars	Relevant Disclosures – CIE Galfor S.A.U. (CIE Galfor)
		The amount payable by CIE Galfor (i.e. Borrowing by CIE Galfor) at any point during a year is not expected to exceed EURO 50 Million, but the aggregate of amount drawn by CIE Galfor from the Cash Pool Account on gross level is expected to be around Euro 250 Million.
	Lending (the nature of transactions in Cash Pooling arrangement and its monetary limits)	Loan by CIE Galfor to CIE Automotive At end of a certain day, on cumulative basis if the total amount transferred by CIE Galfor to the Cash Pool Account of CIE Automotive is more than the aggregate amount drawn from the said Common Cash Pool Account, then CIE Galfor will have receivable from CIE Automotive, which is reckoned as Loan given by CIE Galfor. In such scenario, - Each instance of amount transferred by CIE Galfor to the Cash Pool Account shall be reckoned as a Transaction as per Regulation 2(1)(zc). - the amount drawn by CIE Galfor from the Common Cash Pool Account, will be a repayment of Loan by CIE Automotive. The amount receivable by CIE Galfor (i.e. Loan by CIE Galfor) at any point during a year is not expected to cross EURO 50 Million, but the aggregate of amount transferred by CIE Galfor to the Cash Pool Account on gross level is expected to be around Euro 250 Million.
	Purchase of Services/ Re-imbursements	Transactions other than Cash Pooling Arrangement i.e. other Related Party Transactions of CIE Galfor with CIE Automotive, are of the nature of purchase of services that involves charges paid towards sharing or usage of CIE Automotive's resources like employees, infrastructure including IT assets, cyber security, manpower, management and management support services, and reimbursements.
3	Tenure of the proposed transaction	The proposed transactions are repetitive in nature and are undertaken in the ordinary course of the Company's business activities on an ongoing basis. The Approval of shareholders is for the transactions to be entered into from the date of 27th AGM upto the date of 28th AGM to be held in the Calendar Year 2027 subject to the period not exceeding fifteen months.
4	Whether omnibus approval is being sought?	Yes



Sr. No.	Particulars	Relevant Disclosures – CIE Galfor S.A.U. (CIE Galfor)												
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate annualised value of all the transactions that the company shall enter into by CIE Galfor with CIE Automotive during a financial year shall be upto Euro 504 Million. The transactions are executed on an ongoing basis. The Omnibus Approval of the shareholders is valid for period for the transactions entered into from date of 27th AGM upto the date of 28th AGM to be held in the Calendar Year 2027 (subject to the period not exceeding fifteen months) Further the Audit Committee, while granting its approval under Regulations 23(2) and 23(3) of the Listing Regulations has also approved limits for each nature of transactions and maximum value per transaction. The same is as below, which reflects expected bifurcation of the aggregate amount of proposed MRPTs for each nature of transaction: <table data-bbox="807 793 1477 1255"> <tr> <th data-bbox="807 793 1145 1017">Nature of Transaction</th><th data-bbox="1145 793 1278 1017">Aggregate Value approved by Audit Committee (amounts in Euro Million)</th><th data-bbox="1278 793 1477 1017">Maximum amount outstanding at any point in time during a financial year as approved by the Audit Committee (amounts in Euro Million)</th></tr> <tr> <td data-bbox="807 1017 1145 1089">Lending (as explained in A5(2) herein above)</td><td data-bbox="1145 1017 1278 1089">250.00</td><td data-bbox="1278 1017 1477 1089">50.00</td></tr> <tr> <td data-bbox="807 1089 1145 1162">Borrowing (as explained in A5(2) herein above)</td><td data-bbox="1145 1089 1278 1162">250.00</td><td data-bbox="1278 1089 1477 1162">50.00</td></tr> <tr> <td data-bbox="807 1162 1145 1255">Purchase of Services/ Re-imbursements (as explained in A5(2) herein above)</td><td data-bbox="1145 1162 1278 1255">4.00</td><td data-bbox="1278 1162 1477 1255">4.00*</td></tr> </table> <i>*Maximum amount per transaction</i> The details of transactions entered into CIE Galfor with CIE Automotive shall be placed before the Audit Committee of the Company as per the requirements of the Listing Regulations and the SEBI Circulars and aggregate value thereof during a financial year shall remain within the aggregate limits as approved by the members i.e. Euro 504 million. Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee, which forms part of the RPT Policy, shall be placed before the members for approval, in terms of Regulation 23(4) of the Listing Regulations.	Nature of Transaction	Aggregate Value approved by Audit Committee (amounts in Euro Million)	Maximum amount outstanding at any point in time during a financial year as approved by the Audit Committee (amounts in Euro Million)	Lending (as explained in A5(2) herein above)	250.00	50.00	Borrowing (as explained in A5(2) herein above)	250.00	50.00	Purchase of Services/ Re-imbursements (as explained in A5(2) herein above)	4.00	4.00*
Nature of Transaction	Aggregate Value approved by Audit Committee (amounts in Euro Million)	Maximum amount outstanding at any point in time during a financial year as approved by the Audit Committee (amounts in Euro Million)												
Lending (as explained in A5(2) herein above)	250.00	50.00												
Borrowing (as explained in A5(2) herein above)	250.00	50.00												
Purchase of Services/ Re-imbursements (as explained in A5(2) herein above)	4.00	4.00*												
6	Justification as to why the RPTs proposed to be entered into are in the interest of the Company	The Cash Pooling Arrangement is a part of CIE Galfor's daily cash management while optimizing its financial costs/returns. For CIE Galfor, this arrangement provides for a secure, liquid, optimal return, based on market linked rate, on its daily surpluses when it has a positive balance in the cash pool account. While borrowing, it provides quick and flexible access to liquidity at a market linked cost with clear visibility on repayment obligation.												



Sr. No.	Particulars	Relevant Disclosures – CIE Galfor S.A.U. (CIE Galfor)
		For the Company's subsidiaries in Europe, CIE Automotive's scale provides access to bank funds wherever required at very competitive rates. Long term surpluses of Company's subsidiaries are deployed to maximize stakeholder returns by deploying them at appropriate locations avoiding exchange and tax inefficiencies. The Common services availed from CIE Automotive provides benefits of synergies and cost optimization to CIE Galfor
7	Details of the promoter(s)/ director(s) / key managerial personnel of the Company who have interest in the transaction, whether directly or indirectly.	None of the Directors, Key Managerial Personnel or their relatives are interested or concerned, financially or otherwise, however, Mr. Ander Arenaza Alvarez, Director of the Company is in whole-time employment of CIE Automotive. Hence, he may be concerned or interested in the resolution to the extent of his employment or shareholding in CIE Automotive as may be applicable.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	CIE Galfor and CIE Automotive both incorporated under Laws of Spain have been entering into the proposed transactions which are in the nature of Cash Pooling Arrangement and availing of services in their Ordinary Course of Business. All these transactions are governed and are in compliance with Spanish Law including transfer pricing. Accordingly, valuation report or other external report is not required or relied upon by transacting parties or the Company. All the Transactions including under the Cash Pooling Arrangement are in the Ordinary Course of business and are at Arm's Length basis.
9	Other information relevant for decision making.	-
B2. Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary		
1	Source of funds in connection with the proposed transaction.	Cash generated by CIE Galfor from its operations.
2	Where any financial indebtedness is incurred to give loan, intercorporate deposit or advance.	Not applicable, since CIE Galfor would not be incurring financial indebtedness specially for giving any loans to CIE Automotive.
3	Rate of interest at which the Company or its subsidiary is borrowing from its bankers/ other lenders.	3.8% - 4.20%
4	Proposed interest rate to be charged by CIE Galfor i.e. Company's subsidiary from the related party.	The rate of interest is determined on arm's length, every six months, on the basis of Bank Interest Rates published by European Central Bank. It is linked to "Bank Interest Rate – Loans to euro area nonfinancial corporations with an IRF period over one and upto five years – euro area". You may kindly refer the same at the link below: https://data.ecb.europa.eu/publications/financial-markets-and-interest-rates/3030664



Sr. No.	Particulars	Relevant Disclosures – CIE Galfor S.A.U. (CIE Galfor)
		At present, the applicable interest rate falls within the range of 3.8% – 4.20% . The interest is accrued on daily basis and is calculated on the net-outstanding in the Common Cash Pool Account at the end of each day. Interest is paid once per year within 10 days after yearly closing.
5	Maturity / due date	Since the loan by CIE Galfor to CIE Automotive or borrowing from CIE Automotive is part of Cash Pool Arrangement the same do not have any maturity date, however the contract is valid upto 31 st January, 2029 with automatic renewal for successive and equal periods of 5 years. The same can be terminated by an advance notice of 1 year.
6	Repayment schedule & terms	Receivable amounts to CIE Galfor (Loan made) can be called back by CIE Galfor at any time.
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	Not Applicable
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Group Cash pooling

B5. Disclosure only in case of transactions relating to borrowings by the Company or its subsidiary

1	Material covenants of the proposed transaction	As disclosed below.
2	Interest rate (in terms of numerical value or base rate and applicable spread)	The rate of interest for Borrowing and Loan is the same. As explained in B2(4) above, the The rate of interest is determined on arm's length, every six months, on the basis of Bank Interest Rates published by European Central Bank. It is linked to "Bank Interest Rate – Loans to euro area nonfinancial corporations with an IRF period over one and upto five years – euro area". At present, the applicable interest rate falls within the range of 3.8% – 4.20% .
3	Cost of borrowing	Apart from the Interest to be paid no other charges are applicable for the said transactions. Hence cost of borrowing is Same as B5(2)
4	Maturity / due date	Since the loan by CIE Galfor to CIE Automotive or borrowing from CIE Automotive is part of Cash Pool Arrangement the same do not have any maturity date, however the contract is valid upto 31 st January, 2029 with automatic renewal for successive and equal periods of 5 years. The same can be terminated by an advance notice of 1 year.
5	Repayment schedule & terms	Payable amounts by CIE Galfor (i.e. when borrowing) are due on 31 st January, 2029 with a one year prior notice.
6	Whether secured or unsecured	Unsecured



Sr. No.	Particulars	Relevant Disclosures – CIE Galfor S.A.U. (CIE Galfor)	
7	If secured, the nature of security & security coverage ratio	Not Applicable	
8	The purpose for which the funds will be utilized by the Company/ subsidiary	Group Cash pooling	
C1. Disclosure only in case of transactions relating to loans and advances given by the Company or its subsidiary			
1	Latest credit rating of the related party	No credit rating taken	
2	Default on borrowings, if any, over the last three financial years, by the related party from the Company or any other person and value of subsisting default.	No	
	In addition, state the following:		
	a. Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;	No	
	b. Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;	No	
	c. Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	No	
	d. Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No	
C4. Disclosure only in case of transactions relating to borrowings by the Company or its subsidiary			
1	Debt to Equity Ratio of the CIE Galfor based on last audited financial statements	Particulars As on 31 st December, 2025	Standalone
		a. Before transaction	0.12
		b. After transaction	0.49
2	Debt Service Coverage Ratio of the CIE Galfor based on last audited financial statements	Particulars As on 31 st December, 2025	Standalone
		a. Before transaction	1.42
		b. After transaction	1.29
B1. Disclosure only in case of transactions relating to purchase of services or any other similar business transaction and trade advances			
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable for the nature of given transaction	
2	Basis of determination of price.	The charges for common services are determined based on the volume of business and usage.	



Sr. No.	Particulars	Relevant Disclosures – CIE Galfor S.A.U. (CIE Galfor)
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction.	Not Applicable

The Audit Committee and the Board of Directors are of the opinion that the proposed related party transactions between the CIE Galfor and CIE Automotive are in ordinary course of business, are transacted at arm's length basis and shall not be detrimental to the interest of minority members and are in the interest of the Company and its members.

In accordance with the SEBI Circulars the approval of the Members of the Company shall be valid upto the date of the 28th AGM subject to maximum period of fifteen months from the date of this 27th AGM. The Company shall seek fresh approval of the Members before the expiry of this approval in case of need.

Based on the information on Related Party Transactions, summarised in this explanatory statement hereinabove, the Audit Committee has granted its approval and the Board of Directors of the Company has considered and recommended for the approval of the Members the proposed related party transactions between the CIE Galfor and CIE Automotive.

Pursuant to Regulation 23 of the Listing Regulations, members may also note that no related party of the Company shall vote to approve the resolution at Item No. 8 whether the entity is a related party to the particular transaction or not. Accordingly, no Member of the Company being a Related Party of the Company as per the Listing Regulations, shall vote to approve the said resolution.

None of the Directors, Key Managerial Personnel or their relatives are interested or concerned, financially or otherwise, in the Resolution set out at Item No. 8. However,

Mr. Ander Arenaza Alvarez, Director of the Company is in whole-time employment of CIE Automotive. Hence, he may be concerned or interested in the resolution to the extent of his employment or shareholding in CIE Automotive as may be applicable.

Accordingly, the Board recommends the Resolution as set out at Item No. 8 of this Notice for approval of the Members as an Ordinary Resolution.

By Order of the Board of Directors of
CIE Automotive India Limited

Pankaj V. Goyal
Company Secretary, Chief Compliance Officer
and Head – Legal
Membership No.: F13037

Pune, 19th February, 2026

Registered Office:
CIE Automotive India Limited
CIN: L27100PN1999PLC245720
G Block, Bhosari Industrial Estate,
Near BSNL office, Bhosari, Pune – 411026
E-mail: contact.investors@cie-india.com
Website: www.cie-india.com
Tel: +91 20 29804621

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CIE India

FULFILLING IS JUST THE BEGINNING

ANNUAL REPORT
CIE India 2025

FORGINGS • STAMPINGS • ALUMINIUM • GEARS • CASTINGS • COMPOSITES • MAGNETS



CIE India

CIE Automotive India Limited is a subsidiary of CIE Automotive, Spain. CIE Automotive is an industrial group specialised in managing high value-added processes in a sustainable, profitable and efficient way. Listed on the Madrid Stock Exchange, CIE Automotive is a global full-service supplier for automotive components and sub-assemblies.



2025 ANNUAL REPORT

→ Chairman & CEO's Notes		→ Report on Corporate Governance	
→ Chairman's Statement	pg. 02		pg. 71
→ CEO's Statement	pg. 03		
→ CIE India Snap Shot		→ Business Responsibility & Sustainability Report	pg. 101
→ Strategy Overview	pg. 04		
→ ESG	pg. 05	→ Standalone Financial Statements	
→ CIE India Overview	pg. 06	→ Independent Auditor's Report	pg. 160
→ Key Products	pg. 08	→ Balance Sheet	pg. 172
→ Industry Events	pg. 09	→ Statement of Profit & Loss	pg. 173
→ Board of Directors	pg. 10	→ Statement of Changes in Equity	pg. 174
		→ Cash Flow Statement	pg. 175
→ Board's Report	pg. 11	→ Note forming part of Financial Statement	pg. 176
→ Management Discussion & Analysis	pg. 56	→ Consolidated Financial Statements	
		→ Independent Auditor's Report	pg. 229
		→ Balance Sheet	pg. 238
		→ Statement of Profit & Loss	pg. 239
		→ Statement of Changes in Equity	pg. 240
		→ Cash Flow Statement	pg. 241
		→ Note forming part of Financial Statement	pg. 243



Dear Shareholders,

2025 was the year when automotive industry captains were constantly looking over the shoulder to see how geopolitics and regulatory changes would impact their respective industries. The proposed trade deal between USA and India is expected to bring stability to India's trade relations with the largest economy in the world but the deal is still subject to further negotiations. India has signed or is negotiating trade deals and free trade agreements (FTA) with other key trading partners like the European Union, United Kingdom, Australia and others. These deals should be positive for India overall. Exports to Europe may be affected by what EU proposes as regulations on what is popularly called carbon tax. The global geopolitical security situation continues to be volatile with the recent USA-Israel-Iran war being the latest flareup impacting the global economy.

The global automotive industry is also changing. China is emerging as a technology leader in the Electric Vehicles (EV) space including its supply chains. The transition to EVs is happening at a slower pace than anticipated. Manufacturing technology is being reshaped by automation, digitalization and artificial intelligence.

The Indian automotive market continues to be healthy. The GST reforms implemented in Sept 2025 turbocharged demand in all automotive segments. On the other hand, the European automotive industry is stagnating in the face of multiple challenges arising due to the transition to EVs, especially the competition from cheaper imported Chinese EVs.

Our business strategy must keep pace with the rapidly changing external environment and balance the competing requirements of our two main markets, India & Europe which are on different trajectories. We are happy to have navigated CY25 well, a year full of surprises. We will continue to strive to do better in the coming years.

CIE India will continue its strategy to attain an optimal balance across growth, investments and returns while fulfilling the current and future requirements of our customers.

I place on record my appreciation for the Board of Directors, for their counsel and support. I wholeheartedly thank the employees of the Company for their tremendous contribution during the year. I am grateful to our customers for giving us an opportunity to be a partner in their growth.

On behalf of the team and myself, I thank you for your continued support and trust placed in us.

Yours Sincerely,

S.P. Shukla

Chairman of the Board
CIE Automotive India Limited



CHAIRMAN'S
STATEMENT



Dear Shareholders,

In the year gone by, the global automotive industry was affected by many changes in the external environment. The steep tariffs imposed on auto components exported from India to USA were a dampener but the reduction in GST levied on the Indian automotive industry led to an immediate spurt in automotive sales and we expect this positive momentum to continue in the current year. On the other hand, the European automotive industry is stagnating as it grapples with rising costs, uncertainty around transition to EVs and competition from cheaper Chinese imports.

CIE India's approach has been to attain an optimal balance across growth, investments and returns. We have also adapted our strategy to the starkly different market trends in India & Europe, the two main geographies we operate in.

We are confident in the short and long-term potential of the Indian automotive market and will continue to invest in expanding our production capacity within India. The focus in India is on strengthening our customer portfolio, prioritising high-volume value-added parts and developing a product portfolio for EVs. We plan to invest in improving our product development capabilities, enhancing manufacturing capacities and expanding our plants. Efficiency improvements at our Indian plants are a continuing process through a combination of automation & robotisation, machine upgradation, capacity debottlenecking, yield improvement & asset optimisation.

We aim to protect our profitability in our European business. We are adapting our manufacturing facilities to evolving volume requirements, while also seeking additional business opportunities as the supply chain consolidates. While the pace of EV adaption in Europe is slower than anticipated, EVs are expected to become a significant proportion of the European automotive market in the coming years. We are developing a healthy product portfolio for the EV platforms being launched in Europe.

I commend my team for continuously improving the operations of the company year on year. We are confident that we can utilise emerging opportunities and face future challenges with agility. Thank you for the continued trust reposed in us in these changing times.

Yours Sincerely,

Ander Arenaza Alvarez

Executive Director and Group CEO



CEO'S
STATEMENT



STRATEGY OVERVIEW

		India		Europe	
MARKET	Short Term				
	Medium term				
	Electric Vehicles				
STRATEGY					

SHARE PRICE OVERVIEW

CIE India Share Price Performance

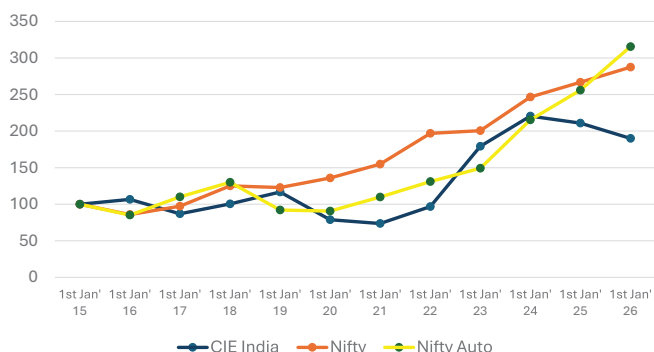
Over 6 Months, 1 Year, 2 Years

PERIOD	CIE INDIA Share Price (Rs)	
	HIGH	LOW
6 MONTH (1-Jul-25 to 31-Dec-25)	458.00	382.60
12 MONTH (1-Jan-25 to 31-Dec-25)	458.00	382.60
2 YEARS (1-Jan-24 to 31-Dec-25)	599.20	382.60

PERIOD	% INCREASE		
	CIE INDIA	NIFTY	NIFTY AUTO
6 MONTH (1-Jul-25 to 31-Dec-25)	6.4%	3.1%	20.9%
12 MONTH (1-Jan-25 to 31-Dec-25)	-7.9%	12.0%	26.0%
2 YEARS (1-Jan-24 to 31-Dec-25)	-11.9%	21.2%	49.8%

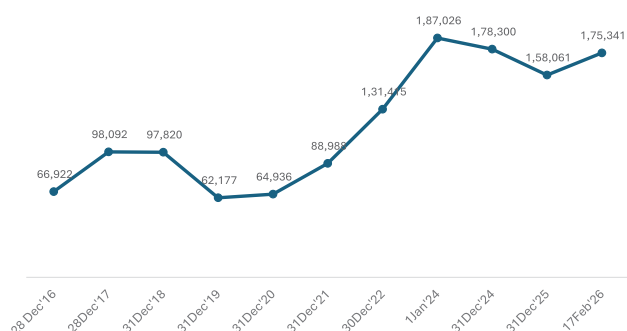
CIE India Share Price (2015-25)

Indexed to NIFTY & NIFTY Auto



CIE India Market Cap (2016-26)

INR Mn



Source : Based on average share price of the day from Stock Exchanges



ESG



◀
ADDITION OF 7.8 MW AC SOLAR PARK CAPACITY
AT KEKATPUR IN CY2025

▶
ADDITIONAL 740 KWP SOLAR ROOF TOP
AT FORGINGS CHAKAN

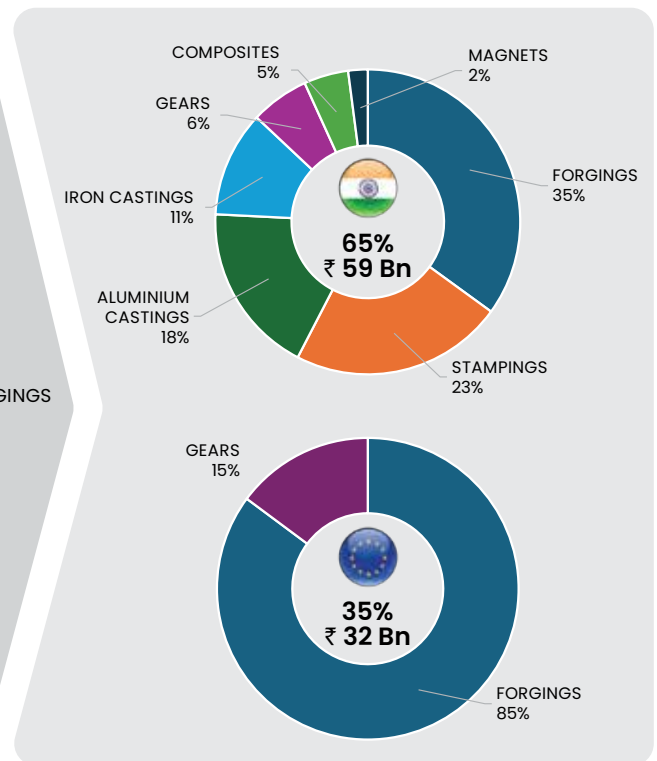
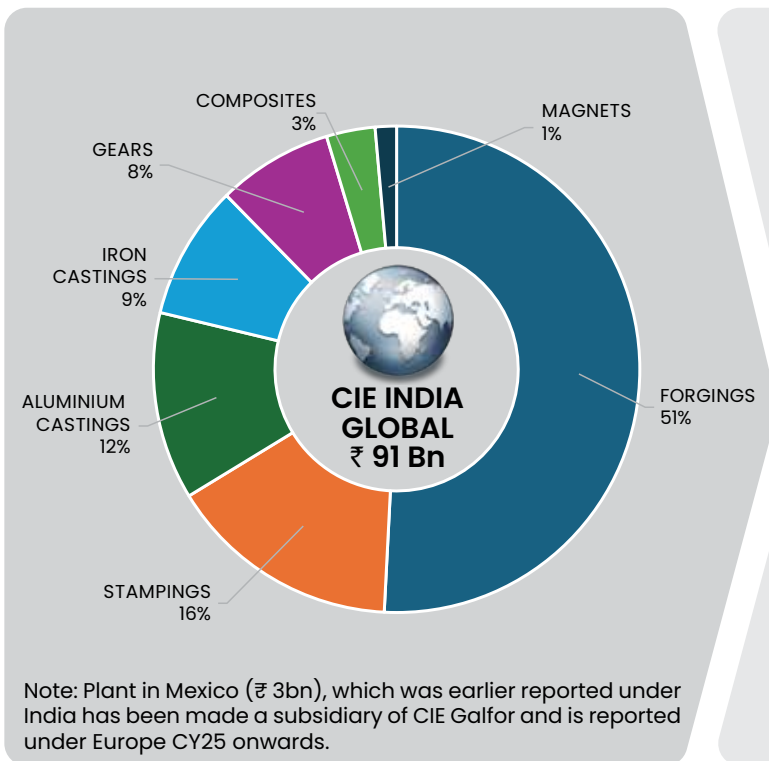


◀
ADDITION OF 135 KWP SOLAR ROOF TOP
AT GEARS CHAKAN

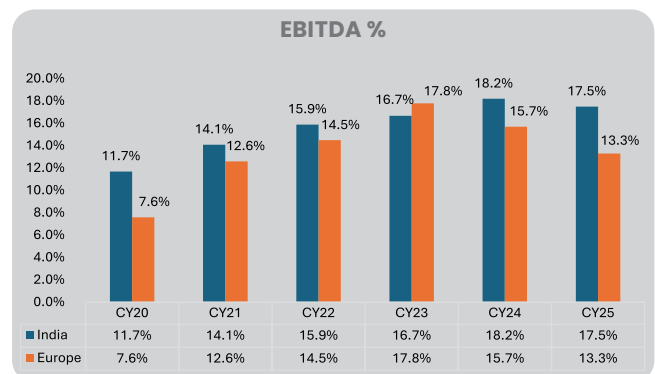
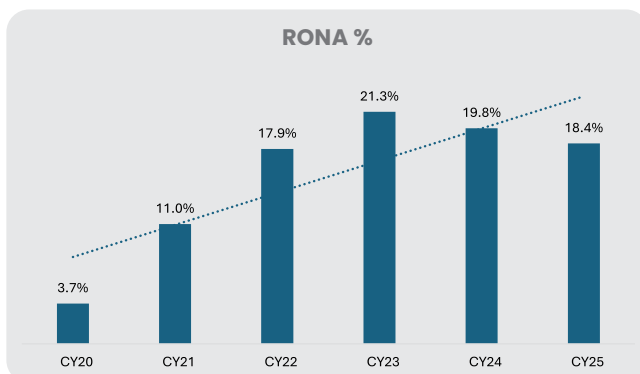
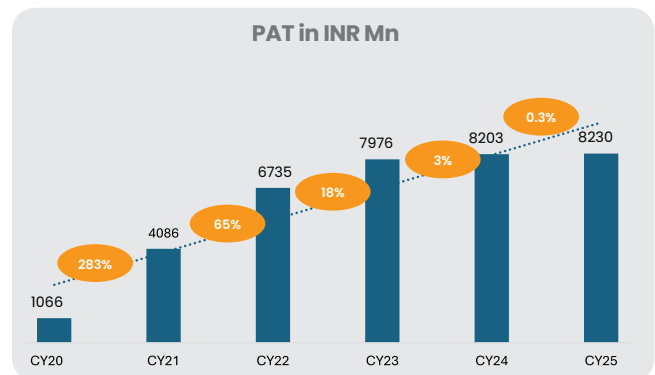
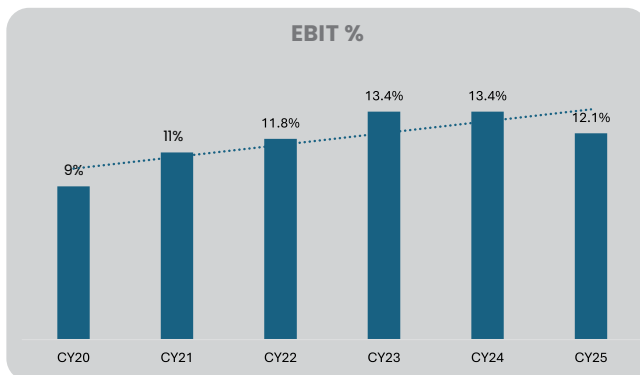


SALES BY GEOGRAPHY & TECHNOLOGY

APPROXIMATE BREAKUP

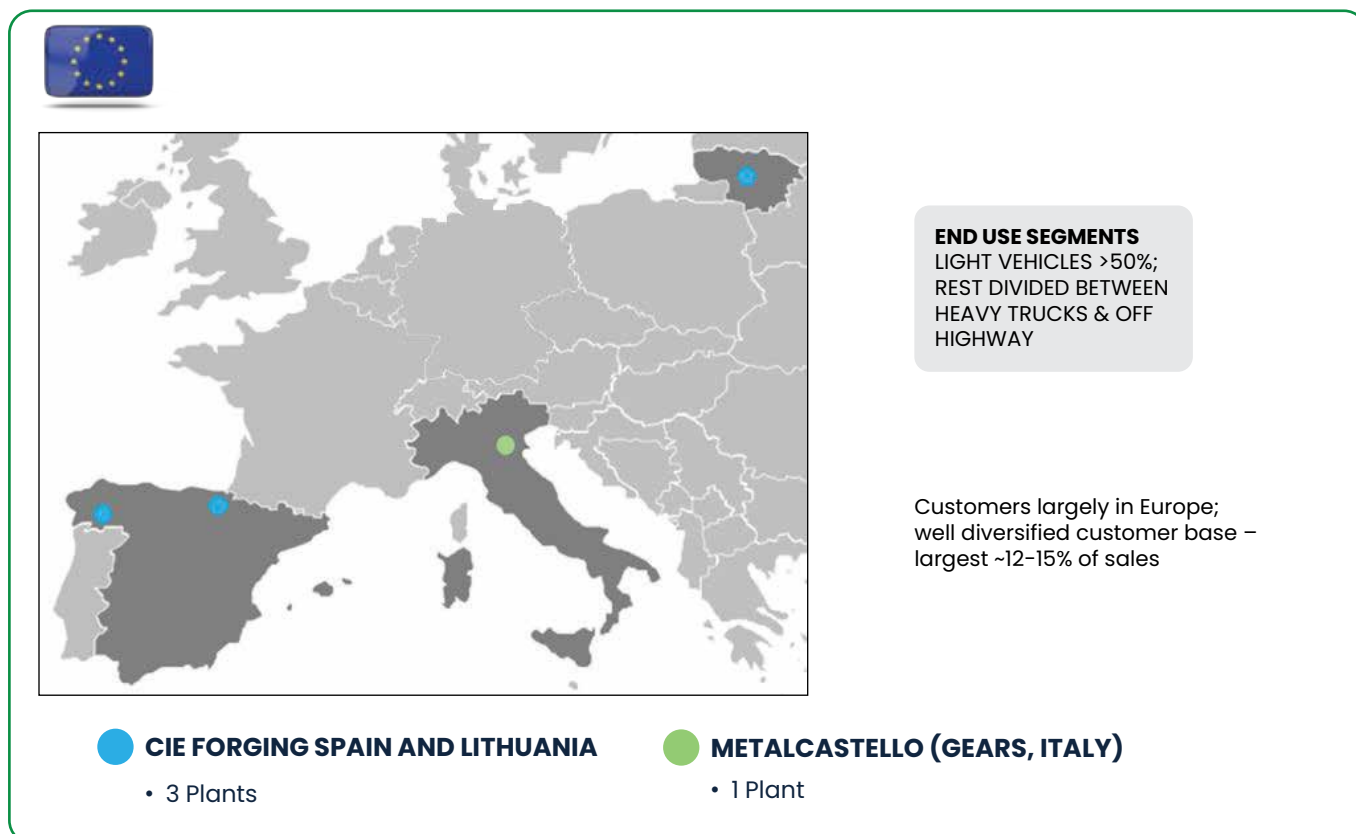
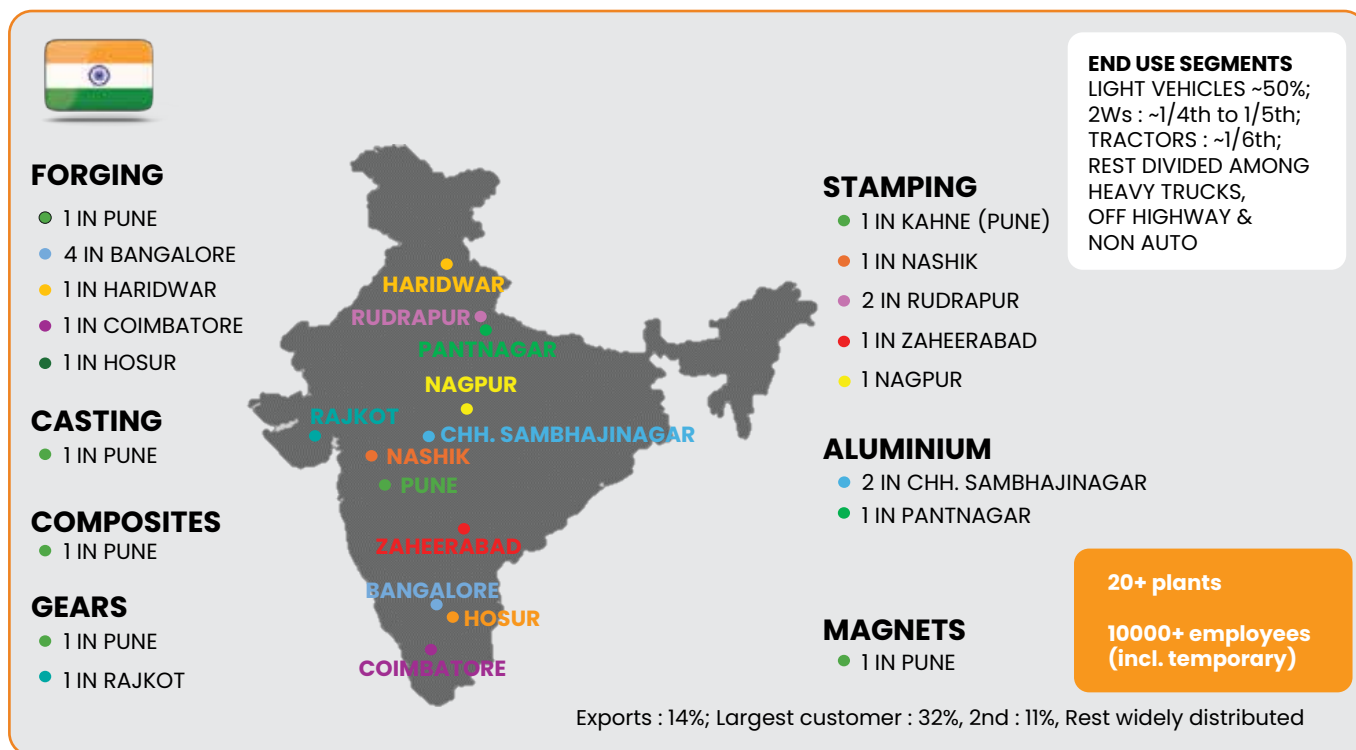


PERFORMANCE TRENDS





PLANT LOCATIONS



Note : Plant in Mexico (₹ 3 bn), which was earlier reported under India has been made a subsidiary of CIE Galfor and is reported under Europe CY25 onwards.



KEY PRODUCTS

TWO WHEELERS & THREE WHEELERS



2W CRANKSHAFT
FORGINGS



BALANCER SHAFT
FORGINGS



STEERING RACES
FORGINGS



CLUTCH GEAR
GEARS



CYLINDER BLOCK
ALUMINIUM CASTINGS



CRANK CASE
ALUMINIUM CASTINGS



DIFFERENTIAL COVER
ALUMINIUM CASTINGS



DOOR LH/RH
STAMPINGS



BODY PANEL
COMPOSITES

PASSENGER VEHICLES



CRANKSHAFT
FORGINGS



CV JOINTS
FORGINGS



DELIVERY PIPE
FORGINGS



WELDED GEAR
GEARS



TIMING COVER
ALUMINIUM CASTINGS



MOUNTING BRACKETS
ALUMINIUM CASTINGS



BEARING CAP
IRON CASTINGS



DIFF CASE
IRON CASTINGS



BIW & STRUCTURAL PARTS
STAMPINGS

COMMERCIAL VEHICLES



CRANKSHAFT
FORGINGS



KNUCKLES
FORGINGS



TRANSMISSION SHAFT
GEARS



CYLINDER HEAD
ALUMINIUM CASTINGS



TURBINE HOUSING
IRON CASTINGS



BIW ASSEMBLY
STAMPINGS



FRONT BUMPER
COMPOSITES

TRACTORS



CRANKSHAFT
FORGINGS



TRANSMISSION GEARS
GEARS



FRONT AXLE SUPPORT
IRON CASTINGS



LIFT ARM
IRON CASTINGS



ROCKER ARM
IRON CASTINGS



FUEL TANK
STAMPINGS



BIW PARTS
STAMPINGS & COMPOSITES

OFF - HIGHWAY



CRANKSHAFT
FORGINGS



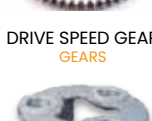
AXLE HOUSINGS
IRON CASTINGS



DRIVE SPEED GEAR
GEARS



TURNION BRACKET
IRON CASTINGS



PLANETARY HUB CARRIER
IRON CASTINGS

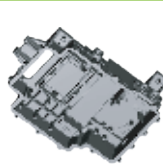


BRACKET
IRON CASTINGS

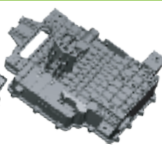
ELECTRIC VEHICLES



STRUCTURAL PARTS FOR BATTERY
STAMPINGS



INVERTER HOUSING
ALUMINIUM CASTINGS



MOTOTR HOUSING
ALUMINIUM CASTINGS



E- DRIVE GEARS & SHAFTS, MOTOR SHAFTS
GEARS



BATTERY ENCLOSURES
COMPOSITES

MAGNETS



MAGNETS



FERRITE BARS



AWARDS AND RECOGNITIONS FROM CUSTOMERS



RECOGNITIONS IN INDUSTRY EVENTS



PARTICIPATION IN TECH DAY AT CUSTOMER END





Board of Directors

Mr. Shriprakash Shukla – Chairman
Mr. Ander Arenaza Alvarez
Mr. Manoj Menon
Mr. Anil Haridass
Mrs. Roxana Meda Inoriza
Mr. Alan Savio D'Silva Picardo
Mr. Jairaj Purandare
Dr. Nuria Gisbert Trejo

Chief Financial Officer

Mr. K. Jayaprakash

Company Secretary, Chief Compliance Officer and Head-Legal

Mr. Pankaj V. Goyal

Committees of the Board

Audit Committee

Mr. Alan Savio D'Silva Picardo – Chairman
Mr. Jairaj Purandare
Mrs. Roxana Meda Inoriza
Dr. Nuria Gisbert Trejo

Nomination and Remuneration Committee

Mr. Alan Savio D'Silva Picardo – Chairman
Mr. Anil Haridass
Mrs. Roxana Meda Inoriza

Stakeholders Relationship Committee

Mr. Jairaj Purandare – Chairman
Mr. Anil Haridass
Mr. Manoj Menon

Corporate Social Responsibility Committee

Mr. Manoj Menon – Chairman
Mr. Jairaj Purandare
Mr. Anil Haridass

Risk Management Committee

Mr. Manoj Menon – Chairman
Mr. Ander Arenaza Alvarez
Mr. Alan Savio D'Silva Picardo
Dr. Nuria Gisbert Trejo

Registered Office

G Block, Bhosari Industrial Estate,
Near BSNL office, Bhosari,
Pune – 411026

Corporate Office

Office No. 602 & 603,
Amar Business Park, Opp. Sadanand Resort,
above Westside showroom,
Baner, Pune – 411 045

CIN: L27100PN1999PLC245720

Tel: 020-29804621

Website: www.cie-india.com

Email: contact.investors@cie-india.com

Statutory Auditors

B S R & Co. LLP

8th Floor, Business Plaza,
Westin Hotel Campus,
36/3-B, Koregaon Park Annex,
Mundhwa Road,
Ghorpadi, Pune – 411 001

Bankers

ICICI Bank Limited
Kotak Mahindra Bank Limited
Bank of America
Barclays Bank
Sumitomo Mitsui Banking Corporation
(SMBC).

Registrar and Share Transfer Agents

KFin Technologies Limited
“Selenium-Tower B”, Plot 31 & 32,
Financial District, Nanakramguda,
Serilingampally, Hyderabad-500 032,
Telangana.
Website: www.kfintech.com
E-mail: einward.ris@kfintech.com



BOARD'S REPORT

12



BOARD'S REPORT

Dear Shareholders

The Board of Directors present their Report together with the Audited Financial Statements of CIE Automotive India Limited ('the Company') for the Financial Year ended 31st December, 2025 (the financial year under review).

A. FINANCIAL SUMMARY AND HIGHLIGHTS

(₹ in Million)

PARTICULARS (STANDALONE)	FY ended 31 st December, 2025	FY ended 31 st December, 2024
Total Income	50,889.04	47,362.70
Profit before Interest, Depreciation, Exceptional Items and Tax	9,560.78	9,047.46
Less: Depreciation	1,517.63	1,436.60
Profit before Interest, Exceptional Items and Tax	8,043.15	7,610.86
Less: Finance cost including interest	72.84	116.73
Profit before Exceptional Items and Tax	7,970.31	7,494.13
Less: Exceptional items	-	-
Profit before tax	7,970.31	7,494.13
Profit after tax	6,169.27	5,834.13

During the Financial Year under review, total standalone income of the Company increased to ₹ 50,889.04 Million as against ₹ 47,362.70 Million for the previous year. Profit before Interest, Depreciation, Exceptional Items and Tax increased to ₹ 9,560.78 Million as against ₹ 9,047.46 Million for the previous year. The profit before exceptional items & tax for the Financial Year increased to ₹ 7,970.31 Million in the Financial Year 2025 from ₹ 7,494.13 Million in the Financial Year 2024.

There have been no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year under review and the date of this Report.

Dividend

The Dividend Distribution Policy provides that the dividend pay-out will be determined based on available financial resources, business environment, funds required for organic as well as inorganic growth and other factors which will ensure optimal shareholder return. Within these

parameters, the Company would endeavour to maintain a total dividend pay-out ratio of upto 33% of the Annual Consolidated Profit After Tax (Consolidated PAT) of the Company for the corresponding year.

Considering strong cash flows and operational performance, the internal and external factors as provided in the Dividend Distribution Policy of the Company, the Board is pleased to recommend dividend of ₹ 7/- (Rupees Seven only) per equity share of face value of ₹ 10/- for the financial year ended 31st December, 2025 out of the Standalone Profit After Tax of the Company for the financial year ended 31st December, 2025. The equity Dividend outgo for the Financial Year 2025 would absorb a sum of ₹ 2,655.54 Million.

Dividend will be payable, subject to approval of members at the ensuing 27th Annual General Meeting and deduction of tax at source, as may be applicable, to those members or their mandates whose names appear as Beneficial Owners as per the data made available by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) or as members in the Register of Members as on the close of business hours of Wednesday, 22nd April, 2026.

Transfer to Reserves

The Board of Directors has decided not to transfer any amount to the General Reserve for the year under review.

B. OPERATIONAL PERFORMANCE – THE COMPANY AND SUBSIDIARIES

India

The auto market grew markedly faster in the second half of CY25 due to GST reforms and a good festive season. As an example, the light vehicle production grew by 4.2% in H1C25 vs 12.2% in H2C25. The India business of the Company grew in line with the market. EBITDA Margins declined marginally (17.5% in CY25 v/s 18.2% in CY24). A major contributor to the decline were regulatory changes leading to power tariff increase in Maharashtra and the change in gratuity rules under the new labour code.

The Company took several initiatives to enhance operational performance at the plants. There was a focus on improving overall efficiency through a combination of automation & robotisation, machine upgradation, capacity debottlenecking and yield improvement & waste reduction. Asset optimisation is a continuing process through layout improvement, floor space reduction and plant restructuring. In some businesses, plants were consolidated into more efficient units. Increasing the usage of renewable energy is a priority.

To keep expanding the order book, emphasis is on improving the new product development process and the skills required for it. The Indian market is expected to grow in the medium term and we continue to expand capacities, develop higher value added products and improve our technological capabilities across business verticals.



Europe

Light vehicle production in CY25 fell by 0.5% y-o-y and heavy vehicles by 1.6%. The automotive industry is dealing with rising costs, uncertainty around transition to Electric Vehicles (EVs) and competition from cheaper Chinese imports. The Company has taken proactive corrective measures including workforce restructuring to optimize cost in line with the current market situation.

C. INVESTOR RELATIONS (IR)

The Company strives for excellence in its investor relations ("IR") engagement with international and domestic investors. There is a structured conference call every quarter to discuss published results. The management has periodic interactions with the financial community including investors and analysts, through individual meetings and investor conferences. The Company participated in several investors meets, conferences and roadshows organized by reputed global and domestic broking houses, during the year. It is ensured that critical information related to the Company is uploaded on the Company's website and made available to the stock exchanges so that they can be accessed easily and equally by all.

D. CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Total Income of the Company (from continued operations) for the financial year under review stood at ₹ 95,077.31 Million as against ₹ 91,037.14 Million in the previous year. Profit before Interest, Depreciation, Exceptional Items and Tax (from continued operations) for the financial year under review stood at ₹ 14,637.26 Million as against ₹ 14,902.19 Million for the previous year. The profit before exceptional items & tax (from continued operation) for the financial year under review stood at ₹ 10,814.43 Million as against ₹ 10,846.73 Million in the previous year.

The Subsidiary Companies continue to contribute to the overall growth of the Company.

CIE Galfor S.A.U. registered consolidated revenue from continued operations of ₹ 32,641.77 Million during the financial year ended 31st December, 2025 as compared to ₹ 32,144.5 Million in the previous year. The consolidated net profit after tax from continued operations for the financial year under review was ₹ 2,045.42 Million as compared to ₹ 2,346.82 Million in the previous year.

CIE Aluminium Casting India Limited, registered a revenue from operations of ₹ 11,703.34 Million during the year as compared to ₹ 11,525 Million in the previous year and the net profit after tax for the year stood at ₹ 909.85 Million as compared to ₹ 1,115 Million in the previous year.

CIE Hosur Limited registered a revenue from operations of ₹ 1,095.47 Million during the year and the net loss after tax for the year stood at ₹ 53.47 Million.

The Company's consolidated revenue from the continuing operations was ₹ 94,064.74 Million in the financial year ended 31st December, 2025, of which about 48.31% was derived from the Subsidiaries whereas about 51.69% was derived from operations of the Company.

The Consolidated Financial Statement of the Company and of all the Subsidiaries and Associate Companies, for the financial year ended 31st December, 2025 prepared in accordance with the Companies Act, 2013 (hereinafter referred to as "the Act") and applicable Accounting Standards and the Auditors' Report thereon forms a part of the Annual Report of 2025.

In accordance with Section 136 of the Act, separate annual accounts in respect of each of the Subsidiaries are uploaded on the website of the Company and is accessible at the web-link: <https://www.cie-india.com/subsidiaries-annual-reports.html> and soft copies of the same shall be provided to Shareholders of the Company on request for such copies.

Subsidiary Companies

As on 31st December, 2025, the Company has 8 subsidiaries namely CIE Galfor S.A.U. (Spain), CIE Legazpi S.A.U. (Spain), UAB CIE LT Forge (Lithuania), CIE Forging Germany GmbH (Germany), Metalcastello S.p.A. (Italy), Bill Forge de Mexico S. A. de CV (Mexico), CIE Aluminium Casting India Limited (India) and CIE Hosur Limited (India).

Except CIE Forging Germany GmbH, all other Subsidiaries are operational.

During the year under review, the Hon'ble National Company Law Tribunal, Chennai Bench (NCLT) vide its order dated 5th June, 2025, has allowed the application for dissolution of BF Precision Private Limited (BFPPL) in accordance with the Insolvency and Bankruptcy Code, 2016 read with Insolvency and Bankruptcy Board of India (Voluntary Liquidation Process) Regulations, 2017, which was filed during the previous financial year. Accordingly, BFPPL stands dissolved with effect from the date of the Order i.e. 5th June, 2025 and it ceased to be a Subsidiary of the Company from that date.

Associate Companies

The Company (including its subsidiaries) had Eleven (11) Associates as on 31st December, 2025 namely Clean Max Deneb Power LLP (Deneb), Sunbarn Renewables Private Limited (Sunbarn), Renew Surya Alok Private Limited (Renew), Gescrap India Private Limited (Gescrap), Strongsun Solar Private Limited (Strongsun), Sunseed Solar Private Limited (Sunseed), Galfor Eolica SL, Ojaha Renewables Private Limited (Ojaha), ReNew Green (MHK Two) Private Limited (ReNew MHK Two), AMP Energy C&I Thirty Two Private Limited (AMP Energy) and AMPIN Energy C&I Thirty One Private Limited (AMPIN Energy). The Company does not have any joint-venture.

During the financial year under review, AMP Energy C&I Thirty Two Private Limited (AMP Energy) became an Associates of the Company with effect from 02nd December, 2025 and AMPIN Energy C&I Thirty One



Private Limited (AMPIN Energy) became an Associate of CIE Aluminium Casting India Limited with effect from 02nd December, 2025.

Ojaha Renewables Private Limited (Ojaha) is an Associate of CIE Hosur Limited, Sunseed Solar Private Limited (Sunseed) is an Associate of CIE Aluminium Casting India Limited and Galfor Eolica S.L. is an Associate Company of CIE Galfor S.A.U.

The Company and its subsidiaries have been taking various steps to optimize its power cost and to increase the proportion of green energy in the total energy consumption of the Company. The investments in Deneb, Sunbarn, Strongsun, Renew, Sunseed, Ojaha, ReNew MHK Two, AMP Energy and AMPIN Energy are in furtherance of this objective. All these entities are major contributors for use of renewable source of energy in operations of the Company and its Subsidiaries in India and will also results in savings in energy cost.

Gescrap is engaged in metal recycling and total waste management in India. The investment is made with the objective of preventing disruption in supply/demand of scrap for the business divisions of the Company and to enhance transparency and add best practices to scrap management in the group.

A Report on the performance and financial position of each of the Subsidiaries and Associate Companies included in the Consolidated Financial Statement and their contribution to the overall performance of the Company is provided in Note No. 39 of the Consolidated Financial Statements of the Company and in Form AOC-1 attached to the Financial Statements.

The Company has formulated a Policy for determining Material Subsidiaries and Governance Requirements in respect of Subsidiaries and the same has been uploaded on the website of the Company and is accessible at the web-link: <https://www.cie-india.com/governance3.html#Policies>

Credit Rating

During the year under review ICRA Limited, a Credit Rating Agency, reviewed the credit rating assigned for the credit facility availed by the Company. Basis the review, ICRA have re-affirmed the long-term rating at [ICRA]AA (Stable) and the short-term rating at [ICRA]A1+.

The details of the Credit Ratings are uploaded on the website of the Company and is accessible at the web-link: <https://www.cie-india.com/periodic-public-information8.html#Credit-Rating>

The Company has not been identified as a "Large Corporate" as per the criteria specified under Chapter XII of SEBI Master circular no. SEBI/HO/DDHS/PoD1/P/CIR/2024/54 dated 22nd May, 2024.

E. MANAGEMENT DISCUSSION AND ANALYSIS

Management discussion and analysis of financial condition and results of operations of the Company

and its Subsidiaries is provided in the Management Discussion and Analysis Report which forms part of the Annual Report-2025.

F. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

Details of the related party transactions entered into by the Company is provided in Note No. 31 of the Notes to the Standalone Financial Statements for the financial year under review.

The details of the Material Related Party Transactions i.e., transactions exceeding 10% of the annual consolidated turnover as per the last audited financial statements of the Company, as required to be provided under Section 134(3)(h) of the Act, are disclosed in Form No. AOC-2 as **Annexure I** and forms part of this Report.

All transactions entered into with Related Parties of the Company, during the year under review, were in ordinary course of business and were transacted at arm's length basis.

Except the Holding Company of the Company, the Company did not have any person or entity belonging to the promoter/promoter group which held 10% or more shareholding during the financial year under review.

The Policy on materiality of and dealing with Related Party Transactions as approved by the Board is uploaded on the website of the Company and is accessible at the web-link: <https://www.cie-india.com/governance3.html#Policies>

G. PARTICULARS OF INVESTMENTS, LOANS, GUARANTEES AND SECURITIES

Particulars of investments made by the Company, as required under Section 186 of the Act, are provided in Note No. 8 of the Notes to the Standalone Financial Statements of the Company for the financial year under review.

Further, disclosure required pursuant to Regulation 34(3) read with Part A of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the Listing Regulations") in respect of loans or advances in the nature of loans given by the Company to its Subsidiaries is provided at the end of this report. Apart from the loans or advances in the nature of loans given to the Subsidiaries of the Company as provided at the end of its report, the Company has not provided any loans or advances in the nature of loans to any of its Associates or any other person or body corporate including to any firms/body corporates in which Directors of the Company are interested.

The particulars of loans given by the Company, as required under Section 186 of the Act, are also provided in Note No. 8B of the Notes to the Standalone Financial Statement of the Company for the financial year under review.

During the year under review, the Company has not provided any guarantee or security in connection with the loan to any other person or body corporate.



H. PUBLIC DEPOSITS

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013 during the year under review.

I. AUDITORS

Statutory Auditors Report

The members of the Company at the 23rd Annual General Meeting (AGM) had appointed M/s. B S R & Co. LLP, Chartered Accountants (B S R LLP) (ICAI Firm No. 101248W/W-100022) as the Statutory Auditors of the Company to hold office from the conclusion of 23rd AGM for a term of consecutive five years till the conclusion of 28th AGM of the Company to be held in the year 2027.

The Auditor's Report on the Financial Statement for the year ended 31st December, 2025, is unmodified i.e., it does not contain any qualification, reservation or adverse remark disclaimer and notes thereto are self-explanatory and do not require any explanations.

Secretarial Audit's Report

The Shareholders of the Company at their 26th Annual General Meeting held on 30th April, 2025 had approved the appointment of M/s. SVD & Associates (Firm Registration No. P2013MH031900) as the Secretarial Auditors of the Company for a term of five consecutive years to conduct the Secretarial Audit of five consecutive financial years respectively ending on 31st December, 2025, 31st December, 2026, 31st December, 2027, 31st December, 2028 and 31st December, 2029 (Term) and to *inter-alia* issue (i) the Secretarial Audit Report under Section 204 of the Companies Act, 2013 for the Term and (ii) the Secretarial Audit Reports under Regulation 24A(1)(a) of the Listing Regulations for the Term.

The Secretarial Audit Report for the Financial Year ended 31st December, 2025, issued as aforesaid, is appended to this Report as **Annexure II**. The report does not contain any qualification, reservation, adverse remark or disclaimer.

Secretarial Audit Report of Material Unlisted Indian Subsidiary

CIE Aluminium Casting India Limited (CIEALCAST), is a Material Unlisted Subsidiary of the Company in India. The Secretarial Audit of CIEALCAST for the financial year ended 31st December, 2025 was carried out pursuant to Section 204 of the Companies Act, 2013 and Regulation 24A(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by M/s. SVD & Associates, Practicing Company Secretaries (FRN: P2013MH031900). The Secretarial Auditor's Report of CIEALCAST, does not contain any qualification, reservation, adverse remark or disclaimer and the same is enclosed herewith as **Annexure III** in accordance with Regulation 24A of the Listing Regulations.

Annual Secretarial Compliance Report

The Annual Secretarial Compliance Report issued by M/s. SVD & Associates, Practicing Company Secretaries

(FRN: P2013MH031900), in accordance with Regulation 24A of the Listing Regulations read with Circulars issued thereunder by Securities and Exchanges Board of India has been submitted to the Stock Exchanges within the prescribed timelines. The report does not contain any observation, reservation, adverse remark or disclaimer.

The same is also uploaded on the website of the Company and is accessible at the web-link:

<https://www.cie-india.com/documents-and-disclosure.html#Secretarial-Compliance-Report>

Cost Records

The Company maintained cost accounts and records as required under Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014 as amended.

Cost Auditors

The Board had appointed M/s. Dhananjay V. Joshi & Associates, Cost Accountants, Pune, (Firm Registration Number 000030) as Cost Auditors for conducting the audit of Cost Records of the Company for Financial year ended 31st December, 2025.

In accordance with Section 148 of the Act, the Board of Directors of the Company, on recommendation of the Audit Committee, re-appointed M/s. Dhananjay V. Joshi & Associates, Cost Accountants, Pune (Firm Registration Number 000030) as the Cost Auditors of the Company to conduct the Audit of the Cost Accounting Records maintained by the Company for the Financial Year ending 31st December, 2026. M/s. Dhananjay V. Joshi & Associates have confirmed that their appointment is within the limits of Section 141(3)(g) of the Act and have also certified that they are free from any disqualifications specified under Section 141(3) read with Section 148(5) of the Act.

As per the provisions of the Act, the remuneration payable to the Cost Auditor is required to be placed before the Members in a General Meeting for their ratification. Accordingly, a resolution seeking Members' ratification for the remuneration payable to M/s. Dhananjay V. Joshi & Associates, Cost Auditors is placed before the members for their consideration at the 27th Annual General Meeting.

Reporting of Frauds by Auditors

During the year under review, the Statutory Auditors, the Cost Auditors and the Secretarial Auditors have not reported any instance of fraud committed in the Company by its Officers or Employees to the Audit Committee under Section 143(12) of the Act, details of which needs to be mentioned in this Report.

J. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

In accordance with Section 124 of the Act and rules made thereunder, the details in relation to unclaimed amounts of dividend declared for the Financial Year ended 31st December, 2021, 31st December, 2022, 31st December, 2023 and 31st December, 2024 that were transferred to



Unclaimed Dividend Account along-with a statement containing the names, last known addresses, the unpaid dividend to be paid to each person and the date when such unpaid Dividend is due for transfer to the Investor Education and Protection Fund (IEPF) has been placed on the website of the Company and the same is accessible at the web-link: <https://www.cie-india.com/periodic-public-information8.html#IEPF>

During the year under review, the Company was not required to transfer any amount to IEPF.

Further, details of all the unclaimed amounts transferred by the Company to IEPF in earlier years are uploaded on the website of the Company and is accessible under the sub-tab 'Unclaimed Amount Transferred to IEPF' at the web-link: <https://www.cie-india.com/periodic-public-information8.html#IEPF> and is also available on the website of IEPF.

No claim lies against the Company in respect of these unclaimed amounts.

For any claims that are lodged with IEPF for unclaimed amounts, the Company has nominated Mr. Pankaj V. Goyal, the Company Secretary, Chief Compliance Officer and Head-Legal of the Company as Nodal Officer for the purposes of verification of claims and coordination with Investor Education and Protection Fund Authority as required under Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, the Contact details of the Nodal Officer are available on the website of the Company at the aforementioned web-link.

K. EMPLOYEES

Key Managerial Personnel (KMP)

During the financial year, the following officers were the Key Managerial Personnel of the Company in accordance with Section 203 of the Act read with Section 2(51) of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

1. Mr. Ander Arenaza Alvarez - Executive Director and Group CEO
2. Mr. Manoj Menon - Executive Director and CEO
3. Mr. Sunil Narke - Chief Executive Officer - Forgings Division
4. Mr. Rajendra Vadlapudi - Chief Executive Officer - Iron Casting Division
5. Mr. K. Jayaprakash - Chief Financial Officer
6. Mr. Pankaj V. Goyal - Company Secretary, Chief Compliance Officer and Head-Legal

Mr. Rahul Desai has tendered his resignation from his position as CEO - Stampings, Magnetics Products and Composites Division of the Company with effect from close of business hours on 19th February, 2025 and accordingly ceased to be Key Managerial Personnel of the Company.

Particulars of Employees and related disclosures

Disclosures with respect to the remuneration of Directors, KMPs and employees as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, are given in **Annexure IV** to this Report.

Further, as required under the provisions of Section 197(12) of the Act read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, a statement including the names and other details of the top ten employees in terms of remuneration drawn and the name of every employee, who were in receipt of remuneration not less than ₹ 10,200,000/- per annum during the year ended 31st December, 2025 or employees who were employed for a part of the Financial Year and were in receipt of remuneration of not less than ₹ 8,50,000/- per month during any part of the said year is annexed as **Annexure V** to this report.

The Company had no employee who was employed throughout the Financial Year or part thereof and was in receipt of remuneration, which in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Whole-Time Director or Manager and holds by himself or along with his spouse and dependent children, not less than 2% of the equity shares of the Company.

Industrial Relations

The relationship between the Management and Worker's Union continued to remain cordial.

The Management Discussion and Analysis Report provide an overview of the developments in Human Resources/ Industrial Relations during the year.

L. BOARD AND COMMITTEES

Retirement by rotation

Mr. Shriprakash Shukla (DIN: 00007418) is liable to retire by rotation and being eligible, have offered himself for re-appointment at the 27th Annual General Meeting of the Company.

Declaration of the Independent Directors

In accordance with Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations, all the Independent Directors have submitted declarations confirming that they meet the criteria as mentioned in Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Act. The Independent Directors have also confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence. Further, the Board after taking these declaration/disclosures on record and acknowledging the veracity of the same, opined that the Independent Directors of the Company, are persons of integrity and possess the relevant expertise



and experience (including the proficiency), fulfils the conditions specified in the Listing Regulations and the Act for appointment of Independent Directors and are Independent of the Management.

Directors' Responsibility Statement

Pursuant to Section 134(5) of the Act, the Board of Directors, based on the representation received from the Operating Management and after due enquiry, confirm that:

- a) in the preparation of the annual accounts for the financial year ended 31st December, 2025, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended on 31st December, 2025 and of the profit and loss of the Company for that financial year ended on that date;
- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis;
- e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively during the financial year ended 31st December, 2025;
- f) 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 during the financial year ended 31st December, 2025.

Board, Committee and Annual General Meeting

A calendar of Meetings is prepared and circulated in advance to the Directors.

The Board of Directors of the Company met Six times during the financial year under review on 20th February, 2025, 27th March, 2025, 29th April, 2025, 21st July, 2025, 16th October, 2025 and 18th December 2025. The 26th Annual General Meeting of the Company was held on 30th April, 2025 through Video Conference ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue.

Details of attendance of meetings of the Board, its Committees and the AGM are included in the Report on Corporate Governance, which forms part of the Annual Report-2025.

Meeting of Independent Directors

The Independent Directors of the Company met on 19th February, 2025 and 17th December, 2025 without the presence of the Chairman, Executive Director(s), other Non-Independent Director(s) and any other Managerial Personnel.

Performance Evaluation

During the year under review, the Nomination and Remuneration Committee and Independent Directors have ascertained and reconfirmed that the deployment of "Questionnaire" as a methodology, is effective for evaluation of performance of Board, its Committees and Individual Directors including Non-Independent Directors and the Chairman.

Accordingly, feedback was sought on the structured questionnaire from all the Directors of the Company, through electronic platform provided by an Independent Agency, covering various aspects, on performance evaluation of the Board, Committees of Board, Independent Directors, Non-Independent Directors, and the Chairman. A report aggregating the responses of all the Directors of the Company was generated by the system.

Performance Evaluation of Individual Directors

The reports of the performance evaluation of Individual Directors were shared with respective Directors and Chairman of the Nomination and Remuneration Committee (NRC). Based on the same the NRC evaluated the performance of all individual Directors.

The Independent Directors at their meeting separately evaluated the performance of Non-Independent Directors and the Chairman.

Performance Evaluation of the Board and Committees of Board

The report of the feedback received from all the Directors on performance evaluation of Board and Committees of Board was shared with the Chairman of the Board and the Chairman of the respective Committees. The Board reviewed the reports and evaluated its own performance and performance of the Committees of the Board.

The Independent Directors at their meeting separately evaluated the performance of the Board. For details, please refer to the Report on Corporate Governance, which forms part of the Annual Report-2025.

Familiarisation Programme for Independent Directors

The details of programmes for familiarization of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, and related matters are given in the Report on Corporate Governance.

The familiarisation programme and other disclosures as specified under Regulation 46 of the Listing Regulations is available on the website of the Company at the link:



<https://www.cie-india.com/governance3.html#Familiarisation-Program>

Policy on Appointment and Remuneration

In line with the principles of transparency and consistency, the Company has adopted the following Policies which, inter-alia includes criteria for determining qualifications, positive attributes and independence of a Director.

- i) Policy on appointment of Directors, Key Managerial Personnel and Senior Management Employees and succession planning and
- ii) Policy on the remuneration of Directors, Key Managerial Personnel and other employees of the Company.

Salient features of these policies are enumerated in the Corporate Governance Report which forms part of the Annual Report-2025.

The Policies mentioned above are also uploaded on the website of the Company and is accessible at the web-link: <https://www.cie-india.com/governance3.html#Policies>

Committees of the Board

The Company has duly constituted the Committees required under the Companies Act, 2013 read with applicable Rules made thereunder and the Listing Regulations. Detailed disclosure in respect of all the Committees of the Board which includes the Constitution of the Committees, the terms of references of each of the Committee, the number of meetings held during the year and attendance etc. is provided in the Corporate Governance Report which forms part of the Annual Report-2025.

Audit Committee

The Committee comprises of four Independent Directors as on 31st December, 2025 namely Mr. Alan Savio D'Silva Picardo – Chairman, Mr. Jairaj Purandare, Mrs. Roxana Meda Inoriza and Dr. Nuria Gisbert Trejo.

All the Members of the Committee are Independent Directors and possess strong accounting and financial management knowledge.

The Company Secretary is the Secretary to the Committee. All the recommendations of the Audit Committee were accepted by the Board during the financial year under review.

M. GOVERNANCE

Corporate Governance

The Company believes in attainment of highest levels of transparency in all facets of its operations and maintains an unwavering focus on imbibing good Corporate Governance practices. The Company continues to strengthen its governance principles to generate long-term value for its various stakeholders on a sustainable basis thus ensuring ethical and responsible leadership both at the Board and at the Management levels.

A Report on Corporate Governance along with a Certificate regarding the compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations issued by M/s. SVD & Associates, Practicing Company Secretaries (FRN: P2013MH031900) and Secretarial Auditor of the Company for the financial year under review forms part of the Annual Report-2025.

Vigil Mechanism

The Vigil Mechanism as envisaged in the Companies Act, 2013, the Rules prescribed thereunder and the Listing Regulations is implemented through the Company's Whistle Blower Policy to enable the Directors, Employees and all Stakeholders of the Company to report their genuine concerns, to provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairman of the Audit Committee. The detail of the Policy is explained in the Corporate Governance Report and has been uploaded on the website of the Company and is accessible at the web-link: <https://www.cie-india.com/ethical-channel.html>

Internal Financial Controls

The Company has put in place adequate internal financial controls commensurate with the size and complexity of its operations. The internal controls ensure the reliability of data and financial information and accountability of assets.

The Company uses ERP System as a business enabler and to maintain its books of accounts. The transactional controls built in ERP System provide segregation of duties, appropriate level of approval mechanism and maintenance of supporting records. It is further supplemented by documented policies, guidelines and procedures. These are reviewed by the management regularly and strengthened wherever required. These systems and controls are subject to internal audit program arrived at basis risk review and approved by the Audit Committee. Action plan is prepared by the management for all the audit findings and the same is reviewed by the Audit Committee periodically.

The controls have been assessed during the year under review, basis guidance note issued by the Institute of Chartered Accountants of India on Audit of Internal Financial Controls over Financial Reporting. Based on the results of such assessments carried out by the management, no reportable or significant deficiencies, no material weakness in the design or operation of any control was observed. Nonetheless, the Company recognizes that any internal control framework, no matter how well designed, has inherent limitations and in a dynamic environment needs continuous review and upgrade.

Risk Management

The Board has constituted a Risk Management Committee which comprises of Four members as at the end of the financial year namely, Mr. Manoj Mullassery Menon -



Executive Director & CEO (Chairman of the Committee), Mr. Ander Arenaza Alvarez – Executive Director & Group CEO, Mr. Alan Savio D'Silva Picardo – Independent Director and Dr. Nuria Gisbert Trejo – Independent Director. The Committee also has invitees from Senior Management team. The other details including the terms of reference of the Committee are covered under the Corporate Governance report which forms part of the Annual Report-2025.

In accordance with the requirements of the Act and Listing Regulations, the Company has developed and implemented a Risk Control and Management Policy which establishes general framework for action, as well as the procedures and responsibilities to control and manage the risks which the Company must face efficiently and effectively. The said policy can be accessed from the weblink: <https://www.cie-india.com/governance3.html#Policies>. The risk management system of the Company ("RMS") allows it to reasonably ensure that all significant risks, both financial and non-financial, including those which in the opinion of the Board may threaten the existence of the Company, are prevented, identified, assessed, subjected to ongoing control and reduced to the defined levels of risk appetite and tolerance and are approved by the Risk Management Committee and ultimately by the Board.

The Risk Management Committee, Audit Committee as well as the Board reviews the risks and RMS periodically. The Company has established procedures to periodically place before the Board, the risk assessment and minimisation procedures being followed by the Company and steps taken by it to mitigate the Risks.

Important elements of risks are provided in the Management Discussion and Analysis which forms part of the Annual Report-2025.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act) and Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment at all workplaces of the Company in compliance with the provisions of the POSH Act. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

The framework ensures complete anonymity and confidentiality.

Details of complaints received and resolved during the year under review are as under:

- (a) number of complaints pending as on beginning of FY2025: Nil
- (b) number of complaints of sexual harassment received in FY2025: Nil

- (c) number of complaints disposed off during FY2025: NA
- (d) number of cases pending for more than ninety days: NA

Maternity Benefit Act, 1961

The Company has in place Maternity Benefit Policy in line with the requirements of the Maternity Benefit Act, 1961. During the year under review, the Company has duly complied with the provisions of the said Act.

N. SUSTAINABILITY AND CORPORATE SOCIAL RESPONSIBILITY

Sustainability

The growing expectation of various Stakeholders is leading to Regulatory updates across globe in the recent times thus forcing organizations to achieve their sustainable goals and targets.

As a part of CIE Automotive group, the Company remains committed to a 5-year Strategic ESG plan, adhering to 79 KPIs across four pillars: CIE Culture, Ethical Commitment, Eco-Efficiency, and Active Listening.

The Company's plants are adopting the practices aligned with ISO 14001, ISO 45001, ISO 50001 and ISO 20400 sustainable procurement standards, and focusing on renewable energy, material circularity, and responsible resource use.

In CY 2025, 5 (five) plants were certified with Energy Management Certifications ISO 50001 standard. The Company conducted Zero Waste to Landfill assurance certification process for 9 (nine) identified plants by Third Party and they have recommended platinum level certification for all 9 (nine) plants. Water Footprint assessment was completed across all plants. Solar roof top capacities were increased at Gears Chakan and Forging Chakan facility. 60.49% of electricity was sourced from renewables. Total 9,381 trees were planted within plants and through CSR activities. These efforts reflect CIE India's commitment to sustainability and ESG goals.

Safety and Health

The Company is deeply committed to ensuring the health and safety of all employees and workers at its manufacturing sites, with a goal of achieving zero incidents. Prioritizing health and safety are vital not only for the well-being of employees but also for enhancing operational efficiency. Beyond maintaining a safe and healthy work environment across all manufacturing plants and offices, the Company focused on several key initiatives in CY2025, focusing on strengthening safety culture.

The management implemented Project Sanskriti having three key elements viz: leadership & commitment, competence and standards & procedures, ongoing training programs. The project aimed to enhance HIRA Process, Capability development of Line Managers and EHS team. Other initiatives include conducting thorough



HSE audits, adoption of advanced safety technologies etc. All aimed at preventing incidents and fostering a strong safety culture throughout the organization.

The successful program on 12 Life Saving Rules, introduced in 2023, continued in CY 2025, with the addition of an E-module for refresher training participated by 1064 employees to ensure sustained awareness and adherence.

All plants achieved ISO 45001 and ISO 14001 certifications, demonstrating a commitment to both occupational health and safety and environmental management. To further bolster safety measures, the Company underwent a series of external HSE audits, including those for electrical safety, chemical safety, fire safety, energy audits, and compliance with ISO 14489 standards.

In terms of employee well-being, the Company implemented a range of health initiatives, including annual health check-ups, yoga sessions, stress management workshops, and a de-addiction program for workers. The overarching focus throughout the year was on continuous training, regular communication, employee recognition, and the active involvement of shop floor employees in safety activities. These efforts were instrumental in working toward the achievement of safety targets and fostering a culture of safety at all levels of the organization.

Business Responsibility and Sustainability Report

Pursuant to Regulation 34(2)(f) of the Listing Regulations read with SEBI Master circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 last updated on 30th January, 2026, the Business Responsibility and Sustainability Report (BRSR), including the BRSR Core, in the prescribed format for the Financial Year ended on 31st December, 2025, forms part of the Annual Report-2025.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

The information pertaining to energy conservation, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 are provided in **Annexure VI** to this Report.

Corporate Social Responsibility (CSR)

The Company has constituted Corporate Social Responsibility (CSR) Committee in accordance with Section 135 of the Act. As on 31st December, 2025, the CSR Committee comprises of Mr. Manoj Mullassary Menon (Chairman of CSR Committee), Mr. Anil Haridass and Mr. Jairaj Purandare.

The CSR Policy developed and implemented by the Company including a brief overview of the projects or programs undertaken by the Company in pursuance of the CSR Policy are available on the Company's website and is accessible at the web-link: <https://www.cie-india.com/csrOLD1.html>. During the year under review, no

changes were made in the policy except the amendment made in the Annexure I to the policy, in line with the Annual Action Plan approved by the Board, which includes the details of the major CSR Activities undertaken by the Company.

During the year under review the Company was required to spend ₹ 118.92 Million in accordance with Section 135(1) of the Companies Act, 2013. Out of the CSR Obligation of FY 2025, the Company has spent ₹ 120.25 Million in accordance with the Annual Action Plan approved by the Board. This includes excess spent of ₹ 1.33 million towards two CSR projects, set-off of which shall be taken from CSR obligation of FY2026, in accordance with Section 135(5) of the Act.

Further, during the previous financial year i.e. FY 2024, the Company transferred ₹ 14.14 million to unspent CSR account of the Company in accordance with Section 135(6) of the Act. Out of this amount, the Company has spent amount of ₹ 11.14 million during the year and the remaining unspent CSR amount of ₹ 3 million has been allocated and shall be spent on the ongoing CSR Projects in FY 2026 & FY 2027.

The Company reiterates its commitment to discharge its social obligation and shall continue to implement meaningful CSR projects in the CSR thrust areas which have been identified and where the Company wishes to create equity.

The CSR Committee affirmed that the implementation and monitoring of the CSR projects during the year was in compliance with the CSR objectives and CSR policy of the Company.

In accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, the Annual Report on CSR Activities *inter-alia* providing the salient features of the CSR Policy and details of CSR activities undertaken by the Company during the year is annexed herewith as **Annexure VII**.

O. SECRETARIAL

Compliance with the provisions of Secretarial Standard-1 and Secretarial Standard-2

The Company have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively. During the year under review the Company was in compliance with the Secretarial Standards, i.e., SS-1 and SS- 2, relating to "Meetings of the Board of Directors" and "General Meetings" respectively.

Compliance with Downstream Investment conditionalities

The Company is a Foreign Owned and Controlled Company within the meaning of Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2017 ("FDI Regulations"). All the Downstream Investments made by



the Company are in compliance with the conditionalities of Downstream Investment stipulated in the FDI Regulations.

During the year under review, the Company has obtained a certificate from the Statutory Auditors of the Company for compliance with the FDI Regulations in respect of the downstream investment made by the Company during financial year 2024. The Auditors have affirmed compliance with downstream investment conditionalities by the Company and have issued an unqualified report.

Annual Return

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Act read with Rule 11 of the Companies (Management and Administration) Rules, 2014 are placed on the website of the Company and is accessible at the web-link: <https://www.cie-india.com/documents-and-disclosure.html>.

Dividend Distribution Policy

Pursuant to Regulation 43A of the Listing Regulations, the Company has formulated a dividend distribution policy which became effective from 1st January, 2017 stipulating factors to be considered in case of Dividend declaration.

The Board of Directors of the Company at its meeting held on 20th February, 2025, reviewed the Dividend Distribution Policy of the Company, especially the Financial Parameters that shall be considered while declaring dividend. After Considering strong cash flows and operational performance, the internal and external factors as provided in the Dividend Distribution Policy, the Board considered it appropriate to enhance the dividend pay-out ratio from upto 25% to upto 33% of the Consolidated PAT.

The Dividend Distribution Policy forms part of this report as **Annexure VIII**.

The same has also been hosted on the website of the Company and is accessible at the web-link: <https://www.cie-india.com/governance3.html#Policies>

Other Policies under Listing Regulations

In accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has framed various policies and have hosted these policies on the website of the Company at the web-link: <https://www.cie-india.com/governance3.html#Policies>

P. GENERAL

No disclosure or reporting is required in respect of the following items as there were no transactions/events relating to these items during the year under review:

1. Disclosure under Section 197(14) of the Act since None of the Executive Directors (Whole-time Director) were in receipt of any commission from the Company.

2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of Shares (including Employees' Stock Option Scheme and sweat Equity shares) to employees of the Company under any Scheme.
4. Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operation in future.
5. No application was made, or any proceedings is pending under the Insolvency and Bankruptcy Code, 2016 during the year in respect of the Company.
6. There has been no change in the nature of business of the Company.
7. There was no one-time settlement of loan obtained from Banks or Financial Institutions.
8. Voting rights which are not directly exercised by the employees in respect of shares for the subscription/purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under Section 67(3)(c) of the Act).

Acknowledgement

The Board of Directors wish to place on record their sincere appreciation to the Company's Customers, Investors, Vendors and to the Bankers for their continued support during the year.

The Directors also wish to place on record their appreciation for the dedication and contribution of our employees at all levels and look forward to their support in future as well.

For and on behalf of the Board of Directors
CIE Automotive India Limited

Shriprakash Shukla
Chairman
(DIN: 00007418)

Date: 19th February, 2026
Place: Pune



**Particulars of loans/advances, etc. pursuant to Para A of Schedule V of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Loans and advances in the nature of loans to subsidiaries

(₹ in million)

Name of the subsidiary	Balance as on 31st December, 2025	Maximum outstanding during the year
CIE Aluminium Casting India Limited	730.00	1,930.00
CIE Hosur Limited	749.51	779.51

The Company has not provided any Loans and advances in nature of loans to Associates or to firms/companies in which Directors of the Company are interested. Further, none of the entities to which the Company has given Loan or advance in the nature of loan, as mentioned above, has made any investments in the shares of the Company or any of its Subsidiaries when the Company has made such loan or advance in the nature of loan.



Annexure I

Form No. AOC-2

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

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

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

There were no contracts or arrangements or transactions entered into during the financial year ended 31st December, 2025, which were not at arm's length basis.

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

The details of material contracts or arrangements or transactions at arm's length basis for the financial year ended 31st December, 2025 are as follows:

Sr. No.	Name(s) of the related party & Nature of relationship	Nature of contracts/ arrangements/ transactions	Value of contracts/ arrangements/ transactions (in ₹ Million)	Duration of contracts/ arrangements/ transactions	salient terms of contracts/ arrangements/ transactions	Date of approval by the board, if any	Amount paid as advance (in ₹ Million)
1.	Name Mahindra & Mahindra Limited Nature of Relationship Significant influence over the Company or Ultimate Holding Company	Sales of Goods Sales of services Purchase of Goods Purchase of Services Rent paid Interest Paid Any other transfer of resource, services or obligation	18,930.85 86.35 2.83 3.95 19.97 22.12 51.58	Jan-Dec 25	The related party Transactions (RPTs) entered during the year were repetitive in nature and were in the ordinary course of business and on arm's length basis.	These RPTs are in the ordinary course of business and are at arm's length basis, hence provisions of Section 188 of the Act requiring approval of the board is not applicable. The Transactions with M&M are repetitive in nature and the Audit Committee of the Company considered and granted its omnibus approval to these transactions from time to time. Further, as required under the provisions of Regulation 23(4) of the Listing Regulations Approval of shareholders was obtained for entering into these Transactions with Mahindra and Mahindra Limited upto aggregate limit of ₹ 23,000 Million per annum at the 26 th Annual General Meeting of the Company.	Nil

For and on behalf of the Board,
CIE Automotive India Limited

Shriprakash Shukla
Chairman
(DIN: 00007418)

Date: 19th February, 2026

Place: Pune



Annexure II

Form No. MR-3

Secretarial Audit Report

For the Financial Year Ended December 31, 2025

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

Pursuant to Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

To,

The Members,

CIE Automotive India Limited

G Block, Bhosari Industrial Estate,

Near BSNL office, Bhosari, Pune- 411026

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CIE Automotive India Limited** bearing **CIN: L27100PN1999PLC245720** (hereinafter referred to as **the Company**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company 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 December 31, 2025** 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 December 31, 2025 (audit period)** according to the provisions of:

- i. The Companies Act, 2013, as amended from time to time (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. The 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, wherever applicable;
- 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Depositories and Participants Regulations), 2018;
 - d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client;
 - e. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(not applicable during the audit period)**
 - f. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(not applicable during the audit period)**
 - g. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(not applicable during the audit period)**
 - h. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(not applicable during the audit period)**
 - i. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulation 2021; **(not applicable to during the audit period)**



vi. **We further report that,**

Having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, no other law was applicable specifically to the Company.

We have also examined compliance with the applicable clauses and regulations of the following:

- i. The Secretarial Standards issued by 'The Institute of Company Secretaries of India'; and
- ii. The Listing Agreement entered into by the Company with Stock Exchange(s) pursuant to The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as the Listing Regulations).

During the year 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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

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 no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. except the following:

- i. The Company in its 26th Annual General Meeting held on April 30, 2025, passed the Special Resolution with respect to shifting of Registered Office of the Company from the jurisdiction of Registrar of Companies, Mumbai to the jurisdiction of Registrar of Companies, Pune. Accordingly, the transfer of the Registered Office was approved on August 29, 2025.

For SVD & Associates

Company Secretaries

Sridhar Mudaliar

Partner

FCS No: 6156

C P No: 2664

Unique Code of the Firm: P2013MH031900

Peer Review No: 6357/2025

UDIN: F006156G003945124

Place: Pune

Date: February 19, 2026

Note: This report is to be read with letter of even date by the Secretarial Auditors, which is annexed as **Annexure A** and forms an integral part of this report.



ANNEXURE A

To,
The Members,
CIE Automotive India Limited
G Block, Bhosari Industrial Estate,
Near BSNL office, Bhosari, Pune- 411026

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards CSAS-1 to CSAS-4 (CSAS) issued by the Institute of Company Secretaries of India (ICSI). These Standards requires that the Auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.
3. Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some material misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.
4. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

Methodology

5. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
6. We have relied on the documents and evidence provided physically and through electronic mode.
7. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, etc.

Disclaimer

8. 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.
9. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

For SVD & Associates
Company Secretaries

Sridhar Mudaliar

Partner
FCS No: 6156
C P No: 2664
Unique Code of the Firm: P2013MH031900
Peer Review No: 6357/2025
UDIN: F006156G003945124
Place: Pune
Date: February 19, 2026



Annexure III

Form No. MR-3

Secretarial Audit Report

For The Financial Year Ended 31st December, 2025

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

To,

The Members,

CIE Aluminium Casting India Limited,

Office No. 602 & 603, Amar Business Park,

Baner Gaon, Pune 411045.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CIE Aluminium Casting India Limited** bearing **CIN: U31909PN1985PLC037539**, a subsidiary of public Company in terms of the provisions of section 2(71) of the Companies Act, 2013 (hereinafter called **the "Company"**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering **the financial year ended on 31st December, 2025** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for **the financial year ended on 31st December, 2025 (audit period)** according to the provisions of:

- (i) The Companies Act, 2013, as amended from time to time (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder to the extent applicable;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of the securities held in dematerialized form;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, External Commercial Borrowing and Overseas Direct Investment as applicable;
- (v) None of the Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are applicable to the Company.
- (vi) We **further report that**, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, no other law was applicable specifically to the Company.

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

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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



All decisions at Board Meetings and decisions through circular resolutions are carried out with requisite majority, as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

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 no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For SVD & Associates

Company Secretaries

Sridhar Mudaliar

Partner

FCS No: 6156

C P No: 2664

Unique Code of the Firm: P2013MH031900

Peer review No: 6357/2025

UDIN: F006156G003945080

Place: Pune

Date: February 18, 2026

Note: *This report is to be read with letter of even date by the Secretarial Auditors, which is annexed as **Annexure A** and forms an integral part of this report.*



ANNEXURE A

To,

The Members,

CIE Aluminium Casting India Limited,

Office No. 602 & 603, Amar Business Park,

Baner Gaon, Pune 411045.

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards CSAS-1 to CSAS-4 (CSAS) issued by the Institute of Company Secretaries of India (ICSI). These Standards requires that the Auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.
3. Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some material misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.
4. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

Methodology

5. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
6. We have relied on the documents and evidence provided physically and through electronic mode.
7. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, etc.

Disclaimer

8. 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.
9. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

For SVD & Associates

Company Secretaries

Sridhar Mudaliar

Partner

FCS No: 6156

C P No: 2664

Unique Code of the Firm: P2013MH031900

Peer Review No: 6357/2025

UDIN: F006156G003945080

Place: Pune

Date: February 18, 2026



Annexure IV

DETAILS OF REMUNERATION

Details pertaining to remuneration as required under Section 197 (12) of the Act and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The ratio of the remuneration of each director to the median remuneration of employees of the company for the financial year	Name of Director	Designation	The ratio of the remuneration of each Director to the median remuneration of employees
	Mr. Shriprakash Shukla ¹	Non - Executive Director (Chairman)	5.73
	Mr. Ander Arenaza Alvarez	Executive Director and Group CEO	2.93
	Mr. Manoj Mullassery Menon	Executive Director and CEO	54.99
	Mr. Anil Haridass ²	Non-Executive, Non-Independent Director	0.46
	Mrs. Roxana Meda Inoriza	Independent Director	6.37
	Mr. Alan Savio D'Silva Picardo	Independent Director	6.37
	Mr. Jairaj Purandare	Independent Director	6.37
	Dr. Nuria Gisbert Trejo	Independent Director	6.37
	Note: 1. The Board of Directors at its meeting held on 16 th October, 2025, on recommendation of Nomination and Remuneration Committee, have approved payment of remuneration of ₹ 6,000,000/- per annum (Rupees Six Million only) by way of annual payment to Mr. Shriprakash Shukla as Non-Executive Director of the Company for the period of 3 years commencing from 1 st April, 2025 and have recommended the same to the Members for their approval at 27 th Annual General Meeting. For the purpose of calculation of above ratio the remuneration payable to Mr. Shukla for the period 01 st April, 2025 to 31 st December, 2025 is considered. Payment of the said remuneration to Mr. Shukla is subject to approval of the Members and shall be made in CY2026. 2. The Members of the Company by way of Special Resolution passed at 23 rd Annual General Meeting of the Company, held on 25 th April 2022, approved payment of remuneration not exceeding ₹ 2.5 Million to Mr. Anil Haridass as Non-Executive Non-Independent Director of the Company for the period of 3 years from 23 rd February, 2022 to 22 nd February, 2025. Mr. Haridass chose not to avail/draw any remuneration from the Company thereafter. Accordingly, remuneration for the period 1 st January, 2025 to 22 nd February, 2025 payable to Mr. Anil Haridass is included in the above calculation. 3. Independent Directors were entitled to remuneration by way of sitting fees for attending meeting of Board and Committees and profit linked commission. The commission for CY2025 as approved by the Board of Directors of the Company, on recommendation of the Nomination and Remuneration Committee will be paid to the Independent Directors during CY2026. For the purpose of calculating above ratios the sitting fees paid during CY2025 and commission payable for CY2025 is considered.		
The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	Name of Director/KMP	Designation	% increase in Remuneration
	Mr. Ander Arenaza Alvarez	Executive Director and Group Chief Executive Officer	Nil
	Mr. Manoj Mullassery Menon	Executive Director and Chief Executive Officer	4%
	Mr. Shriprakash Shukla	Non-Executive, Non-Independent Director	Not Applicable
	Mr. Anil Haridass	Non-Executive, Non-Independent Director	Not Applicable
	Mr. Alan Savio D'Silva Picardo	Independent Director	Nil
	Mrs. Roxana Meda Inoriza	Independent Director	Nil
	Mr. Jairaj Purandare	Independent Director	Nil



	Name of Director/KMP	Designation	% increase in Remuneration
	Dr. Nuria Gisbert Trejo	Independent Director	Nil
	Mr. Sunil Narke	Chief Executive Officer - Forgings Division	13.66%
	Mr. Rahul Desai	Chief Executive Officer - Stampings, Magnetics Products and Composites Division (up to 19 th February, 2025)	Not Applicable
	Mr. Rajendra Vadlapudi	Chief Executive Officer - Iron Casting Division	4%
	Mr. K. Jayaprakash	Chief Financial Officer	4%
	Mr. Pankaj Goyal	Company Secretary, Chief Compliance Officer and Head - Legal	4%
	Note: 1. Independent Directors were entitled to remuneration by way of sitting fees for attending meeting of Board and Committees and profit linked commission. 2. During the year, Mr. Rahul Desai has resigned from his position as Chief Executive Officer - Stampings, Magnetics Products and Composites Division of the Company with effect from close of business hours on 19 th February, 2025.		
The percentage increase in the median remuneration of employee in the financial year	6.14% increase in median employee remuneration.		
The number of permanent employees on the rolls of company as on 31 st December, 2025	4,204		
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	On an average, employees other than the managerial personnel (i.e. Executive and Non-Executive Directors) received an annual increase of 6.14% whereas there was 4% increase in the remuneration payable by the Company to the Executive Director Mr. Manoj Menon during FY2025. The remuneration of the Executive Directors is decided based on the individual performance, inflation, prevailing industry trends and benchmarks. The remuneration of Independent Directors consists of commission and sitting fees. While deciding the remuneration, various factors such as Director's participation in Board and Committee Meetings during the year, other responsibilities undertaken, such as Membership or Chairmanship of Committees, time spent in carrying out other duties, role and functions as envisaged in Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other factors as the Nomination and Remuneration Committee may deem fit etc., were taken into consideration.		
Affirmation that the remuneration is as per the remuneration policy of the Company	It is hereby affirmed that the remuneration paid is as per the Policy for Remuneration of the Directors, Key Managerial Personnel and other Employees.		

For and on behalf of the Board
CIE Automotive India Limited

Date: 19th February, 2026
 Place: Pune

Shriprakash Shukla
 Chairman
 (DIN: 00007418)



Annexure V

STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(in ₹ Million)

Sl. No.	Name of the employees	Designation®	Remuneration received [in ₹ Million] (Excluding perquisite value pursuant to exercise of ESOPs of the Company), if any	Amount Paid towards Stock Appreciation Benefit, if any	Qualification	Experience in years	Age in years	Date of commencement of current employment	Last employment held
1	2	3	4	5	6	7	8	9	10
1	Mr. Manoj Menon!	Executive Director & Chief Executive Officer	18.82	24.33	B. Tech, MMS	36	58	01-09-2013	Anand Auto Limited
2	Mr. Vikas Chandra Sinha	Sr. Vice President – Strategy and Chief Investor Relations Officer	16.06	12.17	MBA, BE	32	53	10-12-2014	Mahindra & Mahindra Limited
3	Mr. K. Jayaprakash#	Chief Financial Officer	12.58	12.17	CWA and CS	42	61	29-03-2007	Pantaloon Retail India Limited
4	Mr. Vinayak Kadaskar#	Head HR and IR	10.44	-	MPM, LLB	37	60	17-09-1997	Apollo Tyres Limited
5	Mr. Anup Mishra!	Chief Business Controller and CIO	10.93	6.08	CA and CWA	36	57	01-12-2005	Karnavati Engineering Limited
6	Mr. Sunil Narke	Chief Executive Officer – Forgings Division	10.43	-	BE Mechanical	27	51	16-04-2018	Anand I-Power Limited
7	Mr. Lalmani Shukla*	Chief Operating Officer	10.12	-	BE Mechanical	35	59	16-08-2006	JBM Group Faridabad
8	Mr. Rajendra Vadlapudi#	Chief Executive Officer – Iron Casting Division	8.64	-	Diploma in Mechanical Engineering	23	40	28-06-2010	Gabriel India Limited
9	Mr. Vaibhav Paharia!	Chief Operating Officer	8.50	-	B.Tech (Mechanical) and MBA (Operations)	13	37	21-04-2014	Mecon Limited
10	Mr. Pankaj V. Goyal	Company Secretary, Chief Compliance Officer and Head – Legal	6.47	6.08	CS, CWA and LLB	19	40	24-07-2012	KAIL Limited
11	Mr. Rahul Desai\$	Chief Executive Officer – Stampings, Magnetics Products and Composites Division	6.93	-	BE – Mechanical	30	51	24-09-2015	GKN Sinter Metals Limited

@ last designation held in the Company as on 31st December, 2025.



Employee(s) of Mahindra Hinoday Industries Limited (MHIL) which was merged into the Company pursuant to the Scheme of Amalgamation which came into effect from 10th December, 2014. The date of commencement of employment is the date of joining MHIL. Further, last employment refers to the employment before joining MHIL.

* Employees of Mahindra UGINE Steel Company Limited (MUSCO), which was merged into the Company pursuant to the Scheme of Amalgamation which came into effect from 10th December, 2014. The date of commencement of employment is the date of joining MUSCO. Further, last employment refers to the employment before joining MUSCO.

! Employee(s) of Mahindra Gears and Transmission Private Limited (MGTPPL), the wholly-owned subsidiary of the Company which was merged into the Company pursuant to the Scheme of Amalgamation which came into effect from 31st December, 2017. The date of commencement of employment is the date of joining MGTPPL. Further, last employment refers to the employment before joining MGTPPL.

\$ Employees who were employed for a part of the financial year 2025 and were in receipt of remuneration for part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month.

Notes:

- i) All the employees included in the table above are permanent employees of the Company. All appointments are / were non-contractual.
- ii) None of the Director / employees referred to in the above table is related inter se or related to any Director of the Company.
- iii) During the year, the Company has no employee who was employed throughout the Financial Year or part thereof and was in receipt of remuneration, which in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than 2% of the equity shares of the Company.
- iv) There were no employees who were posted outside and working in a country outside India and drawing remuneration from the Company more than ₹ 1.02 Crore per financial year or ₹ 8.5 lakh per month, as the case may be.
- v) The remuneration included in column 4 above is calculated as per Section 17(1) and 17(2) of the Income Tax Act, 1961 and includes the contribution made by the Company to retiral funds i.e. Provident Fund, Superannuation and NPS. For better understanding the amount paid towards Stock Appreciation Benefits is shown separately.

For and on behalf of the Board
CIE Automotive India Limited

Shriprakash Shukla
Chairman
(DIN: 00007418)

Date: 19th February, 2026
Place: Pune



Annexure VI

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Pursuant to Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 is forming part of the Board's Report for the Financial Year ended 31st December, 2025.

A) Conservation of energy

The Company places a strong emphasis on energy conservation as a core element of its sustainability initiatives. By implementing targeted measures to reduce energy consumption per ton of production, the Company not only contributes to environmental preservation but also achieves significant cost savings and enhances operational efficiency. The Company conducts regular energy audits to pinpoint areas with the highest energy usage. These audits provide critical insights, enabling the Company to prioritize energy-saving measures in the most energy-intensive areas. To replace outdated systems, the Company continues to invest in advanced, energy-efficient technologies and equipment. These investments help reduce overall energy consumption intensity and improve system reliability and performance.

A key component of the Company's energy conservation strategy is fostering a culture of awareness and active participation among employees. Regular training programs are held to educate employees on the significance of energy conservation and empower them to take meaningful actions to contribute to sustainability goals. These programs not only inform employees about energy-saving practices but also encourage them to actively participate in reducing energy consumption across all levels of the organization.

The Company consistently monitors its energy conservation achievements, tracking progress toward established energy reduction targets. A feedback loop is in place to evaluate the effectiveness of energy-saving initiatives, using performance data to continuously refine and enhance strategies. In CY 2025, five of our plants have achieved Energy Management Certification (ISO 50001:2018).

i. The steps taken or impact on conservation of energy

During the year under review, various initiatives for conservation of energy were implemented. Some of the initiatives undertaken by the Company were as below:

- **Motor & Equipment Energy Optimization**
Optimization of motor capacities for oil circulation pumps, grinding machines, presses (Kurimoto, Schuler, Bret, Verson, Erfurt, Cold Forging), and replacement of old motors with IE3 energy-efficient motors.
- **Pump & Hydraulic System Efficiency Improvements**
Replacement of coolant pumps with energy-efficient models and elimination of unnecessary pumps through piping and hydraulic system modifications.
- **Variable Frequency Drive (VFD) Implementation**
Installation of VFDs for compressors, pumps, fans, and selected process equipment to match energy consumption with operational load.
- **Idle Energy Elimination through Automation**
Elimination of idle running in motors, presses, pumps, hydraulic systems, and vacuum pumps through PLC logic, timers, and automatic shut-off controls.
- **Compressed Air System Optimization**
Plant-wide compressed air leakage survey and rectification, synchronization of compressor pipelines, installation of NRVs in main pipelines, optimization of compressor pressure settings, and installation of air solenoid valves for idle cut-off in machines.
- **Energy-Efficient Compressor Upgradation**
Replacement of high-power compressors with VFD-based energy-efficient compressors and provision of a dedicated small compressor for laboratory air requirements.
- **HVAC & Cooling System Efficiency Improvements**
Replacement of old air conditioners with inverter-based energy-efficient ACs, presetting of temperature controls at 24°C, elimination of AC usage through UPS room ducting, and chiller idle power consumption elimination.



- **Cooling Tower & Heat Exchange Optimization**

Optimization of cooling tower fans and pumps, and installation of water-cooled heat exchangers to improve heat rejection efficiency.

- **Lighting Energy Efficiency & Controls**

Replacement of conventional lighting with LED fixtures, installation of LDRs, timers, and motion sensors for shop floors, street lighting, office areas, and common utilities.

- **Renewable & Low-Energy Ventilation Solutions**

Installation of solar lighting and high-volume low-speed (HVLS) fans in weld shops to reduce conventional electricity consumption.

- **Thermal Process & Furnace Efficiency Improvements**

Upgrade of annealing furnace insulation by replacing ceramic lining with vacuum-formed fiber boards and implementation of heat recovery systems for dryer boxes.

- **Power Quality & Electrical Loss Reduction**

Improvement of power factor and electrical efficiency through installation of APFC / Detuned RTPFC systems, ASVG panels, harmonic filters, and replacement of old 1000 kVA transformers with energy-efficient transformers.

- **Alternative Heating Solutions**

Adoption of heat pumps in place of conventional electrical heaters to improve heating efficiency and reduce overall energy consumption.

ii. The steps taken by the company for utilizing alternate sources of energy

The Company continued its focus on increasing the share of green energy in total energy consumption during CY 2025. The aggregate capacity of captive power plants, including wind energy, stood at 104.48 MW for CY 2025. Additionally, the Company has installed rooftop solar panels with a capacity of 7.61 MW.

The Company has generated 178.82 million units in green energy from the group captive plants and rooftop solar power plants.

During the Year under review, the overall proportion of renewable electricity consumption to the total electricity consumption stood at 60.49%, positioning the Company among the best in Indian automobile component manufacturers.

iii. The capital investment in energy conservation equipment's

The Company continued investing in modern technology to improve the specific energy consumption. During the year under review, the Company has invested an amount of approximately ₹ 27.05 million in Energy conservation projects & initiatives.

B) Technology absorption

Your Company is committed to technology driven innovation and lays strong emphasis on inculcating an innovation driven culture within the organization harnessing internal skills and competencies. During the year under review, your Company continued to work on technology upgradation and capability development in the critical areas of product quality, process improvements and value addition.

The Company at its various divisions adopted new technologies to improve efficiency, conserve energy and to reduce wastages. The following are some of the major steps undertaken towards technology absorption.

(i) The efforts made towards technology absorption:

Iron Castings Division

Automation and Robotization

- To improve ergonomics and reduce fatigue, Robotization/SPM has been introduced in Fettling shops for material handling.
- Installed SPMs & Robotic machining cells for efficiency and ergonomics for heavy components.



Safety, Sustainability and EHS

- Installation of Automatic Paint Sludge Removal System.
- Installed new coolant oil filtration system to reduce consumption of cutting oil.
- Developed new non-Hazardous Waste storage area.
- Installed portable dust collection system for Pedestal grinders in fettling shop.
- Planted more than 1000 trees.
- Analytics for capturing process parameters to improve casting quality using predictive trends.

Aluminium Division

Automation and Technical Upgradation

- Installed Robotic Automation in HPDC machines.
- Auto Trimming process to eliminate manual fettling.
- Implementation of SPM to eliminate manual runner cutting in HPDC & GDC.
- Use of advanced processes like squeeze pins, jet cooling, and thermoregulation in high pressure die casting to improve casting quality and optimization of Molds to enable automation.
- Implementation of robotic pouring in Gravity die casting process.
- Enhancement of Powder coating capacity.
- Cooling tower and air compressor upgraded.

Safety, Sustainability and EHS

- Horizontal and vertical lifeline system installed.
- Installation of fume extraction system in casting cell.
- Installation of Energy efficient compressors.
- Solar Panels of 0.98 MW were installed.

Magnetic Product Division

Technology

- Installed a new Particle Size Distribution analyzer (Malvern Mastersizer 3000+) to monitor the ball milling process, improving the quality and productivity of both hard and soft ferrite products.
- Established a process for producing low power-loss ferrite cores suitable for EV charger applications.
- Procured a high-precision, industry-standard Iwatsu B-H analyzer instrument for magnetic core loss characterization.
- Development in progress for multiple flat-shaped ferrite magnets as potential substitutes for rare-earth magnets in EV applications.

Composites Division

Technology

- Developed expertise in producing cars undercover in SMC up to 2 mm thickness.
- Developed high temperature compounds & paint for automotive components.
- Introduction of Robotic post-moulding for Battery housing.
- Developed High strength grade for Electrical component – Injection moulding applications.
- Developed special SMC for in mould coatings products for Kitchen ware application.
- Improved Capability of R&D by adding advance testing equipment for RM & Compounds.



Stampings Division

Technology

- Press Automation at Kanhe Plant to have complete line in Auto mode running.
- Installation of Oiler Unit at press line to enhance the product range production capability.
- Manual Welding to Robotic Assembly at Nashik plant.
- Coil feeder installation at Pantnagar plant for better yield.
- Oil Pan assembly added as new product at Kanhe plant.

Safety, Sustainability and EHS

- Upgradation of the Hazardous Waste Storage & STP facility at Kanhe location.
- Replacement of Old DG with energy efficient DG set at Kanhe plant.
- Safety PLC installation SB Machine to enhance safety at Kanhe plant.
- Installation of Heat Recovery system at Compressed Hot Oil at Rudrapur.

Gears Division

Process upgradation

- Introduction of Spline rolling machine capable for Rolling of 2 module part with 36 HRC hardness (First of its kind in India).
- Introduction of Vision-based inspection equipment.
- Introduction of Integrated chamfer cutting in Hobbing machine for accurate chamfer along gear teeth.
- Introduction of new Gear Tester with GDA analysis for NVH required for EV Gears & shafts.
- Addition of twin spindle Gear Grinding capability.

Safety, Health & Environment & Sustainability

- a. Installation of 2 New energy efficient 11 KVA / 415 KVA Step down power transformer with Stage-II compliance.
- b. Installation of new VCB (Vacuum Circuit Breaker) Panel.
- c. Addition of rainwater harvesting re-charge wells in both Pune & Rajkot.
- d. Increase renewable energy usage in Pune from 17% to 60%.

Automation and Robotization

- Automation of Gear Hobbing & Chamfering (Roofing) operation with Teeth Orientation.
- Installation of Gantry automation for Turning machines.
- Installation of 4 new Automation cells for round gears.

Forgings Division - Bangalore

- We are progressing in Precision Forging method for Inner Race category of product having a complex ball track machining and bigger size of part which is a superior process for the export market compared to the conventional process followed by the competition. A 1600 Ton Press is installed in Hosur and Indigenous Die set design has been completed, same is under Manufacturing.
- Introduced a Vertical type Rack Rolling Machine with Robots Automation (2 Nos.) for handling the Parts. This is being used for Spline & Thread Rolling of CVJ Parts. Productivity as well as precision is taken to next level compared to regular old set of machines.
- Introduced Robot Automation in CNC Turning Line of Ball Joint machining for handling the Parts. We are establishing Robo as a Service concept (Raas).



- Introduced Machine Tool Kit for Collision Avoidance Study in CAM Tool Path Generation of 5 Axis CNC Milling Machine for the Forging Tools.
- Enhanced the capacity of Forging Simulation Software FORGE to optimize Core design and reduce the turnaround time for NPD and Forging related improvements. This upgradation supports Multi simulation, Tool Life improvement and NPD part development for multiple parts.
- Introduced CREO, a Parametric 3D CAD Software from PTC for supporting & streamlining the Design & Development activities in Engineering. This will help our initiative of First Time Right for new developments.

Forgings Division – Chakan

Technology and Process Development

During the financial year, forgings division continued to strengthen its technological capabilities with a focus on advanced manufacturing processes, automation, digitalization, and product quality enhancement. Continuous investments in modern equipment, process optimization, and digital engineering tools have enabled the vertical to enhance productivity, improve process stability, and reduce manufacturing variability while meeting the stringent quality requirements of global OEM customers.

Forgings division remains committed to adopting next-generation forging and precision machining technologies to support increasing demand for high-performance automotive components.

Manufacturing Technology (Forging & Machining)

Forgings division has adopted state-of-the-art hot forging and precision machining technologies supported by high-capacity mechanical presses, advanced crankshaft machining lines, and automated material handling systems. Several key technological improvements and automation initiatives were implemented during the year to enhance operational efficiency and manufacturing reliability.

Major technology initiatives include:

- Installation of billet size sensing poka-yoke system before induction billet heating (IBH) ensuring correct billet size and preventing process deviations.
- Automation of billet loading system on the 4000 Ton mechanical forging press, improving safety and process consistency.
- Introduction of robotic transfer automation on the 4000 Ton mechanical press, enabling automated transfer of forgings from preforming to blocking and finishing operations, thereby improving cycle time and operational efficiency.
- Automation upgrades on the 3000 Ton forging press to improve productivity and reduce manual intervention.
- Implementation of reduce rolling with automated manipulator for crankshaft forging. This technology has significantly improved raw material utilization and forging yield.
- Implementation of advanced die design methodologies to enhance die life, dimensional stability, and forging quality.
- Technology support from Spain to strengthen forging process know-how, enabling the Company to expand its product portfolio and reduce rejection rates both internally and at customer locations.
- Installation of Advanced Hydro Cyclone Burr Filtration System, ensuring burr-free and dust-free coolant circulation while eliminating the need for filter paper, thereby improving efficiency and environmental sustainability.

Quality and Inspection Technologies

To ensure product reliability and compliance with stringent customer requirements, the division has strengthened its advanced inspection and quality assurance systems through the adoption of automated and digital inspection technologies.

Key initiatives include:

- Introduction of fully automated Magnetic Particle Inspection (MPI) machines integrated with Artificial Intelligence-based vision camera systems, enabling highly reliable crack detection while minimizing human intervention.



- Deployment of advanced metrology systems including new crankshaft measuring machines and Zeiss Coordinate Measuring Machines (CMM) for high precision dimensional verification.
- Implementation of laser scanning technology for forging profile analysis, enabling accurate evaluation of forged component geometry.
- Integration of Measure Link statistical process control software with CMM systems to enable real-time process monitoring and data-driven quality control.
- Establishment of multi-gauging inspection facilities for rapid dimensional verification and enhanced product quality confirmation.

Digitalization and Engineering Capability

The division continues to enhance its engineering capabilities through the use of advanced CAD/CAM, simulation, and digital process engineering tools for forging die design and process development which helped in optimizing material flow during forgings operations and also helped in faster development of parts with reduced cycle time.

During the year, the Company implemented software to enhance Reduce Rolling (R/R) pass design, enabling better control of material distribution and forging quality.

Research and Development

The R&D initiatives are focused on improving manufacturing technologies, enhancing productivity, and supporting new product development for future mobility applications.

Major R&D initiatives include:

- Study and modified Die Design of Crank-shaft Flash Pattern to ease for Robotic Transfer mechanism from Preform to Blocker to Finisher.
- Introduction of Coolant Filtration System by adopting New Techniques and equipment for environmental sustainability.
- Adopting New Die Design Methods to ease material Flow.
- To ensure Forging Crank-shaft Balancing and Dimensional Stability. Use measure Link software in CMM to analyse the reproducibility and analyse the part-to-part variations.

Future Technology Initiatives

The Company continues to collaborate closely with global customers and technology partners to develop advanced manufacturing technologies for next-generation automotive components.

Future initiatives include the development and industrialization of 6-cylinder crankshaft forging using advanced twisting technology, enabling the Company to meet emerging customer requirements in high-performance engine platforms.

- Through continuous investment in automation, digital manufacturing, and advanced forging technologies, the Company is well positioned to strengthen its technological leadership and support future growth in the global automotive industry.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

The efforts taken by your Company towards technology absorption will result in improved productivity, increased efficiency and overall improvement in quality of products manufactured. These efforts will also support Company's sustainability efforts by reducing power consumption, emission and waste. With the automation and digitization drive the Company is optimizing its cost and increasing efficiency. The development of new critical products with enhanced value addition is possible with advanced technology.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

The Company has not imported technology during the last three years and therefore details including the details of technology imported, the year of import, whether the technology has been fully absorbed and if not fully absorbed, areas where absorption has not taken place, and the reasons thereof are not applicable.



(iv) The expenditure incurred on research and Development:

The Company has not spent on R&D during the year.

(v) Foreign Exchange Earnings and Outgo

Foreign Exchanges earned in terms of actual inflow ₹ 3,461.76 Million

Foreign Exchange outgo in terms of actual outflows ₹ 1,206.33 Million

For and on behalf of the Board
For CIE Automotive India Limited

Date: 19th February, 2026
Place: Pune

Shriprakash Shukla
Chairman
(DIN: 00007418)



Annexure VII

Annual Report on CSR activities for the financial year ended 31st December, 2025

1. Brief outline on CSR policy of the Company:

Corporate Social Responsibility (CSR) has been an integral part of the way CIE Automotive India Limited, ("CIE INDIA" or "the Company") has been doing business. The Company is committed to its social responsibilities and takes initiatives to serve society as a good corporate citizen.

The Policy *inter alia* provides the approach, direction and guiding principles given by the Board of Directors of the Company, taking into account the recommendations of the CSR Committee, for selection, implementation and monitoring of CSR activities as well as formulation of the Annual Action Plan. The objective of this policy is to:

- Promote a unified and strategic approach to CSR
- Encouraging employees to participate in the Company's CSR Activities and giving back to society in an organized manner thereby increasing employee satisfaction.

The Company focuses its CSR activities in the areas of (i) Education and Skill Development (ii) Promotion of Health Care and Sanitation (iii) Environment and (iv) Community Development ("the Thrust Areas"). The Company may also make contributions to Prime Minister's National Relief Fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund, or any other fund set up by the Central Government for socio-economic development and relief and welfare which qualifies the criteria as per the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time ("CSR Rules") and the relevant provisions of the Companies Act, 2013 ("the Act"). The Company encourages its employees to participate in the Employee Social Engagement Program (ESEP), which is designed to drive positive change in society by helping marginalized community through conducting health check-up camps, blood donation camps, awareness on seasonal diseases. Various activities addressing environmental concerns such as tree plantation, cleanliness drives, etc. are also undertaken. The employees are also taking initiatives to provide vocational guidance to school children in the nearby schools, providing educational aid like books, school bags etc. ESEP activities are designed to benefit the economically and socially disadvantaged communities like support to Old Age Home, Orphanage etc. and involve employees to participate in Company's CSR Activities.

2. Composition of CSR Committee:

Sl. 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. Manoj Menon	Chairman	4	4
2.	Mr. Anil Haridass	Member	4	4
3.	Mr. Jairaj Purandare	Member	4	4

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

The Composition of CSR Committee is available at the link: <https://www.cie-india.com/governance3.html>

The CSR Policy and CSR projects as approved by the Board is available at the link: <https://www.cie-india.com/csrOLD1.html>

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 sub-section (5) of Section 135: ₹ 5,94,62,15,414/-
- Two per cent of average net profit of the Company as per sub-section (5) of Section 135: ₹ 11,89,24,308/-
- Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: Nil
- Amount required to be set-off for the financial year, if any: Nil
- Total CSR obligations for the financial year [(b)+(c)-(d)]: ₹ 11,89,24,308/-



6.

- (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 12,02,57,795/-
- (b) Amount spent in Administrative Overheads: Nil
- (c) Amount spent on Impact Assessment, if applicable: Nil
- (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ 12,02,57,795/-
- (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135 of the Act		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135 of the Act		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
12,02,57,795	Nil	NA	Nil	Nil	Nil

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

Sl. No.	Particular	Amount (in ₹)
(1)	(2)	(3)
(i)	Two per cent of average net profit of the Company as per sub-section (5) of Section 135	11,89,24,308
(ii)	Total amount spent for the Financial Year	12,02,57,795
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	13,33,487
(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)]	13,33,487

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

1	2	3	4	5	6		7	8
Sl. No	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1	2024	1,41,35,817	1,41,35,817	1,11,35,817	Nil	Nil	30,00,000	-
2	2023	Nil	Nil	Nil	Nil	Nil	Nil	-
3	2022	1,08,44,608	Nil	Nil	Nil	Nil	Nil	-

Note: Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 for FY 2022 have been entirely spent in previous financial years as per the approved Annual Action Plan.



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

☒ Yes ☐ No

If Yes, enter the number of Capital assets created / acquired

10 (Ten)



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

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					(3)	(4)	(5)
(1)	(2)	(3)	(4)	(5)	CSR Registration Number, if applicable	Name	Registered address
1	Project Lakshya Short particulars of the Asset CNC Vertical Machining Center Model – 540V (S. No. 40470–2040) Address at CIE India Institute of Skills, Bhosari Industrial Estate, Near BSNL Exchange, Pune – 411026, Maharashtra	411026	15.02.2025	25,37,000	CSR000002914	Pramith Foundation for Science & Economic Change	B/8, Rajapur, Sammilani Park, E Block, PO Santoshpur, Santoshpur, Kolkata-700075, West Bengal
2	GEMS 2 Short particulars of the Asset New hall construction Address Jijamata Primary and High School, Sheetal Bag Colony, Bhosari, Pune – 411 039, Maharashtra Area: 2223 Sq. Ft.	411039	24.12.2025	15,98,187	CSR000002914	Pramith Foundation for Science & Economic Change	B/8, Rajapur, Sammilani Park, E Block, PO Santoshpur, Santoshpur, Kolkata-700075, West Bengal
3	WASH 3 Short particulars of the Asset 1. New Girls' Toilet Block Address Zila Parishad Prathamik School, Village Ambethan, Tal. Khed, District Pune – 410 501, Maharashtra Area: 420 Sq. Ft. 2. New Handwash Station, New Drinking Water Station Address G. R. Patil Madhyamik School, Village Gidhade, Tal. Shirpur, District Dhule – 425 405, Maharashtra Area: 135 Sq. Ft.	1. 410501 2. 425405	1. 19.06.2025 2. 26.08.2025	1. 9,52,326 2. 3,65,507	CSR000001160	Center for Youth Development & Activities (CYDA)	Flat No.1, A4 Gardenia, Phase-3, Somnath Nagar, Vadgaonsheri, Pune-411014, Maharashtra





Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					(3)	(4)	(5)
(1)	(2)	(3)	(4)	(5)	CSR Registration Number, if applicable	Name	Registered address
4.	Special Ambulances to Indian Army Short particulars of the Asset Force Traveller 3350WB ALS Ambulance Type D – 2 Nos. Address Medical Branch, 33 Corps, Indian Army Eastern Command, District Sukna – 908 533, West Bengal	908533	14.07.2025	50,14,000	CSR000021956	Rotary Club of Pune NIBM Charitable Trust	82/12B, Vinayak Apartment, Flat No.1, Sahakar Nagar 1, Pune – 411 009, Maharashtra
5	WASH 5 Short particulars of the Asset 1. New Drinking Water Station Address Shree Swami Samarth Primary School, Bhosari, District Pune – 411 039, Maharashtra Area: 80 Sq. Ft. 2. New Handwash Station Address Shree Swami Samarth Secondary School, Bhosari, District Pune – 411 039, Maharashtra Area: 90 Sq. Ft. 3. New Handwash Station, New Drinking Water Station, New Toilet Block for Boys' and Girls' Address Yashwantrao Chavan Ashram Shala, Bhosari, District Pune – 411 039, Maharashtra Area: 610 Sq. Ft.	1. 411039 2. 411039 3. 411039 4. 412409 5. 410503	1. 31.12.2025* 2. 31.12.2025* 3. 31.12.2025* 4. 26.12.2025 5. 26.12.2025	1. 1,85,321 2. 1,71,903 3. 13,35,025 4. 17,49,766 5. 15,13,152	CSR000001160	Center for Youth Development & Activities (CYDA)	Flat No.1, A4 Gardenia, Phase-3, Somnath Nagar, Vadgaonsheri, Pune-411014, Maharashtra



Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					(3)	(4)	(5)
(1)	(2)	(3)	(4)	(5)	CSR Registration Number, if applicable	Name	Registered address
	4. New Compound Wall with Main Gate, New Drinking Water Station, New Toilet Block for Boys' Address Zila Parishad Primary School, Village Madh, Block Junnar, District Pune - 412 409, Maharashtra Area: 1076 Sq. Ft. 5. New Drinking Water Station, New Handwash Station, New Toilet Block for Boys' and Girls' Address Shree Ram Madhyamik Vidhyalaya, Village Pimpalgaon, Block Ambegaon, District Pune - 410 503, Maharashtra Area: 770 Sq. Ft.						
6.	WASH 6 Short particulars of the Asset 1. New Handwash Station, New Drinking Water Station Address Shree Sarvodaya Primary School, Veraval, Block Kotada Sangam, District Rajkot - 360 024, Gujarat Area: 105 Sq. Ft. 2. New Drinking Water Station Address Juni Mengani Primary School, Navi Mengani, Block Kotada Sangam, District Rajkot - 360 070, Gujarat Area: 50 Sq. Ft. 3. New Handwash Station, New Drinking Water Station Address Kalambhadi Primary School, Navi Mengani, Block Kotada Sangam, District Rajkot - 360 070, Gujarat Area: 40 Sq. Ft.	1.360024 2.360070 3.360070 4.360025 5.360030	1. 31.12.2025* 2. 31.12.2025* 3. 31.12.2025* 4. 31.12.2025* 5. 31.12.2025*	1. 2,39,015 2. 1,11,969 3. 1,21,025 4. 2,24,921 5. 1,98,907	CSR000001160	Center for Youth Development & Activities (CYDA)	Flat No.1, A4 Gardenia, Phase-3, Somnath Nagar, Vadgaonsneri, Pune-411014, Maharashtra



Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					(3)	(4)	(5)
(1)	(2)	(3)	(4)	(5)	CSR Registration Number, if applicable	Name	Registered address
	4. New Handwash Station, New Drinking Water Station Address Devaliya Primary School, Rajapara, Block Kotada Sangam, District Rajkot – 360 025, Gujarat Area: 105 Sq. Ft. 5. New Handwash Station, New Drinking Water Station Address Juni Khokhari Primary School, Rajapara, Block Kotada Sangam, District Rajkot – 360 030, Gujarat Area: 80 Sq. Ft.						
7.	WASH 7 Short particulars of the Asset 1. New Handwash Station, New Drinking Water Station, New Toilet Block for Boys' and Girls' Address Govt. Primary School, Bigwara, Block Rudrapur, District Udhamsingh Nagar – 263 148, Uttarakhand Area: 406 Sq. Ft. 2. New Handwash Station, New Drinking Water Station, New Toilet Block for Boys' and Girls' Address Bal Vikas Vidya Mandir, Lalpur, Block Rudrapur, District Udhamsingh Nagar – 263 148, Uttarakhand Area: 691 Sq. Ft. 3. New Handwash Station, New Drinking Water Station Address Govt. Primary School, Naveen Devariya, Block Rudrapur, District Udhamsingh Nagar – 263 148, Uttarakhand Area: 80 Sq. Ft.	1. 263148 2. 263148 3. 263148 4. 263148 5. 263148	1. 31.12.2025* 2. 31.12.2025* 3. 31.12.2025* 4. 31.12.2025* 5. 31.12.2025*	1. 8,36,431 2. 17,94,283 3. 2,93,785 4. 2,93,785 5. 2,93,785	CSR00001160	Center for Youth Development & Activities (CYDA)	Flat No.1, A4 Gardenia, Phase-3, Somnath Nagar, Vadgaonsheri, Pune-411014, Maharashtra



Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					(3)	(4)	(5)
(1)	(2)	(3)	(4)	(5)	CSR Registration Number, if applicable	Name	Registered address
	4. New Handwash Station, New Drinking Water Station Address Govt. Primary School, Maharajpur, Block Rudrapur, District Udhamsingh Nagar – 263 148, Uttarakhand Area: 80 Sq. Ft. 5. New Handwash Station, New Drinking Water Station Address Shree Dudhiyababa Girls Hostel, Block Rudrapur, District Udhamsingh Nagar – 263 148, Uttarakhand Area: 80 Sq. Ft.						
8.	WASH 8 Short particulars of the Asset 1. New Handwash Station, New Drinking Water Station, New Toilet Block for Boys' and Girls', New Compound Wall with Main Gate Address Mandal Parishad Primary School, Burdipahad, Block Zaheerabad, District Sangareddy – 502 228, Telangana Area: 578 Sq. Ft. 2. New Drinking Water Station Address Govt. High School, Ranjole, Block Zaheerabad, District Sangareddy – 502 318, Telangana Area: 30 Sq. Ft. 3. New Drinking Water Station Address Mandal Parishad Primary School, Buchinelly, Block Zaheerabad, District Sangareddy – 502 220, Telangana Area: 55 Sq. Ft.	1. 502228 2. 502318 3. 502220 4. 502256	1. 31.12.2025* 2. 31.12.2025* 3. 31.12.2025* 4. 31.12.2025*	1. 7,79,656 2. 1,28,940 3. 2,11,550 4. 10,79,127	CSR000001160	Center for Youth Development & Activities (CYDA)	Flat No.1, A4 Gardenia, Phase-3, Somnath Nagar, Vadgaonsheri, Pune-411014, Maharashtra



Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					(3)	(4)	(5)
(1)	(2)	(3)	(4)	(5)	CSR Registration Number, if applicable	Name	Registered address
	4. New Handwash Station, New Toilet Block for Male and Female, New Meeting Hall Address Primary Health Center, Nayalkal, Block Zaheerabad, District Sangareddy – 502 256, Telangana Area: 573 Sq. Ft.						
9.	WASH 9 Short particulars of the Asset 1. New Handwash Station, New Drinking Water Station, New Toilet Block for Girls' Address Zila Parishad Primary School, Mharola, Block Paithan, District Chh. Sambhajinagar – 431 105, Maharashtra Area: 248 Sq. Ft. 2. New Handwash Station, New Drinking Water Station, New Toilet Block for Boys' Address Zila Parishad Primary School, Imampur, Block Paithan, District Chh. Sambhajinagar – 431 105, Maharashtra Area: 138 Sq. Ft. 3. New Handwash Station, New Drinking Water Station, New Toilet Block for Girls' Address Zila Parishad Primary School, Panranjangaon, Block Paithan, District Chh. Sambhajinagar – 431 105, Maharashtra Area: 388 Sq. Ft.	1. 431105 2. 431105 3. 431105 4. 431105 5. 431105	1. 31.12.2025* 2. 31.12.2025* 3. 31.12.2025* 4. 31.12.2025* 5. 31.12.2025*	1. 6,72,697 2. 3,79,879 3. 7,05,429 4. 15,01,694 5. 1,64,417	CSR000001160	Center for Youth Development & Activities (CYDA)	Flat No.1, A4 Gardenia, Phase-3, Somnath Nagar, Vadgaonsheri, Pune-411014, Maharashtra



Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					(3)	(4)	(5)
(1)	(2)	(3)	(4)	(5)	CSR Registration Number, if applicable	Name	Registered address
	4. New Handwash Station, New Drinking Water Station, New Toilet Block for Boys' and Girls', New Compound Wall with Main Gate Address Zila Parishad Primary School, Nayagavan Khandewadi, Block Paithan, District Chh. Sambhajinagar – 431105, Maharashtra Area: 1726 Sq. Ft. 5. New Handwash Station, New Drinking Water Station Address Zila Parishad Primary School, Gawarevasti, Block Paithan, District Chh. Sambhajinagar – 431105, Maharashtra Area: 50 Sq. Ft.						
10	WASH 4 Short particulars of the Asset 1. New Handwash Station, New Drinking Water Station, New Toilet Block for Girls' Address GHPS Hennagara, Hennagara Main Road, Behind Hennagara Gram Panchayat Office, Hennagara, Bommasandara, District Bengaluru – 560 099, Karnataka Area: 283 Sq. Ft. 2. New Handwash Station, New Drinking Water Station Address GHPS Kittaganahalli, Hennagara Kittaganahalli Main Road, Kittaganahalli, Bommasandara, District Bengaluru – 560 099, Karnataka Area: 150 Sq. Ft.	1. 560099 2. 560099	1. 31.12.2025* 2. 31.12.2025*	1. 6,57,317 2. 3,00,541	CSR000001160	Center for Youth Development & Activities (CYDA)	Flat No.1, A4 Gardenia, Phase-3, Somnath Nagar, Vadgaonsheri, Pune-411014, Maharashtra



Note:-

1. **Date of creation of capital assets mentioned as 31.12.2025, are the projects where the construction / equipment installation was still in progress as at end of the financial year 2025 and hence, handover was pending on 31st December, 2025. The date will be updated after Completion and handover of the respective Capital Assets.*
2. *The following Assets were created or acquired through CSR amount spent in the Financial Year 2024 and details thereof including Particulars of Asset, amount spent thereon, registered owner etc. were part of the Annual Report on CSR Activities for the financial year ended 31st December, 2024. These assets were handed over to the registered owners during the year under review, however no CSR amount was required to be spent during the current financial year.*

- A. *Asset 1 – Lakshya : ACE CNC LATHE MACHINE MODEL: SLT 10 LM – Fanuc – handed over to Pramith Foundation on 03rd January, 2025.*
- B. *Asset 2 – Harit Gram : Waste Management Unit and Plastic Processing Unit – Handed over to CYDA on 08th November, 2025.*

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:

The Company has spent the entire CSR obligation of the Company for FY 2025 of ₹ 11,89,24,308, the Company have additionally spent an amount of ₹ 13,33,487 in FY 2025 towards two CSR projects.

The amount of ₹ 13,33,487 which was overspent in FY 2025 will be set-off in FY 2026 from CSR obligations of FY 2026, in accordance with Section 135(5) of the Companies Act, 2013.

In addition to CSR obligation of FY 2025, the Company also spent amount of ₹ 1,11,35,817 out of ₹ 1,41,35,817 in the Unspent CSR account of FY 2024. The remaining unspent CSR amount of ₹ 30,00,000 has been allocated and shall be spent on the ongoing CSR Projects in CY 2026 & CY 2027.

The Company reiterates its commitment to discharge its social obligation and shall continue to implement meaningful CSR projects in the CSR thrust areas which have been identified and where the Company wishes to create equity.

Ander Alvarez Arenaza

Executive Director and Group CEO
(DIN: 07591785)

Manoj Menon

Chairman – CSR Committee
(DIN: 07642469)

Date: 19th February, 2026

Place: Pune



Annexure VIII

Dividend Distribution Policy

1. Introduction

The Board of Directors ("Board") of CIE Automotive India Limited (the Company) at its meeting held on 24th October 2016 has approved and adopted the Dividend Distribution Policy ("Policy") as required in terms of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The Policy came into force for accounting periods beginning from 1st January 2017.

The Company has not paid any dividend to the shareholders in the past and have been conserving cash to fund its organic as well as inorganic growth.

The Board recognizes the need to pay regular dividend while continuing to grow the Company, both organically and inorganically.

Hence, the Board of Directors at its meetings held on 29th April, 2021 and 20th February, 2025 reviewed the Policy and amended the same.

2. Scope and Objective

The Policy establishes the principles to ascertain amounts that can be distributed to equity shareholders as dividend by the Company as well as enable the Company strike balance between pay-out and retained earnings, in order to address future needs of the Company. The Policy sets out the circumstances and different factors for consideration by the Board at the time of taking such decisions.

3. General Policy on Dividend

The Dividend will generally be considered by the Board and recommended to shareholders for their approval once a year in the Board Meeting that considers and approves the Audited Financial Statement of the Company **(the Final Dividend)** as may be permitted by the Companies Act, 2013 **(the Act)**.

The Board may also declare interim dividends as may be permitted by the Act.

Dividend would be declared on per share basis on the Ordinary Equity Shares of the Company having face value ₹ 10 each. The Company currently has no other class of shares. Therefore, dividend declared will be distributed amongst all shareholders, based on their shareholding on the record date.

4. The financial parameters that shall be considered while declaring dividend

Subject to the provisions of the applicable laws, the Company's dividend pay-out will be determined based on available financial resources, business environment, funds required for organic as well as inorganic growth and other factors which will ensure optimal shareholder return.

While considering the Interim Dividend, if any, the Board shall consider the consolidated profits generated in the financial year till the quarter preceding the date on which the Interim Dividend is being considered by the Board, the financial position of the Company and outlook for the financial year. While considering the Final Dividend, if any, the Board shall factor the Interim Dividend that it might have declared during the Financial Year in respect of which the Final Dividend is being considered.

Within these parameters, going forward, the Company would endeavor to maintain a total dividend pay-out ratio of up to 33% of the annual consolidated Profits after Tax (PAT) of the Company for the corresponding year.

Explanation: The annual consolidated Profits after Tax (PAT) shall mean Profit for the year from continuing operations, as per the Audited Consolidated Financial Statement of the Company for the corresponding financial year excluding the exceptional and/or extra-ordinary items.

5. Internal and external factors that shall be considered for declaration of dividend

While determining the nature and quantum of the dividend pay-out, including amending the suggested pay-out range as above, the Board would take into account the following factors:

A. Internal Factors:

- i. Profitable growth of the Company and specifically, profits earned during the financial year as compared with:
 - a. Previous years and
 - b. Internal budgets



- ii. Cash flow position of the Company
- iii. Accumulated reserves
- iv. Earnings stability
- v. Future cash requirements for organic growth/expansion and regular capital expenditure
- vi. Future cash requirements for inorganic growth,
- vii. Current and future debt levels
- viii. Under exceptional circumstances provision for any contingent liabilities,
- ix. Investment opportunities in new business(es)

B. External Factors:

- i. Business cycles,
- ii. Economic environment,
- iii. Cost of external financing,
- iv. Regulatory constraints for external financing
- v. Applicable taxes including tax on dividend,
- vi. Industry outlook for the future years,
- vii. Inflation rate, and
- viii. Changes in the Government policies, industry specific rulings & regulatory provisions.

Apart from the above, the Board also considers sense of shareholders' expectations while determining the rate of dividend. The Board may additionally recommend special dividend in special circumstances.

6. the circumstances under which the shareholders of the listed entities may not expect dividend;

The Board may, in its absolute discretion and taking into account the advice of the Executive Management, consider not declaring dividend or may recommend a lower pay-out for a given financial year, after analyzing the prospective opportunities and threats and in the event of challenging economic circumstances, regulatory and/or financial environment. In such event, the Board will provide rationale in the Annual Report.

7. The retained earnings of the Company may be used in any of the following ways:

- i. Capital expenditure
- ii. Working capital requirement
- iii. Expansion and Organic growth
- iv. Inorganic growth
- v. Investment in new business(es) and/or additional investment in existing business(es),
- vi. Declaration of dividend,
- vii. Buy back of shares,
- viii. General corporate purposes, including contingencies,
- ix. Reduction of debt
- x. Correcting the capital structure,
- xi. Any other permitted usage as per the Companies Act, 2013.

8. Review and Disclosure

This policy may be reviewed periodically by the Board. Any changes or revisions to the policy will be communicated to shareholders in a timely manner.

The policy will be available on the Company's website at: <https://www.cie-india.com/governance3.html#Policies>

The policy will also be disclosed in the Company's annual report.



9. Disclaimer

The Policy does not constitute a commitment regarding future dividends of the Company, but only represents a general guidance regarding payment of dividend. The Policy does not in any way restrict right of the Board to use its discretion in the recommendation of the dividend to be distributed considering various factors mentioned in the Policy. Further, subject to the provisions of applicable laws, the Board reserves the right to depart from the policy as and when circumstances so warrant.



MANAGEMENT DISCUSSION & ANALYSIS



MANAGEMENT DISCUSSION AND ANALYSIS

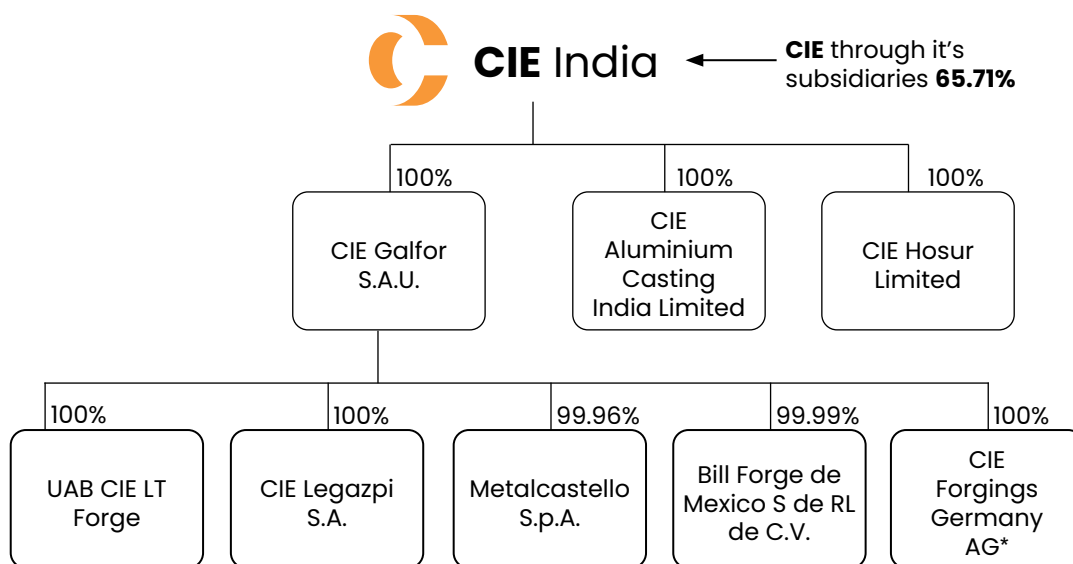
BACKGROUND

CIE India is an automotive components Company with manufacturing and engineering operations in India, Spain, Lithuania, Italy, and Mexico. It supplies to key automotive OEMs and Tier 1 in each of these markets.

The Company is part of the CIE Automotive Group of Spain, which has identified our Company's Indian operations as a strategic growth driver for its global business. CIE India therefore draws from the vast and varied experience of the CIE Automotive Group in partnering and co-developing products for the rapidly evolving automotive industry. As part of CIE Automotive, CIE India's strength lies in a solid business model, based on commercial and technological diversification, and on a strong financial culture securing high returns and high cash-flow generation.

The Company is listed on BSE and NSE with approximately 379 million shares outstanding. Exhibit I presents a graphical representation of the Company and its subsidiaries (together referred to as the Company in this report) as on 31st December, 2025.

Exhibit I: Legal Structure of the Company:



*- Non Operational

The list of subsidiaries and their ownership interest is provided in Exhibit 2.

Exhibit 2: The Subsidiary Companies of the Company as on 31st December, 2025

Sr. No.	Name of Subsidiary	Proportion of Ownership Interest	Remarks
1	CIE Galfor S.A.U.#	100%	Collectively Known as CIE Forgings
	1. UAB CIE LT Forge	100%	
	2. CIE Legazpi S.A.	100%	
	3. CIE Forging Germany AG*	100%	
	4. Metalcastello S.p.A.	99.96%	Gears, Italy
2	CIE Aluminium Casting Private Limited	100%	
3	Bill Forge de Mexico S. A. de C.V.##	99.99%	
4	CIE HOSUR LIMITED	100%	

Note: * Dormant Company

#- CIE Galfor S.A.U. is the Holding Company for all businesses in Europe and Mexico

##- Includes Direct and Indirect holding



During the year under review, BF Precision Private Limited stands dissolved by the Hon'ble National Company Law Tribunal, Chennai Bench with effect from 5th June, 2025.

GROUP OVERVIEW

CIE Automotive India Limited is a large, diversified auto-components group with presence across many processes/ product lines, geographies and customers. It manufactures complex components and sub-assemblies with significant value add.

Our Company has multiple manufacturing facilities in India, Europe and Mexico. The manufacturing locations are optimally located close to major automotive manufacturing hubs to facilitate supplies to customers. In certain instances, we also provide services such as value analysis and value engineering to add value to the customers' products. CIE India's unique combination of specialization in high value-added products, which is usually delivered directly to OEMs and presence across multiple production technologies, also differentiates it from other component suppliers.

CIE India is focused on the automotive market and largely operates in the two geographies of India and Europe. In India, the Company is highly diversified and supplies components to the light vehicles segment (both passenger vehicles and light commercial vehicles), two wheelers, tractors, medium and heavy commercial vehicles, Construction and Earthmoving equipment in order of dependence.

In Europe, the Company supplies components mainly to the light vehicles with a comparatively small business in the off-road sector.

A brief description of the key businesses of the Company is presented in Exhibit 3.

Exhibit 3: Lines of Business

Geography	Product Speciality	Focus Areas	Key Customers	CY 2025 Sales (In ₹ mn)
Forgings				
India	Light Vehicles: Crankshafts, Knuckles, Constant Velocity Joints, Tulips, Inner Races, Steering Shafts, Steering Yokes, Wheel Hubs, Fuel Rail 2 Wheelers: Steering Races and Engine Valve Retainers All parts are forged & machined Tractor: Crankshafts	Light Vehicles, Commercial Vehicles, Two Wheelers, Tractors	M&M, Maruti Suzuki, Tata Motors, Hero, Bajaj, Honda Two Wheelers, TVS, Ford, Hyundai WIA, GKN, NTN, Nexteer, Rane NSK, Renault Nissan, Stellantis, ZF, Royal Enfield, Hyundai, Stellantis (EV), Ola Electric (EV)	22,557
Spain + Lithuania + Mexico	Crankshafts, Common Rail, Stubs, Tulips	Light Vehicles	Renault, VW Group, Daimler, GKN, JLR, GM, Fiat, DAF, Bosch, NTN, Faurecia, Dana, ZF, BMW	25,238 (Mexico – 3,029)
Aluminium Castings				
India	Crankcase , Pump Housing, Brake Panel, Timing Cases, Pump Bodies, ECU Covers, Housings used in EVs. (Parts made by high pressure & gravity die casting and then machined)	Two & Three Wheelers, Light Vehicles, Commercial Vehicles, Electric Vehicles	Bajaj, Nidec GPM, Brembo, Renault, Hyundai, Ford, Bajaj (EV), TACO (EV), Bosch (EV), JLR	11,728



Geography	Product Speciality	Focus Areas	Key Customers	CY 2025 Sales (In ₹ mn)
Stampings				
India	BIW Panels & Assemblies, Chassis & Structural Parts, Fuel Tanks, Cross Car Beams, Oil Sumps. (Stamped parts made from sheet metal)	Light Vehicles, Commercial Vehicles and Tractors	M&M (incl. EVs), Tata Motors (incl. EVs), Ashok Leyland, Hyundai	14,556
Castings				
India	Differential Housings, Turbine Housings, Crankshafts, Differential Cases, Diff Carriers, Hub Cases, Bearing Caps, Flanges	Light Vehicles, Commercial Vehicles, Tractors, Construction & Earthmoving Equipments	M&M, Hyundai, JCB, Ford, Automotive Axle, Cummins, Dana, John Deere, CNH, MAN, Scania, International	7,222
Magnetic Products				
India	Soft and Hard Magnets	Light Vehicles, Two Wheelers (Tier 1 largely)	Denso, Sumida, Varroc, Intica, Mitsuba, Lucas TVS and Sona Comstar	1,330
Composites				
India	Composite Compounds and Components, Three Wheeler Body Panel Parts, Battery Trays and Covers	Electrical Switchgear, Light Vehicles, Three Wheelers	Lauritz Knudsen, Novatuer, Schneider, Siemens, GE Healthcare, M&M (Three Wheeler EVs)	3,043
Gears				
India	Gears & Shafts, Motor shafts, E-Drive Components, Flanges & End Yokes, Clutch Hubs	Light Vehicles, Commercial Vehicles, Tractors, Construction & Earthmoving Equipment	M&M (incl. EVs), Eaton, Caterpillar, American Axles, CNH, Dana, Allison Transmission	3,998
Italy	Gears & Shafts, Sleeves & Hubs, Welded Components	Tractors, Construction & Earthmoving Equipment, Light Vehicles (EVs)	Caterpillar, CNH, Meritor, General Dynamics, Allison Transmission (EV), Axle Tech (EV)	4,392

THE GLOBAL ECONOMY

The tariffs imposed by the United States on some of its trading partners, was the key talking point about the global economy in CY25. But IMF's World Economic Outlook of Jan' 26 points that the global economy seems to have shaken off this tariff shock. IMF's latest projections indicate that global growth will hold steady at 3.3% in CY25, an upward revision of 0.2% compared to October estimates, with most of the improvement accounted for by the United States and China. Projections for CY26 and CY27 are also healthy, 3.3% and 3.2% respectively. Global headline inflation is expected to decline from 4.1% in CY25 to 3.8% in CY26 and further to 3.4% in CY27. The report adds the strength of the global economy is due to a confluence of factors, including easing trade tensions, the agility of the private sector in mitigating trade disruptions and the continued surge in investment in the information technology sector—especially in artificial intelligence (AI).

With the largest economy in the world becoming less welcoming, the terms of global trade are changing. Most countries are now negotiating bilateral trade deals

with their key trading partners instead of relying on multilateral arrangements. While global trade relations are smoothening, the security situation continues to be uncertain. The last few years have seen multiple wars with those in Ukraine and West Asia being the most protracted. The recent USA-Israel-Iran war can be disruptive for the global oil economy and related products. Tensions exist in almost every other part of the world. A flare up in the geopolitical security situation is changing the global economic scenario. The emerging AI technology has the potential of disrupting many industries with jobs requiring repetitiveness and speed being replaced by AI. Technology developments in the AI space are largely driven by USA and China, and this concentration can be the source of geopolitical tensions in the future.

The Indian economy continues to be better performing than most other large economies. The two outside influences that affected the Indian economy in CY25 were the punitive tariffs (25-50%) imposed by USA on many Indian business sectors and GST reforms that helped in stimulating demand. The proposed trade deal



between USA and India is expected to bring stability to India's trade relations with an important partner and boost Indian exports to United States. But the deal is subject to many uncertainties. India has signed or is negotiating trade deals and free trade agreements (FTA) with other key trading partners like the European Union, United Kingdom, Australia and others. These deals not only provide a positive atmosphere to trade relations but should be positive for India overall, being especially beneficial for labour intensive industries. GST rates were revised in Sept' 25 and there was an immediate positive impact in the third quarter of CY25 and a strong momentum in the fourth quarter. IMF has revised India's growth estimates for 2025 by 0.7% to 7.3%. While growth is projected to moderate to 6.4% in 2026 and 2027, it remains healthy.

The strong growth performance in India was accompanied by low inflation, while core inflation (Core CPI) hovered around the 4%-mark, overall CPI dipped below 2% in the last few months of the year. RBI has helped by cutting interest rates significantly, infusing liquidity in the system and making borrowing cheaper. The twin achievements of high growth and low inflation augurs well for the future of the Indian economy, subject to a stable geopolitical situation.

Growth in India is largely driven by private consumption and government investment in infrastructure. Private consumption got a helping hand by the income tax rebates announced in last year's budget as well as the reduction in GST rates in September. But there are concerns that the private consumption is amplified due to cash transfers by the government to some sections of the population as well as generous consumer lending by the financial sector leading to unsecured household debt shooting up. Thus, there is scepticism about future growth opportunities reflected by the fact that investment by the private sector continues to be weak, in spite of healthy corporate profits and balance sheets. Even the production linked incentives provided by the government are having a less than desired impact on the manufacturing sector. Job creation is lagging GDP growth and can be detrimental to sustaining private consumption in the future.

Real GDP has been going up for the last few quarters while the nominal GDP has not been growing at the same rate, as the GDP deflator becomes too small on account of falling inflation. A reduction in nominal growth reduces the growth in taxes that help the government sustain investment in infrastructure. Inflation is expected to rise in the next quarters and some may consider that good news. While the probable default mode of the Indian economy is optimism, there remains much to be done.

In Europe, growth is expected to remain steady at 1.4% in 2025, 1.3% in 2026 and at 1.4% in 2027. This represents a welcome stabilisation compared to the subpar (<1%) growth recorded in 2023 and 2024. IMF points out that compared with other regions, the euro area benefits less from the recent technology-driven investment boost.

Also, the lingering effects of the persistent rise in energy prices after Russia's invasion of Ukraine will continue to drag on manufacturing, with additional pressure from the real appreciation of the euro relative to currencies of countries exporting similar products.

TRENDS IN THE AUTOMOTIVE INDUSTRY

The global automotive industry continues to be affected by many geopolitical challenges. The tariff policy of the United States government has the potential of disrupting component exports from many regions of the world, including India. China is emerging as a technology leader in manufacturing cars, especially in the Electric Vehicles (EV) space. Policy makers in many countries are imposing or contemplating tariffs on Chinese car imports. Regulations in many regions require companies to report their carbon footprints and thus there is a push for localisation – parts being sourced from the same region rather than from far off, 'local for local'. On the other hand, as developed nations seek to meet stringent CO₂ reduction targets, some processes like steel and aluminium castings are migrating to emerging countries. All the above changes can lead to a reshaping of the global automotive supply chain.

The transition to EVs is happening at a slower pace than anticipated. Users still have concerns around charging infrastructure, range, service, resale value and initial cost of acquisition. Traditional ICE vehicles are facing more stringent pollution norms and penalties. Manufacturing technology is being reshaped by automation, digitalization and artificial intelligence. These technological changes are not only adding layers of uncertainty to the automotive market, but they also require huge investments to be made by firms and governments alike.

The Indian automotive market continues to be healthy in this turbulent scenario. Ownership of cars, scooters and tractors are much below global averages, on a per capita basis. As the Indian economy continues to grow, this ratio will increase and lead to healthy demand for vehicles. The market has also been positively impacted by the optimization in GST that has lowered prices for the retail buyer. India is one of the few regions in the world where both the traditional Internal Combustion Engine (ICE) vehicles and EVs are expected to grow well in the next 3-5 years. IHS, a reputed research agency forecasts that the compounded annual growth rate (CAGR) of light vehicle production in India between 2025-30 will be ~ 5%, much higher than the global average of 1%.

Under the proposed trade deal, as and when it happens. United States proposes to reduce tariffs to 18% and in some cases apply zero tariffs on auto component exports from India. The FTA between India & Europe does not impact the auto industry much. Tariffs on luxury car imports will be reduced but that impacts a very small part of the domestic market. Exports to Europe will also be affected by what EU proposes as regulations on carbon border adjustment mechanism (CBAM), popularly called carbon tax.



The European automotive industry is dealing with uncertainty around transition to EVs and competition from cheaper Chinese cars. It is expected to remain stagnant in the next 2-3 years. Automotive players in Europe have made substantial investments in the last few years to develop new EV platforms and to conform to stricter pollution norms for traditional vehicles. Stagnating revenues coupled with high capital expenditure has meant that many players in the European automotive supply chain are struggling under profit pressure. Some companies are going through restructuring and plant closures to tide over difficulty. In spite of these challenges, European automakers are expected to make some impressive new platform launches in CY26. This gives some confidence that the market could bounce back once the uncertainty around EV transition and entry of Chinese carmakers smoothens out.

COMPANY STRATEGY

CIE India's approach has been to attain an optimal balance across growth, investments and returns. The Company pursues a judicious mix of organic and inorganic growth. Organically, the aim is to spend 5-6% of sales as capital expenditure every year. Projects where there is greater visibility and stability in terms of future order projections are prioritized. Mergers & acquisitions are targeted to fill strategic gaps in products, customers, technology or skills portfolio. The Company has a detailed due diligence process to evaluate acquisitions. Our inorganic strategy has to contend with Initial Public Offers (IPO) that are increasingly become attractive for unlisted players in our industry. The Company expects that its mix of organic & inorganic growth strategy will help it grow faster than the market.

The market trends in the two primary geographies that we operate in, India & Europe, are starkly different. The strategy adopted in these two geographies reflects these trends.

We are confident in the medium and long-term potential of the Indian automotive market. We will continue to invest in expanding our production capacity within India to cater to both domestic and export customers. The focus in India is on strengthening our customer portfolio, prioritising high-volume value-added parts and developing a product portfolio for EVs. India is one of the priority global markets identified by our parent CIE Automotive and the Indian operations will continue to be a focus area. The share of the India business in the overall sales of CIE India stood at 65% in CY25.

On the other hand, in Europe we are focused on optimising margins and protecting profitability. We are adapting our manufacturing facilities to evolving volume requirements, while also seeking additional business opportunities as the supply chain consolidates. While the pace of EV adaption in Europe is slower than anticipated, the Company is developing products for the EV platforms being launched.

ELECTRIC VEHICLES

The transition to electric mobility in India is expected to increase much more gradually than in other regions of the globe. It is expected that e4W will increase from 3% in FY25 to 15-20% in FY30, and e2W from 6% in FY25 to 20-25% in FY30. The forecasts for FY30 are a little lower than what was made last year and presented in our annual report. Growth opportunities are thus available in both the traditional ICE and the emerging EV space. In India, EVs provide an additional opportunity for the component industry that supplements the existing demand in the ICE space. This is unlike in other regions, where the rise of EVs is expected to substitute the existing ICE vehicles. The shift to EVs is more an opportunity than a risk for Indian auto component players. Transition to EVs would make engine parts that we supply to ICE vehicles, redundant. The exposure of our India business to ICE engine parts is reasonably small. The penetration of EVs is forecasted to be low in the next few years. It follows that only a very small proportion of our existing sales in India is subject to risk.

Nevertheless, we are focused on developing a strong order book in EVs for the Indian market to take advantage of a newly emerging market segment. Our EV order book in India is spread across all our business verticals for e2W, e3W and e4W segments. We supply steering races to almost all e2W OEMs. In e4W, we have orders for gears, composite battery box parts, stamped parts, cast aluminium parts like bulk heads, inverter housing, starter motor housing & base plates, iron cast parts like battery mounting brackets, forged driveline parts like tulips, tripods, retainers & outer races and magnets for ECM, keyless antenna & EV chargers. The composites business supplies a range of parts for e3W and Battery Housing & Covers for e4W.

The penetration of EVs in the European light vehicle market has been increasing steadily. As reported by European Automobile Manufacturers Association (ACEA), the share of EVs in Europe in CY25 increased to ~16% versus ~13% in CY24. This is lower than what was forecasted earlier. Even then, there is a significant risk posed by electrification to our European operations. The risk is further accentuated by the increasing dominance of Chinese OEMs in Europe's EV market. These OEMs have their distinct supply chains and it will require effort for companies like ours to become their suppliers.

We have a large dependency on forged crankshafts in our European business, which are not required in EVs. To offset the potential decrease in crankshaft requirement, our plan is to focus on steel & aluminium parts which will not be affected by transition to EVs, like battery plates, aluminium knuckles and differential crowns. We also have a healthy order book in electric vehicle transmission parts at our Italian Gears plant. While some of these new EV orders have commenced production, many of these have been delayed as the pace of growth of EVs in Europe and US slows down.



Overall, our diversified technology, product and customer portfolio allows us to address the requirements and risks emerging from EV transition in an effective manner. As the supplier ecosystem of EVs is at a nascent stage, EV OEMs are looking to partner with suppliers who have quality and pedigree. We are working with major European and Indian OEMs and Tier 1s in the EV space across vehicle segments.

MARKET TRENDS IN THE DIFFERENT AUTOMOTIVE SEGMENTS

The two key geographies that we operate in are India (~65% of consolidated sales in CY25) and Europe (~35% of consolidated sales). Please note that we have a small unit in Mexico (~₹ 3 bn), which was earlier reported under India. It is now a subsidiary of CIE Galfor and is reported under Europe CY25 onwards.

INDIA

In India, we supply to a variety of segments – light vehicles (~half of the sales of our India operations), two & three wheelers (~1/4th to 1/5th), tractors (~1/6th) and the rest divided among heavy trucks, off highway and non-auto segments. This approximate breakup provides a feel of the weights of different market segments that we serve and not the exact sales that we make in those segments. The reduction in GST levied on the Indian automotive industry in September of last year led to an immediate spurt in automotive sales across segments and we expect this positive momentum to continue in the current year.

Light Vehicles

The Indian light vehicles market has shown significant growth following the pandemic. The highest pre pandemic yearly production was in CY17 of 4.7mn. This was crossed in CY22 when 5.1 mn units were produced. The light vehicle continued to grow on this high base both in CY23 (6.5%) & CY24 (3.9%) but the growth rate was declining. The reduction in GST has led to a steep bounce back in growth as can be seen from the performance during the second half of last year.

Exhibit 4 : India - Light Vehicles
(Production mn units)

Period	2025	2024	Change
Full Year	6.12	5.66	8.3%
Oct-Dec	1.59	1.34	19.3%
Jul-Sep	1.52	1.43	6.3%
Apr-Jun	1.41	1.37	3.6%
Jan-Mar	1.60	1.52	4.7%

Source: IHS

Going forward, the growth may moderate from the high of 14.9% achieved in the Q4CY26 quarter but we expect the positive momentum will carry into the current year. The entry level segment has shown growth in the last few months post GST cuts, after recording negative growth

for long. The quantum of future growth in light vehicles category may vary based on whether the recovery in the entry level segment is sustained. IHS in its latest update has estimated that production of light vehicles in India will grow by 7.4% in CY26 and at a compounded annual growth rate (CAGR) of 5.3% during CY25-30. Crisil expects that Battery Electric Vehicle (EVs) penetration will increase from 2.5% in FY25 to 5% in FY26. Many new EV platforms are being launched by automotive companies.

Two Wheelers

The two-wheeler industry has bounced back in the last couple of years after a prolonged slowdown. It is expected that domestic sales in FY26 will match the pre-pandemic FY19 figures. Prices of two wheelers have risen significantly in the last few years. The price increase was due to many factors, the chief among which was increased costs due to the transition to BS VI pollution norms. The reduction in GST has come as a shot in the arm for the industry as it has resulted in two wheelers becoming more affordable. This can be seen in the growth recorded in the Q4CY26 quarter when production grew by 15%. Exports which are roughly a fifth of total production are also projected to grow in double digits due to the improved demand in Africa and Latin America.

Exhibit 5 : India - Two Wheelers
(Production mn units)

Period	2025	2024	Change
Full Year	25.5	23.6	8.1%
Oct-Dec	6.8	5.9	15.0%
Jul-Sep	6.9	6.3	10.6%
Apr-Jun	5.9	5.9	0.7%
Jan-Mar	5.8	5.5	5.8%

Source: SIAM

Crisil forecasts a healthy CAGR of 7-9% between FY26-30 for domestic two-wheeler sales. Increasing rural penetration and multiple ownership is expected to drive this growth. An important point to be noted is that a major part of this growth will come from Electric Vehicles (EVs) and not from Internal Combustion Engine (ICE) vehicles. ICE 2 wheelers are forecasted to grow at a CAGR of 4-6% and EV 2 Wheelers at 25-30% between FY24-29. EV penetration is thus expected to increase from the current 6% to 20-25% in five years. The EV segment is dominated by scooters, and the increasing electrification would mean that the share of scooters in domestic two-wheeler sales will increase from the current 30% to 40-45% by FY30. This is a trend to be watched as a few OEMs in India have their portfolio skewed towards either scooters or motorcycles.

Tractors

Tractor production in India has hovered around the 1mn mark since CY21, much higher than what it used to be pre-pandemic. The trend in growth though has been mildly negative (minus 0-3%) over the last three years, albeit on



a high base (source: Tractor Manufacturers Association/ TMA). This trend has changed in CY25, with production growing at 17.2%. The highest growth was achieved in the fourth quarter, like with other segments of the Indian automotive industry. The large bounce back in growth after a few years of mild negative growth, underscores the cyclical nature of the industry.

Exhibit 6 : India – Tractors
(Production mn units)

Period	2025	2024	Change
Full Year	1.15	0.98	17.2%
Oct-Dec	0.29	0.22	31.5%
Jul-Sep	0.32	0.28	14.6%
Apr-Jun	0.29	0.26	12.7%
Jan-Mar	0.24	0.22	11.7%

Source: TMA

The prospects of tractor production in India over the next few years is expected to be good, though there will be phases of cyclical downturn. Crisil expects domestic sales to grow at a CAGR of 5-7% between FY26-30. Domestic demand is sustained by govt. support to the rural sector, much lower tractorisation than the world average, good replacement demand as rural incomes rise and increasing usage of tractors in sectors like construction and mining. India is also emerging to be an export hub for tractors between 30 HP to 75 HP.

Heavy Trucks – Medium & Heavy Commercial Vehicles (MHCV)

Heavy truck production in India grew by 8.4% in CY25 on the back of very high growth in Q4CY25. This was a welcome change from the big drop of 11.8% seen in CY24. Rapid transformation of logistics sector makes it hard to analyse the MHCV demand. Transportation sector is increasingly using higher tonnage trucks, digitization & toll reforms are making trips smoother, overloading norms have been standardised and there is growing competition from railways for the long-distance freight market. IHS has forecast that MHCV production in India would grow by 5.3% in CY26 while it conservatively estimates that the CAGR between CY25-30 will be 1.8%.

Exhibit 7: India – MHCVs
(Production '000 units)

Period	2025	2024	Change
Full Year	401.9	370.8	8.4%
Oct-Dec	111.6	93.0	20.0%
Jul-Sep	87.1	88.6	-1.7%
Apr-Jun	93.3	90.6	2.9%
Jan-Mar	109.9	98.5	11.5%

Source: IHS

EUROPE

In Europe our operations cater majorly to the light vehicle market and also to the heavy trucks, off-highway, farm equipment and tractors market.

Light Vehicles

The European light vehicle production suffered a second successive year of negative growth in CY25. For light vehicles (<3.5T incl. cars, utility vehicles & light commercial vehicles), the data from IHS shows that the production in Europe (excluding Russia) has dropped by a slight 0.5% in CY25 v/s CY24 to 15.67 mn units. There seems to be a confusion in the minds of consumers about the transition that is happening in the industry, as they have postponed purchases and extended their purchase cycles. The market is expected to further decline by 1.6% in CY26 and remain virtually stagnant for the next few years. It is forecast that 15.9 mn units will be produced in CY30 versus 15.7 mn units in CY25.

Exhibit 8 : Europe (w/o Russia) – Light Vehicles
(Production mn units)

Period	2025	2024	Change
Full Year	15.67	15.76	-0.5%
Oct-Dec	3.94	3.91	0.9%
Jul-Sep	3.54	3.40	4.0%
Apr-Jun	4.14	4.15	-0.1%
Jan-Mar	4.05	4.30	-5.8%

Source: IHS

Heavy Trucks – Medium & Heavy Commercial Vehicles (MHCVs)

The European heavy vehicle production made a slight recovery in CY25 recording a drop of -1.6% against a big drop of -24.7% in CY24. The first half of the year was more in line with what happened in CY24 but production grew double digit in H2CY25 to ensure that the year ended on a good note. The momentum in growth is expected to carry on into CY26 with IHS forecasting a growth of 5%. IHS estimates that CY27 and CY28 will also see positive growth.

Exhibit 9 : Europe (w/o Russia) – Heavy Vehicles
(Production '000 units)

Period	2025	2024	Change
Full Year	435.6	442.5	-1.6%
Oct-Dec	116.6	101.4	15.0%
Jul-Sep	104.2	93.9	11.0%
Apr-Jun	110.0	116.7	-5.7%
Jan-Mar	104.8	130.6	-19.8%

Source: IHS



OPERATIONAL PERFORMANCE & STRATEGY

INDIA

All segments of the automotive industry, light vehicles, two-wheelers, tractors and heavy trucks, are expected to healthy demand both in the short and medium term as outlined in an earlier section. We continue to expand capacities, develop higher value-added products and improve our technological capabilities to cater to a growing but highly competitive market.

We have identified product categories that will drive growth in each of our business verticals. These have been identified based on whether they cater to high volume platforms or EVs and the level of product complexity. At our Bengaluru Forgings operations for example, we are developing low pressure fabricated fuel rails for petrol & CNG vehicles as well as large fully finished precision forgings for the vehicle drivelines. The Aluminium business is developing competencies for different housings that will be used by e2Ws and e4Ws. The aluminium vertical is also planning to develop capabilities in high tonnage machined castings. The iron castings business is focused on increasing the proportion of machining in its portfolio and is adding capacity & technology for the same. The Stampings business is focusing on high tonnage press panels which may require investment in new press lines. The Gears and Composites verticals are upgrading process technologies to cater to EV requirements, among other projects. In some of the aforementioned projects, we plan to invest in improving our product development capabilities to meet the requirements and in enhancing manufacturing capacities.

The Company took several initiatives to enhance operational performance at the plants. Teams from the parent CIE Automotive provide all help in terms of know-how transfer in these projects. There was a focus on improving overall efficiency through a combination of automation & robotisation, machine upgradation, capacity debottlenecking and yield improvement & waste reduction. Asset optimisation is a continuing process through layout improvement, floor space reduction and plant restructuring. Increasing the usage of renewable energy is a priority. In last year's annual report, we had identified the aluminium die casting plants at Sambhaji Nagar and the Hosur plant of the Forgings business as requiring special efforts to improve margins. The aluminium plants were consolidated into more efficient units and the Hosur plants has been restructured. Our EBITDA margins (17.5% in CY25 vs 18.2% in CY24) were impacted by regulatory changes leading to power tariff increase in Maharashtra and the one off cost increase due to change in gratuity rules under the new labour code.

EUROPE

The automotive market in Europe is facing headwinds as explained earlier. Light vehicle sales are stagnating.

EV penetration is happening slower than anticipated and there is a delay at the customer in all our EV related projects. Heavy trucks grew in CY25 and are expected to grow in the next two years too, but these are on a much smaller base – CY25 production was 22% lower compared to CY23.

The Company has taken proactive corrective measures including workforce restructuring to optimize cost in line with the current market situation. Significant restructuring was done in CY25 and this has reduced our reported EBITDA margins (13.3% in CY25 vs 15.7% in CY25). Without these costs, our CY25 EBITDA margin would have been around 15%.

Our European forgings business is one of the major suppliers of crankshafts used in European ICE vehicles. Our plan to mitigate potential loss of crankshaft business due to EV transition is to focus on steel & aluminium parts which will not be affected by transition to EVs, like battery plates, aluminium knuckles and differential crowns. We also aim to maintain our share of business in a declining crankshaft market. Given our status as one of the better crankshaft manufacturers in Europe, we expect that we will continue to remain a supplier of choice even in adverse market conditions.

Our gears business in Italy (Metalcastello) has expertise in high complexity products with low volumes and is very well regarded by our customers. Here, we are trying to diversify our customer & product portfolio by developing EV transmission parts. These new projects continued to be delayed on account of slowing down of growth in EVs in Europe & America.

FINANCIAL PERFORMANCE

The abridged financial performance of the entity for the year ended 31st December, 2025 and 31st December, 2024 is presented in Exhibit 10. Information for our Indian and Overseas operations are summarized in Exhibit 11 which provides segment wise results. On Exhibit 11, please note that The Chief Operating Decision Maker (CODM) reviews the group's internal financial information for the purpose of evaluating performance and assignment of the resources. While evaluating performance and basis the current market dynamics, the CODM is evaluating Bill Forge de Mexico, S.A de C.V ('Bill forge Mexico') as part of Europe with effect from 1st January, 2025. Hence, the segment information for the previous reporting periods has been adjusted accordingly to reflect the revised segment structure, to ensure comparability with the current period. This change in reporting segments has no impact on the overall consolidated financial results of the Company as reported previously. Exhibit 12 provides key financial ratios and their explanations.



Exhibit 10: CIE India's abridged P&L Statement for CY24 & CY25 (in ₹ Mn)

Sr. No.	Particulars	Standalone		Consolidated	
		Year Ended		Year Ended	
		December '25	December '24	December '25	December '24
		Audited	Audited	Audited	Audited
1	Income from operation				
	(a) Revenue from operations	48,964.02	45,634.70	94,064.74	89,640.67
	(b) Other Income	1,925.02	1,728.00	1,012.57	1,396.47
	Total Income	50,889.04	47,362.70	95,077.31	91,037.14
2	Expenses				
	(a) Cost of material consumed	24,530.42	23,223.29	47,241.37	46,470.12
	(b) Change of inventories of finished goods and work-in progress	(240.80)	66.52	447.96	234.86
	(c) Employee benefit expenses	4,867.53	4,490.54	11,269.91	10,104.73
	(d) Finance cost	72.84	116.73	265.16	775.98
	(e) Depreciation and amortization expenses	1,517.63	1,436.6	3,580.84	3,306.45
	(f) Other Expenses	12,171.11	10,534.89	21,480.80	19,325.24
	Total expenses	42,918.73	39,868.57	84,286.04	80,217.38
3	Profit/(loss) from operation share of profits of associates, exceptional items and taxes (1 - 2)	7,970.31	7,494.13	10,791.27	10,819.76
4	Share of profit / (loss) of associates	-	-	23.17	26.97
5	Profit/(Loss) from ordinary activities before exceptional items	7,970.31	7,494.13	10,814.44	10,846.73
6	Profit/(Loss) from ordinary activities before tax	7,970.31	7,494.13	10,814.44	10,846.73
7	Current Tax	1,742.06	1,642.35	2,652.49	2,643.46
8	Deferred Tax (Credit) / Charge	58.98	17.65	(67.76)	0.21
9	Net Profit/(Loss) for the period from continuing operations	6,169.27	5,834.13	8,229.71	8,203.06
10	Profit/ (Loss) from discontinued operations (after tax)	-	-	52.03	72.08
	Net Profit/(Loss) after taxes	6,169.27	5,834.13	8,281.74	8,275.14
11	Paid - Up equity share capital (Face value of ₹ 10 per equity share)	3,793.62	3,793.62	3,793.62	3,793.62
12	Earnings per share (after extraordinary items) (of ₹ 10/- each)				
	(a) Basic	16.26	15.38	21.83	21.81
	(b) Diluted	16.26	15.38	21.83	21.81



Exhibit 11 : Segment wise results for CY25 (in ₹ Mn)

Sr. No.	Particulars	Year ended	
		31 st December 2025	31 st December 2024
		Audited	Audited
1	Segment Revenue		
	a) India	61,430.89	57,542.86
	b) Europe	32,641.77	32,144.57
	Total	94,072.66	89,687.43
	Less: Inter Segment Revenue	7.92	46.76
	Net Sales / Income from Operations	94,064.74	89,640.67
	Less: from discontinued operations	-	-
	Net/Sales income from continuing operations	94,064.74	89,640.67
2	Segment Profit/(Loss) before tax and interest from		
	a) India	8,230.84	7,971.47
	b) Europe	2,900.76	3,723.32
	Total	11,131.60	11,694.79
	Less: from discontinued operations	52.03	72.08
	Profit/ (loss) before tax and interest from Continuing operations	11,079.57	11,622.71
	Less:		
	(i) Un-allocable expenditure	265.14	775.98
	(ii) Un-allocable income		
	Total Profit Before Tax	10,814.43	10,846.73
3	Segment Assets		
	a) India	66,918.73	63,001.29
	b) Europe	40,649.15	34,683.93
	Total	1,07,567.88	97,685.22
4	Segment Liabilities		
	a) India	16,331.64	15,975.62
	b) Europe	16,644.85	15,941.76
	Total	32,976.49	31,917.38



Exhibit 12: Key Financial Ratios

Ratio	Standalone		Consolidated	
	CY-25	CY-24	CY-25	CY-24
(i) Debtors Turnover (Days)	28	35	24	28
(ii) Inventory Turnover (Days)	43	43	51	52
(iii) Interest Coverage Ratio (times)	110	65	42	15
(iv) Current Ratio (times)	2.8	2.6	1.5	1.6
(v) Debt Equity Ratio (times)	-	-	0.05	0.08
(vi) Operating Profit Margin (%)	20.3%	20.8%	16.0%	17.3%
(vii) Net Profit Margin (%)	13.1%	13.4%	9.1%	9.6%
(viii) Return on net worth (%)	10.8%	10.9%	11.1%	12.6%

Debtors Turnover (Days) : Operational improvement and Increased bill discounting in Standalone and increased non recourse factoring in Europe resulted in lower days outstanding for debtors.

Interest Coverage Ratio, Debt Equity: Improvement due to debt reduction through operational cashflows.

Operating Profit Margin and Return on Net Worth (RONW): In Standalone energy cost increase and new labor code impacted margins during the year. Restructuring costs in Italy, Spain and lower sales in Europe, further impacted consolidated margins and RONW.

DIGITALISATION & IT STRATEGY

The Company continues to strengthen its digital and technology capabilities with a focus on system modernization, process standardization, cybersecurity enhancement, and analytics-driven decision-making. The Company achieved a major milestone with the successful go-live of SAP S/4HANA on 1 April 2025 that strengthens the Company's digital backbone and ensures that the ERP can optimally support future business expansion. To strengthen supplier connectivity and improve supply chain efficiency, the Company implemented the Arteria Supplier Portal during the year. As part of the Company's focus on data-driven decision-making, multiple Power BI dashboards were deployed across functions, enabling real-time visibility into operational and financial performance. These analytical tools have significantly reduced manual reporting effort and strengthened managerial responsiveness. To reinforce internal controls and compliance requirements, the Company configured SAP Database Audit Logs with monitoring capabilities for sensitive transactions, master data changes, and access to critical tables. Cybersecurity was further strengthened and aligned with global best practice through the deployment of CrowdStrike Managed Detection and Response (MDR) services that provides real-time detection and prevention of malware, ransomware, and zero-day threats along with a 24x7 Security Operations Center (SOC) for monitoring threats.

These advancements are intended to ensure that the digital framework drives future growth, operational excellence, and sustainable value creation in the Company.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS CLIMATE

In alignment with the Company's strategic objectives, CIE India continues to strengthen its people management practices as a key enabler of operational performance and long-term value creation. The Company has established a structured and enabling work environment that promotes career progression, continuous learning, and the development of technical competencies aligned with evolving business requirements.

Our Employee Value Proposition is anchored on four pillars—Care & Wellness, Career Growth and Advancement Opportunities, Respect & Dignity, and a Structured Reward and Recognition framework—aimed at enhancing employee engagement, retention, and overall workforce effectiveness. Employees are continuously working on their career growth plan through "Individual Development Action Plan" (IDAP) with the support of their HOD's. One key element of the IDAP program is close collaboration with CIE teams worldwide for continuing training and skill upgradation. To build future leaders the young talent engineers recruited through campus placement go through a structured and specially designed training plan. Several employee-centric policies have been introduced to further strengthen workforce support, enhance employee well-being, and reinforce a positive and inclusive workplace culture. Also, this year Company has placed significant emphasis on succession planning across all locations to ensure leadership continuity and mitigate talent risks.

In furtherance of the Company's Diversity, Equity and Inclusion (DEI) framework, CIE India has taken proactive steps to promote inclusive employment practices. As part of this initiative, transgender persons were employed at the Stampings Nashik location, and persons with disabilities were employed at the Gears and Iron Castings



facility in Pune. CIE India completed an external Human Rights Due Diligence assessment at the Company level in CY25, reinforcing its commitment to respect for human rights across operations.

A portion of our permanent labour workforce in certain locations in India is part of labour unions. We have signed collective bargaining and other agreements with labour unions at several plants where we have agreed to certain guaranteed bonuses, guaranteed wage increases, and wages linked to productivity. We ensure Industrial peace by maintaining harmonious industrial relationship with workmen & unions. We encourage healthy dialogue & institutional ways to resolve conflicts. Communication meetings are conducted for workmen to update them about business results, challenges, achievements etc. Best achievements of workmen are recognised by awards in such communication meetings. In this way we motivate our workmen & ensure to keep their morale high.

HEALTH AND SAFETY

The Company is deeply committed to ensuring the health and safety of all employees and workers at its manufacturing sites, with a goal of achieving zero incidents. Prioritizing health and safety are vital not only for the well-being of employees but also for enhancing operational efficiency.

All plants achieved ISO 45001 and ISO 14001 certifications, demonstrating a commitment to both occupational health and safety and environmental management. A series of external Health, Safety & Environmental (HSE) audits were conducted, including those for electrical safety, chemical safety, fire safety, energy audits, to comply with IS 14489 standards.

The aim is not just to prevent incidents but to foster a safe and healthy work environment across all manufacturing plants and offices. Safety can be ensured if better infrastructure and technology go hand in hand with a robust safety culture. The Company focused on "Project Sanskriti", which is an assessment survey to gauge safety culture. The successful program on 12 Life Saving Rules introduced few years back was reinforced with the addition of an E-module for refresher training. In CY25, 1064 employees took this programme to create sustained awareness of and adherence to safety norms. These initiatives are necessary to advance the Company's position on the safety cultural ladder from reactive to generative.

In terms of employee well-being, the Company implemented a range of health initiatives, including annual health check-ups, yoga sessions, stress management workshops, and a de-addiction program for workers. The overarching focus throughout the year was on continuous training, regular communication, employee recognition, and the active involvement of shop floor employees in safety activities. These efforts were instrumental in working toward the achievement of safety targets and fostering a culture of safety at all levels of the organization.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) APPROACH

The growing expectations of different stakeholders have led to a greater scrutiny of ESG strategy of businesses. Organizations must clearly spell out measurable ESG goals and the initiatives taken to achieve them.

As a subsidiary of CIE Automotive, we were committed to a 5-year Strategic ESG plan, adhering to 79 KPIs across four pillars: CIE Culture, Ethical Commitment, Eco-Efficiency, and Active Listening. We are on track on almost all the ESG KPIs. Our long term Science Based Targets Initiative (SBTi) is to achieve Net Zero emission by 2050. Our ESG strategy is aligned with the UN's 17 Sustainable Development Goals.

CIE India plants are adopting the practices aligned with ISO 14001, ISO 45001, ISO 50001 and ISO 20400 sustainable procurement standards, and focusing on renewable energy, material circularity, and responsible resource use. Our supply chain focuses on local sourcing, environmental assessments of identified partners and developing a circular economy.

Mandatory sustainability projects were identified as part of annual goals of management teams. The Company has launched the e-learning programme for employees on ESG practices and how to harmonise them with their day to day work.

Solar roof top capacities were increased at Gears Chakan and Forging Chakan facility. Almost 60% of electricity consumed by our plants in India was sourced from renewables. Water footprint assessment was completed across all plants. Total 9,381 trees were planted within plants and through CSR activities. These efforts reflect CIE India's commitment to sustainability and ESG goals.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company is committed to conducting its CSR activities in an economically, socially, and environmentally sustainable manner while contributing positively to the communities in which it operates. The CSR Committee of the Board provided strategic guidance and oversight, including approval of projects, allocation of funds, and review of implementation progress. CSR expenditures were incurred in accordance with statutory requirements, and the impact of major initiatives was periodically assessed to enhance effectiveness.

The CSR activities were primarily directed towards areas such as Education & Skills Development, Healthcare & Sanitation, Environment and Rural Development with the objective of creating measurable and lasting social impact. The CSR initiatives were implemented either directly or through eligible implementing partners, ensuring transparency, accountability, and effective monitoring. Special emphasis was placed on projects that promote inclusive growth, address local community needs, and support national development priorities. During the year, the Company has implemented impactful projects in Six states covering large Socio-Economic communities with diversified cultural values.



Going forward, our aim is to deepen CSR engagement by scaling impactful programs, strengthening partnerships, and integrating sustainability considerations into our business strategy. We believe that responsible corporate citizenship not only strengthens stakeholder trust but also contributes to long-term business resilience.

RISK MANAGEMENT

The business manages its unique risk profile through a structured internal risk management framework. Operational management serves as the first line of defence, identifying and reporting risks. The second line are processes and policies that are assessed periodically by the board and its audit & risk management committees. Key processes and policies include internal controls, data security & privacy, statutory compliances, and ethical framework (code of conduct & whistleblower policies). Internal audit functions as the third line, evaluating the effectiveness of the other defences. Senior management periodically reviews and reports on risk practices to the board's risk management and audit committees, which are responsible for overseeing risk identification, assessment, mitigation, and monitoring, ultimately reporting to the board for overall guidance.

The process to identify risks is also defined. Senior executives of CIE Automotive across the globe participate in an annual risk assessment survey to identify key risks associated with the business. This is supplemented by periodic internal assessment at CIE India. Risks are prioritized based on their probability of occurrence as well as their likely impact along three dimensions of economic, organisational and/or reputational.

Some of the key risks identified by CIE Automotive globally for 2026 are as follows:

Geopolitical situation

The United States has adopted a policy of imposing tariffs on trade partners depending on the size of trade deficit with that country. As a response, countries are entering into bilateral trade deals with each other. India has signed or is negotiating trade deals with its key trading partners like United States, European Union, United Kingdom, Australia and others. These trade deals should bring stability in trade relations. Most of these deals are largely enabling more exports of goods and services from India. We will know of their impact once the fine print of these deals and free trade agreements (FTA) is finalised. For example, the United States had imposed a tariff of 25% on Indian goods & services, in some cases a further punitive tariff of 25% was applied. Under the proposed trade deal, United States proposes to reduce tariffs to 18% and in some cases apply zero tariffs. The Supreme Court in a recent ruling has said that the original enhanced tariffs were not legal. It remains to be seen how the issue of US tariffs on Indian exports gets settled. Currently, our Indian business exports 2-3% of its sales to United States out of which <1% were at risk in the short term due to enhanced

tariffs. The last few years have also seen multiple wars with those in Ukraine and West Asia being the most protracted. The recent USA-Israel-Iran war has the potential to disrupt the global oil economy. This can have a cascading effect on the world economy and especially on the automotive market if petrol & diesel prices go up. A volatile geopolitical security situation will negatively affect market dynamics. Thus, industry must watch out for geopolitical risks arising out of the dynamic global trade scenario as well as the emerging security threats.

Market trend change

The Company is highly dependent on the performance of the automotive industry in India and Europe. Automotive demand in these two geographies are following very different trajectories. The Indian automotive market continues to grow at a healthy late especially after the GST reforms implemented in Sept 2025. On the other hand, the European automotive industry is plateauing in the face of multiple challenges arising due to the transition to EVs, especially the competition from cheaper imported Chinese EVs. Our corporate strategy must keep pace with the rapidly changing external environment and balance the competing requirements of our two main markets.

Cybersecurity and Data Privacy & Reliability

As the world increasingly becomes more digital, the possibility of cyber-attacks, unauthorised access and damage to our data, networks and programs only increases. The Company has identified gaps in its systems through Vulnerability Assessment & Penetration Testing (VAPT) and is making all efforts to fill up the lacunae. The Company has plans to have ISO 27001 certification by Q1 of 2027. The IT team strives to deploy the best available tools & follows best practices to ensure that the Company can protect itself against cyberattacks. We recognise that cybersecurity initiatives work best when they bring together people, processes and technology to develop multi layered defences to ensure the integrity of systems in an age of rapid digital transformation.

Human Capital

Skilled and motivated teams are essential for company growth, especially amid change and competition in India's automotive hubs like Pune and Bengaluru. Our HR strategy to address these talent challenges is explained earlier in this management analysis.

Green supply chain

ESG is an important aspect of business and stakeholders expect that companies have a focused approach in this area. The Company's ESG strategy is detailed in an earlier section of this management discussion. The detailed BRSR report also shows the importance that the Company attaches to ESG.

CIE India has specifically identified the following risks in its major geographies:



INDIA

Growth Risk

The Company strives to deliver better than market growth rate in India. For the last few quarters, our Indian business has stayed close to market growth, weighted as per the segments (light vehicles, 2W etc.) we operate in. We are investing in capacity, products & technology for future growth and the implementation of these programs can be a risk factor.

Profitability Risk

Dependency on few key customers can lead to competitive pressures on margins. Our stampings business, for example is majorly dependent on one customer. Some customers are moving towards E-bidding & Reverse Auction as against the existing quotation process. This may lead to further pressure on prices. Increase in power tariffs in Maharashtra where we have many plants is raising our costs.

People Risk

Growth opportunities in the Indian automotive industry are abundant, and this is leading to attrition as also difficulty in finding the right talent for a given job. This is more pronounced in leadership positions on the shop floor. We are mitigating the risk through succession planning and people development programs.

EUROPE

Profitability

Stagnating market in Europe is leading to pressure on profitability. We aim to optimise margins and protect our profitability in our European business. We are adapting our manufacturing facilities to evolving volume requirements, while also seeking additional business

opportunities as the supply chain consolidates. We are developing a healthy product portfolio for the EV platforms being launched in Europe.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

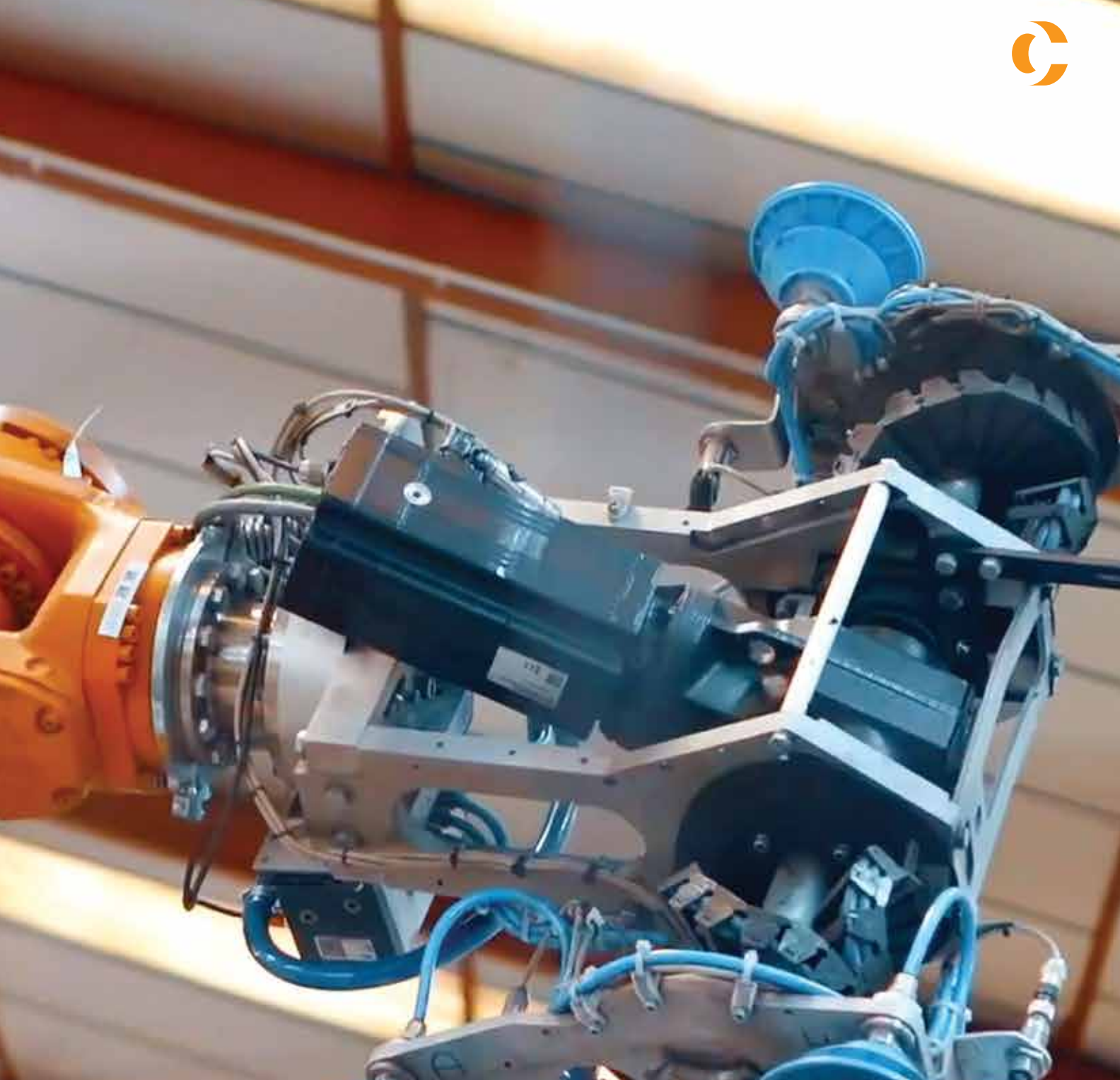
Management believes that CIE India has effective internal audit and control systems ensuring proper authorization, recording, and reporting of transactions. The adequacy of these systems is tested by regular internal audits and reviews. Details on Corporate Governance practices and statutory compliance are provided in dedicated sections of this Annual Report.

LOOKING AHEAD

The Indian automotive market is expected to grow at a good pace in the near future. The Company is geared up to participate in these emerging opportunities. Our European strategy is focused on navigating a stagnating market that is transforming at the same time. CIE India's approach has been to attain an optimal balance across growth, investments and returns. The Company expects that its mix of organic & inorganic growth strategy will help it meet the aspirations of all its stakeholders.

CAUTIONARY STATEMENT

Certain statements in the Management Discussion & Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ from those express or implied. Important factors that could make a difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other incidental factors.



REPORT ON CORPORATE GOVERNANCE



CORPORATE GOVERNANCE

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company believes that sound corporate governance is fundamental to sustainable value creation for all stakeholders. Governance practices are anchored in ethical conduct, transparency, accountability and compliance with applicable laws and regulations. The Company seeks to ensure responsible leadership at both the Board and Management levels and continuously strengthens its governance framework to support long-term business objectives.

This report presents the Company's compliance with the corporate governance requirements prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (hereinafter referred to as "the Listing Regulations").

II. BOARD OF DIRECTORS

The Board provides strategic direction, oversees management performance, and ensures that the Company's long-term objectives of enhancing stakeholder value are achieved in a sustainable manner.

A. Composition of the Board

The composition of the Board is in conformity with Regulation 17 of the Listing Regulations and provisions

of the Companies Act, 2013 (hereinafter referred to as "the Act"), as amended from time to time. The Board has an optimum combination of Executive and Non-Executive Directors. The Chairman of the Board is a Non-Executive Director with fifty percent of the Board comprising of Independent Directors including two woman Independent Directors.

As of 31st December, 2025, the Board comprised eight Directors, including four Non-Executive Independent Directors drawn from diverse professional backgrounds.

Mr. Shriprakash Shukla, the Non-Executive, Non-Independent Director, is the Chairman of the Board. The Management of the Company is entrusted to the Key Managerial Personnel(s), headed by Mr. Ander Arenaza Alvarez, Executive Director and Group CEO, who functions under the supervision and control of the Board.

The names and categories of Directors, DIN, the number of Directorships and Committee positions held by them, as on 31st December, 2025 are given in Table 1 below.

All the Directors of the Company comply with the conditionalities relating to maximum number of Directorships as specified in Regulation 17A of the Listing Regulations and Section 165 of the Act, and the conditionalities relating to Committee positions as specified in Regulation 26 of the Listing Regulations.

Table 1: Composition of the Board of Directors as on 31st December, 2025:

Name of the Directors, Category and DIN	Total number of Committee Memberships of as on 31 st December, 2025@	Total number of Committee Chairmanships of which the Director is member as on 31 st December, 2025@	Total number of Directorships of Public Companies as on 31 st December, 2025*	Name of other listed entities where the Director is a Director along-with the category of Directorship excluding the Company
NON-EXECUTIVE, NON-INDEPENDENT[§]				
Mr. Shriprakash Shukla (DIN - 00007418)	Nil	Nil	3	Mahindra EPC Irrigation Limited (Non-executive Chairman)
Mr. Anil Haridass (DIN - 00266080)	1	Nil	2	None
NON-EXECUTIVE, INDEPENDENT				
Mrs. Roxana Meda Inoriza (DIN - 08520545)	1	Nil	3	None
Mr. Alan Savio D'Silva Picardo (DIN - 08513835)	1	1	1	None



Name of the Directors, Category and DIN	Total number of Committee Memberships of as on 31 st December, 2025@	Total number of Committee Chairmanships of which the Director is member as on 31 st December, 2025@	Total number of Directorships of Public Companies as on 31 st December, 2025*	Name of other listed entities where the Director is a Director along-with the category of Directorship excluding the Company
Mr. Jairaj Purandare (DIN: 00159886)	7	4	4	1. HDFC Asset Management Company Limited - (Independent Director) 2. Piramal Pharma Limited - (Independent Director) 3. Indegene Limited - (Independent Director)
Dr. Nuria Gisbert Trejo (DIN - 10607049)	1	NIL	1	None
EXECUTIVE\$				
Mr. Ander Arenaza Alvarez (DIN - 07591785)	Nil	Nil	2	None
Mr. Manoj Menon (DIN - 07642469)	1	Nil	3	None

* Excludes Directorships in Companies registered under Section 8 of the Act and Companies registered outside India but includes Directorship in the Company.

@ Chairpersonship and membership of the Audit Committee and the Stakeholders' Relationship Committee held in all the Public Limited Companies including that of the Company is considered. The Committee Chairmanship(s) are counted out of the Committee Membership(s) held by the respective Director.

\$ None of the Directors of the Company are related to the Promoter of the Company. Mr. Ander Arenaza Alvarez is in the whole-time employment of CIE Automotive S.A., the ultimate holding company of the Company. All the Directors of the Company are acting as Directors of the Company in their professional capacity.

Independent Directors

All the Non-Executive, Independent Directors on the Board of Directors of the Company are from diverse professional backgrounds. Their qualifications, expertise and experience enable them to provide effective leadership and contribute meaningfully to the of Board's decision-making process.

The maximum tenure of Independent Directors is in compliance with the Act and the Listing Regulations. All the Independent Directors have confirmed that they meet the criteria as mentioned in Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Act. The Independent Directors have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence. Further, the Board after taking these declaration/disclosures on record and acknowledging the veracity of the same, opined that the Independent Directors are persons of integrity and possess the relevant expertise and experience, fulfil the conditions specified in the Listing Regulations and the Act for appointment of Independent Directors and are Independent of the Management.



Apart from reimbursement of expenses incurred in the discharge of their duties, the remuneration that the Independent Directors were entitled to under the Act and the remuneration that a firm had received, in which an Independent Director was a partner, for professional services rendered by the firm to the Company, none of the Independent Directors had any other pecuniary relationships with the Company, its Subsidiaries or Associates or their Promoters or Directors, during the three immediately preceding financial years or during the current financial year.

None of the Directors of the Company are *inter-se* related to each other.

During the year under review, no Independent Director of the Company resigned before the expiry of their tenure.

Board Procedure

Meetings of the Board and its Committees are conducted in accordance with a structured and well-defined process. The Agenda, setting out the business to be transacted at the Meeting(s), supported by detailed notes on Agenda is sent to each Director at least seven days before the date of the Board Meeting(s) and of the Committee Meeting(s). The Directors are also provided the facility of video conferencing to enable them to participate effectively in the Meeting(s), as and when required.

At each meeting, the Board is apprised of the Company's operational and financial performance by the Executive Directors and the Chief Executive Officers of business divisions. Senior Management makes presentations on key matters to enable the Board to discharge its responsibilities effectively and take informed decisions.

The Board periodically reviews, inter alia, strategy and business plans, annual operating and capital expenditure budget(s), compliance report(s) of all laws applicable to the Company as well as steps taken by the Company to rectify instances of non-compliances, if any, review of major legal issues, minutes of the Committees of the Board, minutes of board meetings of Subsidiary Companies, significant transactions and arrangements entered into by the unlisted Subsidiary Companies, approval of quarterly/half-yearly/annual financial results, significant labour problems and their proposed solutions, systems for risk management, transactions pertaining to purchase/disposal of property(ies), sale of investments, subsidiaries, assets which are material in nature and not in normal course of business, remuneration of key managerial personnel, major accounting provisions and write-offs, corporate restructuring, details of any joint ventures or collaboration agreement, material default in financial obligations, if any, fatal or serious accidents, any material effluent or pollution problems, transactions that involve substantial payment towards goodwill, brand equity or intellectual property, any issue that involves possible public or product liability claims of substantial nature, including judgement or order which may have passed strictures on the conduct of the Company, quarterly details of foreign exchange exposures and the steps taken by Management to limit the risks of adverse exchange rate movement and information on recruitment of senior officers just below the Board level.

The Board sets annual performance objectives, oversees the actions and results of the management, evaluates its own performance and performance of its Committees on an annual basis and monitors the effectiveness of the Company's governance practices for enhancing the Stakeholders' value.

Apart from the Directors and the Company Secretary, the Board and Committee meetings are generally attended by the Chief Executive Officers of Business Divisions of the Company, the Chief Financial Officer, the Chief Business Controller and the Head of Strategy and Investors Relations. The Chairperson of the Board or Chairperson of the Committees of the Board also invite other officers of the Company or of its Subsidiaries as and when necessary.

B. Number of Board Meetings, Attendance of the Directors at Meetings of the Board and at the last Annual General Meeting (AGM)

The Board of Directors met Six (6) times during the Financial Year under the review i.e., on 20th February, 2025, 27th March, 2025, 29th April, 2025, 21st July, 2025, 16th October, 2025 and 18th December, 2025. The Board met at least once in a calendar quarter and the gap between any two meetings did not exceed one hundred and twenty days.

The Twenty-Sixth Annual General Meeting (AGM) of Members of the Company was held on 30th April, 2025 through Video Conference ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue, in compliance with General Circular No. 20/2020 dated 5th May, 2020, 09/2024 dated 19th September, 2024 and other relevant circulars issued by Ministry of Corporate Affairs.



The attendance of the Directors at these meetings is presented in Table 2 below.

Table 2: Number of Meetings and Attendance

Sr. No.	Directors	No. of Board Meetings Attended	Attendance at the last AGM through VC / OAVM
1.	Mr. Shriprakash Shukla	6	Yes
2.	Mr. Ander Arenaza Alvarez	6	Yes
3.	Mr. Manoj Menon	6	Yes
4.	Mr. Anil Haridass	6	Yes
5.	Mrs. Roxana Meda Inoriza	5	Yes
6.	Mr. Alan Savio D'Silva Picardo	6	Yes
7.	Mr. Jairaj Purandare	5	Yes
8.	Dr. Nuria Gisbert Trejo	6	Yes

C. Meeting of Independent Directors

The Independent Directors of the Company met on 19th February, 2025 and 17th December, 2025 without the presence of the Chairman, Executive Directors, other Non-Independent Director(s) or any other Key Managerial Personnel(s).

The Independent Directors ascertained and reconfirmed that the deployment of questionnaire as a methodology, is effective for evaluation of performance of Non-Independent Directors and the Board as a whole and the evaluation of performance of the Chairman. Accordingly, feedback was sought from all the Directors of the Company, by way of a structured questionnaire covering various aspects and on the basis of the reports the performance was evaluated by the Independent Directors in their separate meeting.

Further, the Independent Directors, *inter alia*, 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 its duties.

D. Directors seeking appointment /re-appointment

Mr. Shriprakash Shukla (DIN: 00007418) is liable to retire by rotation and has offered himself for re-appointment.

As required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2, particulars of Director seeking appointment/re-appointment at ensuing 27th Annual General Meeting (AGM), as mentioned above, shall be provided in the Notice of AGM.



E. Matrix setting out the core skills/ expertise/ competence of the Board of Directors

A chart/ matrix setting out the core skills/expertise/competencies identified by the Board of Directors in the context of the Company's businesses and sectors as required for it to function effectively and those actually available with the Board along with skills/expertise/competence, possessed by the Board members, are given as below:

Table 3:

Sr. No.	Skill / expertise / competencies	Particulars	Mr. S.P. Shukla	Mr. Ander Arenaza Alvarez	Mr. Anil Haridass	Mr. Manoj Menon	Mr. Alan D'Silva Picardo	Mrs. Roxana Meda Inoriza	Mr. Jairaj Purandare	Dr. Nuria Gisbert Trejo
1.	Strategy and Planning	Review and Monitor Strategy & Succession Plan to ensure long term sustainable growth	✓	✓	✓	✓	✓	✓	✓	✓
2.	Leadership	Leadership Skill to ensure effective guidance to and monitoring of the management and to set a corporate culture and the values by which executives throughout the group should behave.	✓	✓	✓	✓	✓	✓	✓	✓
3.	Financial Discipline and Risk Oversight	Understanding of Financial Management, Financial Reporting Process and Financial & Operational controls. Ensuring focus on returns.	-	✓	✓	✓	✓	✓	✓	✓
		Understand and Oversee internal and external risks associated with the Business and to put in place appropriate policies and procedures to effectively manage such risks.	-	✓	✓	✓	✓	✓	✓	✓
4.	Manufacturing Excellence and Technology	Understanding the manufacturing processes and optimizing the same.	-	✓	✓	✓	✓	-	-	✓
		Anticipate Technological Trends and creating new business models.	-	✓	✓	✓	✓	-	-	✓
5.	Mergers and Acquisition	creating and enhancing shareholders value through acquisitions and other business combinations with ability to assess fit of the target with Company's Strategy and Culture, Valuations, Integration Process.	✓	✓	✓	✓	✓	✓	✓	✓
6.	Governance and Regulatory Oversight	Monitoring the system for ensuring compliance with all applicable laws to the Company and review the effectiveness of such system.	✓	✓	✓	✓	✓	✓	✓	✓
		Reviewing governance practices and policies to ensure high ethical standards, to safeguard the interests of all stakeholders while ensuring right balance of conflicting interest of the stakeholders.	✓	✓	✓	✓	✓	✓	✓	✓



F. Codes of Conduct

The Board of Directors of the Company has adopted 'Internal Code of Professional Conduct' ("the Code") which is applicable to all Directors (whether Executive, Non-Executive or Independent), Senior Management Personnel, Key Managerial Personnel, all other employees and workers of the Company and provides guidance and ethical principles to them in determining the values and commitments that must govern their work activities within the Group.

The Code is available on the Company's website at the weblink: <https://www.cie-india.com/governance3.html#Policies>. All the Board Members and Senior Management Personnels have affirmed compliance with the Code. A declaration signed by Mr. Ander Arenaza Alvarez, Executive Director and Group CEO to this effect is enclosed at the end of this Report.

G. CEO/CFO Certification

As required under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Ander Arenaza Alvarez, Executive Director & Group CEO and Mr. K Jayaprakash, Chief Financial Officer of the Company have certified to the Board that the Financial Statement for the year ended 31st December, 2025 do not contain any untrue statement and that these statements represent a true and fair view of the Company's affairs and other matters as specified thereunder.

H. Performance evaluation of Board, its Committees and Directors

During the year under review, the Nomination and Remuneration Committee ascertained and reconfirmed that the deployment of questionnaire as a methodology, is effective for evaluation of performance of Board, its Committees and Individual Directors. Feedback was sought from all the Directors of the Company, by way of a structured questionnaire covering various aspects, on performance evaluation of the Board, Committees of Board, Independent Directors, Non-Independent Directors, and the Chairman.

The Board evaluated performance of its own and of its Committees based on the feedback so received. Similarly, the Nomination and Remuneration Committee carried out the performance evaluation of Individual Directors.

The performance evaluation of Independent Directors was carried by the entire Board of Directors (excluding the Director being evaluated) which included the performance of the Directors and fulfilment of the independence criteria as specified in the Listing Regulations and their independence from the management.

The criteria of performance evaluation of Independent Directors, Non-Independent Directors, the Board, Committees of Board and the Chairman is disclosed separately in this report.

I. Familiarisation programme for Independent Directors

The Company regularly informs the Board Members of major changes and outlines their roles and responsibilities, enabling them to make timely, informed decisions and contribute effectively.

All Directors are apprised of any changes proposed in the codes or policies of the Company. The Directors have access to the information within the Company which is necessary to enable them to perform their role and responsibilities diligently.

The Executive Directors / Senior Managerial Personnels regularly apprise the Board and its Committees of the business strategies, operational and financial performance, budgets, Internal Controls and Risk Management Plans, statutory compliances and regulatory updates, performance of the Subsidiaries etc.

Such presentations also provide an opportunity to the Independent Directors to interact with the Senior Management team of the Company and its Subsidiaries and help them to understand the Company's policies, its long-term vision and strategy, business model, operations and such other areas as are relevant from time to time.

Thus, the Company ensures that there is an adequate mechanism to ensure that the Directors remain familiar with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., and continue to be updated on the state of the Company's affairs and the industry in which it operates.

During the year under review, a factory visit was organized for the members of the Board to the factory of Magnetic Products Division of the Company. The members of Board were *inter-alia* briefed on the Plant facilities, infrastructures, product portfolio, customer base, manufacturing capabilities etc. As required under Regulation 46 of the Listing Regulations the details of familiarisation programme for the Independent Directors has been hosted on the Company's website and can be viewed by visiting the following link: <https://www.cie-india.com/governance3.html#Familiarisation-Program>.

J. Risk Management

The Company has a well-defined Risk Control and Management Policy which lays down the Risk Management Framework and Systems.



The Company has established procedures to periodically place before the Board, the risk assessment and minimisation procedures being followed by the Company and steps taken by it to mitigate the Risks. The Board of Directors of the Company have constituted a Risk Management Committee consisting of Board Members and has delegated the function to formulate, implement, monitor and review the Risk Management and Control Policy to the Committee. The details in respect of the Committee are covered under details of Risk Management Committee.

III. COMMITTEES OF THE BOARD OF DIRECTORS

The Board has constituted Committees and delegated certain matters that require greater and more focussed attention. These Committees prepare the groundwork for decision making and report to the Board.

All decisions pertaining to the constitution of Committees, appointment of Members and fixing of terms of service for Committee Members are taken by the Board of Directors. Details regarding the role and composition of these Committees, including the number of meetings held during the Financial Year and the related attendance, are provided below:

A. Audit Committee:

i. Composition, name of Members and Chairperson

As of 31st December, 2025, the Audit Committee comprised of Four Non-Executive Independent Directors namely Mr. Alan Savio D'Silva Picardo (Chairman of the Committee), Mrs. Roxana Meda Inoriza, Mr. Jairaj Purandare and Dr. Nuria Gisbert Trejo.

All the Members of the Audit Committee have vast experience and possess financial/ accounting expertise/exposure.

The Company Secretary is the Secretary to the Committee.

The Company does not have any Special Rights equity shares. The composition of the Committee is in accordance with Regulation 18(1)(b) of the Listing Regulations.

Further, the composition of the Committee is also disclosed on website of the Company at the weblink: <https://www.cie-india.com/governance3.html#Committees>

ii. Terms of reference

The terms of reference of this Committee are very wide and are in line with the regulatory requirements mandated by the Act and Part C of Schedule II of the Listing Regulations. Besides having access to all

the required information from within the Company, the Committee can obtain external professional advice whenever required. The Committee acts as a link between the Statutory Auditors, the Internal Auditors and the Board of Directors of the Company. It is authorised to select and establish accounting policies, review reports of the Statutory and the Internal Auditors and meet them to discuss their findings, suggestions and other related matters and monitor and review the Auditor's independence and performance, effectiveness of the audit process, oversee Company's financial reporting process and the disclosure of its financial information, review with the management quarterly and year to date results and annual financial statements before submission to the Board for approval, approve wherever necessary transactions of the Company with related parties including granting omnibus approvals and subsequent modifications thereof subject to fulfillment of certain conditions, scrutinize inter-corporate loans and investments, evaluates the Risk Management System, evaluate internal financial controls and internal control systems and review the adequacy thereof, the structure of the Controls Department, staffing and seniority of the official heading the Department, reporting structure, coverage, and frequency of the review to be conducted by the Controls Department. The Committee also has the authority to approve the remuneration for the Statutory Auditors and to propose changing the Auditors if deemed necessary.

The Committee also reviews on quarterly basis the Report on compliance under Code for Prevention of Insider Trading adopted by the Company pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations). The Committee also verifies that the systems for internal control are adequate and are operating effectively to ensure compliance with the provisions of PIT Regulations.

The Committee is also empowered to recommend appointment and remuneration of the Cost Auditor, Internal Auditor and Chief Financial Officer (i.e., the Whole-time Finance Director or any other person heading the finance function or discharging that function), etc. The Committee also reviews Financial Statements and investments of Unlisted Subsidiary Companies, Management Discussion & Analysis of financial condition and results of operations, material individual transactions with related parties not in normal course of business or which are not on an arm's length basis, if any and reviews all the information as prescribed in Part C of Schedule II of the Listing Regulations including the working of whistle blower mechanism. The Audit Committee has been granted powers as prescribed under Regulation 18 (2) of the Listing Regulations.



iii. Meetings and attendance

The Committee held six meetings during the Financial Year: on 20th February, 2025, 27th March, 2025, 29th April, 2025, 21st July, 2025, 16th October, 2025 and 17th December, 2025. The time gap between two consecutive meetings did not exceed one hundred and twenty days.

Table 4: Attendance record of Audit Committee

Name of the Member	Category of Directorship	Position in the Committee during the year	No. of Meetings Attended
Mr. Alan Savio D'Silva Picardo	Independent Director	Chairman	6
Mrs. Roxana Meda Inoriza	Independent Director	Member	5
Mr. Jairaj Purandare	Independent Director	Member	5
Dr. Nuria Gisbert Trejo	Independent Director	Member	6

The Chairman of the Board, the Executive Directors, the Chief Financial Officer and the Chief Business Controller are invitees for the meetings of the Audit Committee. The Statutory Auditors and Internal Auditors also attended the Audit Committee meetings.

The Cost Auditor attended the meeting of the Committee at which the Cost Audit Report was considered.

The Chairman of the Audit Committee Mr. Alan Savio D'Silva Picardo attended the 26th AGM held on 30th April, 2025 through video conferencing.

B. Nomination and Remuneration Committee:

i. Composition, name of Members and Chairperson

As of 31st December, 2025, the Nomination and Remuneration Committee comprised of Three Non-Executive Directors out of which Two are Independent Directors.

Mr. Alan Savio D'Silva Picardo, Independent Director is the Chairman of the Committee. The other members of the Committee are Mrs. Roxana Meda Inoriza – Independent Director and Mr. Anil Haridass – Non-Executive Non-Independent Director.

The Company Secretary is the Secretary to the Committee.

The Company does not have any Special Rights equity shares. The composition of the Committee is in accordance with Regulation 19(1) of the Listing Regulations. Further, the composition of the Committee is also disclosed on website of the Company at <https://www.cie-india.com/governance3.html#Committees>

ii. Terms of reference

The terms of reference of this Committee are in line with the regulatory requirements mandated in the Act and Part D of Schedule II of the Listing Regulations.

The terms of reference of the Nomination and Remuneration Committee *inter-alia* includes identification of persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board appointment and removal of Directors & Key Managerial Personnel's, carry out evaluation of every Director's performance and recommending to the Board remuneration of the Executive Director(s), Key Managerial Personnel and Senior Management Personnel of the Company.

The Committee has power to, among other things, formulate and recommend policies regarding the Board's composition that suit the Company's size, business type, and operations. Additionally, it is responsible for establishing Director retirement policies and suitable succession plans.

The Committee, before considering the appointment of Independent Director, would 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 of an Independent Director and recommend to the Board appointment of a person as Independent Director who have the capabilities identified in such description.

The Committee has also formulated the criteria for determining qualifications, positive attributes and independence of a Director and recommended to the Board a Policy relating to the remuneration for the Directors, Key Managerial Personnel and other Employees. The Committee further determines and recommends to the Board the manner for effective evaluation of performance of the Board, its Committees and Individual Directors. The Committee carries out a separate exercise to evaluate the performance of Individual Directors.

The Committee also deals with such other matters as may be required from time to time.



iii. Meetings and attendance

The Committee held five meetings during the financial year: on 19th February, 2025, 29th April, 2025, 21st July, 2025, 16th October, 2025 and 18th December 2025.

Table 5: Attendance record of Nomination and Remuneration Committee

Name of the Member	Category of Directorship	Position in the Committee during the year	No. of Meetings Attended
Mr. Alan Savio D' Silva Picardo	Independent Director	Chairman	5
Mrs. Roxana Meda Inoriza	Independent Director	Member	4
Mr. Anil Haridass	Non-Executive Non-Independent Director	Member	5

The Chairman of the Board is an invitee to the meetings of Nomination and Remuneration Committee. The meetings were also attended by the Executive Director and Group CEO.

The Chairman of the Committee attended the 26th AGM held on 30th April, 2025 through video conferencing.

iv. Criteria for evaluation of performance of Board, Committees of Board and Individual Directors (including Independent Directors)

The performance evaluation of the Board was based on various aspects such as composition of the Board, functioning of Board, conduct, effectiveness and frequency of Board Meetings, Performance of Specific Duties and Obligations, and Governance, etc.

The performance evaluation of Committees was based on criteria such as structure and composition of Committees, attendance and participation of Member of the Committees, frequency and adequacy of time allocated at the Committee Meetings to fulfil duties assigned to it, adequacy and timeliness of the agenda, comprehensiveness of the discussions and constructive functioning of the Committees, etc.

The performance evaluation of Independent Directors was based on various criteria, *inter alia*, including independence from the Company and other Directors, attendance at Board and Committee Meetings, skill, experience, knowledge acquired with regard to the Company's business, understanding of industry and global trends, exercise of independent judgment in relation to decision making, ability to challenge views of others in a constructive manner, etc.

In accordance with Schedule IV to the Companies Act, 2013 and the Listing Regulations, performance evaluation of Independent Directors was done by the entire Board excluding the Directors being evaluated, based on the feedback received from all the Directors on the structured questionnaire.

C. Stakeholders' Relationship Committee:

i. Composition, name of Members and Chairperson

As of 31st December, 2025, the Stakeholders' Relationship Committee comprised of three Directors namely Mr. Jairaj Purandare (Independent Director), Chairman of the Committee, Mr. Manoj Mullassery Menon (Executive Director and CEO) and Mr. Anil Haridass (Non-Executive Non-Independent Director), Members of the Committee.

Mr. Pankaj V. Goyal, Company Secretary, Chief Compliance Officer and Head-Legal is the Compliance Officer of the Company.

The Company does not have any Special Rights equity shares. The composition of the Committee is in accordance with Regulation 20(2A) of the Listing Regulations. Further, the composition of the Committee is also available on website of the Company at <https://www.cie-india.com/governance3.html#Committees>

ii. Terms of reference

The Committee meets as and when required, to inter alia deal with matters relating to transfers of shares, transmission of shares, request for issue of duplicate share certificates and monitors redressal of the grievances of the security holders relating to transfers, non-receipt of balance sheet etc., review of measures taken for effective exercise of voting rights by Shareholders, review of adherence to the service standards adopted by the Company in respect of services being rendered by the Registrar & Share Transfer Agent, review of 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.

The Information about details of shares transferred, transmitted etc. and report of Investors Complaints received and resolved was presented to Board on quarterly basis.

The role and terms of reference of the Committee covers the areas as contemplated under Regulation 20 read with Part D of Schedule II of the Listing Regulations and Section 178 of the Act, as applicable, besides the other terms as referred by the Board of Directors.



iii. Meetings and Attendance

The Committee held 2 (two) meetings during the Financial Year: on 19th February, 2025 and 17th July, 2025. The Committee also considered matters related to issuance of duplicate share certificate by way of circular resolution.

Table 6: Attendance record of Stakeholders' Relationship Committee

Name of the Member	Category of Directorship	Position in the Committee during the year	No. of Meetings Attended
Mr. Jairaj Purandare	Independent Director	Chairman	2
Mr. Manoj Mullassary Menon	Executive Director	Member	2
Mr. Anil Haridass	Non-Executive Non-Independent Director	Member	2

The Chairman of the Board, the Chief Investors Relations Officer and the Chief Financial Officer are invitees to the meetings of Stakeholders Relationship Committee. The meetings were also attended by the representatives of Registrar and Share Transfer Agent (RTA) of the Company.

Mr. Jairaj Purandare, Chairman of the Committee was present at the 26th Annual General Meeting of the Company held on 30th April, 2025 through Video Conferencing.

Details of Investor Complaints received and redressed during the financial year 2025 are as follows:

No. of complaints pending as on 1 st January, 2025	No. of complaints received during the financial year	No. of complaints Resolved to the satisfaction of the shareholder during the financial year	No. of complaints pending as on 31 st December, 2025
0	09	08	01*

*the Complaint has been resolved and no complaints were pending as on the date of this report.

D. Risk Management Committee:

i. Composition, name of Members and Chairperson

As of 31st December 2025, the Risk Management Committee comprises Four Members. Mr. Manoj Menon - Executive Director & CEO is the Chairman of the Committee. Mr. Ander Arenaza Alvarez -

Executive Director & Group CEO, Mr. Alan Savio D'Silva Picardo - Independent Director and Dr. Nuria Gisbert Trejo - Independent Director are the other Members of the Committee.

The Company Secretary is the Secretary to the Committee.

The Company does not have outstanding Special Rights equity shares. The composition of the Committee is in accordance with Regulation 21(2) of the Listing Regulations. Further, the composition of the Committee is also available on the website of the Company at <https://www.cie-india.com/governance3.html#Committees>

ii. Terms of reference

The role and terms of reference of the Committee covers the areas as contemplated under Regulation 21 read with Part D of Schedule II of the Listing Regulations, besides the other terms as referred by the Board of Directors.

The Risk Management Committee have formulated a Risk Management and Control policy which provides a framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee, measures for risk mitigation including systems and processes for internal control of identified risks and a business continuity plan.

The Committee ensure presence of Risk Management system in Company's accounting and financial reporting system and monitor & reviews the risk management plan, reviews total exposure of the Company towards commodities, commodity risks, if any, faced by the Company, hedged exposures, etc. as may be applicable.

The Committee further ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company, monitors and oversees implementation of the Risk Control and Management Policy, evaluates the adequacy of risk management systems.

The Committee keep the Board informed about the nature and content of its discussions, recommendations and actions to be taken.

iii. Meetings and Attendance

The Committee held 3 (three) meetings during the Financial Year: on 12th February, 2025, 16th July, 2025 and 9th October, 2025. The gap between any two meetings did not exceed Two hundred and Ten days.



Table 7: Attendance record of Risk Management Committee

Name of the Member	Category of Directorship	Position in the Committee during the year	No. of Meetings Attended
Mr. Manoj Menon	Executive Director & CEO	Chairman	3
Mr. Ander Arenaza Alvarez	Executive Director & Group CEO	Member	3
Mr. Alan Savio D'Silva Picardo	Independent Director	Member	3
Dr. Nuria Gisbert Trejo	Independent Director	Member	3

The Senior Management of the Company also participated in the Risk Management Committee meetings.

E. Corporate Social Responsibility Committee

i. Composition, name of Members and Chairperson

As of 31st December, 2025, the Corporate Social Responsibility Committee comprised of three members namely Mr. Manoj Mullassary Menon-Chairman, Mr. Anil Haridass and Mr. Jairaj Purandare.

The Company Secretary is the Secretary to the Committee.

Further, the composition of the Committee is also available on website of the Company at the weblink: <https://www.cie-india.com/governance3.html#Committees>

ii. Terms of reference

The terms of reference of the CSR Committee *inter-alia* included formulating and recommending to the Board CSR Policy indicating the activities to be undertaken by the Company in compliance with the provisions of the Companies Act, 2013 and Rules made there under, allocate the amount of expenditure to be incurred on CSR activities as enumerated in Schedule VII to the Companies Act, 2013 and monitor the implementation of CSR Policy and projects of the Company periodically, formulation and recommendation of Annual Action Plan in pursuance of CSR Policy which include CSR projects or programmes that are approved to be undertaken, the manner of execution of such projects or programs, the modalities of utilisation of funds and implementation schedules for the projects or programs, monitoring and reporting mechanism for the projects or programs and details of need and impact assessment, if any, for the projects undertaken by the Company.

iii. Meetings and attendance

The Committee held Four (4) meetings during the Financial Year: on 19th February, 2025, 17th July, 2025, 9th October, 2025 and 10th December, 2025.

Table 8: Attendance record of Corporate Social Responsibility Committee

Name of the Member	Category of Directorship	Position in the Committee during the year	No. of Meetings Attended
Mr. Manoj Mullassary Menon	Executive Director	Chairman	4
Mr. Anil Haridass	Non-Executive Non-Independent Director	Member	4
Mr. Jairaj Purandare	Independent Director	Member	4

Apart from the members of the Committee, the meetings of CSR Committee were also attended by the Chairman of the Central CSR Council and other Officers who may be involved in implementation of major CSR Activities.

The details of CSR initiatives undertaken by the Company are provided in the CSR Report annexed to the Directors Report.

Recommendations made by any of the above Committees which were not accepted by the Board.

During the year under review, there were no instances where the Board had not accepted any recommendation(s) made by any of the Committee of the Board. All the recommendations of the Committees were accepted by the Board.

IV. PARTICULARS OF SENIOR MANAGEMENT

In accordance with Regulation 16(1)(d) of the Listing Regulations and Section 178 of the Act read with Company's Policy on Appointment of Directors, Key Managerial Personnel and Senior Management Employees and succession planning (the Policy), the Senior Management of the Company includes the Chief Executive Officer of business divisions, the Chief Financial Officer, the Chief Business Controller, the Chief Investor Relations Officer and the Head of Strategy, the Company Secretary and any officer and personnel appointed in the Grade L2FH & above.

The Management of the Company is headed by Mr. Ander Arenaza Alvarez (DIN: 07591785), the Executive Director & Group CEO of the Company who functions under the supervision and control of the Board. Mr. Ander Arenaza Alvarez is appointed by the Company as a whole-time key managerial personnel of the Company in accordance with provisions of Section 203(1)(i) of the Act.



Mr. K Jayaprakash the Chief Financial Officer and Mr. Pankaj V. Goyal the Company Secretary, Chief Compliance Officer and Head-Legal of the Company are the whole-time key managerial personnel of the Company appointed in accordance with provisions of Section 203(1)(iii) and Section 203(1)(ii) of the Act respectively.

Mr. Manoj Menon the Executive Director and CEO along with Mr. Sunil Narke the Chief Executive Officer – Forgings Division and Mr. Rajendra Vadlapudi as Chief Executive Officer – Iron Casting Division are the key managerial personnel of the Company in accordance with Section 2(51) of the Companies Act, 2013.

Mr. Vinayak Kadaskar is the Head – HR and IR, Mr. Anup Mishra is the Chief Business Controller and CIO and Mr. Vikas Sinha is the Chief Investor Relations Officer and the Head of Strategy. During the year under review, the Board of Directors of the Company, on recommendation of the Nomination and Remuneration Committee, promoted Mr. Kunal Singh, as Head – Business Development and Sales with effect from 21st February, 2025.

Thus, in accordance with Regulation 16(1)(d) of the Listing Regulations, Section 178 of the Act and the Policy, all the above-named officers, being functional heads of various functions of the Company and who reports to Mr. Ander Arenaza Alvarez, are the members of Company's core management team and comprised the Senior Management of the Company for the financial year ended 31st December, 2025.

The Senior Management of the Company has made disclosures to the Board confirming that there are no material financial and commercial transactions between them and the Company which could have potential conflict of interest with the Company at large.

V. APPOINTMENT AND REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT PERSONNELS

A. Policy on appointment of Directors and Senior Managerial Personnel

The Company has a well-defined Policy for appointment of Directors, Key Managerial Personnel and Senior Management Employees and their succession planning.

The Policy is available on the Company's website at the weblink: <https://www.cie-india.com/governance3.html#Policies>

Salient features of the Policy are as under:

i. Appointment of Directors and their succession plan

Appointment

The Nomination and Remuneration Committee (NRC) reviews and assesses the Board Composition

and recommends the appointment of new Directors on the basis of criteria specified in the Policy. In addition to the criteria specified, the NRC may refer the Board Diversity Policy as provided in Exhibit B to the Policy.

Based on recommendation of the NRC, the Board evaluates the candidate(s) and decide on the selection in accordance with the applicable provisions of the Companies Act, 2013 and Rules made thereunder.

Succession Plan

The successors for the Independent Directors are identified by NRC at least a quarter before the expiry of their scheduled term. In case of separation of Independent Directors due to resignation or otherwise, successor get appointed at the earliest but not later than three months from the date of such vacancy, wherever required.

The successors for the Executive Director(s) are identified by the NRC from among the Senior Management or through external source as the Board may deem fit.

The NRC gives due consideration for the expertise and other criteria required for the successor and submit its recommendations to the Board.

The Board may also decide not to fill the vacancy caused at its discretion.

ii. Appointment of Key Managerial Personnel and Senior Management Employees and their succession plan

Appointment

NRC shall identify persons who are qualified to become Directors in accordance with the criteria laid down in the Policy and who may be appointed in the Senior Management of the Company and recommend to the Board their appointment and removal. Every Key Managerial Personnel shall be appointed or removed by the Board of Directors of the Company on recommendation of the NRC.

Succession Plan

Succession-planning program aims to identify high growth individuals, train them and feed the pipelines with new talent to ensure replacements of key job incumbents in KMP and senior management positions in the organization.

The Company has policy to identify candidates with high potential and for critical positions. Successors are mapped for these positions to ensure talent readiness as per a ladder approach.

B. Policy on remuneration

The Company has a well-defined Compensation Policy. The policy *inter-alia* sets out the guiding principles and criterion for Remuneration of



the Directors, Key Managerial Personnel, Senior Management and other Employees.

The Policy is available on the Company's website at the weblink: <https://www.cie-india.com/governance3.html#Policies>

Salient features of the Policy are as under:

i. Remuneration to Non-Executive Directors including Independent Directors

NRC decides the basis for determining the compensation, both fixed and variable, to the Non-Executive Directors, including Independent Directors, whether as commission or otherwise and submit its recommendations to the Board. The NRC, while making its recommendation, takes into consideration various factors such as Director's participation in Board and Committee meetings during the year, other responsibilities undertaken, such as Membership or Chairmanship of Committees, time spent in carrying out their duties, role and functions of the Independent Directors as envisaged in Schedule IV of the Act and Listing Regulations, as amended from time to time and such other factors as the NRC may consider deem fit. On recommendation of the NRC, the Board determines the compensation to Non-Executive Directors within the overall limits specified in the Shareholders resolution.

ii. Remuneration to Executive Directors:

The remuneration to Executive Director(s) shall be recommended by NRC to the Board within the overall limits specified in the Shareholders resolution. The remuneration shall consist of both fixed compensation and variable compensation and shall be as per the Remuneration Structure

provided under the Policy. The Executive Director(s) may be granted Employees Stock Options or Stock Appreciation Rights or such other benefits as provided under the Policy, in accordance with the relevant policies/schemes framed by the Company, from time to time.

iii. Remuneration to Key Managerial Personnels (Excluding Executive Directors) (KMPs) and Senior Management

The Board, on recommendation of the Nomination and Remuneration Committee, shall approve the remuneration payable to KMPs and Senior Management at the time of their appointment/promotion. Remuneration of KMPs and Senior Management shall consist of both fixed compensation and variable compensation and shall be as per the Remuneration structure provided under the Policy. The KMPs and Senior Management may be granted Employees Stock Options or Stock Appreciation Rights or such other benefits, as provided under the Policy, in accordance with the relevant policies/schemes framed by the Company, from time to time. The terms of remuneration of Chief Financial Officer (CFO) shall also be approved by the Audit Committee.

iv. Other Employees

Remuneration for the employees other than Executive Directors, KMPs and Senior Management will be decided by the HR of the respective divisions / plants/offices of the Company, as the case may be, in consultation with the concerned head of the Business Division, depending upon the relevant job experience, last compensation and the skill-set of the selected candidate and shall be as per the Remuneration Structure provided in the Policy.

C. Remuneration / Compensation paid / payable to Directors

Table 9: Details of remuneration paid/payable to the Directors for the financial year ended 31st December, 2025

i. Executive Directors

(₹ in Million)

Name of the Director	Salary, Allowances and Perquisites (excluding ESOP, Stock Appreciation Benefit and contributions to fund)	Amount paid towards Stock Appreciation Benefit	Perquisite Value of ESOP	Contribution to Provident Fund, Pension fund and Superannuation fund if any	Total	Contract Period
Mr. Ander Arenaza Alvarez	2.06	Nil	N.A.	0.24	2.30	13 th September, 2025 to 12 th September, 2028
Mr. Manoj Menon	18.11	24.33	N.A.	0.71	43.15	17 th October, 2025 to 16 th October, 2028



ii. Non-Executive Directors

(₹ In Million)

Name of the Director	Sitting Fees*	Commission payable for the year ended 31 st December 2025, payment of which shall be made by the Company in CY 2026*	Directors Remuneration other than sitting fees and commission paid/payable for the year ended 31 st December, 2025	Total
Independent Directors				
Mrs. Roxana Meda Inoriza	1.04	3.96	NA	5.00
Mr. Alan Savio D'Silva Picardo	1.37	3.63	NA	5.00
Mr. Jairaj Purandare	1.12	3.88	NA	5.00
Dr. Nuria Gisbert Trejo	1.17	3.83	NA	5.00
Non-Executive, Non-Independent Directors				
Mr. Shriprakash Shukla	NA	NA	4.5	4.5 [#]
Mr. Anil Haridass	NA	NA	0.36	0.36 [@]

*Net of GST paid on reverse charge basis.

@The Members of the Company by way of Special Resolution passed at 23rd Annual General Meeting of the Company held on 25th April, 2022, approved payment of remuneration not exceeding ₹ 2.5 Million to Mr. Anil Haridass as Non-Executive Non-Independent Director of the Company for the period of 3 years from 23rd February, 2022 to 22nd February, 2025. Mr. Haridass chose not to avail/draw any remuneration from the Company. Accordingly, no remuneration is payable to Mr. Anil Haridass w.e.f. 23rd February, 2025. Accordingly, remuneration for the period 1st January, 2025 to 22nd February, 2025 payable to Mr. Anil Haridass is included in the table above.

#The Board of Directors at its meeting held on 16th October, 2025, on recommendation of the Nomination and Remuneration Committee, approved remuneration of ₹ 6,000,000 per annum (Rupees Six Million only) payable annually to Mr. Shriprakash Shukla (DIN: 00007418) as Non-Executive Non-Independent Director of the Company for the period of 3 years commencing from 1st April, 2025 and have recommended the same to the members for their approval at the ensuing 27th Annual General Meeting. The remuneration for the period 1st April, 2025 to 31st March, 2026 shall be paid in May 2026, subject to approval of the members at the ensuing 27th Annual General Meeting. The remuneration as approved by the Board for CY2025 is disclosed in the table above. Payment of the remuneration is subject to approval of the members and shall be made in CY2026.

The Independent Directors are entitled to remuneration by way of sitting fees for attending meeting of Board and committees and profit linked commission.

The Board has approved the following sitting fees: ₹ 1,00,000/- for attending Board meetings; ₹ 75,000/- for attending Audit Committee meetings; and ₹ 40,000/- for attending meetings of other Committees of the Board. The sitting fees are payable to all Independent Directors for each meeting attended

The shareholders have approved payment of profit-linked commission to Independent Directors, subject to the following conditions: (a) the total commission paid shall not exceed ₹ 30,000,000 in aggregate; and (b) the total remuneration,

including sitting fees, payable to any Independent Director shall not exceed ₹ 5,000,000.

The Board of Directors on recommendation of the Nomination and Remuneration Committee has approved the Commission payable to the Independent Directors for CY-2025 in accordance with the criteria mentioned in the Remuneration Policy of the Company as disclosed herein above and the limits approved by the shareholders. The Commission as approved by the Board for CY2025 is disclosed in the table above. Payment of the commission as approved shall be made during CY2026.

During CY2025, following Non-Executive Independent Directors were paid in aggregate commission of ₹ 21.01 million which relates to FY2024:



Table 10: Commission for the year ended 31st December, 2024, paid during the financial year ended 31st December, 2025

Name of the Director	₹ in Million
Mr. Manoj Maheshwari (upto 28 th September, 2024)	3.07
Mr. Suhail Nathani (upto 11 th December, 2024)	4.04
Mr. Alan Savio D'Silva Picardo	3.65
Mrs. Roxana Meda Inoriza	3.96
Mr. Jairaj Purandare	4.27
Dr. Nuria Gisbert Trejo (w.e.f. 1 st July, 2024)	2.02

The annual remuneration payable to a single Non-Executive Director did not exceed fifty per cent of the total annual remuneration payable to all Non-Executive Directors, during the year.

Pecuniary and other relationships of Directors

Apart from the sitting fees and the remuneration paid/payable to Non-Executive Directors, as already disclosed hereinabove and reimbursement of expenses incurred in the discharge of their duties, none of the Non-Executive Directors had any pecuniary relationship with the Company.

Other disclosures

The remuneration payable to the Executive Directors is fixed by the Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee of the Company and approved by the Shareholders of the Company. None of the Executive Directors is promoter or member of promoter group.

The Company did not advance loans to any of its Directors.

Notice period applicable to the Executive Directors is three months. No severance fees or commission is paid to the Executive Directors. Performance Pay and Stock Appreciation Rights are the only components of remuneration that are variable. All other components are fixed.

The performance pay payable to Executive Directors is a function of his own performance (50% weightage) and the business performance of the

Company/Division which is headed by the Executive (50% weightage). The amount of performance pay assumed in the CTC is at 60% of the maximum entitlement of an employee at 100% performance level. Actual pay-out depends on individuals performance and the business performance during the year.

Stock Appreciation Units

Final pay-out of the Stock Appreciation Benefit payable to Mr. Manoj Menon of ₹ 24.33 million was made, post approval of the NRC and the Board, in February, 2025.

Thereafter, the Board of Directors of the Company, on recommendation of Nomination and Remuneration Committee granted 1,50,000 Stock Appreciation Units (SAUs) to Mr. Manoj Menon. The base price for determining Stock Appreciation Benefit is fixed at ₹ 468.37/-. The redemption price for determining the Stock Appreciation Benefit shall be calculated as the volume-weighted average market price of the shares of the Company quoted on National Stock Exchange of India Limited for a period of sixty trading days immediately preceding the Pay-out Date. The pay-out shall be made on two dates viz: 31st December, 2027 (first pay-out) and 30th April, 2030 (final pay-out reduced by the amount already paid in first pay-out).

Please note that, the SAUs do not constitute a security, nor do they represent in any form the capital of the Company. The SAUs also do not have any underlying assets or value and represent only a numeric number for calculation of total amount payable towards the SAB.

Directors and Officers insurance

The Company has obtained 'Directors and Officers insurance' for the Officers and Directors including Independent Directors as determined by the Board of Directors of the Company.

D. Shares held by the Non-Executive Directors

As of 31st December, 2025, Mr. Anil Haridass held 17,41,237 equity shares of the Company. Further relatives of Mr. Anil Haridass held 13,15,080 equity shares of the Company. Apart from this, no other Non-Executive Director held any shares or convertible instruments of the Company as on 31st December, 2025. None of the Independent Director of the Company were entitled to any Stock Options.



VI. GENERAL BODY MEETINGS

- a. Details of time, venue and special resolutions passed in the Annual General Meetings (AGMs) in last three Financial Years are given in Table 12 below:

Table 11:

Year	Date and Venue	Time	Special Resolution(s) passed
AGM 2025	30 th April, 2025 held through Video Conference ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue, in compliance with General Circular No. 20/2020 dated 05 th May, 2020 09/2024 dated 19 th September, 2024 and other relevant circulars issued by Ministry of Corporate Affairs. The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed Venue of the AGM.	3:30 p.m.	1. Approval of re-appointment of Mr. Ander Arenaza Alvarez (DIN: 07591785) as Whole-time Director of the Company and remuneration payable to him. 2. Approval of shifting of Registered Office of the Company from the jurisdiction of Registrar of Companies, Mumbai to the jurisdiction of Registrar of Companies, Pune.
AGM 2024	20 th June, 2024 held through Video Conference ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue, in compliance with General Circular No. 20/2020 dated 05 th May, 2020, 09/2023 dated 25 th September, 2023 and other relevant circulars issued by Ministry of Corporate Affairs. The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed Venue of the AGM.	3:30 p.m.	1. Re-appointment of Mr. Alan Savio D'Silva Picardo (DIN: 08513835) as Independent Director of the Company to hold the office for a second term of five consecutive years from 29 th September, 2024 till 28 th September, 2029. 2. Re-appointment of Mrs. Roxana Meda Inoriza (DIN: 08520545) as Independent Director of the Company to hold the office for a second term of five consecutive years from 29 th September, 2024 till 28 th September, 2029. 3. Appointment of Dr. Nuria Gisbert Trejo (DIN: 10607049) as an Independent Director of the Company to hold the office for a term of five consecutive years from 1 st July, 2024 till 30 th June, 2029.
AGM 2023	9 th June, 2023 held through Video Conference ("VC") / Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue, in compliance with General Circular 20/2020 dated 5 th May, 2020, No. 10/2022 dated 28 th December, 2022 and other relevant circulars issued by Ministry of Corporate Affairs. The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed Venue of the AGM.	3:30 p.m.	None



b. Postal Ballot

During the Financial Year ended 31st December, 2025 no resolution was passed through Postal Ballot.

c. Special Resolution proposed to be passed through Postal Ballot

None of the businesses/special resolution proposed to be transacted at the ensuing Annual General Meeting requires passing of Resolution by way of Postal Ballot.

VII. DISCLOSURES

a. Policy for determining 'Material' Subsidiaries

The Company has formulated a 'Policy for Determining Material Subsidiaries' in accordance with Regulation 16 of the Listing Regulations which provides the framework for determination of material subsidiaries of the Company and for corporate governance requirements with respect to Subsidiary. This Policy is available on the website of the Company at the weblink: <https://www.cie-india.com/governance3.html#Policies>

b. Policy on Materiality of and Dealing with Related Party Transactions

The Company has formulated a Policy on Materiality of and Dealing with Related Party Transactions which specify materiality thresholds, process of identification of related parties and the manner of dealing with Related Party Transactions.

This Policy is available on the website of the Company at the weblink: <https://www.cie-india.com/governance3.html#Policies>

c. Disclosure of Transactions with Related Parties

All transactions with related parties conducted throughout the Financial Year were carried out at arm's length and fell within ordinary course of business.

During the Financial Year ended 31st December, 2025, there were no materially significant related party transactions or arrangements entered into by the Company which may have a potential conflict with the interest of the Company at large.

The Company has obtained approval of the Shareholders by way of ordinary resolution passed at the 26th Annual General Meeting held on 30th April, 2025 for the Material Related Party Transactions to be entered into by the Company with Mahindra & Mahindra Limited (M&M), for an aggregate amount not exceeding ₹ 23,000 Million (Rupees Twenty Three Thousand Million) during any one Financial Year. The details of the transaction with M&M are provided in Form AOC-2, which is attached to the Board's Report. Further, details of all the related party transactions are presented in Note no. 31 to the Standalone Financial Statement for the year ended 31st December, 2025.

Further, the Shareholders of the Company also accorded their approval at the 26th Annual General Meeting held on 30th April, 2025 for material related party transaction(s) of CIE Galfor S.A.U. (a wholly-owned subsidiary of the Company) with CIE Automotive S.A. (ultimate holding Company of the Company), which taken together with previous transactions during a financial year exceeds 10% of the Annual Consolidated Turnover of the Company as per the last audited financial statements of 31st December, 2024. Further, details of all the related party transactions to which subsidiary of the Company is a party but the Company is not a party are presented in Note no. 34 to the Consolidated Financial Statement for the year ended 31st December, 2025.

The approval of the Shareholders to the Material Related Party transactions, is valid upto the date of the 27th AGM to be held in the year 2026.

All the related party Transactions were approved by the Audit Committee from time to time. The Audit Committee has also granted omnibus approval to related party transactions of repetitive nature which remain valid for the period of one year. A statement of all the Related Party Transaction entered into by the Company pursuant to the omnibus approval granted was placed before the meeting of Audit Committee for its review on quarterly basis.

The Company submitted to the Stock Exchanges disclosures of related party transactions, in accordance with Regulation 23(9) of the Listing Regulations.

d. Disclosure by Company and its subsidiaries of 'Loans and advances in the nature of loans to, firms/companies in which Directors are interested by name and amount

There were no Loans and advances in the nature of loans made by the Company and its subsidiaries to firms/companies in which Directors are interested.

e. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contract, temporary, trainees) are covered under this Policy. The Policy is gender neutral. Status of complaints during the year under review is as follows:

- a. number of complaints pending as on beginning of Financial Year 2025: Nil
- b. number of complaints filed during the Financial Year 2025: Nil



c. number of complaints disposed of during the Financial Year 2025: Nil

d. number of complaints pending as on end of the Financial Year 2025: Nil

f. Whistle Blower Policy

The Vigil Mechanism as envisaged in the Companies Act, 2013 and the Rules prescribed thereunder, and the Listing Regulations is established through the Whistle Blower Policy which also provides adequate safeguards against victimisation of people who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee.

The Whistle Blower mechanism provides a secure framework through which Directors, Employees and their representative bodies and all stakeholders of the Company can voice their concerns about illegal or unethical behavior, actual or suspected fraud or violation of the Company's Codes or Policies. Through this mechanism all stakeholders of the Company can approach the Chief Ethics Officer of the Company or the Chairperson of the Audit Committee or utilize 'Ethical Channels' enabled for all group companies of CIE Automotive, S.A. to voice their concerns as mentioned above. The Whistle Blower Policy has been appropriately communicated within the Company and has also been hosted on the website of the Company.

No Personnel has been denied access to the Audit Committee. All Directors, Employees and their representative bodies and all Stakeholders of the Company can make the Protected Disclosure to the Chairman of the Audit Committee.

The Chairperson of the Audit Committee can be reached by sending an email to chairpersonofauditcommittee@cie-india.com or by sending a letter to the below address:

Chairperson of the Audit Committee

CIE Automotive India Limited

Mr. Alan Savio D'Silva Picardo

G Block, Bhosari Industrial Estate, Near BSNL office, Bhosari, Pune - 411026, Maharashtra, India.

The Whistle blower Policy of the Company is available on the website at: <https://www.cie-india.com/assets/pdf/governance/policies/Whistle%20Blower%20Policy.pdf>

g. Disclosure of Accounting Treatment in preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) and Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards)

Rules, 2015 and other relevant provisions of the Act and Rules made thereunder.

h. Disclosure in respect of information to be disclosed under clause 5A of Para A of Part A of Schedule III of the Listing Regulations

During the year, no information was required to be disclosed by the Company under clause 5A of Para A of Part A of Schedule III of the Listing Regulations.

None of the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel and employees of the Company or of its holding, subsidiary and associate company have submitted any information as specified under Regulation 30A of the Listing Regulations.

All the Directors of the Company and the members of the Senior Management have confirmed that they are not aware of any agreement entered into by any shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel or employees of the Company or of its holding, subsidiary or associate company, among themselves or with the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company, or impose any restriction or create any liability upon the Company other than in the normal course of business, whether or not the Company is a party to such agreements.

Accordingly, the disclosure required under Regulation 30A(2) of the Listing Regulations, on the website of the Company and in the Annual Report is not applicable to the Company.

i. Code and Policies under Insider Trading Regulations

The Company has formulated and adopted the 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' (Fair Disclosure Code) and 'Code of Conduct to regulate, monitor and report trading in the securities of the Company by designated persons and their immediate relatives' ('PIT Code'), in compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations).

The PIT Code has been formulated to regulate, monitor and ensure reporting of trading by the Designated Persons and is designed to maintain the highest ethical standards of trading in Securities of the Company by such Designated Persons. The PIT Code lays down guidelines, which advise them on procedures to be followed and disclosures to be made, while dealing with shares of the Company and cautions them of the consequences



of violations. The Board has also approved a disciplinary framework in case of violations of provisions of PIT Code.

The Fair Disclosure Code has been formulated to ensure prompt, timely and adequate disclosure of UPSI and to maintain uniformity, transparency and fairness in dealing with all the stakeholders. Further, Policy for determination of "Legitimate Purpose" forms part of the Fair Disclosure Code which provides framework for determination of Legitimate Purpose including the process to be followed.

During the year under review, the PIT Code and the Fair Disclosure code were amended to align these codes with amendments made to PIT Regulations.

The Code for Fair Disclosure of UPSI of the Company is available on the website at the weblink: <https://www.cie-india.com/governance3.html#Policies>

j. Policy for inquiry in case of leak of Unpublished Price Sensitive Information

The Company has formulated the 'Policy for inquiry in case of leak of Unpublished Price Sensitive Information' as required under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations). The policy is formulated to maintain ethical standards in dealing with sensitive information of the Company by persons who have access to UPSI. The rationale of the policy is to strengthen the internal control systems to ensure that the UPSI is not communicated to any person except in accordance with the PIT Regulations. The Policy also provides an investigation procedure in case of leak of UPSI. This policy was made effective from 1st April, 2019.

k. Details of non-compliance etc.

During the last three years there were no instances of non-compliance and no penalty or strictures were imposed on the Company by Stock Exchanges or SEBI or any other statutory authority, on any matter related to capital markets.

l. Compliance

i. Mandatory requirements

The Company is compliant with the applicable mandatory requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as were applicable during the year under review.

The Company has also 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) in the respective places in this Report.

ii. Adoption of non-mandatory requirements

Adoption of non-mandatory requirements of the Listing Regulations is reviewed by the Board from time-to-time.

The Company has been a strong believer in good Corporate Governance and has been adopting the best practices that have evolved over the last two decades.

The Company has appointed separate persons to the post of the Chairperson and the Chief Executive Officer. The Chairperson is a Non-Executive Non-Independent Director and is not related to the Chief Executive Officer.

The Company continues to adopt best practices to ensure a regime of financial statements with unmodified audit opinion. The Audit Reports, respectively on the Standalone and Consolidated Financial Statements of the financial year ended 31st December, 2025, were unmodified.

m. Ethics/Governance Policies

The Company adheres to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Therefore, the Company has adopted various codes and policies to carry out our duties in an ethical manner. Apart from the policies/codes specified in the report elsewhere, the Company has also adopted following:

- i) Archival policy
- ii) Policy for determination of materiality for disclosure of events or information
- iii) Corporate Social Responsibility Policy
- iv) Environmental, Social & Governance Policy

The Policies mentioned above are available on the website of the Company at: <https://www.cie-india.com/governance3.html#Policies>

n. Subsidiary Companies

CIE Aluminium Casting India Limited and CIE Galfor S.A.U. are the material subsidiaries of the Company in accordance with Company's policy for determining material Subsidiaries and governance requirements in respect of Subsidiaries.

CIE Aluminium Casting India Limited (CIEALCAST) (U31909PN1985PLC037539) was incorporated on 23rd September, 1985 and is having its registered office at Office No. 602 & 603, Amar Business Park, Baner Gaon, Pune 411045. CIEALCAST was acquired by the Company and it became a wholly owned subsidiary of the Company w.e.f. 9th April, 2019.

The members of CIEALCAST at the 37th Annual General Meeting (AGM) had appointed M/s. B S R & Co. LLP, Chartered Accountants (B S R LLP) (ICAI Firm No. 101248W/W – 100022) as Statutory Auditors for a term of consecutive five years with effect from the



conclusion of 37th AGM till the conclusion of 42nd AGM of the Company to be held in the year 2027.

CIE Galfor S.A.U. is incorporated on 21st February, 1992 (Galfor) with its registered office at Rúa 2, 3, 32901 Polígono San Cibrao, Ourense, Spain. Galfor became a wholly owned subsidiary of the Company pursuant to the Integrated Scheme of amalgamation becoming effecting on 10th December, 2014 (appointed date of the scheme was 1st October, 2013). The statutory auditors of Galfor are KPMG Auditores, S.L. who were appointed by Galfor on 15th June, 2022 to conduct the Audit of its financial statements from the financial year commencing from 1st January, 2023.

The Subsidiaries of the Company functions independently, with an adequately empowered supervisory Board. However, for more effective governance, the Minutes of Board Meeting of Subsidiaries were placed before the Board of Directors of the Company at regular intervals.

During the year under review, the Company has not disposed off shares in any of its Material Subsidiaries which would reduce its Shareholding (either on its own or together with other Subsidiaries) to less than 50% or ceased to exercise of control over any of its Subsidiary.

Further, Regulation 24(1) of the Listing Regulations stipulates that at least one Independent Director on the Board of Directors of the listed entity shall be a Director on the Board of Directors of an unlisted material subsidiary, whether incorporated in India or not. For the purpose of this provision, "Material Subsidiary" means a subsidiary, whose turnover or net worth exceeds Ten percent of the consolidated turnover or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year. CIE Galfor S.A.U. is the Material Subsidiary of the Company which meets this criterion. The Company has appointed Mrs. Roxana Meda Inoriza, the Independent Director of the Company, as Director of CIE Galfor S.A.U.

All the provisions of Regulations 24 and 24A of the Listing Regulations with regard to Corporate Governance requirements for Subsidiary Companies have been complied with by the Company.

VIII. MEANS OF COMMUNICATION

The Company, from time to time and as may be required, communicates with its shareholders and investors through multiple channels of communications such as dissemination of information on the website of the Stock Exchanges, Press Releases, the Annual Reports and uploading relevant information on its website under a separate section 'investors' at the weblink: <https://www.cie-india.com/periodic-public-information8.html>

The quarterly, half yearly and yearly results are normally published in the Business Standard (English) and Sakal (Marathi) which is a national and local daily respectively. These are not sent individually to the Shareholders.

The unaudited quarterly financial results are announced within forty-five days of the close of each quarter, other than the last quarter. The audited annual financial results are announced within sixty days from the end of the Financial Year as required under the Listing Regulations. The aforesaid financial results are announced to the Stock Exchanges within the statutory time period from the conclusion of the Board Meeting(s) at which these are considered and approved. The results are also uploaded on the website of the Company at the weblink: <https://www.cie-india.com/periodic-public-information8.html#Quarterly-Finacial-Results>

The Company discloses to the Stock Exchanges and uploads on its website, all information required to be disclosed under Regulation 30 read with Part 'A' and Part 'B' of Schedule III of the Listing Regulations including material information having a bearing on the performance/ operations of the Company and other price sensitive information. All information is filed electronically on BSE's online portal – BSE Corporate Compliance & Listing Centre (Listing Centre) and on NSE Electronic Application Processing System (NEAPS), the online portal of National Stock Exchange of India Limited.

The Company engages with International and Domestic investors through structured conference-calls and periodic investor/analyst interactions like individual Meetings, participation in investor conferences, quarterly earnings calls and analyst meet from time to time. An advance intimation is given to the Stock Exchanges about upcoming investor interactions. The records of proceedings of such interactions and transcript in respect of quarterly earnings call is submitted to Stock Exchanges and also uploaded on the website of the Company at the weblink: <https://www.cie-india.com/periodic-public-information8.html#Quarterly-Result-Calls-and-Transcripts>.

The Company uploads Investor Presentation in respect of quarterly results of the Company on the website of the Company at the weblink: <https://www.cie-india.com/periodic-public-information8.html#Investor-Presentations>. The discussions during investor interactions revolves around clarifications & questions with respect to the same.

IX. Management Discussion and Analysis

Management Discussion and Analysis Report forms part of the Annual Report.



X. Confirmation of compliance with Corporate Governance requirements

The Company is in compliance with Corporate Governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-Regulation (2) of Regulation 46 of the Listing Regulations.

XI. SHAREHOLDER INFORMATION

a) 27th Annual General Meeting

Date : Wednesday 29th April, 2026

Time : 3:30 p.m.

Venue : The AGM shall be held through Video Conference (VC) / Other Audio Visual Means (OAVM) in compliance with General Circular Nos. 03/2025 dated 22nd September, 2025, 09/2024 dated 19th September, 2024, 09/2023 dated 25th September, 2023, 10/2022 dated 28th December, 2022, 20/2020 dated 5th May, 2020, 02/2022 dated 5th May, 2022 and other relevant circulars issued by Ministry of Corporate Affairs (MCA Circulars) and other applicable provisions of the Companies Act, 2013 (the Act) and Rules made thereunder without the physical presence of the Members at a common venue. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

Financial Year

The Financial Year of the Company has ended on 31st December, 2025 covering a period of twelve months starting from 1st January, 2025 to 31st December, 2025.

For the Financial Year 2026, results will be tentatively announced by:

- First quarter: Last week of April, 2026
- Second Quarter and Half yearly: 3rd Week of July, 2026
- Third quarter: 3rd week of October, 2026
- Fourth Quarter and Annual: End of February, 2027

b) Dividend Payment

The Final Dividend on Equity Shares for the financial year ended 31st December, 2025, as recommended by the Board of Directors and as may be declared at the ensuing AGM, will be paid within 30 days from the date of AGM to those shareholders or their mandates whose names appear as Beneficial Owners as per the data made available by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form or whose names appear as Members in respect of shares held in Physical Form as per the Register of Members of the Company, as on the close of business hours of Wednesday, 22nd April, 2026.

c) Listing of Ordinary (Equity) shares on Stock Exchanges

At present, the equity shares of the Company are Listed on

1. Name of Stock Exchange: BSE Limited (BSE)

Address – Phiroze Jeejeebhoy Towers

Dalal Street, Kala Ghoda, Mumbai – 400001

2. Name of Stock Exchange: National Stock Exchange of India Limited (NSE)

Address – Exchange Plaza, Plot No. C/1, G Block

Bandra Kurla Complex, Bandra (East)

Mumbai – 400051

The Company has duly executed the Uniform Listing Agreement with the Stock Exchange(s) i.e. BSE & NSE as specified under the Listing Regulations.

The requisite listing fees have been paid in full to BSE and NSE.

The securities of the Company have never been suspended from trading on any of the Stock Exchanges.

3. Corporate Identification Number:

L27100PNI999PLC245720

d) Registered Office Address:

G Block, Bhosari Industrial Estate, Near BSNL office, Bhosari, Pune – 411026, Maharashtra, India

e) Registrar and Share Transfer Agents:

KFin Technologies Limited

Unit: CIE Automotive India Limited

“Selenium” Tower B, Plot No. 31 & 32,

Financial District, Gachibowli, Hyderabad – 500 032.

Tel. No. + 91 – 40 – 6716 2222

Fax No. + 91 – 40 – 2300 1153

E-mail: einward.ris@kfintech.com

f) Share Transfer System

Trading in Ordinary (Equity) Shares of the Company through recognized Stock Exchanges is permitted only in dematerialised form. In terms of Regulation 40 (1) of the Listing Regulations, transfer of securities held in physical mode has been discontinued and the transfer of securities is allowed only in dematerialized form.

In order to facilitate ease of investing for investors and to secure the rights of investors in the securities which were purchased by them, SEBI vide its circular dated 2 July 2025 opened a special window only for re-lodgement of transfer deeds which were lodged prior to the deadline of April 01, 2019 and rejected/



returned/not attended to due to deficiency in the documents/process/or otherwise, for a period of six months from 07 July 2025 till 06 January 2026. Thereafter, SEBI vide its circular dated January 30, 2026 has open another special window for transfer and dematerialization ("demat") of physical securities which were sold/purchased prior to April 01, 2019. The Special window shall be available for transfer requests which were submitted earlier and were rejected/returned/not attended due to deficiency in the documents/process/or otherwise, for a period of one year from February 05, 2026 till February 04, 2027. More details about the said window is available on Company's website at the weblink: <https://www.cie-india.com/investors-faqs.html>

However, no requests for effecting transfer of securities have been processed during the year under review.

As per the SEBI Master Circular for Registrars to an Issue and Share Transfer Agents updated vide SEBI circular no. HO/38/13/(4)2026-MIRSD-POD/1/4298/2026 dated 6th February 2026, while processing the service requests in relation to Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account and Suspense Escrow Demat Account, Renewal / Exchange of securities certificate, Endorsement, Sub-division / Splitting of securities certificate, Consolidation of securities certificates/folios, Transmission and Transposition, the Company shall issue securities only in dematerialised form.

For processing any of the aforesaid service requests the securities holder/claimant is required to submit duly filled up Form ISR-4 along-with all the necessary documents to the Registrar & Share Transfer Agents i.e., M/s. KFin Technologies Limited. A member also needs to submit Form ISR-1 for updating PAN and other KYC details to the RTA of the Company. Member(s) may submit Form SH-13 to file Nomination. However, in case a Member do not wish to file nomination 'Declaration to Opt-out' in Form ISR-3 shall be submitted. In case of major mismatch in the signature of the members(s) as available in the folio with the RTA and the present signature or if the signature is not available with the RTA, then the member(s) shall be required to furnish Banker's attestation of the signature as per Form ISR-2 along-with the documents specified therein. Hence, it is advisable that the members send the Form ISR-2 along-with the Form ISR-1 for updating of the KYC Details or Nomination.

If the KYC of all the holders of shares is duly updated in the relevant folio and duly filled-in and signed ISR form along-with all necessary supporting documents are received, the RTA process such requests.

The Stakeholders' Relationship Committee, the Company Secretary and the Authorized Officials of the KFin Technologies Limited attends to aforesaid matters as per the Authority Matrix, as and when required.

g) Distribution of Shareholding

Table 12: Distribution of Shareholding as on 31st December, 2025

Number of shares held	Number of Shareholders	% of Shareholders	Total shares	% of share holding
Up to 1 - 5000	96,837	92.14	71,21,470	1.88
5001 - 10000	4,706	4.48	33,85,723	0.89
10001 - 20000	1,919	1.83	27,32,478	0.72
20001 - 30000	581	0.55	14,69,834	0.39
30001 - 40000	222	0.21	7,80,015	0.21
40001 - 50000	177	0.17	8,14,226	0.21
50001 - 100000	302	0.29	21,60,996	0.57
100001 & ABOVE	351	0.33	36,08,97,635	95.13
Total	1,05,095	100.00	37,93,62,377	100.00

h) Dematerialisation of shares

As on 31st December, 2025, 99.75% of the paid-up Equity Capital was held in dematerialised form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Trading in the equity shares of the Company is permitted only in dematerialised form. Non-Promoters' holding as on 31st December, 2025 is 34.30%.



i) Credit Rating

During the year under review ICRA Limited, a Credit Rating Agency, reviewed the credit rating assigned to the Company for the Credit Facilities availed by the Company. Basis the review, ICRA have re-affirmed the long-term rating at [ICRA]AA (Stable). ICRA has also reaffirmed the short-term rating at [ICRA]A1+.

The details of the Credit Ratings are uploaded on the website of the Company and is accessible at the web-link:

<https://www.cie-india.com/periodic-public-information8.html#Credit-Rating>

j) Outstanding GDRs / ADRs / Warrants or any Convertible Instruments on Conversion date and which has likely impact on equity.

The Company has no outstanding GDR / ADR / Warrants or any Convertible Instruments.

k) Details of utilization of funds raised through preferential allotment or qualified institutions placement.

During the year under review the Company did not raise any funds through preferential allotment or qualified institutions placement. Further the Company did not have any unutilised funds raised through preferential allotment or qualified institutions placement in the past. Hence, the provisions of Regulation 32 of the Listing Regulations were not attracted during the year under review.

i) Commodity price risk or Foreign exchange risk and hedging activities

i. Risk management policy of the Company with respect to commodities including through hedging

The Company has adopted the Forex Cover Policy and the Company is a net forex earner and cover is taken based on budgeted rates and management judgement.

The Company does not have any exposure to commodity price risk.

ii. Exposure of the Company to commodity and commodity risks faced by the entity throughout the year:

- Total exposure of the Company to commodities in ₹: Nil.
- Exposure of the Company to various commodities:

Commodity Name	Exposure in ₹ towards the particular commodity	Exposure in Quantity terms towards the particular commodity	% of such exposure hedged through commodity derivatives				Total
			Domestic market		International market		
			OTC	Exchange	OTC	Exchange	
NA	NA	NA	NA	NA	NA	NA	NA

m) Plant Locations as on 31st December, 2025

Stampings Division:

- Kanhe I - Plot 371, Takwe Road, At & Post Kanhe, Taluka - Maval, Dist - Pune - 412106.
- Kanhe II - Plot 445, 446, Takwe Road, At & Post Kanhe, Taluka - Maval, Dist - Pune - 412106
- D-2 MIDC, Ambad, Nashik - 422 010.
- Maharajpur Road, Village Lalpur, Tehsil - Kichha, Rudrapur, Dist - Udham Singh Nagar - 263 148.
- Plot No-2, Sector - II, TATA Vendor Park, IIE SIDCUL, Pantnagar, Dist. Udham Singh Nagar, - 263 153.
- 35/A, Village Buchinelly, Mahindra Vendor Park, APIIC Industrial Area, Mandal, Zaheerabad, Dist - Medak (Telengana) - 502 228.
- Plot No. L4, MIDC, Hingna Road, Nagpur - 440016

Composites Division:

Gat. 467 & 470, Kanhe, Tal. Maval, Dist. Pune

Forgings Division:

Gat No. 856 to 860, Chakan Ambethan Road, Tal. Khed, Dist Pune - 410501.

Iron Casting Division:

Gat No. 318, Gaon Urse, Tal. Maval, Pune - 410506.

Magnetic Products Division:

G Block, Bhosari Industrial Estate, Bhosari, Pune - 411026.

Gears Division:

- Plot No. C-23/2, Phase - II, Chakan Industrial Area, Village - Varale, Tal. Khed, Dist - Pune - 410501.
- Survey No. 278/P, Shapar Village Road, Village: Shapar, Taluka: Kotda - Sangani, Dist. Rajkot - 360024



3. Survey No-298/P, Village: Shapar, Taluka: Kotda - Sangani, Dist. Rajkot - 360024

Forgings (Bangalore) [earlier Bill Forge Division]:

1. Plant 1, Plot No. 9C, Bommasandra Industrial Area, Bommasandra, Bangalore - 560099.
2. Plant 2, Plot No. 98 L & M, KIADB Industrial Area, Phase 2, Jigani, Bangalore - 560105.
3. Plant 3, Plot No. 7C, KIADB Industrial Area, Attibele, Bangalore - 562107.
4. Plant 4, No. 1/178, Pollachi Main Road, Ganesh Nagar, Malumachampatti (PO), Coimbatore - 641050.
5. Plant 5, Plot No. 29, Industrial Park IV, Begampur Village, Tehsil & District - Haridwar - 249402.
6. Plant 6, Plot No. 86 M & N, KIADB Industrial Area, Phase 1, Jigani, Bangalore - 560105.
7. Plant 2B, Plot No. 98 N & O, KIADB Industrial Area, Phase 2, Jigani, Bangalore - 560105.
8. Plant 2C, Plot No. 98 O & P, KIADB Industrial Area, Phase 2, Jigani, Bangalore - 560105.
9. Plant 1B, Plot No. 261, Bommasandra Industrial Area, Bommasandra, Bangalore - 560099.
10. Plant 6B, Plot No. 86 G & H, KIADB Industrial Area, Phase 1, Jigani, Bangalore - 560105.

n) Address for correspondence:

The various modes for correspondences are updated on the Company's website at: <https://www.cie-india.com/investor-contacts.html>

For all the matters relating to transfer/transmission/dematerialisation or any other investors service request relating to shares of the Company, the Shareholders may correspond with KFin Technologies Limited, the Registrar and Share Transfer Agents at Unit: CIE Automotive India Limited, "Selenium" Tower B, Plot No. 31 & 32, Financial District, Gachibowli, Hyderabad - 500 032. Tel. No. + 91 - 40 - 67162222 Fax No. + 91 - 40 - 23001153 E-mail: einward.ris@kfintech.com

In case of any grievances in relation to all shareholders related matters, Mr. Pankaj V. Goyal, Company Secretary, Chief Compliance Officer & Head-Legal can be contacted at: Office No. 602 & 603, Amar Business Park, Opp. Sadanand Resort, Above "Westside" showroom Baner Road, Pune 411045. Tel No. +91 - 020 - 29804621 / 22. E-mail: goyal.pankaj@cie-india.com.

Details for grievance redressal

The Company has designated and published contact.investors@cie-india.com as dedicated email id on which the shareholders/investors may raise any grievance they may have. These grievances are attended and redressed by the Secretarial Team of the Company. All the communications on the said email id is monitored by the Compliance Officer.

The Company has also registered itself on SEBI Scores platform where a shareholder may raise a grievance. Apart from the above, in accordance with Master Circular on Online Resolution of Disputes in the Indian Securities Market the Company has registered on Online Dispute Resolution (ODR) platform.

An investor/shareholder first take up his/her/their grievance with the Company or the RTA by lodging a complaint directly through the designated email id. If the grievance is not redressed satisfactorily, the investor/ shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. After exhausting these options for resolution of the grievance, if the investor/ shareholder is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal.

Security holders are requested to correspond with the respective Depository Participants for shares held in dematerialised form for transfer/ transmission of shares, change of Address, change in Bank details, etc.

o) Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account:

The details of shares in the unclaimed suspense account, is as under:

Sr. No.	Particulars	Details
i.	aggregate number of shareholders and the outstanding shares in the suspense account lying as on 1 st January, 2025	4,280 shareholders representing 5,00,185 outstanding shares.
ii.	number of shareholders who approached the Company for transfer of shares from suspense account during 1 st January, 2025 to 31 st December, 2025	38 shareholders representing 15,224 outstanding shares.



Sr. No.	Particulars	Details
iii.	number of shareholders to whom shares were transferred from suspense account during 1 st January, 2025 to 31 st December, 2025	37* Shareholders Representing 13,733 Shares.
iv.	aggregate number of shareholders and the outstanding shares in the suspense account lying as on 31 st December, 2025	4,632 shareholders representing 6,06,818 outstanding shares.

*1 (one) application that were received by the Company during the year was rejected due to incomplete documents.

The voting rights in respect of the shares transferred to the Demat Suspense Account/ Unclaimed Suspense Account shall remain frozen till the rightful owner of such shares claims the shares.

p) Details of shares lying under Suspense Escrow Account

As on 31st December, 2025, 16,711 equity shares lying in the Suspense Escrow Account.

During the year, 1,344 shares were transferred to 11 shareholders from Suspense Escrow Account.

q) Certificate from Company Secretary in Practice

A certificate from Company Secretary in Practice certifying that none of the Directors on the Board of the Company as on 31st December, 2025 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the SEBI/ Ministry of Corporate Affairs or any such Statutory Authority, is annexed at the end of this Report.

r) Total fees for all services paid to the Statutory Auditors by the Company and its Subsidiaries

Total fees paid by the Company and its Subsidiaries on a consolidated basis, to the Statutory Auditor viz. B S R & Co. LLP, Chartered Accountants, Firm Registration No. 101248W/W-100022 and all entities in the network firm/network entity of which the Statutory Auditors is a part for financial year ended 31st December, 2025 was as following:

(₹ Million)

Sr. No.	Particulars	By the Company to the Auditors	By the subsidiaries to the network firm/network entity of which the statutory auditor is a part
1.	Fees paid for the Statutory Audit	12.41	13.85
2.	Fees paid for other services allowed under the Law	5.93	6.07
	Total fees paid during CY2025	18.34	19.92

Pune, 19th February, 2026



DISCLOSURE REGARDING CORPORATE GOVERNANCE



Declaration by the Executive Director & Group CEO under Regulation 34 (3) read with para (D) Of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,

The Members of CIE Automotive India Limited

I, Ander Arenaza Alvarez, Executive Director & Group CEO of CIE Automotive India Limited declare that, all the Members of the Board of Directors and Senior Management have affirmed compliance with the Code of Conduct for the period from 1st January, 2025 to 31st December, 2025.

Ander Arenaza Alvarez

Executive Director & Group CEO

(DIN: 07591785)

Pune, 19th February, 2026





**CERTIFICATE FROM PRACTISING COMPANY SECRETARY
ON CORPORATE GOVERNANCE**

To,

**The Members
CIE Automotive India Limited**

1. Background

We have examined the compliance of conditions of Corporate Governance by **CIE Automotive India Limited** (hereinafter referred "the Company"), for the financial year ended on December 31, 2025, as stipulated in relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations").

2. Management's Responsibility

The compliance of conditions of Corporate Governance is the responsibility of the management. The Management shall devise adequate systems, internal controls and processes to monitor and ensure the same.

3. Our Responsibility

Our responsibility was limited to conduct an examination of the procedures and implementation of systems adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance.

4. Methodology

- 4.1. In order to conduct our examination, we were provided with the relevant documents and information including explanations, wherever required.
- 4.2. Our examination was conducted in a manner which provided us with a reasonable basis for evaluating the systems, internal controls and processes adopted by the Company to monitor and ensure compliance with the conditions of Corporate Governance and to report thereon.

5. Opinion

In our opinion and to the best of our information and according to the verifications as considered necessary and explanations furnished to us by the Company and its officers, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the financial year ended on December 31, 2025.

6. Disclaimer

We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company. We further state that this certificate 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 SVD & Associates
Company Secretaries**

**Sridhar Mudaliar
Partner**

FCS No: 6156
C P No: 2664

Peer Review No: 6357/2025
UDIN: F006156G003945223

Place: Pune
Date: February 19, 2026



CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34 (3) and Schedule V Para C Clause (10) (i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members

CIE Automotive India Limited

G Block, Bhosari Industrial Estate,
Near BSNL office, Bhosari, Pune-411026

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **CIE Automotive India Limited** bearing **CIN: L27100PN1999PLC245720** (hereinafter referred to as **the Company**), having registered office at G Block, Bhosari Industrial Estate, Near BSNL office, Bhosari, Pune-411026, 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 the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for **the financial year ending on December 31, 2025** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India and Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Original Date of appointment
1	Mr. Shriprakash Shivaprasad Shukla	00007418	01/04/2015
2	*Mr. Ander Arenaza Alvarez	07591785	13/09/2016
3	#Mr. Manoj Mullassery Menon	07642469	17/10/2019
4	Mr. Anil Haridass	00266080	10/12/2019
5	Mr. Alan Savio D'Silva Picardo	08513835	29/09/2019
6	Mrs. Roxana Meda Inoriza	08520545	29/09/2019
7	Mr. Jairaj Manohar Purandare	00159886	10/06/2023
8	Mrs. Nuria Gisbert Trejo	10607049	01/07/2024

Note:

* Mr. Ander Arenaza Alvarez DIN: 07591785 has been re-appointed as Whole-time Director (designated as Executive Director) in the 26th Annual General Meeting of the Company dated April 30, 2025 w.e.f. September 13, 2025.

Mr. Manoj Mullassery Menon DIN: 07642469 has been re-appointed as Whole-time Director (designated as Executive Director) in the 26th Annual General Meeting of the Company dated April 30, 2025 w.e.f. October 17, 2025.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For SVD & Associates Company Secretaries

Sridhar Mudaliar Partner

FCS No: 6156
C P No: 2664

Peer Review No: 6357/2025
UDIN: F006156G003945179

Place: Pune
Date: February 19, 2026



BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT





BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of listed entity		
1.	Corporate Identity Number (CIN) of the Company	L27100PN1999PLC245720
2.	Name of the Company	CIE Automotive India Limited
3.	Year of incorporation	1999
4.	Registered office address	G Block, Bhosari Industrial Estate, Near BSNL office, Bhosari, Pune - 411026, Maharashtra, India.
5.	Corporate address	602-603, Amar Business Park, Baner Road, opp. Sadanand Resort, Pune - 411045, Maharashtra, India.
6.	E-mail id	ESG.Sustain@cie-india.com
7.	Telephone	020-29804621
8.	Website	www.cie-india.com
9.	Financial year reported	1 st January, 2025 to 31 st December, 2025
10.	Name of the Stock Exchanges where shares are listed	BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)
11.	Paid-up Capital	₹ 3,79,36,23,770/-
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Ashok Bhimanpalli, Head (Safety and Sustainability) Telephone: 020-29804621 Email: ESG.Sustain@cie-india.com
13.	Reporting boundary	Standalone
14.	Name of assessment or assurance provider	NA
15.	Type of assessment or assurance obtained	NA

II. Products/services

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing	Manufacture of fabricated metal products, except machinery and equipment	94%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Crankshaft/ Stub axle as forged and machined, Steering shaft/ wheel hub/steering yokes/ constant velocity joints, Steel metal stamping/Components and assemblies, Soft and Hard Magnet	25910	71%
2.	Turbo chargers housing/ Axle and transmission Parts	24319	15%
3.	Engine Gear/ Timing Gear/ Drive Shaft	28140	8%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	24	01	25
International	Nil	Nil	Nil



19. Markets served by the entity:

A. Number of locations	
Locations	Number
National (No. of States)	12
International (No. of Countries)	28
B. What is the contribution of exports as a percentage of the total turnover of the Company?	9%
C. Types of customers	The Company is a large, diversified auto-components company which serves its customers across many processes/ product lines and geographies. It supplies to automotive Original Equipment Manufacturers (OEMs) and their Tier 1 suppliers across multiple technologies. For more details regarding the same, you may kindly refer the Management Discussion and Analysis Report which forms part of the Company's Annual Report – 2025

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
EMPLOYEES						
1.	Permanent (D)	1636	1577	96.39%	59	3.60%
2.	Other than Permanent (E)	4	3	75.00%	1	25%
3.	Total employees (D + E)	1640	1580	96.34%	60	3.66%
WORKERS						
4.	Permanent (F)	2568	2559	99.65%	9	0.35%
5.	Other than Permanent (G)	5703	5621	98.56%	82	1.44%
6.	Total workers (F + G)	8271	8180	98.90%	91	1.10%

b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	1	1	100%	0	0
2.	Other than Permanent (E)	0	0	0	0	0
3.	Total differently abled employees (D + E)	1	1	100%	0	0
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)	1	1	100%	0	0
5.	Other than permanent (G)	4	4	100%	0	0
6.	Total differently abled workers (F + G)	5	5	100%	0	0

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	2	25%
Key Managerial Personnel	4	0	0



22. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

	FY 2025 (Turnover rate in current FY)			FY 2024 (Turnover rate in previous FY)			FY 2023 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	19.18%	24.76%	19.36%	22.29%	46.81%	23.10%	17.88%	21.69%	17.98%
Permanent Workers	1.97%	10.53%	2.00%	1.81%	36.36%	1.88%	1.83%	16.67%	1.86%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

Sl. No.	Name of the entity	Relationship	% of Holding 31-12-2025	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the Company (Yes/No)
1.	CIE Automotive S.A.	Ultimate Holding	NA	No
2.	Participaciones Internacionales Autometal, DOS S.L	Holding	65.70	No
3.	CIE Aluminium Casting India Limited (CACIL)	Subsidiary of CIE-India	100.00%	No
	(i) Sunseed Solar Private Limited	Associate of CACIL	26.49%	No
	(ii) AMPIN Energy C&I Thirty-One Private Limited ²	Associate of CACIL	39.91%	No
4.	CIE Hosur Limited (Hosur)	Subsidiary of CIE-India	100.00%	No
	(i) Ojaha Renewables Private Limited	Associate of Hosur	27.89%	No
5.	CIE Galfor, S.A.U. (Galfor)	Subsidiary of CIE-India	100.00%	No
	(i) CIE Legazpi SA	Subsidiary of Galfor	100.00%	No
	(ii) UAB CIE LT Forge	Subsidiary of Galfor	100.00%	No
	(iii) Metalcastello S.p.A	Subsidiary of Galfor	99.96%	No
	(iv) CIE Forgings Germany GmbH (CFG) (formerly known as Mahindra Forgings Europe AG (MFE))	Subsidiary of Galfor	100.00%	No
	(v) Bill Forge de Mexico, S.A de C.V	Subsidiary of Galfor	99.80%	No
	(vi) Galfor Eólica, S.L	Associate of Galfor	25.00%	No
6.	Clean Max Deneb Power LLP	Associate of CIE-India	26.00%	No
7.	Sunbarn Renewables Private Limited	Associate of CIE-India	26.12%	No
8.	Renew Surya Alok Private Limited	Associate of CIE-India	31.20%	No
9.	Gescrap India Private Limited	Associate of CIE-India	30.00%	No
10.	Strongsons Solar Private Limited	Associate of CIE-India	27.35%	No



Sl. No.	Name of the entity	Relationship	% of Holding 31-12-2025	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the Company (Yes/No)
11.	ReNew Green (MHK Two) Private Limited	Associate of CIE-India	31.20%	No
12.	Amp Energy C&I Thirty-Two Private Limited ³	Associate of CIE-India	39.94%	No

Notes:

1. BF Precision Private Limited was dissolved and thus ceased to be a subsidiary w.e.f. 05th June, 2025.
2. AMPIN Energy C&I Thirty-One Private Limited became Associate of the CACIL w.e.f. 02nd December, 2025.
3. Amp Energy C&I Thirty-Two Private Limited became Associate of the Company w.e.f. 02nd December, 2025.

VI. CSR Details

24.	(i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)	Yes
	(ii) Turnover (in ₹)	₹ 47,06,01,08,229/-
	(iii) Net worth (in ₹)	₹ 43,75,27,89,772/-

VII. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in place (Yes/No) (If yes, then provide weblink for grievance redressal policy)	FY2025			FY2024		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Investors (other than shareholders)	Yes https://www.cie-india.com/investor-contacts.html	0	0	NA	0	0	NA
Shareholders	Yes https://www.cie-india.com/investor-contacts.html	9*	1	Resolved**	16	0	Nil
Employees and workers	Any stakeholder can report their genuine concerns through the Whistle Blower Channel available at the weblink: https://www.cie-india.com/assets/pdf/governance/policies/Whistle%20Blower%20Policy.pdf	3	0	NA	0	0	NA



Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in place (Yes/No) (If yes, then provide weblink for grievance redressal policy)	FY2025			FY2024		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Communities	The grievances are redressed in accordance with the Whistle Blower Policy of the Company. Apart from the Whistle Blower Mechanism, the ESG Policy of the Company provides dedicated communication channels through which the Company may receive grievances of the community. The Company will endeavour to redress the same in accordance with the principles laid down under the Policy. Further, the Global contact for any issue related to ESG available under CIE Group's Global ESG Policy, details of which are available at the weblink: https://cieautomotive.com/en/contacto . The Company will endeavour to redress the same in accordance with the principles laid down under the Global Policy.	2	0	NA	2	0	NA
Value Chain Partners		0	0	NA	0	0	NA
Customers#		749	8	-	717	15	Under resolution
Others (please specify)	Not applicable						

*The number of complaints pertains to complaints in relation to shareholder services and not related to any principles under the National Guidelines on Responsible Business Conduct.

**The grievances were received in December 2025 and were resolved after the closure of the financial year i.e. CY 2025 within the statutory timelines.

The number of complaints pertains to the complaints received from customers in the normal course of business relating to operational issues and are resolved within the prescribed standard timeline as per the SOPs of the Company.



26. Overview of the entity's material responsible business conduct issues

Material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications

Company's Approach: Materiality Assessment is a crucial step in identifying and prioritizing the key issues that drive a Company's sustainability efforts. As a subsidiary of CIE Automotive SA, CIE India has aligned its material issues with those identified by its Parent Company.

In FY 2024, CIE Automotive SA updated its materiality assessment in line with the EU Corporate Sustainability Reporting Directive (CSRD), applying a double materiality approach covering its own operations as well as upstream and downstream value chain, products, services, and business relationships across all regions of operation. The assessment followed a structured four-step methodology comprising (i) understanding the business and sustainability context, (ii) identification of sustainability-related impacts, risks, and opportunities, (iii) assessment and determination of material impacts, risks, and opportunities from impact and financial perspectives, and (iv) validation and preparation of sustainability disclosures.

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	Approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
Social Matters					
1.	Geopolitical Events	Equally Risk & Opportunity	The United States had imposed a tariff of 25% on Indian goods & services, in some cases a further punitive tariff of 25% was applied. These tariffs were putting India at a disadvantage vis-à-vis countries like China & Vietnam who are major exporters of auto parts. Under the proposed trade deal with US, Indian exports would be levied a tariff of 18%. It is suggested that some auto part categories may be put under zero tariff but details are awaited. This will help exports of Indian automotive components to be competitive in the large US market. The deal is yet to be signed and some risk can be assumed on the signing. The free trade agreement with Europe which is being finalised while not providing any direct benefits to auto component exports makes the trade relations with Europe more stable and encouraging of exports. While uncertainty in trade relations is being lessened through these trade agreements, the global security situation continues to be difficult with geopolitical tensions and wars ongoing across the world.	Existing orders from US were not adversely affected but the high tariffs would have impacted future orders. With the proposed trade deal, the Company will proceed to strengthen its relationship with US customers. With the changing geopolitical scenario, it is important to keep an eye on the evolving trade and security situation. While the Company will continue to explore export opportunities, the focus on the domestic market will continue irrespective of how exports evolve.	Exports to US are a very small part of the revenues of the India business of the Company – in the range of 2-3%. While the earlier punitive tariffs were not impacting the Company's business greatly, the proposed trade deal can help improve exports to US. The overall situation regarding exports of auto components to key markets of US and Europe is improving.



Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	Approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2.	Attracting and retaining talent	Risk	Attracting and retaining skilled talent is a material strategic risk. Ongoing skills shortages, increased competition for critical capabilities, and changing workforce expectations heighten the risk of capability gaps and workforce instability. The risk may result in increased costs, reduced productivity and can directly influence on operational effectiveness, leadership succession of the Company and make it difficult to achieve the Company's target. This highlights the need for a unified training and promotion plan to enhance workforce capabilities, support employee development, and enable delivery of the Company's long-term strategic objectives.	• The Company has recognized attracting and retaining talent as a key human capital priority and adopting a structured approach aligned with long-term business objectives. • Respective division's Plant Head along with Plant HR Head periodically access the risk of talent attrition, especially in critical positions, and take appropriate actions to retain key personnel and ensure succession planning. • The career development programs for employees through Individual Development Action Plans (IDAPs), Company is focusing on upskilling the workforce and creating internal career progression opportunities for employees. • Employees at Senior Manager level and above trained as "Coaches" are actively delivering coaching and supporting employees in their Individual Development and Advancement Plans (IDAPs). • To grow future leaders management is providing intensive training to high-potential employees under global talent development programme "Ulysses". • Succession planning is an ongoing process in the organization to retain the key talent. • Through annual campus recruitment, the Company is onboarding young talent as "Graduate Engineers", strengthening the workforce pipeline. • The organization has in place a Diversity, Equity and Inclusion Conceptual model and following the set targets for Gender, Generation, Functional and Multicultural Diversity. • The Company emphasizes structured recognition practices and a defined Leadership Competency Model to support a performance-oriented culture and strengthen employee well-being	The financial implication of the risk cannot be quantified. However, in case the risk is materialized, the impact will be negative.



Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	Approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3.	Human Capital for Company's growth	Risk as well as Opportunity	- In achieving Company's strategic objectives attracting, developing, and retaining skilled employees is critical. - Attrition or skill gaps in critical roles may impact production continuity and customer commitments. - At the same time, a stable and skilled workforce presents opportunities to improve productivity, optimize costs, and ensure business continuity	- The Company is undertaking structured manpower planning across plant locations. - Skill-based recruitment, including ongoing campus hiring of Graduate Engineers, is undertaken to build a sustainable talent pipeline and support workforce capability requirements. - Succession planning for critical and technical roles is implemented to support talent retention and ensure continuity. - Structured employee career progression activities like Individual Development Action Plan, recognition practices, and employee well-being initiatives such as "Metal Health Awareness program" are implemented.	The Positive implications are productivity increase, enhanced customer satisfaction, and sustainable growth. In case the risk is materialized, the impact will be negative.
4.	Occupational Health and Safety	Risk	Ensuring employee safety is a foundational priority for management. We achieve this through dual channels: investing in equipment that is verified for both process integrity and internal safety standards, and by providing continuous safety training to our workforce. Recognizing that our dynamic environment involves constant change in both people and technology, we have identified operational discipline as a key variable. Sustaining this discipline is therefore a focal point for ongoing risk mitigation and a cornerstone of our safety culture.	The Company follows a comprehensive mitigation and adaptation approach to manage occupational health and safety risks. All plants operate under ISO 45001-certified systems supported by robust hazard identification and risk assessment (HIRA) processes. In CY 2025, Project Sanskriti was implemented across all plants to strengthen the HIRA process, enhance the capability of line managers and EHS teams, and improve employee awareness. The 12 Life Saving Rules programme, introduced earlier, continued with refresher training through an e-learning module, ensuring sustained adherence to critical safe behaviours. Specialised refresher training on Work at Height and Confined Space Working was provided to identified employees and workers. Continuous monitoring, behaviour-based safety interventions, regular audits, and leadership engagement form the core of the Company's safety culture journey from reactive to generative. These initiatives collectively constitute a structured and holistic approach to mitigating and adapting to occupational health and safety risks. The approach integrates competency-based training, behavioral safety interventions, continuous improvement mechanisms, and active employee participation to address both operational and cultural risk factors	The financial implications of occupational health and safety risks cannot be reliably quantified. However, if such risks were to materialise, they could result in negative financial impacts due to injuries, operational disruptions, regulatory non-compliance, and reputational damage. Proactive mitigation measures are expected to reduce the likelihood and severity of such impacts.



Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	Approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5.	Sustainable Supply chain	Risk and Opportunity	As a group, the approach towards supply chain is GLOCAL - global management with a significant local component - articulated around excellence. Excellence in cost containment, excellence in guaranteeing uninterrupted supplies, without neglecting quality, and excellence in getting the supply chain meaningfully engaged around ESG goals.	The Company is aligning its supply chain with global ESG standards by adopting ethical sourcing policies, including the Group's Global Supply Chain Manual, Sustainable Purchasing Policy and Conflict Minerals Policy. It has added an ESG compliance clause to its purchasing terms and is developing an India-specific Suppliers Portal to monitor supplier sustainability. The Company plans to focus on local sourcing, conduct ESG audits, host an ESG Suppliers Day for smaller suppliers, and assess the environmental impact of suppliers, strengthening its commitment to sustainability. CIE Automotive's business model has already demonstrated its resilience and countercyclicality in various crises by combining geographic, commercial and technological diversity with a decentralised management model and strict financial discipline. Lastly, in the short term, the Company's current focus is on guaranteeing the availability of raw materials. That is why it is strengthening its Global Management with Local Application (GLOCAL) purchasing model, along with one of the group's pillars, multi-location, so it will stay close to its manufacturers and not depend on global supply chains	Positive, it will help in reducing GHG Emissions.
Environmental Matters					
6.	Regulatory compliance	Risk	The Company is a manufacturing entity primarily manufactures automotive components that are supplied to its global customer base. It has 24 manufacturing facilities in India, operating in 12 States in India. The Company also have subsidiaries in India, Europe and North America having similar operations. The Company needs to ensure that its business and operations are conducted in full compliance with various Statutes, whether enacted by Central, State or Local authorities and any rules, regulations, notifications, circulars, guidelines, orders, directions and other requirements issued thereunder by any Statutory or Judicial Authorities.	The Company has implemented a robust system to ensure compliance with the provisions of all Applicable Laws. To ensuring compliance with all periodic compliances under the Applicable Laws, Owners and approvers of each of the compliances are identified. Each Owner uploads the details of compliance in the 'Compliance Portal' and Approver reviews the veracity of the same and approves the same.	Negative



Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	Approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
			To ensure the same, a robust compliance management system has been put in place by the Company to enforce and implement all the matters arising under or connected with various Applicable Laws inter-alia related to the Industrial, Environmental, Health, Welfare, Safety and Factory Administration matters. The regulatory regime broadly covers various aspects of sustainability such as legislations related to wages which inter-alia require the Company to ensure payment of minimum wages, payment of equal wages without discrimination etc. legislations related to environments require the Company to set-up environment friendly manufacturing processes and legislations related to factory ammonisation inter-alia require us to ensure health, safety and welfare of workers and employees. Hence any unintended non-compliance with a regulatory provision may also pose risk to Company's commitment to foster sustainable business practices. At the same time, ensuring due compliance with regulatory provisions provides us an opportunity to strengthen the same	To ensure compliance with other requirements, including event-based compliances, appropriate checklists/ procedures have been established and are regularly monitored by owners and approvers to ensure compliance. The frequency of inspections/checks/tests to be performed for various facilities/utilities is different and specific to each of the Applicable Laws. The Company has also implemented a robust monitoring system with identified reviewers who continuously monitors proper functioning of the compliance management system. On quarterly basis status of compliance with Applicable Laws is reported through a system of Certificate of Compliance obtained from each functional head. The Board of Directors of the Company review compliance certificate of all the Applicable Laws, along with the steps taken by the Company to rectify instances of non-compliances, if any on quarterly basis.	
Governance Matters					
7.	Market Trend & Change	Both but more of opportunity due to market situation in India	India: Ownership of cars, scooters and tractors are much below global averages, on a per capita basis. As income levels increase, this ratio will increase and lead to healthy demand for vehicles. The market has also been positively impacted by the optimization in GST that has lowered prices for the retail buyer.	India: The Company continue to expand capacities, develop higher value added products and improve technological capabilities across business verticals.	India: The Company expects to grow faster than market growth in the next 2-3 years



Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	Approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
			The transition to Electric Vehicles (EVs) is happening slowly and both the Internal Combustion Engine (ICE) & EVs are expected to grow healthily in the next 2-3 years. Thus, the transition to EVs provides an opportunity for the industry that supplements the existing demand in the ICE space Europe: The automotive industry is dealing with rising costs, uncertainty around transition to Electric Vehicles (EVs) and competition from cheaper Chinese imports. It is expected to remain stagnant in the next 2-3 years	Europe: The Company has taken proactive corrective measures including workforce restructuring to optimize cost in line with the current market situation.	Europe: The company plans to protect existing margins as much possible as sales stagnate
8.	Management of M&A and Growth	Opportunity	The Company pursues a judicious mix of organic and inorganic growth. Mergers & acquisitions are targeted to fill strategic gaps in products, customers, technology or skills portfolio. The global automotive market is experiencing changes in technology, customer behaviour and geopolitical environment. The component industry has many competitors and in a dynamic market environment, companies with better capabilities will have more opportunities to grow.	CIE India's approach has been to attain an optimal balance across growth, investments and returns. Organically, the aim is to spend 5-6% of sales as CAPEX every year. Projects where there is greater visibility and stability in terms of future order projections are prioritized. The Company has a detailed due diligence process to evaluate acquisitions.	The Company expects that its mix of organic & inorganic growth strategy will help it grow faster than the market.



SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements:

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes										
1.	a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y Note 1	Y	Y
	b. Has the policy been approved by the Board? (Yes/No)	Y Note 2	Y Note 2	Y Note 2	Y Note 2	Y Note 2	Y Note 2	Y Note 2	Y Note 2	Y Note 2
	c. Web Link of the Policies, if available	Y Note 3	Y Note 3	Y Note 3	Y Note 3	Y Note 3	Y Note 3	Y Note 3	Y Note 3	Y Note 3
2.	Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4.	Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	Y Note 4	Y Note 4	Y Note 4	Y Note 4	Y Note 4	Y Note 4	Y Note 4	Y Note 4	Y Note 4
5.	Specific commitments, goals, and targets set by the entity with defined timelines, if any.	As a part of CIE Automotive group (the Group), the Company participated in CIE Automotive group's 5-year ESG Strategic Plan-2025 and undertaken targets								
6.	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	As a part of CIE Automotive group (the Group), the Company participated in CIE Automotive group's 5-year ESG Strategic Plan-2025 and undertaken targets against 79 KPIs. The Company has successfully delivered its commitment under this 5-year Strategic ESG Plan of the Group in 2025, reaffirming our strong commitment to sustainability. The Group's SBTi-aligned goals, including the ambition to achieve net-zero emissions by 2050, remain firmly unchanged, with several key initiatives underscoring the Company's continued progress in this direction. Among others, the specific goals undertaken by the Company and targets set to achieve those goals along-with performance against such goals and targets is as under: Increase in the share of renewable electricity - 100% by 2033 (Target revised from 2030 to 2033, due to uncertainty around certain state level policies, which require sourcing certain percentage of electricity from State DISCOMs) During the year, 59.38% of electricity was sourced through renewables source. ISO 50001 (Energy Management System) Certification - All plants by 2027								



Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9
		As on the end of 31st December, 2025, 5 (five) plants were certified • Water Neutral – by 2030 and Water Footprint Assessment of all plants – by 2025. The Company completed the water footprint assessment of all the plants in CY2025. The Goal is revised from being Water Positive to Water Neutral. Once the same is achieved, thereafter the next phase of becoming Water Positive may be pursued. • CO₂ Emission reporting across value chain – Scope-3 reporting from FY2027 The Company has initiated process of inventorisation of scope-3 emission and decarbonization roadmap will be developed during FY2027. The Company will be able to report its progress from FY2028. • Gender Diversity – 5% by 2025 for Assistant Manager and above level The Company policies fully support employment of employees based on merits and without any discrimination. Certain efforts are made to onboard female employees to achieve the target, however the same could not be achieved. While the Company will continue with its efforts, it is thought fit to address this demographic change in a gradual manner than through specific goals under ESG • Reduction in accident rates (LTIFR)– 15% reduction year on year • HSE Training for identified employees – 100% by 2025 • ESG Training for identified employees – 100% by 2025 • Increase Beneficiaries of CSR Project – 5% by 2024 and 10% YOY from CY 2025 onwards Achieved • Impact assessment of CSR Projects – 100% by 2025 The mandatory requirement of carrying impact assessment for CSR Project is yet not applicable to the Company. However, the Company does voluntarily undertake assessment of its major CSR Projects to monitor its effectiveness as per the guidelines laid down by the central CSR Council. During the year under review, no CSR project undertaken by the Company was due for impact assessment as per the guidelines. • ISO27001 (Information Security Management System) Certification – by 2027 The Goal to achieve TISAX (information security for Automotive Industry) is modified and now the Company Target to achieve ISO27001 by FY2027. <i>Further details in relation to the above are also provided under point number 4 of leadership indicators of Principle 6.</i>								
Notes:										
1.	The Company is member of trade and industry chambers like The Automotive Component Manufacturers Association of India (ACMA), The Confederation of Indian Industry (CII) and Mahratta Chamber of Commerce and Industries (MCCI). The Company has formulated Environmental, Social and Governance Policy which includes that the Company should operate the business within national and international legislative and policy framework and not engage in influencing public and regulatory policy. However, the Company may become members of trade and industry chambers or associations and other similar collective platforms, which may be involved in conveying industry concerns to policy makers.									



Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9
	2. The Board of Directors of the Company have approved the policies required to be framed under Companies Act, 2013 and SEBI Regulations including Internal Code of Professional Conduct, Whistle Blower Policy, CSR Policy, Code for fair disclosures, Policy on Related Party Transactions and these policies are signed by respective officers authorized by the Board for its implementation. Other operational internal policies are approved by management and signed by the respective business head. Further, the Company has also adopted few global policies framed by CIE Automotive S.A. the ultimate holding company. 3. It has been Company’s practice to upload all policies on internal server or display at prominent places in respective locations or shared with relevant stakeholders for the information and implementation by the internal stakeholders. The Internal Code of Professional Conduct, Whistle Blower Policy, CSR Policy, Code for fair disclosures, Policy on Related Party Transactions, Environmental, Social and Governance Policy are available on the website the https://www.cie-india.com/governance3.html#Policies 4. The policies are in line with international standards and practices such as ISO 9001, IATF Guidelines, ISO 14001, ISO 45001 and meet National regulatory requirements such as the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015									
Governance, leadership and oversight										
7.	Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	CY 2025 was an important year in our sustainability journey. The Company successfully completed its commitments under the Group’s 5 year ESG Strategic Plan (2021 – 2025), covering 79 ESG KPIs. In line with Company’s ESG Policy and the overarching goals of CIE Group, the Company had formulated its ESG Road Map including India-specific short-term, medium-term, and long-term goals aligned with the broader objectives of the Group. We have achieved most of the short-term goals following this road map, specific details thereof is separately disclosed. The strategy for achieving mid-term to long-term goals is well defined. We remain confident of imbibing sustainable business practices aligned with the Group’s global ESG strategy. During the year, based on a double materiality assessment, the Company has revised the materiality issues representing key priority areas across social, environmental, and governance dimensions. These includes talent management, occupational health and safety, responsible supply chain practices, regulatory compliance, and strengthening governance frameworks to support growth. We continued our efforts in increasing renewable energy consumption which has taken share of renewable electricity to 59.38% of Company’s total electricity and energy consumption, positioning the Company among the best in Indian automobile component manufacturers in terms of energy transition progress. We continued our efforts in other areas like achieving water neutrality by 2030, CO2 Emission reporting across value chain etc. During the year the Company has completed water footprint assessments across all plants. 9 (nine) plants completed Zero Waste to Landfill certification, and 5 (five) plants achieved ISO 50001 (Energy Management System). All the plants will continue to improve and achieve these standards by 2027. The Company has initiated Scope 3 emissions inventorisation and a decarbonization roadmap will be developed from FY2027. We expect to start our progress on scope-3 reduction from FY2027. We continue our efforts to create awareness and sensitize all our employees on various aspects of ESG. During the year 3,618 identified employees were provided specific training of HSE and ESG. While challenges remain in areas such as gender diversity, decarbonisation, supplier ESG maturity and behavioural safety, the Company remains committed to embedding ESG principles all facets of its operations to create long-term sustainable value for all stakeholders.								



Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9									
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	The Sustainability Council, formed as per the ESG Policy of the Company is the highest authority responsible for implementation and oversight of the Business Responsibility policies.																	
9.	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Yes, the Board has nominated Mr. Manoj Mullassery Menon, Executive Director and CEO (DIN: 07642469) who is responsible for decision making on sustainability related issues																	
10.	Details of Review of NGRBCs by the Company:																		
Subject for Review		Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee								Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)									
		P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action		The performance against the policies and follow up actions is reviewed by the Sustainability Council on quarterly basis.																	
Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances		The Company is in compliance with all the statutory requirements relevant to each principle. A certificate confirming compliance with all the statutory requirements applicable to the Company is placed before the Board of Directors on quarterly basis.																	
11.	Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/ No). If yes, provide name of the agency.	P1	P2	P3	P4	P5	P6	P7	P8	P9									
		The Company has ISO 45001 certification for Occupational Health and Safety Management System, and ISO 14001 certification for Environmental Management System and ISO 50001 Energy Management System. As per the certification requirements of these standards, external audits were conducted by TUV Rheinland at all facilities. Apart from surveillance and certification audit mentioned above no other assessment/ evaluation was conducted by any external agency concerning working of policies.																	

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									



SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

The Company’s operations are anchored in its core corporate values, which underpin a comprehensive framework of internal policies and rules aimed at ensuring ethical conduct across all levels of the organisation. These are supported by strong compliance and oversight mechanisms to identify, address and remediate any deviations, thereby promoting accountability and transparency.

In line with its commitment to the highest standards of integrity and professionalism, the Company has adopted the Group’s Code of Professional Conduct. The Code clearly defines the values and ethical principles that guide the behaviour of all individuals associated with the Company and provides overarching guidance for both day-to-day decision-making and strategic and operational actions, reinforcing ethical practices throughout the business.

The Code applies to all Directors, including Executive, Non-Executive and Independent Directors, senior leadership, Key Management Personnel, as well as all employees and workers. It sets out the expectations, values and responsibilities that must govern professional conduct within the Group, ensuring consistency and ethical alignment across the organisation. The Company places strong emphasis on transparency and compliance, adhering to all applicable laws and corporate governance requirements, and conducting its business with openness, integrity and responsible engagement with all stakeholders..

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	3	During the year, the Board of Directors of the Company (including its committees) has invested time on various updates comprising matters relating to an array of issues pertaining to the business, regulations, economy and environmental, social and governance parameters. 1(one) ESG specific training program was organized by the Company during the year for all its employees, which was also attended by Mr. Manoj Menon, the Executive Director and CEO.	12%
Key Managerial Personnel	3	1(one) ESG specific training program was organized by the Company during the year for all its employees, which was attending by all the KMPs. Further, the KMPs have also participated in various programmes/sessions/ conferences/ seminars organized by Industry Associations, Educational Institutions, Chamber of Commerce, etc. inter-alia covering ESG aspects.	100%



Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Employees other than BoD and KMPs	666	ESG specific training programs were organized by the Company during the year on: 1. Behavior Based Safety 2. Code of Conduct 3. Fire Safety Awareness Training 4. First Aid 5. Incident Investigation Standard Awareness 6. Mental Health & Wellbeing 7. Near Miss Identification 8. PPE's 9. Work at Height work at height and confined space 10. Work Permit System 11. MSDS 12. Chemical Safety 13. LOTO 14. HIRA 15. Life Saving Rules	87.04% *
Workers	371	1. Behavior Based Safety 2. Code of Conduct 3. Fire Safety Awareness Training 4. First Aid 5. Life Saving Rules 6. Safe Material Handling 7. Emergency Response Awareness 8. Work at Height work at height and confined space 9. HIRA & OCP Training 10. Work Permit System 11. Paint and Thiner Handling Safety 12. Safety Simulators & 5 Senses 13. Mental health & well being 14. Hazard awareness 15. Chemical Safety 16. Electrical safety and LOTO 17. HIRA 18. Hazardous waste identification 19. Machine Guarding 20. Press Safety 21. Road Safety	83.30*

*- Figures reported based on the training needs identification and actual training conducted for the employees and workers



2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the Company or by Directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Principle 1	Excise and Taxation Office, ward no 11 Gurgaon (North) Haryana	71,214	The Order bearing reference no. ZD060225032434S dated 24 th February, 2025 is passed under Section 73 of the GST Act pertaining to the year 2020-21, demanding in aggregate GST amount of ₹ 12,46,234/- including interest and imposing an aggregate penalty of ₹ 71,214/-. Penalty is levied under Section 73 of the GST Act for Excess claim of ITC claimed on account of non-reconciliation.	Yes
Penalty/ Fine	Principle 1	Office of Commissioner of Custom (Import) - Assistant Commissioner of customs, Group V, ACC Mumbai - III	22,039	The Order bearing F. No. CUS/APR/SCN/1014/2024-Gr-5 dated 28 th January, 2025 is passed under the Customs Act, 1962, demanding differential Customs duty amount of ₹ 22,039/- including applicable interest and imposing an aggregate penalty of ₹ 22,039/- including applicable interest. Penalty is levied under Section 114A of the Customs Act, 1962 for duty short levied/short paid on the imported goods covered under bills of entry under Section 28 of the Customs Act, 1962.	No
Penalty/ Fine	Principle 1	Joint Commissioner, Office of the Commissioner of Central Tax, Central Excise & Service Tax, Medchal Commissionerate, Hyderabad	48,23,994	The Order in Original No. 61/2025 dated 24 th February, 2025 is passed under Section 73(9), Section 74(9) and Section 122(2) of CGST/ TSGST Act, 2017 and corresponding provisions of IGST Act, 2017 (GST Act) for the Financial year 2020-21 to 2022-2023. The aggregate demand is ₹ 96,59,767/- which includes the basic liability of ₹ 14,17,276/, interest of ₹ 34,18,497/- and penalty of ₹ 48,23,994/-. The same is levied under Section 73(9), Section 74(9) and Section 122(2) of CGST/ TSGST Act, 2017 and corresponding provisions of IGST Act, 2017 (GST Act).	Yes



Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Principle 1	Assistant Commissioner of State Tax Jurisdiction : Dewas: Ujjain Division: Indore Zone – 2:Madhya Pradesh, State/ UT : Madhya Pradesh	1,02,182	The Order bearing reference no. ZD230525000790U passed under Section 73 of the CGST Act by the Adjudicating Officer, Madhya Pradesh (MP) pertaining to the year 2021-22. The Company have depo registered under GST in MP. In this some parts erroneously cleared charging GST at the rate of 28% instead of 18%. In this the Company has availed ITC at the rate of 28%, however the subsequent sale done at the rate of 18%. Adjudicating Officer ordered to pay differential amount of ₹ 6,80,742/- CGST and SGST plus interest ₹ 4,38,738/- and Penalty ₹ 68,074/-, In total ₹ 11,87,554/-. Also, the Adjudicating Officer disallowed credit notes issued amounting to ₹ 41,076/- CGST & SGST plus interest ₹ 26,474/- and Penalty ₹ 4,108/, in total ₹ 71,658/. In addition to this Adjudicating Officer charged general penalty of ₹ 30,000/. Total Liability comes to ₹ 12,89,212/-.	Yes
Penalty/ Fine	Principle 1	Dy. Commissioner of State Tax Jurisdiction: Gurgaon (North) Ward 11, Gurgaon (North), Gurgaon, Haryana, State/UT : Haryana	58,000	The Order bearing reference no. ZD061225058156H dated 27 th December 2025, is passed under section 73(9) of SGST/CGST Act, 2017 pertaining to the FY 2021-2022 demanding aggregate amount of ₹ 10,55,618/- which include basic tax liability of ₹ 5,80,010/-, Interest of ₹ 4,17,608/- and Penalty of ₹ 58,000/.	The Company is in process of filling an appeal against the said order before the commissioner Appeal.
Settlement	Nil				
Compounding fee					
Non-Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	Nil				
Punishment					



3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/enforcement agencies/ judicial institutions
An appeal was preferred for setting aside the impugned Order bearing reference no. ZD060225032434S dated 24 th February, 2025 passed under Section 73 of the GST Act pertaining to the year 2020-21, demanding in aggregate GST amount of ₹ 12,46,234/- including interest and imposing an aggregate penalty of ₹ 71,214/-. Penalty is levied under Section 73 of the GST Act for Excess claim of ITC claimed on account of non-reconciliation. The said matter is pending before the Appellate Authority.	Commissioner of Appeal
An appeal was preferred for setting aside the impugned order in original passed by the Joint Commissioner, Office of the Commissioner of Central Tax, Central Excise & Service Tax, Medchal Commissionerate, Hyderabad raising aggregate demand of ₹ 96,59,767/- which includes the basic liability of ₹ 14,17,276/-, interest of ₹ 34,18,497/- and penalty of ₹ 48,23,994/- for the Financial year 2020-21 to 2022-2023. Further, the Appellate Authority confirmed the aggregate demand of ₹ 96,59,767/- levied by Joint Commissioner, Office of the Commissioner of Central Tax, Central Excise & Service Tax, Medchal Commissionerate, Hyderabad. The Company is in process of filing an appeal against the said order before the GST Tribunal.	Commissioner of GST
An appeal was preferred for setting aside the impugned Order bearing reference no. ZD230525000790U passed under Section 73 of the CGST Act by the Adjudicating Officer, Madhya Pradesh (MP) pertaining to the year 2021-22. The said appeal has been heard by the Appellate Authority, and the matter is reserved for order.	Commissioner of Appeal

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, the provisions on anti-corruption and anti-bribery are forming part of Internal Code of Professional Conduct of CIE Automotive India Limited ('the Company/CIE India') wherein CIE India strictly prohibits any behavior or practice of corruption, bribery and peddling of influence in connection with clients, suppliers, business partners and public officials or institutions, national or international, including those related to money laundering. It encourages payments in electronic mode and maintenance of proper records. The Internal Code of Professional Conduct is available at the weblink: <https://www.cie-india.com/governance3.html#Policies>.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY 2025	FY 2024
Directors	Nil	
KMPs		
Employees		
Workers		



6. Details of complaints with regard to conflict of interest

	FY 2025		FY 2024	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil			
Number of complaints received in relation to issues of Conflict of Interest of the KMPs				

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators / law enforcement agencies / judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following:

	FY2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Number of days of accounts payables	65 Days	66 Days

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties:

Parameter	Metrics	FY2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	12.84%	16.40%
	b. Number of trading houses where purchases are made from	1856	1953
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	79.76%	50.95%
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	0.21%	0.26%
	b. Number of dealers / distributors to whom sales are made	23	18
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	97%	95.50%
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	14.09%	11.18%
	b. Sales (Sales to related parties / Total Sales)	46.68%	44.37%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	100%	96%
	d. Investments (Investments in related parties / Total Investments made)	55.87%	64%



Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:

Total number of awareness programmes held	Topics / principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
1 (one)	- ESG External Context - Emissions Accounting (Scope 1, 2 & 3) - Decarbonization strategy - Carbon abatement solutions - CIE India ESG Targets & Goals - BRSR Core Requirements - Expectation from Value Chain Partners - Supplier Code of Conduct & Whistle Blower Policy - Climate risk and business continuity - ESG Performance - Vendor appreciation	68% of invited suppliers have undergone the awareness Programme in CY 25.

2. Does the entity have processes in place to avoid / manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes, the Company has processes in place to avoid/manage conflict of interests involving members of the Board. The Director shall adhere to the disclosure requirements and approval processes as specified under 'Policy on materiality of and dealing with Related Party Transactions' of the Company and provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further the "Internal Code of Professional Conduct" (also known as "the Code") has been adopted by the Board of Directors of the Company and is applicable to all Directors (Executive, Non-Executive, or Independent), Senior Management Personnel, Key Management Personnel, and all other employees and workers of the Company. The Code provides direction and ethical principles to these individuals that must guide their work activities within the Group. The Code specifically requires any person that considers that they are potentially in a situation of conflict of interests owing to their other activities outside the Group, family relationships, personal assets or any other reason, should immediately notify this fact to the Human Resources Department or the Compliance Department, so that they may analyze the existence or not of the conflict of interest and, in the event of such a conflict, the head of the unit can exclude the person from participating in the process where the conflict of interest exists.

PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe

The Company operates primarily as a process-driven auto-component manufacturer, supplying products to OEMs and their Tier-1 suppliers strictly in accordance with customer-defined specifications. Accordingly, sustainability is embedded within its manufacturing processes rather than at the product design stage. In line with this approach, the Company has undertaken the following key initiatives:

• **Resource-efficient and low-carbon processes:**

The Company is committed to deploying resource-efficient and low-carbon technologies across its manufacturing operations to minimize environmental footprint and mitigate associated social impacts.

• **Adoption of advanced technologies:**

New and upgraded facilities at Composites, Kanhe, Forgings Chakan, Stampings Rudrapur and Iron Castings Urse have been established and expanded using modern, energy and resource efficient equipment. These investments reflect the Company's focus on sustainable and technologically advanced manufacturing practices.



- **Yield improvement initiatives:**

Multiple yield improvement projects have been implemented with the objective of reducing process losses, minimizing waste generation, and increasing the use of recycled materials. These initiatives support resource efficiency and contribute to the circular economy.

- **Business and product development practices:**

The business development and new product development teams work closely with customers throughout the product lifecycle. Compliance with Production Part Approval Process (PPAP) requirements underscores the Company's commitment to quality, safety, and customer satisfaction.

- **Waste reduction and conservation initiatives:**

The Company continuously endeavours to reduce material consumption and process waste while prioritizing energy and water conservation through structured initiatives. Zero Waste to Landfill certification has been achieved at nine plants, and a comprehensive gap assessment was conducted in FY 2024 to identify further improvement opportunities.

This integrated approach ensures that goods and services are delivered in a safe, responsible, and sustainable manner, aligned with customer expectations and regulatory requirements.

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

(₹ in Million)

S. No.	Particulars	FY2025 (Current Financial Year)	FY2024 (Previous Financial Year)	Details of improvements in environmental and social impacts
1.	R & D	Nil	Nil	-
2.	Capex	7.32	6.13	Green Energy Initiatives, Energy Efficiency improvement projects.

2. **a. Does the entity have procedures in place for sustainable sourcing? (Yes/No) - Yes**
b. If yes, what percentage of inputs were sourced sustainably?

a.	Does the entity have procedures in place for sustainable sourcing? (Yes/No)	Yes The Company has adopted "Supplier's ESG Commitment" which incorporates ESG factors, adherence of which each supplier of the Company must ensure. 100% of our Suppliers have signed the Supplier's ESG Commitment and have completed the self-evaluation required for registration on our "CIE Vendor Registration Portal".
b.	If yes, what percentage of inputs were sourced sustainably? [Answer in %]	As mentioned above, 100% of inputs are sourced sustainably.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

As the Company supplies auto-components to OEMs and their Tier-1 suppliers, it does not have control over or the ability to reclaim products at the end of their life cycle, as customers are not the end users.

However, the Company has established processes for the safe reuse, recycling, and disposal of wastes generated from its operations. Returnable PP bags, plastic pallets, and VCI/Veveya packaging are collected from customers and reused until end of life, after which they are disposed of through authorized partners. Plastic and other non-hazardous wastes are segregated and sent to authorized recyclers. E-waste is disposed of through State-approved recyclers, while hazardous waste is handled and disposed of via State Pollution Control Board-authorized agencies using approved methods such as landfilling, co-processing, incineration and alternate fuel recovery, in compliance with applicable regulations.



4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Yes. Obligation complied as per EPR target for FY 2024 - 2025 and Annual Return filed which is in line with the EPR plan submitted to Central Pollution Control Board (CPCB).

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

In CY 2025 no Life Cycle Perspective / Assessments (LCA) was conducted.

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Not Applicable

3. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

Particular	FY 2025* (Current Financial Year)			FY 2024* (Previous Financial Year)		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	0	0	303.1 MT	0	0	258.41 MT
E-waste	0	0	15.29 MT	0	0	19.82 MT
Hazardous waste	0	0	2389.45 MT	0	0	2209.5 MT
Other waste (Non-Hazardous Waste)	0	0	125486.6 MT	0	0	96657.41 MT

**The Company cannot reclaim any of the products manufactured by it at the end of life of products. However, the figures mentioned above are pertaining to waste generated as a part of our manufacturing operations in above categories. The figures are corrected after internal verification again.*

4. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Not Applicable

PRINCIPLE 3 : Businesses should respect and promote the well-being of all employees, including those in their value chains

In CY 2025, the Company continued to focus on employee welfare, promoting equal opportunities, a safe work environment, and fair working conditions. Employees receive fair remuneration, training, and support to perform their roles effectively, benefiting both them and their families.

Health and safety remain a priority, with regular check-ups and workplace monitoring across all locations. The Company also continued mental health and well-being initiatives in its plants, reflecting a balanced approach to supporting both physical and mental health and fostering a positive and inclusive workplace culture.



Essential Indicators

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	1577	1565	99.24%	1565	99.24%	0	0%	1565	99.24%	0	0%
Female	59	58	98.31%	58	98.31%	59	100%	0	0%	4	6.78%
Total	1636	1623	99.21%	1623	99.21%	59	3.61%	1565	95.66%	4	0.24%
Other than Permanent employees											
Male	3	3	100%	3	100%	0	0	2	66.67%	0	0
Female	1	1	100%	1	100%	1	100%	0	0	1	100%
Total	4	4	100%	4	100%	1	25%	2	50%	1	25%

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	2559	2558	99.96%	2558	99.96%	0	0%	0	0%	0	0%
Female	9	9	100%	9	100%	9	100%	0	0%	0	0%
Total	2568	2567	99.96%	2567	99.96%	9	0.35%	0	0%	0	0%
Other than Permanent workers											
Male	5621	4072	72.44%	5621	100%	0	0%	0	0	0	0%
Female	82	71	86.59%	82	100%	82	100%	0	0	0	0%
Total	5703	4143	72.65%	5703	100%	82	1.43%	0	0	0	0%

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) –

	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Cost incurred on well- being measures as a % of total revenue of the Company	0.52%	0.56%

2. Details of retirement benefits, for Current FY and Previous Financial Year

Benefits	FY 2025 (Current Financial Year)			FY 2024 (Previous Financial Year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	99.76%	78.60%	Y	99.74%	75.02%	Y
Gratuity	98.96%	31.27%	Y	99.43%	44.90%	Y
ESI	1.16%	49.93%	Y	2.61%	31.91%	Y
Superannuation	3.05%	0%	Y	4.21%	0%	Y
NPS	1.71%	0%	Y	1.72%	0%	Y



3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

The Factory Buildings of the Company are equipped with ramps and handrails for staircases and the Office Premises are equipped with lifts to facilitate the movement of differently abled individuals.

4. Does the Company have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

It is one of the Group's basic principles to promote and provide equal opportunities to all in access to employment and career advancement, promoting a corporate culture based on merit. The policy on equal opportunity is part of Internal Code of Professional Conduct which can be accessed through below weblink: <https://www.cie-india.com/assets/pdf/governance/policies/Internal%20Code%20of%20Professional%20Conduct.pdf>

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	NA	NA
Female	100%	100%	NA	NA
Total	100%	100%	NA	NA

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes (If Yes, then give details of the mechanism in brief)
Permanent Workers	Any stakeholder including Workmen and Employees can raise their grievance's through Whistle Blower Mechanism. The grievances are redressed in accordance with the Whistle Blower Policy of the Company.
Other than Permanent Workers	
Permanent Employees	Any Sexual Harassment Related complaints are handled by Internal Complaints Committee. Further the Workmen can approach the designated officer under Workplace Harassment Policy to raise any issue related to Workplace Harassment (other than sexual harassment). Apart from the formal mechanism to receive and resolve complaints, each plant has a dedicated Human Resource Department. A designated officer in HR Department handles any routine issue a worker or an employee, whether permanent or other than permanent may have and provide resolution thereto. A Workmen may also raise their issues through Union of which he is a member which are addressed by HR Teams.
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognised by the Company:

Category	FY 2025 (Current Financial Year)			FY 2024 (Previous Financial Year)		
	Total employees / workers in respective category	No. of employees / workers in respective category, who are part of association(s) or Union	% (B / A)	Total employees / workers in respective category	No. of employees / workers in respective category, who are part of association(s) or Union	% (D / C)
	(A)	(B)		(C)	(D)	
Total Permanent Employees	1636	0	0%	1568	0	0
- Male	1577	0	0%	1509	0	0
- Female	59	0	0%	59	0	0



Category	FY 2025 (Current Financial Year)			FY 2024 (Previous Financial Year)		
	Total employees / workers in respective category	No. of employees / workers in respective category, who are part of association(s) or Union	% (B / A)	Total employees / workers in respective category	No. of employees / workers in respective category, who are part of association(s) or Union	% (D / C)
	(A)	(B)		(C)	(D)	
Total Permanent Workers	2568	2266	88.24%	2622	2301	87.76%
- Male	2559	2257	88.20%	2612	2291	87.71%
- Female	9	9	100%	10	10	100%

8. Details of training given to employees and workers:

Category	FY 2025 (Current Financial Year)					FY 2024 (Previous Financial Year)				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No.(E)	% (E / D)	No. (F)	% (F / D)
Employee										
Male	1580	1113	70.44%	1015	64.24%	1509	1392	92.25%	872	57.79%
Female	60	41	68.33%	47	78.33%	59	41	69.49%	24	40.68%
Total	1640	1154	70.37%	1062	64.76%	1568	1433	91.39%	896	57.14%
Workers										
Male	8180	2437	29.79%	1734	21.20%	8720	5678	65.11%	1805	20.70%
Female	91	21	23.08%	21	23.08%	110	74	67.27%	24	21.82%
Total	8271	2458	29.72%	1755	21.22%	8830	5752	65.14%	1829	20.71%

Note -Figures reported based on the training needs identification and actual training conducted for the employees and workers

9. Details of performance and career development reviews of employees and workers:

Category	FY 2025 (Current Financial Year)			FY 2024 (Previous Financial Year)		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	1580	1186	75.06%	1509	1404	93.04%
Female	60	32	53.33%	59	38	64.41%
Total	1640	1218	74.27%	1568	1442	91.96%
Workers						
Male	8180	370	4.52%	8720	385	4.42%
Female	91	0	0	110	0	0%
Total	8271	370	4.47%	8830	385	4.36%

Note – above figure for the performance and career development review based on the review conducted in April 25 for the period Jan 24 to March 25



10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes. Employee health and safety continue to be first priority of the Company. The Company has implemented robust Occupational Health and Safety Management System across all its facilities which are ISO 45001 certified. Regular health check-ups, occupational health assessments, and continuous workplace monitoring reinforces Company's commitment to employee well-being.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company maintains a safe and healthy workplace through a structured Health and Safety Management System, which includes Hazard Identification and Risk Assessment (HIRA), mandatory Job Safety Analysis (JSA), and clearly defined Standard Operating Procedures (SOPs). A Behavior-Based Safety (BBS) program, featuring monthly plant tours, promotes safe practices, while focused, theme-based inspections drive targeted improvements. Building on the safety culture assessment conducted in FY2024, the Company has undertaken various improvement actions under Project Sanskriti, with active involvement from line management, to further strengthen workplace safety. This systematic and proactive approach helps foster a strong and enduring safety culture.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks? (Y/N)

Yes. We have a system of capturing unsafe acts, conditions and near misses. Workers report to the shop floor supervisors all such hazards. To encourage reporting of such matters they are recognized in weekly reward and recognition program.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Annual medical check-up coverage is there for all the employees and workers. Health Awareness camps being organized in the plants on regular basis. Consulting Doctor visit the OHC centres at plants at regular intervals.

11. Details of safety related incidents, in the following format:

Safety Incident /Number	Category	FY2025 (Current Financial Year)	FY2024 (Previous Financial Year)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0.16	0.13*
Total recordable work-related injuries	Employees	0	1
	Workers	5	3
No. of fatalities	Employees	0	0
	Workers	1	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

*Includes all permanent employee, workers, contractual workers. Job contractors related to fabrication and construction related activities not considered

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

The Company has established a robust occupational health and safety framework comprising Hazard Identification and Risk Assessment (HIRA), standardized operating procedures (SOPs) supported by structured employee training, and a mandatory safety induction programme for all new employees. Monthly safety meetings involving workers promote shared responsibility, while management reviews safety performance on a monthly basis to drive continuous improvement.



During CY 2025, the Company enhanced line management ownership of safety through Project Sanskriti, which focused on re-evaluation of HIRA, strengthening incident investigation mechanisms, enforcement of toolbox talks (TBTs), and capability building of line managers and EHS team members. Internal safety standards, procedures, and SOPs were further strengthened to foster a proactive and safety-oriented workplace culture.

13. Number of Complaints on the following made by employees and workers:

	FY 2025 (Current Financial Year)			FY 2024 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	-	0	0	-
Health & Safety	0	0	-	0	0	-

14. Assessments for the year:

	% of plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%, internally assessed by the Company
Working Conditions	

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

The Company on an ongoing basis assesses health & safety practices and working conditions across all its locations. Improvement actions for any risks / concerns arising from assessment are planned and their implementation is monitored and reviewed on periodic basis. The Company, as per its practice, has conducted route cause analysis of incidents that have occurred during the year. The biggest risk identified by the management continues to be workplace discipline including adherence to standard operating procedures by the workers/employees resulting in such incidents. The Company continues to conduct regular training programs and have implemented rewards and recognition mechanism to improve participation of employees in all health and safety activities and improve discipline and ensure adherence to laid down processes and standards.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

(A) Employees -Yes

(B) Workers -Yes

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

The Company has a process to verify that statutory dues have been deducted and deposited by the value chain partners, in some cases, by requiring to submit relevant proofs along with invoices.

Also, the Company is taking declaration from the Suppliers on compliance of conditions of Code of Conduct which includes fulfilling of requirements related to employees and workers statutory dues.



3. Provide the number of employees / workers having suffered high consequence work- related injury/ ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Employees	NA	NA	NA	NA
Workers	1	NA	1	NA

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

No

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	100%
Working Conditions	100%

Note: The Company is taking declaration from its suppliers on Supplier's ESG commitment in which they undertake to put into effective workplace health and safety practices and maintain healthy working conditions. The said declaration includes an self-assessment on above parameters by the Supplier. The same is reviewed and taken on record by the Company. No independent assessment is taken by the Company.

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners

Not Applicable

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

The Company has an ESG Policy which provides a framework for stakeholder engagement and communication. The policy outlines mechanisms to identify and understand stakeholder expectations and to consider such inputs, as appropriate, in the Company's business operations, while seeking to balance differing stakeholder interests. Stakeholder engagement is carried out through established communication channels including the corporate website, intranet, in-house newsletter, and the Suppliers' Portal.

The CIE Group ESG Strategic Plan for 2025 sets out the Company's approach to integrating ESG considerations into its management processes alongside business objectives. The plan focuses on alignment with market conditions and stakeholder expectations and includes defined areas for monitoring and improvement of ESG performance in line with the Group's sustainability framework.

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

Depending on how much of a material influence they have over the Company or how much of a material influence the Company's corporate actions and their results have on them, key stakeholders are determined.



2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

The Company has identified six groups of stakeholders that interact with the company and are affected directly or indirectly by its business through the Stakeholder Engagement and Materiality Assessment (SEMA) process.

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly /others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders / Investors	No	- Structured conference calls - Periodic investor/analyst interactions like individual Meetings - Participation in investor conferences - Quarterly earnings calls - Analysts meet from time to time guided by finance department of the company - Annual General Meeting, and whenever required Extra-Ordinary General Meeting and Postal Ballot. - Emails, SMS, Newspapers Publications, Website of the Company and Stock Exchanges and Registrar and Share Transfer Agents of the Company - SCORES and ODR Platform provided by SEBI	- Quarterly - Half yearly - Annually - Periodically and as & when required	- Sharing of performance updates on quarterly basis post declaration of results - Addressing general queries on publicly available information - Approval of shareholders wherever required - to resolve the investor grievances involving various issues such as non receipt of dividend or delay in processing investor service requested and related matters - to address any query shareholders may have on matters put-up before General Meeting or disclosed in Annual Reports or other intimations released by the Company - To communicate or intimate changes in regulatory framework as and when required
Employees and Workers	No	- Company Intranet - News Letter - Office Collaboration screens - Notice Boards - Emails - Award and Recognition ceremonies/Town Hall - Bindas Bol	As required/daily	General Feedback, Grievances, to share relevant & useful information to employees, Employee Success, Motivation, Moral, Safety



Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly /others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	- Mail - Meetings - SMS - Virtual Meeting	As per the requirement / daily	To explore new business opportunities In relation to execution of Purchase Order placed by Customers To address complaint and revert with Corrective and Preventive Action
Vendors and Suppliers	No	- Suppliers meet, - Email, - Formal meet - Award and Recognition ceremonies - Participation in survey conducted by suppliers from time to time	- RM suppliers - Annual Meet - BOP supplier - Email	For compliance, announcement of new programmes and procedures of CIE India
Society	Yes	CSR Activities - Volunteering Activities - Community Events - Community Survey and Consultations	As and when required through NGO partners/ Third party	To identify the potential areas for CSR activities, formulating, implementing, and evaluating such CSR activities.
Central, State and Local Govt. and Various Statutory and Regulatory Bodies	No	- Email - SMS - Letters - Physical	As and where required	For Compliance & Communication
NGO Partners	No	- E mail - Telephonic - Physical	Monthly/ Quarterly	Wherever any NGO is appointed as Implementing Partner, the Company interacts inter-alia for evaluation of CSR Activities undertaken as per the monitoring and reporting mechanism agreed.

Leadership Indicators

- Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

ESG Policy of the Company provides the channels of communication for dialogue with and the participation of the various stakeholders in relation to ESG-by E-mail: ESG.Sustain@cie-india.com by Post- addressed to the Chairman Sustainability Council at the following address:

CIE Automotive India Limited

602-603 Amar Business Park, Above Westside Showroom, Baner, Pune – 411045



The said feedback is received by the Head of Safety and Sustainability. Any feedback that warrants attention of the Senior Management is discussed in periodic meetings of Sustainability council. The Board of Directors of the Company are updated on all aspects related to ESG on a half-yearly basis by the Chairman of sustainability council, which includes actions taken basis any feedback or consultation with relevant stakeholders, if any.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes. Stakeholder consultation is considered in identifying and managing environmental and social topics. Policies are formulated in line with applicable legal requirements and relevant ISO standards (ISO 14001, ISO 45001, ISO 50001) through internal consultations and are approved by the Board. Employee inputs are encouraged through initiatives such as Kaizen and Behaviour-Based Safety. CSR activities involve consultations, where appropriate, with beneficiaries, local authorities, and partners. Inputs received are considered during policy implementation and operational practices.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.

Yes, as a part of the CSR activities, the Company has initiated Project "Special Ambulances to Indian Army". Under this project, Company have supported 33 MedCorps of Indian Army with two advanced Life Saving Ambulances and are deployed at Sukna district West Bengal, which is situated at a most interior and rural area near Nepal-Bhutan-Bangladesh border. This area is having extremely challenging geography and prone to natural calamities like floods, land-slides, avalanches etc. due to its mountainous and snow bound terrains. The ambulances will support Med33 Corps to render medical aid to civic authorities during natural calamities and Ambulances will be deployed to meet emergency evacuation requirement of community people. These Ambulances are equipped with advanced systems and can function as mobile mini operation theatre, when needed. We have taken up this project, so that it will benefit local residents, including people from underprivileged community.

PRINCIPLE 5: Businesses should respect and promote human rights

As a part of CIE Group, the Company has adopted the CIE Group's Human Rights Policy (the Policy). The Policy formalises its commitment on this subject, in a manner consistent with its Code of Professional Conduct and the Ten Principles of the United Nations Global Compact. Additionally, the Company's ESG Policy reinforces its dedication to respecting human rights.

When defining this Policy, the International Human Rights Charter has been taken as a starting point, and it is also based on the International Labour Organization's Declaration on Fundamental Principles and Rights at Work, the United Nations Guiding Principles on Business and Human Rights, the OECD Due Diligence Guidance, the Tripartite Declaration of Principles concerning Multinational Enterprises and Social Policy and the United Nations Sustainable Development Goals (SDGs).

The Policy formalizes Company's commitment to avoiding discriminatory practices, rejecting any use of forced labour or child labour, Offering decent employment, Protecting personal health, Facilitating collective bargaining and freedom of association and Encouraging a culture of respect for human rights, and raising awareness of this subject among all employees etc.

The Company did not receive any complaints related to human rights violations, specifically breaches of the right to decent work and a living wage, in 2025

The absence of complaints evidences the Company's proactive maintenance of a workplace environment compliant with human rights standards and aligned with the principles of the United Nations Declaration, reflecting its commitment to ethical and responsible business conduct.



Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the Company:

Category	FY 2025 (Current Financial Year)			FY 2024 (Previous Financial Year)		
	Total (A)	No. of employees /workers covered (B)	% (B/A)	Total (C)	No. of employees /workers covered (D)	% (D/C)
Employees						
Permanent	1636	578	35.33%	1568	1383	88.20%
Other than Permanent	4	0	0	0	0	0%
Total Employees	1640	578	35.24%	1568	1383	88.20%
Workers						
Permanent	2568	534	20.79%	2622	1951	74.41%
Other than Permanent	5703	54	0.95%	6208	2070	33.34%
Total Workers	8271	588	7.11%	8830	4021	45.54%

2. Details of minimum wages paid to employees and workers, as follows:

Category	FY 2025 (Current Financial Year)					FY 2024 (Previous Financial Year)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	1636	0	NA	1636	100%	1568	0	NA	1568	100%
Male	1577	0	NA	1577	100%	1509	0	NA	1509	100%
Female	59	0	NA	59	100%	59	0	NA	59	100%
Other than Permanent	4	0	NA	4	100%	0	0	NA	0	NA
Male	3	0	NA	3	100%	0	0	NA	0	NA
Female	1	0	NA	1	100%	0	0	NA	0	NA
Workers										
Permanent	2568	0	NA	2568	100%	2622	0	NA	2622	100%
Male	2559	0	NA	2559	100%	2612	0	NA	2612	100%
Female	9	0	NA	9	100%	10	0	NA	10	100%
Other than Permanent	5703	827	14.50%	4876	85.50%	6208	489	7.88%	5719	92.12%
Male	5621	784	13.95%	4837	86.05%	6108	489	8.01%	5619	91.99%
Female	82	43	52.44%	39	47.56%	100	0	NA	100	100%



3. Details of remuneration/salary/wages

a. Median remuneration / wages:

(amount in ₹)

	Male		Female	
	Number	Median remuneration/salary/wages of respective category	Number	Median remuneration/salary/wages of respective category
Board of Directors	06	47,50,000	02	50,00,000
Key Managerial Personnel (KMP) other than Directors	04	1,12,88,776	0	NA
Employees other than BoD and KMP	1571	7,25,962	59	5,05,416
Workers	2559	7,85,421	9	8,08,776

Note:

- For the purpose of calculation of median remuneration, the meaning of Median as provided in Explanation (i) and (ii) to Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for reporting in Board Report is considered i.e. the numerical value separating the higher half of a population under a particular category from the lower half under that category by arranging all the observations from lowest value to highest value and picking the middle one in case of odd number of observations and in case of even number of observations, the median is calculated by arriving at average of the two middle values.
- Mr. Anil Haridass, (Non-Executive, Non-Independent Director) was entitled to Remuneration upto – February 2025 and accordingly included in the aforesaid calculation. The Board of Directors of the Company has approved to pay annual remuneration Mr. SP Shukla (Non-Executive, Non-Independent Director) w.e.f. 1st April, 2025, subject to approval of the Shareholders at the ensuing 27th Annual General Meeting and will be payable post receipt of the said approval. Accordingly, the remuneration payable to Mr. Shukla for the period 01st April, 2025 to 31st December, 2025 is considered in the aforesaid calculation.
- In calculation of median remuneration for employees other than BoD and KMPs and Workers, only those employees and workers are considered who falls under permanent category.
- Further, the Directors, KMPs, Employees and Workers as on the end of the financial year i.e. 31st December, 2025 were taken into consideration for calculation of median remuneration.

b. Gross wages paid to females as % of total wages paid by the entity, as following:

	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Gross wages paid to females as % of total wages	1.50%	1.37%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, the Company has a comprehensive mechanism in place to monitor cases addressing human rights issues. The availability of a grievance mechanism allows employees to raise concerns without fear of reprisal, and the Whistle Blower Channel is specifically designed to record and redress grievances, ensuring that employees' voices are heard and their concerns are addressed.

Furthermore, under the ESG (Environmental, Social, and Governance) Policy, the Company has established dedicated communication channels through which stakeholders can voice their concerns. This inclusion recognizes the importance of engaging with and addressing the perspectives and concerns of various stakeholders beyond the internal workforce.



The presence of these mechanisms, including the Whistle Blower Channel and dedicated communication channels under the ESG Policy, reflects the Company's commitment to transparency, accountability, and ethical practices.

It ensures that employees and external stakeholders have accessible mechanisms to raise concerns and contribute to the continuous enhancement of the Company's human rights and broader ESG policies and practices.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues

The Company has extended its commitment to addressing human rights issues beyond the Whistle Blower Mechanism. Under the ESG (Environmental, Social, and Governance) Policy, dedicated communication channels have been established to allow for the raising of grievances related to human rights issues. This demonstrates a comprehensive and multi-faceted approach to addressing concerns and ensuring accountability in the domain of human rights within the Company.

Additionally, the provision of a Global contact for issues related to ESG and Society under CIE Group's Global ESG Policy further emphasizes the Company's commitment to a global standard of corporate responsibility. The availability of a contact point provides stakeholders with a means to report and address ESG-related concerns on a broader scale.

These initiatives promote a transparent and accountable corporate culture consistent with best practices in corporate responsibility and sustainability. The accessibility of dedicated channels and global contacts ensures stakeholders avenues to voice their concerns and contribute towards company's ongoing commitment to ethical and responsible business practices.

6. Number of Complaints on the following made by employees and workers:

	FY 2025 (Current Financial Year)			FY 2024 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual Harassment	0	0	Not Applicable	1	0	During the year a complaint was received and resolved
Discrimination at workplace	0	0		0	0	Not Applicable
Child Labour	0	0		0	0	
Forced Labour/ Involuntary Labour	0	0		0	0	
Wages	0	0		0	0	
Other Human rights related issues	0	0		0	0	

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format

	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	1
Complaints on POSH as a % of female employees / workers	0	0.31%
Complaints on POSH upheld	0	1



8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases

The Company has adopted CIE Automotive's protocol for preventing and handling workplace harassment.

The protocol encompasses the prevention of mobbing, sexual harassment, and gender harassment, incorporating various preventive measures such as zero-tolerance towards harassment, shared employee responsibility for monitoring workplace conduct, and the establishment of communication programs. The Harassment Protocol is accessible on the CIE Automotive website for consultation, demonstrating transparency and accessibility.

Moreover, in accordance with the Sexual Harassment of women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has formulated a Policy on the Prevention of Sexual Harassment for Women at the Workplace. This policy is applicable to all employees, including permanent, contract, temporary, and trainees. To address accusations of sexual harassment, the company has established an Internal Committee (IC), aligning with legal requirements.

The Code of Professional Conduct enables the submission of inquiries or notifications, including those related to harassment, anonymously. The Compliance Department handles and analyzes such notifications and inquiries confidentially.

The harassment policy and the whistle-blower policy provide mechanisms for the protection of complainants and whistle-blowers. The Company explicitly condemns any form of discrimination, harassment, victimization, or unfair employment practices against whistle-blowers. This commitment includes complete protection against retaliation, threats, intimidation, or any other unfair practices that may hinder the whistle-blower's right to continue performing their duties or making further protected disclosures. This comprehensive approach reinforces a commitment to creating a safe and respectful workplace environment.

9. Do human rights requirements form part of your business agreements and contracts?

(Yes/No)

Yes, the Company endeavors to place requirement of inclusion of human rights specifications in business agreements and contracts. Ensuring that human rights considerations are embedded in these documents reflects a commitment to ethical business practices. Moreover, the mandatory requirement for all suppliers to sign the Suppliers ESG Commitment, which incorporates human rights requirements, is a proactive step. This approach aligns with global sustainability goals and ethical business practices.

The Group's Suppliers ESG Commitment is available on the website of the CIE Group on the Weblink: <https://www.cieautomotive.com/en/web/guest/compromiso-asg-proveedores>

10. Assessments for the year:

	% of the Company's plants and offices that were assessed (by the Company or statutory authorities or third parties)
Child Labour	The Company has implemented a robust mechanism to ensure compliance with all statutory requirements. The company conducts regular internal assessments to verify compliance with various topics, including but not limited to Child Labour, Forced Labour / Involuntary Labour, Sexual Harassment, Discrimination at the workplace, Wages, Safety, Health, and Welfare.
Forced Labour/Involuntary Labour	
Sexual Harassment	
Discrimination at workplace	
Wages	
Other- please specify	In 2024, 100% of the Company's plants & offices have undergone through HRDD internal assessments. In year December 2025, 100% of the Company's plants & offices have undergone through external assessment survey. The assessment reassured due compliance by the Company of all these aspects. This demonstrates a proactive approach to ensuring legal and ethical compliance across various aspects of the company's operations, contributing to a safe, fair, and inclusive workplace environment.



11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

No significant risks / concerns raised from the assessments mentioned at Question 10 above

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

In CY25, no grievances/complaints were received in relation to any human rights topics.

2. Details of the scope and coverage of any Human rights due diligence conducted.

In December CY25 Human rights external assessment / due diligence has been completed with 100% coverage. Human Rights (HR) topics for management and workmen which were covered under this assessment as under.

(i) Workplace Facilities and Environment (ii) Learning & Development (iii) Child Labour (iv) Fair Remuneration (v) Discrimination (vi) Freedom of Association and Collective Bargaining Management (Negatives %) Workmen (vii) Decent Working Hours (viii) Workplace Health & Safety (ix) Gender-Based Violence and Harassment (x) Forced Labour and (xi) Remediation Action.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

The Factory Buildings of the Company are equipped with ramps and handrails for staircases and the Office Premises are equipped with lifts to facilitate the movement of differently abled individuals.

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	Nil
Discrimination at workplace	Nil
Child Labour	Nil
Forced Labour/Involuntary Labour	Nil
Wages	Nil
Others – please specify	Nil

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above. Not Applicable since no assessment was undertaken for Value Chain partners.

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

The Company's environmental management approach focuses on improving resource efficiency and reducing environmental impacts associated with its manufacturing operations. All manufacturing locations are certified under ISO 14001, providing a structured framework for monitoring and managing environmental aspects. The Company tracks resource consumption and waste generation as part of its efforts to support circularity and reduce adverse environmental impacts.

During CY 2025, Zero Waste to Landfill (ZWL) certification was completed for nine identified plants. The remaining identified plants are planned to be taken up for ZWL certification from CY 2026 onwards. Water footprint assessments were completed for all plants during CY 2025. 5 plants have been certified for ISO 50001 (energy management system)

The Company also continues to increase the share of renewable energy in its electricity consumption. In CY 2025, renewable electricity accounted for 58.29% of total electricity consumption, reflecting ongoing efforts to improve energy sustainability and reduce carbon intensity.



Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity:

Parameter	FY 2025 (Current Financial Year) Kwh	FY 2025 (Current Financial Year) GJ	FY 2024 (Previous Financial Year) Kwh	FY 2024 (Previous Financial Year) GJ
From renewable sources				
Total electricity consumption (A)	16,85,20,653.42	6,06,67,399.23	15,59,85,773.25	5,61,548.78
Total fuel consumption (B)	95,05,983.31	34,221.54	85,29,051.6	30,704.59
Energy consumption through other sources (C)	0	0	0	0
Total energy consumed from renewable sources (A+B+C)	17,80,26,536.7	6,40,895.89	16,45,14,824.85	5,92,253.37
From non-renewable sources				
Total electricity consumption (D)	11,52,85,961.7	4,15,029.46	11,16,00,656.45	4,01,762.36
Total fuel consumption (E)	4,74,77,538.93	1,70,919.14	5,30,25,620.24	1,90,892.23
Energy consumption through other sources (F)	0	0	0	0
Total energy consumed from non-renewable sources (D+E+F)	16,27,63,500.63	5,85,948.60	16,46,26,276.7	5,92,654.59
Total energy consumed (A+B+C+D+E+F)	34,07,90,137.36	12,26,844.49	32,91,41,101.54	11,84,907.96
Energy intensity per rupee of turnover (Total energy consumed/Revenue from operations)	0.0070	0.000025	0.007	0.0000260
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	0.00165	0.0000059	0.146	0.000527
Energy intensity in terms of physical Output (Per MT)				
Energy intensity (optional) – the relevant metric may be selected by the entity	1383.02	4.98	1485.08	5.35

Note: PPP Factor taken as FY 24 -20.29 & CY 25- 20.64 from IMF Website - <https://www.imf.org/external/datamapper/PPPEX@WEQ/OEMDC/ADVEC/WEOWORLD>

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No. Carrying independent assessment/ evaluation/assurance is not mandatory for the Company for financial year ended 31st December, 2025. However, the Company has voluntarily undertaken the said Assessment through BSI Group India Pvt. Ltd. For its own analysis and identifying improvement opportunities to further strengthen our processes

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not Applicable

3. Details of the following disclosures related to water

Parameter	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	1,37,723	1,35,335.00
(ii) Ground water	41,973.29	48,520.84



Parameter	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
(iii) Third party water	3,39,148.91	3,01,945.69
(iv) Seawater / desalinated water	0	0
(v) Others (Rainwater)	6,014.99	1,228.24
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	5,24,860.19	4,87,029.80
Total volume of water consumption (in kilolitres)	4,67,918.25	4,93,841.73
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	0.000010	0.000011
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	0.0000023	0.000220
Water intensity in terms of physical Output (Per MT)		
Water intensity (optional) – the relevant metric may be selected by the Entity	1.90	2.23

Note: PPP Factor taken as FY 24 -20.29 & CY 25- 20.64 from IMF Website - <https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/ADVEC/WEOWORLD>

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No.

4. Provide the following details related to water discharged:

Parameter	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
No treatment	0	0
With treatment – please specify level of treatment	0	0
(ii) To Ground water		
No treatment	0	0
With treatment – please specify level of treatment	0	0
(iii) To Sea water		
No treatment	0	0
With treatment – please specify level of treatment	0	0
(iv) Sent to third parties		
No treatment	15,642.02	11092.01*
With treatment – please specify level of treatment	1,902.05	1042.55
(v) Others (Using for Gardening Purpose)		
No treatment	0	0
With treatment – (Primary, Secondary and Tertiary treatment)	113613.75	85186.05**
Total water discharged (in kilolitres)	131157.82	97320.61

* Sent to CETP with permission from SPCB

** Used for gardening with permission from SPCB

Note: Indicate if any independent assessment / evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. – No



5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Yes, Company has established a mechanism in compliance with the requirements specified by the State Pollution Control Board consent conditions. Sewage Treatment Plants (STPs) and Effluent Treatment Plants (ETPs) have been installed to facilitate the recycling of waste water. The treated water is further utilized in various processes, gardening, cooling tower top-ups, toilet flushing, and other applications. Moreover, Zero Liquid Discharge mechanism implemented at the Company's Unit at Forgings Bangalore Plant 2, Iron Casting Urse, Gears Chakan, and Gears Rajkot Unit 3 & Unit 2 demonstrates a commitment to environmental sustainability. Zero Liquid Discharge implies that no liquid effluent is discharged outside the facility after the treatment process, contributing to a more sustainable and eco-friendly approach to industrial processes. This aligns with environmental best practices and regulatory compliance.

6. Details of air emissions (other than GHG emissions) by the entity, as follows:

Parameter	Please specify unit	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
NOx	microgram/Nm3	21.76*	21.61
SOx	microgram/Nm3	12.11*	11.56
Particulate matter (PM)	microgram/Nm3	47.82*	50.19
Persistent organic pollutants (POP)	microgram/Nm3	Not Applicable	Not Applicable
Volatile organic compounds (VOC)	microgram/Nm3	Not Applicable	Not Applicable
Hazardous air pollutants (HAP)	microgram/Nm3	Not Applicable	Not Applicable
Others – please specify	microgram/Nm3	Not Applicable	Not Applicable

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)
If yes, name of the external agency. No

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	13412.53	11006.7**
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	81853	80371.71**
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	MT / ₹Cr	0.0000019	0.0000020
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for purchasing power parity PPP (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted from PPP)		0.000000461	0.00004063**
Total Scope 1 and Scope 2 emission intensity in terms of physical output (Per MT)			
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	MT CO ₂ e/MT	0.387	0.412
Total Biogenic Emission	MT CO ₂ e/MT	471.17	917.75



*Data updated as Emission, conversion and PPP factor updated, GHG Inventory reported using market based approach & GHG Protocol, EF taken for calculation of scope 2 as 0.710 for CY 25 & 0.727 for FY 24 as per CEA 2024 guidelines.

** data includes Company owned vehicle fuel consumption, emission, conversion and PPP factor updated

PPP Factor taken as FY 24 -20.29 & CY 25- 20.64 from IMF Website - [World Economic Outlook \(October 2025\)](#) - Implied PPP conversion rate

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

Yes. The Company has undertaken several measures to reduce its overall GHG Emissions.

For conservation of energy following initiatives were undertaken by the Company, which has helped in reducing the GHGs:

1. Motor & Equipment Energy Optimization

Optimization of motor capacities for oil circulation pumps, grinding machines, presses (Kurimoto, Schuler, Bret, Verson, Erfurt, Cold Forging), and replacement of old motors with IE3 energy-efficient motors.

2. Pump & Hydraulic System Efficiency Improvements

Replacement of coolant pumps with energy-efficient models and elimination of unnecessary pumps through piping and hydraulic system modifications.

3. Variable Frequency Drive (VFD) Implementation

Installation of VFDs for compressors, pumps, fans, and selected process equipment to match energy consumption with operational load.

4. Idle Energy Elimination through Automation

Elimination of idle running in motors, presses, pumps, hydraulic systems, and vacuum pumps through PLC logic, timers, and automatic shut-off controls.

5. Compressed Air System Optimization

Plant-wide compressed air leakage survey and rectification, synchronization of compressor pipelines, installation of NRVs in main pipelines, optimization of compressor pressure settings, and installation of air solenoid valves for idle cut-off in machines.

6. Energy-Efficient Compressor Upgradation

Replacement of high-power compressors with VFD-based energy-efficient compressors and provision of a dedicated small compressor for laboratory air requirements.

7. HVAC & Cooling System Efficiency Improvements

Replacement of old air conditioners with inverter-based energy-efficient ACs, presetting of temperature controls at 24°C, elimination of AC usage through UPS room ducting, and chiller idle power consumption elimination.

8. Cooling Tower & Heat Exchange Optimization

Optimization of cooling tower fans and pumps, and installation of water-cooled heat exchangers to improve heat rejection efficiency.

9. Lighting Energy Efficiency & Controls

Replacement of conventional lighting with LED fixtures, installation of LDRs, timers, and motion sensors for shop floors, street lighting, office areas, and common utilities.

10. Renewable & Low-Energy Ventilation Solutions

Installation of solar lighting and high-volume low-speed (HVLS) fans in weld shops to reduce conventional electricity consumption.

11. Thermal Process & Furnace Efficiency Improvements

Upgrade of annealing furnace insulation by replacing ceramic lining with vacuum-formed fiber boards and implementation of heat recovery systems for dryer boxes.

12. Power Quality & Electrical Loss Reduction

Improvement of power factor and electrical efficiency through installation of APFC / Detuned RTPFC systems, ASVG panels, harmonic filters, and replacement of old 1000 kVA transformers with energy-efficient transformers.



13. Alternative Heating Solutions

Adoption of heat pumps in place of conventional electrical heaters to improve heating efficiency and reduce overall energy consumption.

9. Provide details related to waste management by the entity:

Parameter	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	303.1	258.41
E-waste (B)	15.19	19.82
Bio-medical waste (C)	0.04	0.04
Construction and demolition waste (D)	257	575.03
Battery waste (E)	3.09	0.4
Radioactive waste (F)	0	0
Other Hazardous waste. Please specify, if any. (G)	2392.57	2209.5
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	90550.34	96657.41
Total (A+B + C + D + E + F + G+ H)	93521.33	99720.61
Waste intensity per rupee of turnover (Total waste generated/ Revenue from operations)	0.0000019	0.0000022
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.00000045	0.00004434
Waste intensity in terms of physical output (Per MT)		
Waste intensity (optional) – the relevant metric may be selected by the entity	0.380	0.450
Biogenic waste in MT	801.63	
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	67509.58	50809.24
(ii) Re-used	1230.67	1967.27
(iii) Other recovery operations	685.75	23345.4
Total	69426	76121.91
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	626.16	751.37
(ii) Landfilling	23380.91	23578.15
(iii) Other disposal operations	88.16	21129.01
Total	24095.23	45458.53

*Data updated after internal verification and using better accounting practices and PPP factor updation.

PPP Factor taken as FY 24 -20.29 & CY 25 -20.64 from IMF Website - [World Economic Outlook \(October 2024\)](#) - Implied PPP conversion rate

Note: Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency- No



10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Company has obtained the required authorisations from the respective State Pollution Control Boards for the management of hazardous and non-hazardous waste. Waste management practices include segregation at source, storage in designated areas, and maintenance of records related to waste generation and disposal, in line with applicable regulatory requirements. Waste is disposed of or recycled through authorised recyclers, facilities, or agencies, and statutory returns are filed as prescribed.

The Company conducts periodic training programmes for personnel involved in waste handling, storage, and disposal to enhance awareness and compliance. Hazardous and other regulated chemicals are handled by trained personnel in accordance with Safety Data Sheets (SDS), and their usage is monitored with efforts to optimise consumption based on operational requirements. These practices support compliance with environmental regulations and responsible waste management.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no the reasons thereof and corrective action taken, if any.
Not Applicable			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N).

Yes. The Company is compliant with the applicable laws pertaining to Water (Prevention and Control of Pollution) Act, 1974, Air (Prevention and Control of Pollution) Act, 1981, Environment Protection Act, 1986 and rules made thereunder.

If not, provide details of all such non-compliances, as following:

S. No.	Specify the law/ regulation/guidelines which was not complied with	Provide details of the non - compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken if any
Not Applicable				

Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

(i) Name of the area

(ii) Nature of operations

Not Applicable, since none of the plant is situated in water stress area as per Central Ground Water Authority (CGWA) guidelines.



Water withdrawal, consumption and discharge as follows:

Parameter	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	Not Applicable	
(ii) Ground water		
(iii) Third party water		
(iv) Seawater / desalinated water		
(v) Others		
Total volume of water withdrawal (in kilolitres)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover (Water consumed / turnover)		
Water intensity (optional) – the relevant metric may be selected by the entity		
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water	Not Applicable	
- No treatment		
- With treatment – please specify level of treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)
If yes, name of the external agency. No



2. **Please provide details of total Scope 3 emissions & its intensity,:** The Company is in process of mapping data required. Hence, Not Applicable

Parameter	Unit	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Total Scope 3 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)		Not Applicable	Not Applicable
Total Scope 3 emissions per rupee of turnover			
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. - No

3. **With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.**

Not Applicable

4. **If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Reduction in Energy Consumption Intensity	Motor & Equipment Energy Optimization Optimization of motor capacities for oil circulation pumps, grinding machines, presses (Kurimoto, Schuler, Bret, Verson, Erfurt, Cold Forging), and replacement of old motors with IE3 energy-efficient motors. Pump & Hydraulic System Efficiency Improvements Replacement of coolant pumps with energy-efficient models and elimination of unnecessary pumps through piping and hydraulic system modifications. Variable Frequency Drive (VFD) Implementation Installation of VFDs for compressors, pumps, fans, and selected process equipment to match energy consumption with operational load. Idle Energy Elimination through Automation Elimination of idle running in motors, presses, pumps, hydraulic systems, and vacuum pumps through PLC logic, timers, and automatic shut-off controls. Compressed Air System Optimization Plant-wide compressed air leakage survey and rectification, synchronization of compressor pipelines, installation of NRVs in main pipelines, optimization of compressor pressure settings, and installation of air solenoid valves for idle cut-off in machines. Energy-Efficient Compressor Upgradation Replacement of high-power compressors with VFD-based energy-efficient compressors and provision of a dedicated small compressor for laboratory air requirements. HVAC & Cooling System Efficiency Improvements Replacement of old air conditioners with inverter-based energy-efficient ACs, presetting of temperature controls at 24°C, elimination of AC usage through UPS room ducting, and chiller idle power consumption elimination.	Reduction in Energy intensity



Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
		8. Cooling Tower & Heat Exchange Optimization Optimization of cooling tower fans and pumps, and installation of water-cooled heat exchangers to improve heat rejection efficiency. 9. Lighting Energy Efficiency & Controls Replacement of conventional lighting with LED fixtures, installation of LDRs, timers, and motion sensors for shop floors, street lighting, office areas, and common utilities. 10. Renewable & Low-Energy Ventilation Solutions Installation of solar lighting and high-volume low-speed (HVLS) fans in weld shops to reduce conventional electricity consumption. 11. Thermal Process & Furnace Efficiency Improvements Upgrade of annealing furnace insulation by replacing ceramic lining with vacuum-formed fiber boards and implementation of heat recovery systems for dryer boxes. 12. Power Quality & Electrical Loss Reduction Improvement of power factor and electrical efficiency through installation of APFC / Detuned RTPFC systems, ASVG panels, harmonic filters, and replacement of old 1000 kVA transformers with energy-efficient transformers. 13. Alternative Heating Solutions Adoption of heat pumps in place of conventional electrical heaters to improve heating efficiency and reduce overall energy consumption.	
2	Increase use of Renewable Energy	1. Cleaning of solar panels to increase the generation 2. Increasing Group Captive Solar Generation 3. Installation of Roof Top Solar panels 4. Addition of 5.8 MW Group Captive Solar power plant 5. Installation of Solar Street Lights	Renewable electricity increased to about 58.29%
3	Reduction in Water Consumption Intensity	1. STP Upgradation & Treated Water Reuse Installation of ultrafiltration after STP and reuse of treated water for toilet flushing, washrooms (post plumbing modification), gardening, secondary operations, and cooling tower makeup in place of raw water. 2. RO Reject & Process Water Reuse 100% reuse of RO reject water for toilet flushing, urinals, solar panel cleaning, plate cleaning, and other non-potable applications, along with reuse of auxiliary water streams such as compressor moisture routed to ETP. 3. Rainwater Harvesting & Integration Installation of rainwater harvesting system and integration of RWH pipelines with cooling tanks and reuse networks to maximize recovery of rainwater. 4. Cooling Tower & Drain Water Recovery Collection and reuse of cooling tower drain and overflow water through dedicated recovery mechanisms, supported by sub-metering for monitoring.	Reduction in Water Consumption Intensity



Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
		5. Overflow Prevention & Tank Level Automation Installation of dual control systems including mechanical float valves, solenoid valves, and level sensors in overhead and cooling water tanks to prevent overflow and optimize water storage. 6. Leakage Detection & Loss Prevention Systematic identification and arresting of water leakages (including gun leakage) across the plant to minimize losses. 7. Water-Efficient Fixtures & Flow Controls Installation and replacement of water aerators, spring-return taps, and push cocks across washrooms, canteen areas, and buildings to reduce consumption. 8. Water Metering & Water Balance Installation of new water meters and sub-meters at critical points and periodic water balancing of the plant to monitor consumption, recovery, and efficiency. 9. Process Segregation for Improved Recovery Segregation of sewage pipelines (including canteen areas) to enhance water recovery efficiency and reduce losses.	
4	Reduction in Material Consumption Intensity	1. Returnable & Optimized Packaging Adoption of returnable and reusable packaging (bins, PP boxes, pallets, plastic bins, metal trolleys), elimination of single-use/primary packaging, increase in parts per package, and extension of packaging life through design and in-house repairs. 2. Material Yield & Weight Reduction Yield improvement, input material thickness reduction, component weight reduction, and design optimization initiatives to reduce raw material consumption and improve net-to-gross weight ratio. 3. Circularity & Scrap Utilization Reuse of off-cuts, scrap, and reusable wooden boxes for material collection, promoting circular material use and reduction of virgin material demand. 4. Process Optimization & VA/VE Projects VA/VE-led process improvements including reduction of welding, optimization of consumable usage, elimination of non-value-adding operations, and efficiency improvements in pressing, welding, and forming processes. 5. Consumable, Chemical & Energy Load Reduction Optimization and reduction of consumables (welding wire, abrasives, oils), control of process parameters, spatter reduction, and replacement of high-impact process chemicals to reduce effluent load. 6. Digitalization & Governance Controls Digitization of inspection and reporting processes, reduction in paper usage, localization of consumables, supplier-side improvements, and strengthened process monitoring and controls.	Reduction in Material Consumption Intensity



Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
5.	Reduction in Hazardous Waste Intensity	Oil, Coolant & Chemical Consumption Reduction Installation of magnetic and grade-wise filtration systems, reuse of filtered hydraulic and coolant oil for lubrication, reduction of oil leakages, and optimization of rust oil, graphite, paint, and methanol consumption through process control and returnable supply systems. Process & Tooling Optimization Enhancement of tool inspection methodology by shifting from consumable-based inspection (powders/chemicals) to contour tracking, process loss reduction through equipment optimization, and improvement in paint and consumable utilization efficiency. Consumable Reuse & Life Extension Reuse of buffing pads, controlled issuance and reduced usage of cotton waste, and in-house cleaning and reuse of hand gloves to minimize consumable waste generation. Waste Segregation & Hazard Reduction Segregation of waste at source including oily and non-oily gloves, provision of dedicated waste collection bins, third-party testing of gloves and buffing pads to eliminate hazardous waste classification, and implementation of paperless filtration systems.	Reduction in Hazardous Waste Intensity
6	Reduction in Non Hazardous Waste Intensity	Component Weight & Yield Optimization Multiple part weight reduction and yield improvement initiatives implemented through design optimization, input weight reduction, insert-type die design, re-profiling of tools, and process improvements, resulting in lower raw material consumption and scrap reduction. VA/VE-Led Raw Material & Scrap Reduction Value Analysis / Value Engineering projects undertaken to reduce raw material sizes, bar-end losses, off-cut generation, and fabrication scrap, while enabling reuse of scrap and modified fixtures in production. Circularity & Reuse of Materials Increased utilization of off-cuts, reuse of HT fixtures after modification, alternative use of copper and fabrication scrap, and adoption of alternative materials for cleaning and production support activities. Sustainable & Returnable Packaging Solutions Adoption of alternate and returnable packaging including bins, pallets, PP boxes, wooden boxes, and returnable plastic packaging from suppliers and customers; reduction of stretch wrap and elimination of single-use packaging wherever feasible. Consumable & Waste Reduction Reduction in consumption of key consumables, alternative use of materials to replace disposable consumables, and initiatives aimed at minimizing non-hazardous waste generation and achieving zero waste to landfill.	Reduction in Non-Hazardous Waste Intensity



Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
7	Reduction in Fuel, Gases & Chemical Consumption Intensity	Cleaner Fuel Adoption & Logistics Optimization Transition to cleaner fuel vehicles including CNG and electric forklifts, with plans to replace diesel forklifts; rescheduling and optimization of forklift movements to reduce fuel and energy consumption. Fuel & Energy Consumption Reduction in Utilities Reduction in genset utilization, installation of underground power cables to minimize power interruptions, and implementation of modulation systems in Thermopac to improve energy efficiency. Furnace & Heat Treatment Efficiency Improvements Batch size optimization and weight efficiency improvements in furnaces and heat treatment processes (including ~9% improvement in underweight batches), resulting in reduced LPG, LDO, and energy consumption per MT of production. Fuel Switching & Heat Recovery Initiatives Conversion from LPG to PNG for burners, compressed air/oil heat recovery systems to reduce propane consumption, and process optimization leading to measurable annual fuel savings. Process Parameter Optimization Reduction in operating temperatures (e.g., phosphate tank), improved cutting oil/coolant selection and validation, and optimized application of rust preventive oils through controlled pumping and spray systems. CO2 & Gas Consumption Control Measures Installation of CO2 gas manifolds, gas locking parameters, monitoring meters at gas banks, and leakage arresting actions to reduce gas consumption, losses, and emissions. Leakage Prevention & Resource Conservation Arresting coolant, hydraulic, lubrication oil, and gas leakages to minimize resource losses, residual waste, and indirect emissions. Low-Carbon & Efficient Support Infrastructure Installation of energy-efficient cooking systems (boilers, roti-making machines) and emission control devices on DG sets to reduce fuel usage and exhaust emissions.	Reduction in Fuel Consumption Intensity
8	Transport Management (Reduction in No of Trips In- bound & Out-bound) Utilization of Vehicle Capacity	Fleet Optimization & Cleaner Fuel Transition Progressive conversion of transport vehicles to CNG/EV and LNG (including RM suppliers), with plans to replace diesel forklifts with electric forklifts, covering inbound and outbound logistics. Trip Reduction & Load Maximization Full utilization of vehicle load capacity through replacement of small vehicles with higher-capacity trucks, monitoring vehicle weight vs capacity, and increasing vehicle capacity to reduce the number of trips. Route & Dispatch Efficiency Improvements Direct material dispatch to customers, optimized inbound-outbound vehicle movement, clubbing of multiple loads into single trips, and use of return empty vehicles for incoming materials and packaging.	Overall Transport Vehicle Capacity Utilization increased up to 97%.



Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
		4. Packaging & Handling Optimization Increased components per box and per trip, reducing trips per dispatch (e.g., dispatch density improvement at Kandivali and Igatpuri plants). 5. Localization & Insourcing Initiatives Development of suppliers near plant locations to reduce transport distances and shift from outsourcing to insourcing through in-house machining and billet cutting installations	
9.	Green Belt Development	1. Tree Plantation inside plant premises 2. Tree Plantation under CSR activities nearby plants 3. Tree survival monitoring 4. Tree Plantation in Forest Land 5. Tree identification and numbering	Total 9381 trees were planted across all locations of the Company

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link

Yes. The Company has a Business Continuity Plan (BCP) as part of its Risk Management framework. Disaster management plans are in place at each manufacturing unit to address natural and man-made emergencies, with the objective of ensuring safety of personnel, protection of assets, regulatory compliance, and continuity of operations. Each plant maintains an Emergency Preparedness Manual outlining emergency scenarios, roles and responsibilities of the Emergency Response Team (ERT), communication protocols, fire protection systems, chemical and fuel storage details, and incident reporting procedures. Periodic mock drills and employee training are conducted to test preparedness and enable timely response and recovery.

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

The Company at the time of onboarding a Supplier, requires suppliers to submit a self-assessment on pre-determined questionnaire, covering various aspects of sustainability. Each supplier also submit ESG (Environmental, Social, and Governance) commitment declarations as a pre-requisite to become a supplier to the Company. A review of such self-assessment and the declarations submitted by the Suppliers does not highlight any substantial adverse impacts on the environment arising from Company's value chain.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

As a part of the self-assessment and declaration, as stated above, 100% of the Company's suppliers have completed the self-assessment and expressed their commitment to comply with ESG Principles including the Principle 7, Principle 8, and Principle 9 of the UN Global Compact, specifically addressing environmental commitments.

However, it's important to note that, no independent assessment has been carried out to evaluate the environmental impacts of the Company's value chain partners.

8. How many green credits have been generated or procured

- By the listed entity - The entity has taken 100 TCO2e green credits in CY 25 for the vendor Conference to make a carbon Neutral event, out of which 18 green credits were consumed
- By the top ten (in terms of value of purchases and sales, respectively) value chain partners - Not Applicable

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

The Company operates its business within the national and international legislative and policy framework and does not engage in influencing public and regulatory policy. Instead, it encourages complete cooperation and diligence from every individual during inspections, information requests, or procedures that Public Authorities may deem necessary.



The Company may become members of trade and industry chambers or associations and other similar collective platforms. These memberships provide avenues for conveying industry concerns to policy makers. This collaborative approach allows the company to participate in industry dialogue and contribute to the development of policies that impact its sector.

Essential indicators

1. **a. Number of affiliations with trade and industry chambers/associations- Nine**
- b. List of the top 10 trade and industry chambers/associations (determined based on the total members of such body) the Company is a member of/affiliated to:**

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/ National)
1.	Confederation of Indian Industry	National
2.	Association of Indian Forging Industry (AIFI)	National
3.	Indian Machine Tool Manufacturer's Association (IMTMA)	National
4.	Automotive Component Manufacturers Association of India (ACMA)	National
5.	Maratha Chambers of Commerce & Agriculture (MCCIA)	State
6.	Bommasandra Industrial Association	State
7.	Jigani Industrial Association	State
8.	Attibele Industrial Association	State
9.	Society of Indian Automobile Manufacturers (SIAM)	National

2. **Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the Company, based on adverse orders from regulatory authorities**

Name of the authority	Brief of the case	Corrective action taken
NIL		

Leadership Indicators

1. **Details of public policy positions advocated by the Company:**

S. No.	Public Policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/ No)	Frequency of Review by Board (Annually/ Half yearly/Quarterly/ Others- please specify)	Web Link, if available
The Company operates the business within national and international legislative and policy framework and does not engage in influencing public and regulatory policy.					

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

The Company is committed to its social responsibilities and takes initiatives to serve the society as a good corporate citizen.

In accordance with the Corporate Social Responsibility (CSR) Policy, the Company's CSR activities are focused in the areas of (i) Education and Skill Development (ii) Promotion of Health Care and Sanitation (iii) Environment and (iv) Community Development. These activities reflects Company's commitment to ethical and impactful community engagement.

Detailed information on CSR activities undertaken by the Company is available in the Annual Report on CSR Activities, included in the Annual Report-2025.



A summary of these activities is also available on the company's website at the provided weblink.: <https://www.cie-india.com/csrOLD1.html>

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amount paid to PAFs in the FY (In INR)
Not Applicable						

3. Describe the mechanisms to receive and redress grievances of the community.

Any stakeholder can report their genuine concerns through the Whistle Blower Channel available at the weblink: <https://www.cie-india.com/assets/pdf/governance/policies/Whistle%20Blower%20Policy.pdf>

The grievances are redressed in accordance with the Whistle Blower Policy of the Company.

Apart from the Whistle Blower Mechanism, the ESG Policy of the Company provides dedicated communication channels through which the Company may receive grievances of the community. The Company will endeavor to redress the same in accordance with the principles laid down under the Policy. Further, the Global contact for any issue related to ESG and Society available under CIE Group's Global ESG Policy, details of which are available at the weblink: <https://cieautomotive.com/en/contacto>.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2025 (Current Financial Year)	FY2024 (Previous Financial Year)
Directly sourced from MSMEs/small producers	46%	19%
Directly from within India	97%	96%

Note – Total MSMEs registered in vendor master increased from 2211 to 6866

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost to

Location	FY 2025 (Current Financial Year)	FY 2024 (Previous Financial Year)
Rural	47.80%	52.6%
Semi-urban	32.54%	33.8%
Urban	15.64%	10.4%
Metropolitan	4.02%	3.2%

*Calculation based on the factory location



Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above) **Not Applicable**
2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies: **Not Applicable**
3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No) – **NO**
 (b) From which marginalized /vulnerable groups do you procure? – **Not Applicable**
 (c) What percentage of total procurement (by value) does it constitute? – **Not Applicable**
4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge: **Not Applicable**
5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved. **Not Applicable**

6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	ESEP- Employee Social Engagement Program	11812	100%
2	Lakshya- CIE India Institute of Skills	300	100%
3	Santulan 2	380	100%
4	GEMS 2 (Green Education Movement in Schools) in four Schools	1961	100%
5	LOTUS 2 (Learning Opportunity & Training for Upliftment of Special Students) in fifteen Schools	1170	100%
6	SaniSafe	7750	100%
7	Green Belt 1	20000	100%
8	Green Belt 2	20000	100%
9	WASH 3 (Water, Sanitation & Hygiene) in Two Schools	916	100%
10	Green Belt 3	20000	100%
11	Special Ambulance to Indian Army	10000	100%
12	WASH 5 (Water, Sanitation & Hygiene) in Seven Schools	2650	100%
13	WASH 6 (Water, Sanitation & Hygiene) in Five Schools	501	100%
14	WASH 7 (Water, Sanitation & Hygiene) in Five Schools	699	100%
15	WASH 8 (Water, Sanitation & Hygiene) in Three Schools and One PHC	26203	100%
16	WASH 9 (Water, Sanitation & Hygiene) in Five Schools	582	100%



S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
17	GEMS 3 (Green Education Movement in Schools) at Bengaluru	375	100%
18	Kallubalu Lake Maintenance Project	24445	100%
19	CLASS (Computer Literacy And Smart Skills)	200	100%
20	Cleanliness Initiatives in School	288	100%
21	I-LEAP (Innovative Learning to Excel Academic Progress)	288	100%
22	WASH 4 (Water, Sanitation & Hygiene) in Three Schools	552	100%

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

In 2025, CIE Automotive India Limited consistently met the evolving requirements of Original Equipment Manufacturers (OEMs) and Tier-1 suppliers by delivering high-quality components in a timely and reliable manner. This performance reflects our unwavering adherence to the Company's Quality Policy, which emphasizes value creation through operational excellence, dependable delivery, and superior customer service.

Our multi-technology manufacturing capabilities enable us to cater to diverse customer requirements across product platforms and applications. Customer satisfaction is further strengthened through continuous product and process improvements, driven by preventive actions, structured reviews, focused training programs, and systematic knowledge sharing across operations.

This commitment is firmly anchored in our Global Quality Policy, which integrates quality excellence with environmental stewardship. By proactively incorporating customer feedback and concerns into our operational framework, we ensure a balanced approach to quality enhancement and environmental protection, thereby supporting sustainable growth and long-term customer partnerships.

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Customer satisfaction remains central to CIE Automotive India Limited's commercial and operational philosophy. Our engagement spans the entire customer lifecycle—from business development and project execution to serial production and after-sales support.

Any deviations or concerns are addressed promptly through established escalation and feedback mechanisms. While the Company does not interact directly with end consumers, it systematically manages complaints and claims raised by OEMs and Tier-1 customers. These are handled in strict compliance with automotive industry-standard operating procedures, ensuring timely resolution, root-cause analysis, and implementation of corrective and preventive actions.

This structured approach reinforces our commitment to service excellence and enduring customer relationships.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	All products and components are manufactured strictly in accordance with specifications provided by OEMs and Tier-1 customers. The Company does not directly supply products to end consumers.
Safe and responsible usage	
Recycling and/or safe disposal	Product usage parameters are defined and communicated by customers as part of their design and application requirements. Recycling and disposal guidelines are determined by customers in line with applicable regulatory and end-use considerations



3. Number of consumer complaints in respect of the following:

	FY2025 (Current Financial Year)		Remarks	FY2024 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	0	0	Not Applicable	0	0	Not Applicable
Advertising	0	0	Not Applicable	0	0	Not Applicable
Cyber- security	0	0	Not Applicable	0	0	Not Applicable
Delivery of essential services	0	0	Not Applicable	0	0	Not Applicable
Restrictive Trade Practices	0	0	Not Applicable	0	0	Not Applicable
Unfair Trade Practices	0	0	Not Applicable	0	0	Not Applicable
Other (received in Ordinary Course of Business relating to operational issues and not involving any ESG issues)	749	8	-	717	15	-

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	0	Not Applicable
Forced recalls	0	Not Applicable

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes. The Company has established a robust framework for cyber security and data privacy. Cyber security risk is incorporated into the overall Risk Control and Management Policy of the Company. This policy, inclusive of cyber security measures, is available for reference at the provided weblink. This approach underscores the Company's commitment to addressing and managing risks related to cyber security and ensuring the protection of sensitive data.:

<https://www.cie-india.com/assets/pdf/governance/policies/Risk%20Control%20and%20Management%20Policy.pdf>

6. Provide details of any corrective actions taken or underway on issues relating to advertising and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

The Company has established a comprehensive framework for cyber security and data privacy, which forms an integral part of its Risk Control and Management Policy. Cyber security risks are periodically assessed and managed through defined controls and governance mechanisms.

<https://www.cie-india.com/assets/pdf/governance/policies/Risk%20Control%20and%20Management%20Policy.pdf>



7. Provide the following information relating to data breaches:

- a. Number of instances of data breaches along with impact: 0
- b. Percentage of data breaches involving personally identifiable information of customers: 0
- c. Impact if any, of the data breaches: 0

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Information related to the Company's products and services is available on the official website: i.e., <https://www.cie-india.com>

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

All products are manufactured strictly in accordance with customer specifications. Consequently, guidance on usage, safety, and impact is determined by customers based on their end-application requirements.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

In the event of any disruption or discontinuation of essential services, customers are promptly informed through established communication channels. The Company's Quality Management Systems include contingency planning, supported by risk assessments and reviews using the Common Reference Architecture (CORA) framework. This ensures preparedness, continuity, and resilience across operations.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey

Yes, As a B2B auto components manufacturer supplying directly to OEMs, the Company does not display product information publicly. However, it provides product information to customers over and above statutory requirements through quality documents and traceability details as per OEM agreements. Traceability numbers are punched on components to enable identification, particularly for quality-related issues. The Company also actively monitors customer satisfaction through structured customer satisfaction surveys. In addition, plant leadership tracks and addresses customer complaints on an ongoing basis to ensure continuous improvement and enhanced customer satisfaction.



STANDALONE FINANCIAL STATEMENTS



INDEPENDENT AUDITOR'S REPORT

To the Members of CIE Automotive India Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of CIE Automotive India Limited (the "Company") which comprise the standalone balance sheet as at 31 December 2025, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("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 31 December 2025, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. 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.

Revenue from Sale of Products

See Note 2.5 and Note 23 to standalone financial statements	
The Key audit matter	How the matter was addressed in our audit
The Company's revenue is derived primarily from sale of automobile components ("goods"). Revenue from the sale of goods is recognised upon the transfer of control to the customer. The Company and its external stakeholders focus on revenue as a key performance metric, which also contains significant related party transactions. Accordingly, revenue recognition has been identified as a key audit matter.	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence: - We assessed the appropriateness of Company's accounting policies for revenue recognition by comparing with applicable accounting standards. - We evaluated the design, implementation and operating effectiveness of key internal controls over recognition of revenue. - We performed substantive testing by selecting samples (using statistical sampling) of revenue transactions recorded during the year by testing the underlying documents which included sales invoices, shipping documents and proof of deliveries, to assess whether these are recognised in the appropriate period in which control is transferred. - We tested, on a sample basis, (using statistical sampling), specific revenue transactions recorded before and after the financial year-end date to assess whether revenue is recognised in the financial period in which control is transferred.

**See Note 2.5 and Note 23 to standalone financial statements**

The Key audit matter	How the matter was addressed in our audit
	- For revenue from sale of goods to related parties, we verified the Company's analysis in relation to arm's length assessment and involved our internal specialists. - We tested journal entries pertaining to revenue recognised during the year, by considering specified risk based criteria, to identify unusual or irregular items. - We assessed the adequacy of disclosures made in the standalone financial statements with respect to revenue recognised during the year as required by applicable Ind AS.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and auditor's report thereon.

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

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

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting



from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 of the current period 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 Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2A. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on 07 January 2026, 08 January 2026, 09 January 2026, 12 January 2026 and 16 January 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 December 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"
- B. 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, in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Company has disclosed the impact of pending litigations as at 31 December 2025 on its financial position in its standalone financial statements - Refer Note 30 to the standalone financial statements.



- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - d. (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 37 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 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.
(ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 38 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
 - e. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend. As stated in Note 13 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
 - f. Based on our examination which included test checks, the Company has used accounting softwares for maintaining books of account which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software.
- Further, for the periods where audit trail facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for records retention.
- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:
- In our opinion and according to the information and explanations given to us, the remuneration paid/payable by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid/payable to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **BSR & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Abhishek

Partner

Place: Pune, India

Date: 19 February 2026

Membership No.: 062343

ICAI UDIN:26062343VBOHHQ8669



Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of CIE Automotive India Limited for the year ended 31 December 2025

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of 3 years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties mentioned in the table below) disclosed in the standalone financial statements are held in the name of the Company.

Description of the property	Gross Carrying Value (INR million)	Held in Name of	Whether promoter, director or their relative or employee	Period held since	Reason for not being held in name of Company
Building	2,880.07	Mahindra CIE Automotive Limited	No	1995 to 2025	Refer Note below*
	232.20	Mahindra UGINE Steel Co. Ltd	No	2015 to 2025	Refer Note below**
	497.49	Bill Forge Private Limited	No	1994 to 2025	Refer Note below**
	61.27	Vishranti Engineering (P) Ltd	No	2000 to 2018	Refer Note below**
	172.30	Coimbatore City Building Syndicate Pvt Ltd.	No	2008 to 2025	Refer Note below**
Sub-total	3,843.33				
Land	384.70	Mahindra CIE Automotive Limited	No	1994 to 2022	Refer Note below*
	24.99	Mahindra UGINE Steel Co. Ltd	No	2014	Refer Note below**
	522.49	Bill Forge Private Limited	No	2005 to 2018	Refer Note below**
	66.09	Vishranti Engineering (P) Ltd	No	1995 to 2018	Refer Note below**
	21.00	Coimbatore City Building Syndicate Pvt Ltd.	No	2000 to 2018	Refer Note below**
Sub-total	1,019.27				
Leasehold land	713.24	Mahindra CIE Automotive Limited	No	1999 to 2021	Refer Note below*
Sub-total	713.24				
Leasehold Building	363.88	Bill Forge Private Limited	No	2015 to 2019	Refer Note below**
	158.80	Mahindra CIE Automotive Limited	No	2021 to 2023	Refer Note below*
Sub-total	522.68				
Total	6098.52				

* The Company has changed its name from Mahindra CIE Automotive Limited to CIE Automotive India Limited in the year ended 31 December, 2023. The Company is in the process of getting these properties transferred in its name.



** These properties are in the name of Mahindra UGINE Steel Co. Limited, Bill Forge Private Limited, Vishranti Engineering (P) Ltd and Coimbatore City Building Syndicate Private Limited. These Properties have vested into the Company pursuant to amalgamations of these entities with the Company. The Company is in the process of getting these properties transferred in its name.

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
 - (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii. (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments and provided loans in respect of which the requisite information is as below. The Company has not made any investments in firms, Limited liability partnership or any other parties.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to any other entity as below:

Particulars	Guarantees	Security	Loans (INR million)	Advances in nature of loans
Aggregate amount during the year to the – Subsidiaries*	Nil	Nil	₹ 9,283.50	Nil
Balance outstanding as at balance sheet date – Subsidiaries*	Nil	Nil	₹ 1,479.52	Nil

*As per the Companies Act, 2013

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made and the terms and conditions of the grant of loans given during the year are prima facie, not prejudicial to the interest of the Company. The Company has not provided guarantee or security, granted advances in the nature of loans during the year.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular except for the loan of INR 983.02 million given to CIE Hosur Limited and loan of INR 10,265.00 million given to CIE Aluminium Casting India Limited ('CACIL') which is repayable on demand. As informed to us, the Company has demanded and received repayment of the loan amounting to INR 233.50 given to CIE Hosur Limited and loan of INR 9,535 million given to CIE Aluminium Casting Limited. The Company has not demanded repayment of loan amounting to INR 749.52 million given to CIE Hosur Limited and loan of INR 730.00 million given to CIE Aluminium Casting India Limited ('CACIL') during the year and thus, there has been no default on the part of the party to whom the money has been lent. The payment of interest has been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.



- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion 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 except for the following loan to related parties as defined in Clause (76) of Section 2 of the Companies Act, 2013 ("the Act"):

	All Parties (INR million)	Promoters (INR million)	Related Parties (INR million)
Aggregate of loans given during the year			
- Repayable on demand (A)	₹ 9,283.50	Nil	₹ 9,283.50
- Agreement does not specify any terms or period of Repayment (B)	Nil	Nil	Nil
Total (A+B)	₹ 9,283.50	Nil	₹ 9,283.50
Percentage of loans given during the year to the total loans	100%	0%	100%

- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of 186 of the Companies Act, 2013 in respect of the loans and investments made. The Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Section 185. Further, the Company has not given any guarantees or security during the year and accordingly, to this extent, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited with the appropriate authorities, though there have been slight delays in a few cases of Income-Tax, Professional Tax and Provident fund dues referred to in Note 18 to the financial statements.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 December 2025 for a period of more than six months from the date they became payable. We draw attention to Note 18 to the financial statements which more fully explains the matter regarding non payment of provident fund contribution pursuant to Supreme Court judgement dated 28 February 2019:

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:



Name of the statute	Nature of dues	Gross Demand *(INR million)	Period which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	173.19	FY 2004-05 to 2017-18	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	20.43	FY 2009-10	High Court, Mumbai
Income Tax Act, 1961	Income Tax	15.69	FY 2019-20	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	14.06	FY 2020-21	Income Tax Appellate Tribunal, Mumbai
Income Tax Act, 1961	Income Tax	23.03	FY 2011-12	Income Tax Appellate Tribunal, Bengaluru
Service Tax Act, 1994	Service Tax	6.93	FY 2015-16 to 2016-17	CESTAT, Mumbai
Service Tax Act, 1994	Service Tax	8.17	FY 2009-10 to 2011-12	CESTAT, Bangalore
Service Tax Act, 1994	Service Tax	1.31	FY 2016-17	CESTAT, Telangana
Service Tax Act, 1994	Service Tax	1.57	FY 2008 to 2010	Adjudicating Authority
The Central Excise Act, 1944	Excise duty	12.27	FY 2016-17	Tribunal
The Central Excise Act, 1944	Excise duty	16.72	FY 2008-09 to 2012-13	CESTAT, Mumbai
The Central Excise Act, 1944	Excise duty	27.65	FY 2004-05 to FY 2007-08	Commissioner of Central Excise (Appeals), Pune
The Central Excise Act, 1944	Excise duty	19.61	FY 2010-11 to FY 2015-16	Commissioner of Central Excise (Appeals), Raigad
The Central Excise Act, 1944	Excise duty	92.54	FY 2015-16 to 2018-19	CESTAT, Telangana
The Central Excise Act, 1944	Excise duty	3.87	FY 2009-10	Commissioner of Central Excise (Appeals), Raigad
The Central Sales Tax Act, 1956	Sales Tax	2.93	FY 2010-11 to 2011-12	High Court, Uttarakhand
Goods and Service Tax, 2016	GST	5.13	FY 2017-18 to 2019-20	Commissioner of Central Tax, Telangana
Good and Service Tax, 2016	GST	2.75	FY 2019-20	Commissioner of Central Tax, Karnataka
Goods and Service Tax, 2016	GST	1.32	FY 2020-21	Apellate Authority, Haryana
Goods and Service Tax, 2016	GST	13.57	FY 2020-21 to 2022-23	Apellate Authority, Coimbatore
Goods and Service Tax, 2016	GST	1.06	FY 2021-22	Deputy Commissioner of Haryana
Goods and Service Tax, 2016	GST	1.29	FY 2021-22	Apellate Authority, Madhya Pradesh
Goods and Service Tax, 2016	GST	10.34	FY 2020-21 to FY 2022-23	Appellate Authority, Telangana
Employee State Insurance Act, 1948	ESIC	55.29	FY 2017-18 to 2021-22	Employee Insurance Court, Nashik
Maharashtra Stamp Act, 1958	Stamp Duty	4.09	FY 2015-16	Chief Controlling Revenue Authority
Maharashtra Stamp Act, 1958	Stamp Duty	82.96	FY 2007-08	High Court, Mumbai
Provident Fund Act, 1952	Provident Fund	8.04	FY 2017-18	High Court, Mumbai

*The above gross demand includes amount paid under protest pertaining to Income Tax Act, 1961 of INR 44.37 million, Goods and Service tax Act, 2016 of INR 3.48 million, Service tax Act 1994 of INR 0.38 million, The Central Excise Act, 1944 of INR 6.94 million and Employee State Insurance Act, 1948 of INR 27.05 million.



- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans during the year and the term loans obtained in the previous periods were fully utilised in the respective periods. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associates as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.



- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
 - (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
 - (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.
- (b) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any ongoing project. Accordingly, clause 3(xx)(b) of the Order is not applicable.

For **BSR & Co. LLP**

Chartered Accountants

Firm's Registration No.: 101248W/W-100022

Abhishek

Partner

Place: Pune, India
Date: 19 February, 2026

Membership No.: 062343
ICAI UDIN: 26062343VBOHHQ8669



Annexure B to the Independent Auditor's Report on the standalone financial statements of CIE Automotive India Limited for the year ended 31 December 2025

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

Opinion

We have audited the internal financial controls with reference to financial statements of CIE Automotive India Limited ("the Company") as of 31 December 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 December 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

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

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

Auditor's Responsibility

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

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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



Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

the degree of compliance with the policies or procedures may deteriorate.

For **BSR & Co. LLP**

Chartered Accountants

Firm's Registration No.: 101248W/W-100022

Abhishek

Partner

Place: Pune, India

Membership No.: 062343

Date: 19 February, 2026 ICAI UDIN:26062343VBOHHQ8669



Balance Sheet as at 31 December, 2025

		(₹ in Million)	
		As at 31 December, 2025	As at 31 December, 2024
Note No.			
I	ASSETS		
1	NON-CURRENT ASSETS		
	(a) Property, Plant and Equipment	5 12,876.35	12,969.57
	(b) Capital Work-in-Progress	5 1,059.70	567.88
	(c) Right-of-use assets	5 669.48	757.43
	(d) Goodwill	6 10,167.05	10,167.05
	(e) Other Intangible Assets	7 36.44	17.25
	(f) Financial Assets		
	(i) Investments	8 17,798.15	17,665.56
	(ii) Loans	8B 730.00	-
	(iii) Other Financial Assets	8A 342.94	211.38
	(g) Income Tax Assets (net)	229.54	234.49
	(h) Other Non-Current Assets	10 645.78	339.36
	TOTAL NON-CURRENT ASSETS	44,555.43	42,929.97
2	CURRENT ASSETS		
	(a) Inventories	11 4,868.03	4,545.29
	(b) Financial Assets		
	(i) Investments	8 14,056.15	9,909.71
	(ii) Trade Receivables	9 3,886.32	4,119.27
	(iii) Cash and Cash Equivalents	12 869.46	1,575.53
	(iv) Bank balances other than (iii) above	12 265.03	235.50
	(v) Loans	8B 749.52	1,964.52
	(c) Other Current Assets	10 477.20	385.06
	TOTAL CURRENT ASSETS	25,171.71	22,734.88
	TOTAL ASSETS	69,727.14	65,664.85
II	EQUITY AND LIABILITIES		
1	EQUITY		
	(a) Equity Share Capital	13 3,793.62	3,793.62
	(b) Other Equity	14 53,084.25	49,532.90
	TOTAL EQUITY	56,877.87	53,326.52
2	NON-CURRENT LIABILITIES		
	(a) Financial Liabilities		
	(i) Borrowings	15 -	-
	(ii) Lease Liabilities	5 111.79	198.43
	(b) Provisions	18 499.13	618.78
	(c) Deferred Tax Liabilities (net)	19 2,944.58	2,873.12
	(d) Other Non-Current Liabilities	22 39.99	-
	TOTAL NON-CURRENT LIABILITIES	3,595.49	3,690.33
3	CURRENT LIABILITIES		
	(a) Financial Liabilities		
	(i) Borrowings	15 -	-
	(ii) Lease Liabilities	5 120.38	127.67
	(iii) Trade Payables	16 1,745.23	359.76
	- Total outstanding dues of Micro enterprises and Small enterprises; and	5,079.27	5,751.97
	- Total outstanding dues of creditors other than Micro enterprises and Small enterprises		
	(iv) Other Financial Liabilities	17 225.67	198.58
	(b) Other Current Liabilities	22 1,202.11	1,364.05
	(c) Provisions	18 622.02	542.89
	(d) Current Tax Liabilities (Net)	259.10	303.08
	TOTAL CURRENT LIABILITIES	9,253.78	8,648.00
	TOTAL EQUITY AND LIABILITIES	69,727.14	65,664.85

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

This is the Balance Sheet referred to in our report of even date.

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

Firm Registration No. 101248W/W-100022

Abhishek

Partner

Membership No. 062343

For and on behalf of the Board of Directors of

CIE AUTOMOTIVE INDIA LIMITED

Ander Arenaza Alvarez

Executive Director & Group CEO - DIN : 07591785

Manoj Menon

Executive Director & CEO - DIN : 07642469

Sunil Narke

CEO-Forging Division

K. Jayaprakash

Chief Financial Officer

Alan Savio D'Silva Picardo

Independent Director - DIN : 08513835

Rajendra Vadlapudi

CEO-Iron Casting Division

Pankaj Goyal

Company Secretary &

Compliance officer

FCS: F13037

Pune, February 19, 2026

Pune, February 19, 2026



Statement of Profit and Loss for the year ended 31 December, 2025

(₹ in Million except earning per share data)

	Note No.	Year ended 31 December, 2025	Year ended 31 December, 2024
Income			
I Revenue from operations	23	48,964.02	45,634.70
II Other Income	24	1,925.02	1,728.00
III Total Income (I+II)		50,889.04	47,362.70
IV Expenses			
(a) Cost of materials consumed	25	24,530.42	23,223.29
(b) Changes in inventories of finished goods and work-in-progress	25	(240.80)	66.52
(c) Employee benefits expense	26	4,867.53	4,490.54
(d) Finance costs	27	72.84	116.73
(e) Depreciation and amortisation expense	5 & 7	1,517.63	1,436.60
(f) Other expenses	28	12,171.11	10,534.89
Total Expenses (IV)		42,918.73	39,868.57
V Profit before tax (III - IV)		7,970.31	7,494.13
VI Income Tax Expense			
1 Current tax	20	1,742.06	1,642.35
2 Deferred tax	20	58.98	17.65
Total tax expense		1,801.04	1,660.00
VII Profit after tax (V-VI)		6,169.27	5,834.13
VIII Other comprehensive income /(loss)			
(i) Items that will not be reclassified to profit or loss:			
Remeasurement of post-employment benefit obligation	29	50.27	(13.61)
(ii) Income tax relating to items that will not be reclassified to profit or loss	20	(12.65)	3.43
Other comprehensive income /(loss) for the year, net of tax		37.62	(10.18)
IX Total comprehensive income for the year (VII+VIII)		6,206.89	5,823.95
X Earnings per equity share of face value of ₹ 10 each :			
Basic earnings per share	32	16.26	15.38
Diluted earnings per share	32	16.26	15.38

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

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

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

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Pune, February 19, 2026

Pune, February 19, 2026



Statement of Changes in Equity for the year ended 31 December, 2025

(₹ in Millions Except no. of shares)

A. Equity Share Capital

	Number of Shares Nos.	Equity share capital Amount
Balance as at 01 January, 2025	379,362,377	3,793.62
Changes in equity share capital during the year		
Balance as at 31 December, 2025	379,362,377	3,793.62
Balance as at 01 January, 2024	379,362,377	3,793.62
Changes in equity share capital during the year		
Balance as at 31 December, 2024	379,362,377	3,793.62

B. Other Equity

	Reserves and surplus						Total
	Capital Reserve	Securities Premium Reserve	General Reserve	Capital Redemption Reserve	Retained Earnings	Remeasurement of post employment benefit obligation	
Balance as at 01 January, 2025	6,501.93	15,371.84	6,535.76	164.71	21,083.81	(125.15)	49,532.90
Profit for the year	-	-	-	-	6,169.27	-	6,169.27
Other comprehensive income (net of income tax)	-	-	-	-	-	37.62	37.62
Total Comprehensive Income for the year	-	-	-	-	6,169.27	37.62	6,206.89
Dividend paid during the year	-	-	-	-	(2,655.54)	-	(2,655.54)
Other Changes	-	-	-	-	(7.20)	7.20	-
Balance as at 31 December, 2025	6,501.93	15,371.84	6,535.76	164.71	24,590.34	(80.33)	53,084.25
Balance as at 01 January, 2024	6,501.93	15,371.84	6,535.76	164.71	17,146.49	(114.97)	45,605.76
Profit for the year	-	-	-	-	5,834.13	-	5,834.13
Other comprehensive income (net of income tax)	-	-	-	-	-	(10.18)	(10.18)
Total Comprehensive Income for the year	-	-	-	-	5,834.13	(10.18)	5,823.95
Dividend paid during the year	-	-	-	-	(1,896.81)	-	(1,896.81)
Other changes	-	-	-	-	-	-	-
Balance as at 31 December, 2024	6,501.93	15,371.84	6,535.76	164.71	21,083.81	(125.15)	49,532.90

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

This is the Statement of Changes in Equity referred to in our report of even date.

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

Firm Registration No. 101248W/W-100022

Abhishek

Partner

Membership No. 062343

Pune, February 19, 2026

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Pune, February 19, 2026

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CEO-Iron Casting Division

Pankaj Goyal

Company Secretary &

Compliance officer

FCS: F13037



Statement of Cash Flows for the year ended 31 December, 2025

(₹ in Million)

	Year ended 31 December, 2025	Year ended 31 December, 2024
I Cash flows from operating activities		
Profit before tax	7,970.31	7,494.13
Adjustments for:		
Finance costs	72.84	116.73
Interest Income on financial assets measured at amortised cost	(194.64)	(158.20)
Net (Gain) on sale of investment and change in fair value of investments held at FVTPL	(456.04)	(389.68)
Net loss/ (gain) on disposal of Property, Plant and Equipment	(5.30)	(10.90)
Depreciation and amortisation expense	1,517.63	1,436.60
Dividend Income	(946.49)	(1,026.13)
Liabilities written back no longer required	(2.10)	(6.20)
Share based payments	-	59.47
Government grants	(97.12)	-
	7,859.09	7,515.82
Change in operating assets and liabilities:		
Decrease in trade and other receivables	232.95	498.22
(Increase)/ Decrease in inventories	(322.74)	115.35
(Increase)/ Decrease in other assets	(86.39)	32.79
Increase/ (Decrease) in trade payables	712.77	(35.67)
Increase in provisions	9.75	4.20
(Decrease) in other liabilities	(161.94)	(105.77)
	384.40	509.12
Cash Generated from Operations	8,243.49	8,024.94
Income taxes paid (Net)	(1,781.10)	(1,385.41)
Net cash generated from operating activities	6,462.39	6,639.53
II Cash flows from investing activities		
Purchase of Property, Plant and Equipment	(2,133.79)	(1,827.31)
Purchase of current investments (net)	(3,690.39)	(1,768.12)
Proceeds from sale of Property, Plant and Equipment	22.65	32.08
Investment in Others	(17.32)	-
Net changes in earmarked balances and margin accounts withbanks	(30.22)	-
Investments in bank deposits (having original maturity of more than 3 months)	0.69	(225.60)
Proceeds from maturity of bank deposits	-	213.00
Sale of Investment in others	4.35	-
Investment in Associates	(13.13)	(36.04)
Dividend Received	840.00	905.08
Interest received	194.64	158.20
Loan given to subsidiaries	(9,283.50)	(9,236.50)
Repayment of loans by subsidiaries	9,768.53	8,141.50
Net cash used in investing activities	(4,337.49)	(3,643.71)
III Cash flows from financing activities		
Repayment of short term borrowings (net)	-	(719.25)
Proceeds from Subsidiary Company borrowings	-	48.50
Repayment of Subsidiary Company borrowings	-	(48.50)
Dividend paid	(2,644.28)	(1,888.81)
Interest paid	(48.48)	(82.33)
Payment of principal elements of lease payments	(113.85)	(110.32)
Payment of interest on lease liabilities	(24.36)	(34.40)
Net cash used in financing activities	(2,830.97)	(2,835.11)
IV Net increase in cash and cash equivalents	(706.07)	160.71
Cash and cash equivalents at the beginning of the year	1,575.53	1,414.82
*Effect of exchange rate changes on cash and cash equivalents	-	-
V Cash and cash equivalents at the end of the year	869.46	1,575.53

* Amount is below the rounding off norm adopted by the Company.

Refer note 5 for movement of lease liabilities and note 15 for movement of borrowings.

Standalone Statement of Cash flow has been prepared under the indirect method as set out in the Ind AS 7 "Statement of Cash Flows"

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

This is the Cash Flow Statement referred to in our report of even date.

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

Firm Registration No. 101248W/W-100022

Abhishek

Partner

Membership No. 062343

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Company Secretary &
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FCS: F13037

Pune, February 19, 2026

Pune, February 19, 2026



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

1. General information

CIE Automotive India Limited and activities

CIE Automotive India Limited (CIE-India) is a Company incorporated in India having its registered office at G Block, Bhosari Industrial Estate, Near BSNL Office, Bhosari, Pune - 411026. The Corporate Identification Number of the Company is CIN: L27100PN1999PLC245720. CIE is engaged in the business of production and sale of automotive components to original equipment manufacturers and other customers (including leading suppliers of components) in India and overseas.

The Company has manufacturing facilities in various locations across the country in India. CIE has an established presence in each of these locations and supplies automotive components to its customers based there and exports products to customers based in other countries as well.

These standalone financial statements for the year ended 31 December, 2025 were approved for issue by the Board of Directors in accordance with their resolution dated February 19, 2026.

2. Summary of material accounting policies

2.1 Basis of presentation

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, notified under section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act. The financial statements have been prepared on a historical cost basis, except for share based payments, non-current assets and disposal group classified as held for sale, derivative financial instruments and certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in INR Millions except earnings per share data, number of equity shares and unless stated otherwise. All values are rounded to the nearest Million except when otherwise indicated.

2.2 Segment information

Operating segments are reported consistently with the internal reporting provided to the Chief Operating Decision Maker (CoDM). Performance is measured based on segment results (profit before tax) as included in internal reporting which is reviewed by one of the Executive Directors who is also the Company's CoDM. Segment profit is used to measure performance as management believes that such information is most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis. The Company has opted for an exemption as per para 4 of IND AS 108. Segment information is thus given in the consolidated financial statements of the Company.

2.3 Current and non-current classification

An asset is current when:

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

All other assets are classified as non-current.

A liability is current when:

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



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

The Company classifies all other liabilities as non-current.

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

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

2.4 Foreign currencies

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. Realized gains and losses and also exchange differences arising on translation at year end exchange rates of monetary assets and monetary liabilities outstanding at the end of the year are recognized in the statement of Profit and Loss.

2.5 Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has concluded that it is principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer. The policy of recognising the revenue is determined by the five-stage model proposed by Ind AS 115 "Revenue from contract with customers".

Sale of goods

Revenue from the sale of goods is recognised when the performance obligation is satisfied and usually coincides with the point in time when control of the asset is transferred to the customer, generally on the date of the bill of lading for export sales and generally on delivery for domestic sales. The normal credit term is 30 to 90 days upon delivery. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the Company considers the effect of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to the customer, if any.

Tooling Income

Revenue from tooling income is recognised when the performance obligation is satisfied and usually coincides with at the point in time when the control of the die is transferred, which is generally on receipt of the customer's approval as per the terms of the contract. The normal credit term is 30 to 90 days.

Sale of Services

Revenue from the sale of services is in nature of job work on customer product which normally takes 1–4 days for completion and accordingly, revenue is recognised when products are sent to the customer on which job work is completed. The normal credit period is 60 days.

2.6 Other Revenue

Export incentives

Revenue from export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable assurance and condition precedent to claim are fulfilled.

Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividends

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders of the investor Company approve the dividend.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2.7 Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset.

2.8 Taxes

Current income tax

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

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences.

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

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

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

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Goods and Services taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognized net of the amount of Goods and Services taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognized as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2.9 Leases

As a Lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Lease payments are allocated between the principal (liability) and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- amounts expected to be payable by the lessee under residual value guarantees
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Leasehold land – up to 95 years
- Building – up to 13 years
- Vehicles – up to 6 years

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss.

Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT-equipment and small items of office equipments.

As a Lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

2.10 Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of items.

Subsequent costs are included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit and loss during



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

the reporting period in which they are incurred.

Depreciation is calculated on a straight-line basis over the estimated useful lives, of the assets as follows (single shift basis):

- Building 3 to 60 years
- Furniture and fixtures 5 to 10 years
- Office equipment 5 to 10 years
- Vehicles 5 to 8 years
- Other fixed assets 3 to 10 years

The depreciation policy historically applied by CIE to productive assets (plant, machinery and tools) is to systematically apply depreciation based on the useful lives of the assets concerned. These useful lives were estimated in accordance with the actual production capacity of the assets and their residual value, as well as a maximum useful life for each asset.

For certain plants and machineries, the Management applies unit of production method for depreciation. By using the units of production method, annual depreciation charges adapt to changes in production levels, on the understanding that this best reflects the expected pattern of consumption of the future economic benefits embodied by the assets. Units of production method of depreciation is calculated for these categories of plant, machinery, based on the actual production levels attained by the assets and their residual value.

For other plant and equipment, where usage and efflux of time is primary determinant, the Company continues to depreciate assets using straight-line basis over the estimated useful lives of the assets as follows:

- Plant and equipment (other than those stated above) 3 to 25 years

The Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of building, plant and equipment over estimated useful lives or based on production, which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

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 income statement when the asset is derecognized.

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

2.11 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

Amortisation is calculated on a straight-line basis over the estimated useful lives of 3 to 5 years.

The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognized in the statement of profit and loss.

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



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2.12 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

2.13 Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition is 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 weighted average basis.
- Finished goods and work in progress: Cost includes cost of direct materials and labour cost and a proportion of manufacturing overheads based on the normal operating capacity but excludes borrowing costs. Cost is determined on weighted average basis.
- Stores and spares: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
- Loose tools: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable 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 realisable value is made on an item-by-item basis.

2.14 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash flows from other assets or groups of assets (cash-generating units). 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.

In assessing the 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.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five year. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

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



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

determined, net of depreciation, had no impairment loss been recognized for the asset in prior year. Such reversal is recognized in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually as at 31 December or upon identification of an impairment indicator. Impairment is determined for goodwill by assessing the recoverable amount of each CGU to which the goodwill relates. In assessing the recoverable amount of the CGU, 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. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at 31 December at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

2.15 Provisions

General

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

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

2.16 Retirement and other employee benefits

Provident fund & National Pension Scheme (NPS): The eligible employees of the Company are entitled to receive the benefits of Provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary which are charged to the Standalone statement of profit and loss on accrual basis. The provident fund contributions are paid to the Regional Provident Fund Commissioner by the Company. The Company has no further obligations for future provident fund. In addition the Company and employees, as eligible also contributes to the national pension scheme. This is also a defined contribution plan.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability), and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognizes related restructuring costs

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

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



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company recognizes expected cost of short-term employee benefit as an expense, when an employee renders the related service. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

2.17 Share based payments

Share based compensation benefits are provided to employees via the Stock Appreciation Rights.

Liabilities for the Company's share appreciation rights are recognised as employee benefit expense over the relevant service period. The liabilities are remeasured to fair value at each reporting date. The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.18 Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares, if any.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after-income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of the additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.19 Financial assets and Financial liabilities

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

Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

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

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



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Investment in subsidiaries

Investment in subsidiaries is carried at cost less impairment as per Ind AS 27 Separate Financial Statements.

Subsequent measurement

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial liabilities

Initial recognition and measurement

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

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs

The Company's financial liabilities include trade and other payables.

2.20 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.21 Dividend

The Company recognizes a liability to make cash or non-cash distributions to equity holders of the parent when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders.

2.22. (a) Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If the receivable is expected to be collected within a period of 12 months or less from the reporting date, they are classified as current assets otherwise as non-current assets.

Trade receivables are measured at their transaction price unless it contains a significant financing component or pricing adjustments embedded in the contract.

Loss allowance for expected lifetime credit loss is recognised on initial recognition of the trade receivables.

A) Measurement

(i) Recognition and initial measurement

Trade receivables and debt securities 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 asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(ii) Presentation of allowance for ECL

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

(iii) Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or portion thereof.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2.22. (b) Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration in form of advance from customer (or an amount of consideration is due). If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs the obligation as per the contract.

2.23 Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from supplier. Account payable is classified as current liabilities if payment is due within one year or less.

Trade payables are non-interest bearing and are generally settled on 30 to 90 days terms.

3. Financial risk management

3.1 Financial risk factors

The Company's activities expose it to a variety of financial risks viz. market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

a. Market risk

Market risk is the risk that changes in market prices – e.g. foreign exchange rates, interest rates, and equity prices – will affect the Company income or the value of its holdings of financial instruments. The objective of the market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

(i) Foreign Currency Risk:-

The Company operates internationally, and the business is transacted in several currencies. Consequently, the Company is exposed to foreign exchange risk through its sale and purchase of goods and services in mainly USD, EURO and GBP.

The exposure on the rest of the assets denominated in other foreign currencies in respect of operations is not material.

The Company's exposure to foreign currency risk at the year end expressed in INR Million is as follows:

	31 December, 2025				31 December, 2024			
	USD	EUR	GBP	Other Currencies	USD	EUR	GBP	Other Currencies
Financial Assets								
Trade Receivables	393.27	195.55	9.55	-	454.11	172.60	14.69	8.87
Cash and Cash equivalents	7.37	4.10	1.00	3.00	7.41	7.16	-	0.17
Net exposure to foreign currency risk (assets)	400.64	199.65	10.55	3.00	461.52	179.76	14.69	9.04
Financial Liabilities								
Trade Payables	37.34	77.74	5.26	3.76	103.10	21.96	6.97	2.77
Net exposure to foreign currency risk (liabilities)	37.34	77.74	5.26	3.76	103.10	21.96	6.97	2.77
	363.30	121.91	5.29	(0.76)	358.42	157.80	7.72	6.27

For the year ended 31 December, 2025 and 31 December, 2024 every ten percentage appreciation/depreciation in the exchange rate between the Indian rupee and U.S. Dollar, would have affected the Company's incremental operating margins by approximately ₹ 36.33 Million and ₹ 35.80 Million, respectively.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Further every ten percentage appreciation/depreciation in the exchange rate between the Indian rupee and Euro, would have affected the Company's incremental operating margins by approximately ₹ 12.19 Million and ₹ 15.77 Million, respectively.

Further every ten percentage appreciation/depreciation in the exchange rate between the Indian rupee and GBP, would have affected the Company's incremental operating margins by approximately ₹ 0.53 Million and ₹ 0.77 Million, respectively.

The sensitivity for net exposure of other currencies does not have material impact to the Statement of Profit and Loss.

Sensitivity analysis is computed based on the changes in the receivables and payables in foreign currency upon conversion into functional currency, due to exchange rate fluctuations in the previous reporting period and the current reporting period.

(ii) 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 change in market interest rates. The Company's exposure to the risk of changes in market interest rates relates to the Company's debt obligations with floating interest rates.

	31 December, 2025	31 December, 2024
Financial assets and liabilities		
Financial assets	20,169.41	18,015.91
Financial liabilities	(7,282.34)	(6,636.41)
	12,887.07	11,379.50

Interest rate sensitivity

There are no long term borrowings as at the year end.

b. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's objective when managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

- (i) The prudent management of liquidity risk entails maintaining enough cash and available financing through sufficient credit facilities. In this respect CIE strategy, articulated by its Treasury Department, is to maintain the necessary financing flexibility through the availability of committed credit lines. Additionally, and on the basis of its liquidity needs, the Company uses liquidity facilities (non-recourse factoring and the sale of financial assets representing receivable debts, transferring the related risks and rewards). Management monitors the Company's forecast liquidity requirements together with the trend in net debt.

The calculation of liquidity and net debt at 31 December, 2025 and 31 December, 2024 is calculated as follows:

	31 December, 2025	31 December, 2024
Cash and bank balances (Note 12)	1,134.49	1,811.03
Other current financial assets – Investments (Note 8)	14,056.15	9,909.71
Undrawn credit facilities and loans	2,652.50	2,649.20
Liquidity buffer	17,843.14	14,369.94
Other financial liabilities (Note 5 and 17)	457.84	524.68
Cash and bank balances (Note 12)	(1,134.49)	(1,811.03)
Other current financial assets – Investments (Note 8)	(14,056.15)	(9,909.71)
Surplus cash and cash equivalents	(14,732.80)	(11,196.06)



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(ii) Maturities of financial liabilities

The table below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities	31 December, 2025		31 December, 2024	
	Less than 1 year	More than 1 year	Less than 1 year	More than 1 year
Trade Payables (Note 16)	6,824.50	-	6,111.73	-
Other financial liabilities (Note 5 & 17)	346.05	111.79	326.25	198.43
Total	7,170.55	111.79	6,437.98	198.43

The Company believes that the on-going initiatives will prevent liquidity shortfalls. In this respect, management expects that the cash generated will be sufficient to service payment obligations for the next twelve months.

The Company monitors the Company's forecast liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining enough headroom on its undrawn committed borrowing facilities at all times so that the Company does not breach borrowing limits or covenants on any of its borrowing facilities.

Noteworthy is the existence at 31 December, 2025 of ₹ 2,652.50 Million in unused loans and credit lines (31 December, 2024: ₹ 2,649.20 Million)

One of the Company's strategies is to ensure the optimisation and maximum saturation of the resources assigned to the business. The Company therefore pays special attention to the net operating working capital invested in the business. In this regard, as in previous years, considerable work has been performed to control and reduce collection periods for trade and other receivables, as well as to optimise accounts payable with the support of banking arrangements to mobilise funds and minimise inventories through logistic and industrial management, allowing JIT (just in time) supplies to our customers.

c. Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and investments in debt securities.

Credit risk from cash and cash equivalents and bank deposits is considered immaterial in view of the creditworthiness of the banks the Company works with. If management detects liquidity risk in respect of its banks under certain specific circumstances, it recognises impairment provisions as warranted.

In addition, Company has specific policies for managing customer credit risk; these policies factor in the customers' financial position, past experience and other customer specific factors.

With respect to customer credit limits, it should be noted that the Company policy is to spread its volumes across customers or manufacturing platforms.

One of the customer exceeds 10% of the Company's turnover for the years 2025 and 2024. Revenue from operations to this customer in 31 December, 2025 are INR 19,068.78 Million (31 December, 2024: INR 16,425.56 Million).

(i) Trade receivables

Credit risk arises from the possibility that customer will not be able to settle their obligations as and when agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, analysis of historical bad debts, ageing of accounts receivable and forward looking information. Individual credit limits are set accordingly.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

The Company uses Expected Credit Loss (ECL) model to assess the impairment gain or loss. As per ECL simplified approach, the Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account a continuing credit evaluation of Company's customers financial condition; aging of trade accounts receivable; the value and adequacy of collateral received from the customers in certain circumstances (if any); the Company's historical loss experience; and adjustment based on forward looking information. The Company defines default as an event when there is no reasonable expectation of recovery.

3.2 Fair value estimation

Fair value measurement

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period (Refer Note 21).

3.3 Capital risk management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and benefits for the other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company can adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. Consistent with others in the industry the Company monitors capital on the basis of the leverage ratio, this ratio is calculated as net debt divided by total capital employed. Net debt is calculated as total borrowings plus current financial liabilities less cash, cash equivalents and current financial assets, all of which are shown in the annual accounts. Total capital employed is calculated as 'equity', as shown in the standalone annual accounts, plus net debt.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Calculation of Gearing ratio:

	31 December, 2025	31 December, 2024
Net financial Debt/(Surplus) (Note 3.1(b))	(14,732.80)	(11,196.06)
Equity (Note 13 and 14)	56,877.87	53,326.52
Less: Long term investment (Note 8)	(17,798.15)	(17,665.56)
Total Capital Employed	24,346.92	24,464.90
Gearing Ratio	#	#

Gearing ratio is not applicable since the Company has no Net Financial Debt.

4. Accounting estimates and judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions affecting the application of accounting policies and the amounts presented under assets and liabilities, income and expenses. Actual results may differ from these estimates.

a) Estimated impairment loss on goodwill (Note 6)

The Company tests annually whether goodwill has suffered any impairment.

The recoverable amounts of cash-generating units basically which were determined on the basis of calculations of value in use did not give rise to impairment risks on the Company's goodwill at 31 December, 2025 and as at 31 December, 2024.

b) Income tax and deferred tax (Note 19 and 20)

Income tax expense for the period ended 31 December, 2025 has been estimated based on profit before taxes, as adjusted for any permanent and/or temporary differences envisaged in tax legislation governing the corporate income tax base calculation. The tax is recognized in the income statement, except insofar as it relates to items recognized directly in equity, in which case, it is also recognized in equity.

Tax credits and deductions and the tax effect of applying tax-loss carry forwards that have not been capitalised are treated as a reduction in the corporate income tax expense for the year in which they are applied or offset.

The calculation of income tax expense did not require the use of significant estimates except in tax credits recognized in the year and claim of goodwill, which was at all times consistent with the annual financial statements.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the annual accounts. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred taxes on temporary differences are recognized when arising on investments in subsidiaries, associates and joint ventures, except in those cases where the Company can control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

Deferred tax assets deriving from the carry forward of unused tax credits and unused tax losses are recognised to the extent that it is probable that future taxable profit will be available against which the tax assets can be utilised. In the case of investment tax credits the counterpart of the amounts recognized is the deferred income account. The tax credit is accrued as a decrease in expense over the period during which the items of property, plant and equipment that generated the tax credit are depreciated, recognizing the right with a credit to deferred income.

c) Pension benefits (Note 29)

The present value of the Company's pension obligations depends on a series of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

The Company determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Company considers the interest rates of Government bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the terms of the related pension obligation. Other key assumptions for employee benefits are based in part on current market conditions.

d) **Assessment of carrying value of Equity Investments in Subsidiaries (Note 8)**

On an annual basis, the Company evaluates whether an impairment is required to the carrying value of Equity investment in its subsidiaries. The recoverable amounts of cash-generating units basically which were determined on the basis of calculations of value in use did not give rise to impairment risks on the carrying value of Company's Equity investments at 31 December, 2025.

e) **Legal Contingencies (Note 30)**

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

4.1 **Recent Accounting Pronouncements**

The Ministry of Corporate Affairs ("MCA") issues new standards and amendments to existing standards under the Companies (Indian Accounting Standards) Rules from time to time.

On May 9, 2025, the MCA issued amendments to Ind AS 21 – The Effects of Changes in Foreign Exchange Rates, providing enhanced guidance on assessing currency exchangeability and determining the appropriate exchange rate when a currency is not readily exchangeable.

Further, on August 13, 2025, the MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2025, introducing revisions to multiple standards, including:

- Ind AS 1: Clarifications on the classification of liabilities as current or non-current, including considerations relating to covenant compliance and the entity's right to defer settlement as at the reporting date.
- Ind AS 7 and Ind AS 107: Additional disclosure requirements for supplier finance arrangements aimed at enhancing transparency regarding their effect on liabilities and cash flows.
- Ind AS 12: A temporary exception from recognising deferred tax assets and liabilities arising from the OECD Pillar Two global minimum tax rules, together with related disclosure requirements.
- Ind AS 101: Transitional relief for first-time adopters with respect to lease classification.

These amendments are effective upon publication in the Official Gazette and will apply to annual reporting periods beginning on or after April 1, 2026. The Company has assessed the impact of these amendments on its financial statements and does not expect any material impact on account of the same.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

5. Property, Plant and Equipment

The details and movements in property, plant and equipment are as follows:

For the year 2025

Description of Assets	Land	Building	Plant and Equipment	Furniture and Fixtures, tools and furnishings	Office Equipment	Vehicles	Computer / EDP Equipment	Total	Capital Work-in-Progress
I. Gross Carrying Amount									
Balance as at 01 January, 2025	1,032.57	3,781.35	18,863.50	120.14	148.17	116.45	71.34	24,133.52	567.88
Additions	(1.81)	72.69	1,169.96	3.45	12.77	38.65	18.96	1,314.67	938.90
Disposals/ Capitalisation	-	(1.27)	(197.78)	(1.29)	(6.44)	(28.17)	(10.03)	(244.98)	(447.08)
Balance as at 31 December, 2025	1,030.76	3,852.77	19,835.68	122.30	154.50	126.93	80.27	25,203.21	1,059.70
II. Accumulated depreciation and impairment									
Balance as at 01 January, 2025	-	(1,167.90)	(9,788.05)	(69.54)	(65.45)	(39.23)	(33.78)	(11,163.95)	-
Depreciation expense for the year	-	(145.21)	(1,154.69)	(15.94)	(25.68)	(24.33)	(24.69)	(1,390.54)	-
Disposals	-	0.83	191.35	1.29	6.41	17.82	9.93	227.63	-
Balance as at 31 December, 2025	-	(1,312.28)	(10,751.39)	(84.19)	(84.72)	(45.74)	(48.54)	(12,326.86)	-
III. Net carrying amount	1,030.76	2,540.49	9,084.29	38.11	69.78	81.19	31.73	12,876.35	1,059.70



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

For the year 2024

Description of Assets	Land	Building	Plant and Equipment	Furniture and Fixtures, tools and furnishings	Office Equipment	Vehicles	Computer / EDP Equipment	Total	Capital work-in-Progress
I. Gross Carrying Amount									
Balance as at 01 January, 2024	1,032.57	3,416.04	17,376.05	99.02	108.12	107.14	70.17	22,209.11	371.63
Additions	0.08	368.73	1,686.27	22.63	43.93	25.85	15.69	2,163.18	1,080.87
Disposals / Capitalization	(0.08)	(3.42)	(198.82)	(1.51)	(3.88)	(16.54)	(14.52)	(238.77)	(884.62)
Balance as at 31 December, 2024	1,032.57	3,781.35	18,863.50	120.14	148.17	116.45	71.34	24,133.52	567.88
II. Accumulated depreciation and impairment									
Balance as at 01 January, 2024	-	(1,034.28)	(8,866.14)	(60.84)	(52.37)	(23.13)	(31.60)	(10,068.36)	-
Depreciation expense for the year	-	(136.87)	(1,109.23)	(10.14)	(16.75)	(23.62)	(16.57)	(1,313.18)	-
Disposals	-	3.25	187.32	1.44	3.67	7.52	14.39	217.59	-
Balance as at 31 December, 2024	-	(1,167.90)	(9,788.05)	(69.54)	(65.45)	(39.23)	(33.78)	(11,163.95)	-
III. Net carrying amount	1,032.57	2,613.45	9,075.45	50.60	82.72	77.22	37.56	12,969.57	567.88



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(i) Contractual obligation

Refer note 30 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(ii) Capital Work-in-Progress

Capital Work-in-Progress mainly comprises of capital expenditure incurred pertaining to plant and equipment not yet capitalised.

Capital work-in-progress ageing schedule

31 December, 2025	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Projects in progress	1,059.70	-	-	-	1,059.70
Projects temporarily suspended	-	-	-	-	-
Total	1,059.70	-	-	-	1,059.70
31 December, 2024	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Projects in progress	473.66	94.12	0.10	-	567.88
Projects temporarily suspended	-	-	-	-	-
Total	473.66	94.12	0.10	-	567.88

There are no projects whose completion is overdue or that have exceeded their cost compared to original plan.

Title deeds of Immovable Properties not held in name of the Company:

Description of the property	Gross Carrying Value	Period held since (range) (date of acquisition)	Whether in the name of promoter, director or their relative or employee	Held in Name of	Reason for not being held in name of Company
Building	2,880.07	1995 to 2025	No	Mahindra CIE Automotive Limited	Refer Note 2 below
Building	232.20	2015 to 2025	No	Mahindra UGINE Steel Co. Ltd	Refer Note 1 below
Building	497.49	1994 to 2025	No	Bill Forge Private Limited	Refer Note 1 below
Building	61.27	2000 to 2018	No	Vishranti Engineering (P) Ltd	Refer Note 1 below
Building	172.30	2008 to 2025	No	Coimbatore City Building Syndicate Pvt Ltd	Refer Note 1 below
Sub-total Building	3,843.33				
Land	384.70	1994 to 2022	No	Mahindra CIE Automotive Limited	Refer Note 2 below
Land	24.99	2014	No	Mahindra UGINE Steel Co. Ltd	Refer Note 1 below
Land	522.49	2005 to 2018	No	Bill Forge Private Limited	Refer Note 1 below
Land	66.09	1995 to 2018	No	Vishranti Engineering (P) Ltd	Refer Note 1 below
Land	21.00	2000 to 2018	No	Coimbatore City Building Syndicate Pvt Ltd	Refer Note 1 below
Sub-total Land	1,019.27				
Leasehold land	713.24	1999 to 2021	No	Mahindra CIE Automotive Limited	Refer Note 2 below
Sub-total Leasehold land	713.24				
Leasehold Building	363.88	2015 to 2019	No	Bill Forge Private Limited	Refer Note 1 below
Leasehold Building	158.80	2021 to 2023	No	Mahindra CIE Automotive Limited	Refer Note 2 below
Sub-total Leasehold Building	522.68				
Total	6,098.52				

Note :

- These properties are in the name of Bill Forge Private Limited, Mahindra UGINE Steel Co. Limited, Coimbatore City Building Syndicate Pvt Ltd and Vishranti Engineering (P) Ltd. These Properties have vested into the Company pursuant to amalgamations of these entities with the Company. The Company is in the process of getting these properties transferred in its name.
- The Company has change its name from Mahindra CIE Automotive Limited to CIE Automotive India Limited in the year ended 31st December 2023. The Company is in the process of getting these properties transferred in its name.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(iii) Leases and right of use assets

This note provides the information for leases where the Company is a lessee. The Company leases various offices, buildings, leasehold land, and vehicles. Rental contracts are typically made for fixed periods of 1 year to 95 years.

(i) Amount recognised in the balance sheet

	31 December, 2025	31 December, 2024
Right of use of assets		
Leasehold Land	481.64	503.13
Buildings	146.22	251.27
Vehicles	41.62	3.03
Total	669.48	757.43

	31 December, 2025	31 December, 2024
Lease liabilities		
Current	120.38	127.67
Non - Current	111.79	198.43
Total	232.17	326.10

Additions to the right-of-use assets during the current financial year were ₹ 58.27 Million (31 December, 2024: ₹ 33.88 Million).

(ii) Amount recognised in the statement of profit and loss

The statement of profit or loss shows the amounts relating to leases:

	31 December, 2025	31 December, 2024
Depreciation/ Amortisation charge of right of use of assets		
Leasehold Land **	21.48	21.48
Buildings	72.58	77.87
Vehicles	19.68	18.20
Total	113.75	117.55

	31 December, 2025	31 December, 2024
Interest expense (included in finance costs)	24.36	34.40
Expense relating to short term leases (included in other expenses)	127.24	84.46
Expense relating to leases of low-value assets that are not shown above as short term leases (included in other expenses)	52.71	52.75

The total cash outflow for leases for the year ended 31 December, 2025 was ₹ 138.18 Million (31 December, 2024 ₹ 144.72 Million)

The effective interest rate for lease liabilities is between 7.5% and 8.5% p.a. (31 December, 2024 7.5% and 8.5% p.a.)



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Maturity Analysis – contractual undiscounted cash flows of leases under the purview of Ind AS 116

Particulars	31 December, 2025	31 December, 2024
Less than one year	104.98	100.99
More than one year	121.68	253.14
Total lease liabilities	226.66	354.13

** This includes amortisation of lease premium paid in advance on leasehold land.

6. Goodwill

Goodwill is tested for impairment on an annual basis. Goodwill is monitored by management at the level of cash generating units, which is India in this case. For the current and previous financial year, the recoverable amount of Cash Generating Unit (CGU) was determined based on value-in-use calculations which require the use of assumptions. The calculations use cash flow projections based on financial budgets approved by management covering a five year period.

Key assumptions used in the calculation of value in use:

The following table sets out the key assumptions for the CGU:

Particulars	31 December, 2025	31 December, 2024
Discount rate (Pre Tax)	9.99%	10.05%
EBIDTA Margins (range)	17.96% to 23.86%	18.00% to 23.46%
Annual sales growth rate	4.35% to 7.23%	4.39% to 7.97%
Terminal sales growth rate	7.5%	7.5%

Management has determined the values assigned to each of the above key assumptions as follows:

Assumptions	Approach used to determine values
Discount rate	Discount rate represents the current market assessment of the risks specific to the CGU, taking into consideration the time value of money and individual risks of the underlying assets that have been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the CGU and is derived from the CGU's weighted average cost of capital (WACC). The WACC takes into account both debt and equity. The cost of equity is derived from the expected return on investment by the investors. The cost of debt is based on the interest-bearing borrowings the Company is obliged to service. CGU specific risk is incorporated by applying individual beta factor. The beta factor is evaluated annually based on publicly available market data.
EBITDA Margins	EBITDA margins are based on the actual EBITDA of respective CGU based on the past trend and future expectations.
Annual sales growth rate	Annual growth rate over the five-year forecast period; based on past performance, current industry trends including long-term inflation forecast and management's expectation of market development.
Terminal sales growth rate	The Company has considered growth rate to extrapolate cash flows beyond the forecast period, consistent with the industry forecasts, based on GDP growth estimates and the inflation rate in each market, and evaluating the level of investment required to achieve such growth.

Sensitivity to changes in assumptions of CGU

The management believes that no reasonably possible change (say 10%) in any of the key assumptions used in the value in use calculation would cause the carrying value of the CGU to materially exceed its value in use.

Results of the analysis

Based on the above assessment, the Company concluded that in both current year as well as previous year, goodwill has not suffered any impairment. Further, the result of using before-tax cash flows and discount rates does not differ significantly from the outcome of using after-tax cash flows and discount rates.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Movement of Goodwill

	31 December, 2025	31 December, 2024
Opening Goodwill as at 1 January	10,167.05	10,167.05
Add: Movement during the year	-	-
Closing Goodwill as at 31 December	10,167.05	10,167.05

7. Other Intangible Assets

The details and movements of the main classes of intangible assets are shown below:

For the year 2025

Description of Assets	Technical Knowhow	Computer Software	Development Cost	Total
I. Gross Carrying Amount				
Balance as at 01 January, 2025	3.00	58.24	55.00	116.24
Additions	-	32.54	-	32.54
Disposals	-	-	-	-
Balance as at 31 December, 2025	3.00	90.78	55.00	148.78
II. Accumulated amortisation and impairment				
Balance as at 01 January, 2025	(3.00)	(40.99)	(55.00)	(98.99)
Amortisation expense for the year	-	(13.35)	-	(13.35)
Disposals	-	-	-	-
Balance as at 31 December, 2025	(3.00)	(54.34)	(55.00)	(112.34)
III. Net carrying amount	-	36.44	-	36.44

For the year 2024

Description of Assets	Technical Knowhow	Computer Software	Development Cost	Total
I. Gross Carrying Amount				
Balance as at 01 January, 2024	3.00	57.38	55.00	115.38
Additions	-	4.79	-	4.79
Disposals	-	(3.93)	-	(3.93)
Balance as at 31 December, 2024	3.00	58.24	55.00	116.24
II. Accumulated amortisation and impairment				
Balance as at 01 January, 2024	(3.00)	(39.05)	(55.00)	(97.05)
Amortisation expense for the year	-	(5.87)	-	(5.87)
Disposals	-	3.93	-	3.93
Balance as at 31 December, 2024	(3.00)	(40.99)	(55.00)	(98.99)
III. Net carrying amount	-	17.25	-	17.25

8. Investments

	As at 31 December, 2025			As at 31 December, 2024		
	No. of Shares/ Units	Amounts Current	Amounts Non Current	No. of Shares/ Units	Amounts Current	Amounts Non Current
A Investment in equity instruments at cost (unquoted-fully paid up)						
Subsidiary Companies						
UAB CIE Galfor SA	5,550	-	7,033.80	5,550	-	7,033.80
BF Precision Private Limited (Refer note 'b')	-	-	-	-	-	-
Bill Forge de Mexico SA de CV	2,970	-	-*	2,970	-	-*
(2,970 shares of Pesos 1 each 2,033,710 shares of Class II Series B Pesos 1 each)	2,033,710	-	6.72	2,033,710	-	6.72



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

	As at 31 December, 2025			As at 31 December, 2024		
	No. of Shares/ Units	Amounts Current	Amounts Non Current	No. of Shares/ Units	Amounts Current	Amounts Non Current
CIE Hosur Limited	5,000,000	-	50.00	5,000,000	-	50.00
CIE Aluminium Casting India Limited (CACIL)	2,940,000	-	8,759.26	2,940,000	-	8,759.26
B Investment in Preference instruments at amortised cost (unquoted-fully paid up)						
Subsidiary Companies						
Investment at fair value through amortised cost						
CIE Hosur Limited (8.5% Cumulative, non convertible)	11,800,000	-	1,554.05	11,800,000	-	1,447.56
Total investment in Subsidiaries		-	17,403.83		-	17,297.34
Associate Companies at cost						
Gescrap India Private Limited (30% Share)	3,720,000	-	37.20	3,720,000	-	37.20
Clean Max Deneb Power LLP (26% Share)	-	-	83.60	-	-	83.60
Sunbarn Renewables Private Limited (26.12% Share)	1,112,813	-	89.03	1,112,813	-	89.03
ReNew Surya Alok Private Limited (31.20% Share)	8,260,000	-	83.00	8,260,000	-	83.00
Strongsun Solar Private Limited (27.35% Share)	418,750	-	33.52	418,750	-	33.52
ReNew Green (MHK Two) Private Limited (31.20% Share)	924,000	-	36.04	924,000	-	36.04
AMP Energy C&I Thirty Two Private Limited (39.94% Share) (Refer note 'a')	1,312,500	-	13.13	-	-	-
Total investment in Associate Companies		-	375.52		-	362.39
Others at cost						
Clean Wind Power (Manvi) Private Limited	148,440	-	1.48	420,000	-	4.20
Clean Wind Power (Pratapgarh) Private Limited	-	-	-	27,600	-	1.63
The Saraswat Cooperative Bank Limited	2,550	-	-*	2,550	-	-*
Clean Renewable Energy KK 1B Private Limited	640,068	-	17.32	-	-	-
Total investment in Others		-	18.80		-	5.83
Subtotal (A+B)		-	17,798.15		-	17,665.56
C Investments in Mutual Funds at fair value through profit and loss (unquoted)	-	14,056.15	-	-	9,909.71	-
Total (A+B+C)		-	14,056.15		-	9,909.71
Less: Provision for impairment		-	-		-	-
Total investments		-	14,056.15		-	9,909.71

* Amount is below the rounding off norm adopted by the Company.

- a) During the year, the Company has made investment amounting ₹ 13.13 Million in AMP Energy C&I Thirty Two Private Limited which is engaged in solar energy business.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

- b) During the year under review, the Hon'ble National Company Law Tribunal, Chennai bench (NCLT) vide its order dated 5th June, 2025, has allowed the application for dissolution of BF Precision Private Limited (BFPL), which was filed during the previous financial year. Accordingly, BFPL stands dissolved with effect from the date of the Order i.e. 5th June, 2025.

8A Other Financial Assets

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non-Current	Current	Non-Current
Financial instruments at amortised cost				
- Unsecured, considered good				
Security Deposits	-	191.48	-	211.38
Incentive receivable	-	151.46	-	-
Total	-	342.94	-	211.38

8B Loans

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non-Current	Current	Non-Current
Financial instruments at amortised cost				
- Unsecured, considered good				
Loans to wholly owned subsidiaries (Refer Note 31)	749.52	730.00	1,964.52	-
	749.52	730.00	1,964.52	-

The loans are repayable and are to be utilised for working capital, capex and general business purpose. Loan to CIE Hosur Limited and CIE Aluminium Casting India Limited are ₹ 749.52 Million (31 December, 2024: 749.52 Million) and ₹ 730.00 Million (31 December, 2024: 1215.00 Million) respectively. The Company has received interest @ 7.96% (31 December, 2024: 7.15% to 7.75%) from its related parties for the loan given.

9. Trade Receivables

	31 December, 2025	31 December, 2024
Unsecured		
(a) Considered good	3,886.32	4,119.27
(b) Significant increase in credit risk	-	-
(c) Credit impaired	12.62	29.47
Less: Impairment Allowance		
(a) Credit impaired	(12.62)	(29.47)
Total	3,886.32	4,119.27
Of the above, trade receivables from:		
- Related Parties (Note 31)	542.81	697.93
- Others	3,343.51	3,421.34
	3,886.32	4,119.27

No trade receivables are due from directors or other officers of the Company either severally or jointly with any other person.

	31 December, 2025	31 December, 2024
Movement of Impairment allowance :		
At the beginning of the year	29.47	29.47
Addition/(utilisation) during the year (net)	(16.85)	-
At the end of the year	12.62	29.47



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Trade Receivables outstanding Ageing

As at 31 December, 2025	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Undisputed trade receivables - considered good	2,977.64	881.53	2.86	23.93	0.36	-	3,886.32
Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-	-
Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	2.12	-	9.14	0.57	0.79	12.62
Total	2,977.64	883.65	2.86	33.07	0.93	0.79	3,898.94
Impairment allowance	-	(2.12)	-	(9.14)	(0.57)	(0.79)	(12.62)
Net trade receivables	2,977.64	881.53	2.86	23.93	0.36	-	3,886.32
Weighted -average loss rate	0.00%	0.24%	0.00%	27.64%	61.58%	100%	

As at 31 December, 2024	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Undisputed trade receivables - considered good	3,373.18	658.65	60.09	27.35	-	-	4,119.27
Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-	-
Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	29.47	29.47
Total	3,373.18	658.65	60.09	27.35	-	29.47	4,148.74
Impairment allowance	-	-	-	-	-	(29.47)	(29.47)
Net trade receivables	3,373.18	658.65	60.09	27.35	-	-	4,119.27
Weighted -average loss rate	0.00%	0.00%	0.00%	0.00%	0.00%	100%	

10. Other Assets

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non- Current	Current	Non- Current
Unsecured, considered good				
(a) Capital advances	-	379.18	-	72.55
(b) Other Deposits*	-	262.28	-	266.81
(c) Balances with government authorities	131.00	-	58.74	-
(d) Other advances (Majorly includes Advance to Supplier & Prepaid Expenses)	346.20	4.32	326.32	-
Total	477.20	645.78	385.06	339.36

*This includes deposit on account of ongoing dispute with the Irrigation Department (Water Resource Department) in respect of levy of charge for use of water.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

11. Inventories

(Refer Note No. 2.13 for valuation of inventories)

	As at 31 December, 2025	As at 31 December, 2024
(a) Raw materials	804.26	883.75
(b) Work-in-progress	1,566.43	1,566.90
(c) Finished goods	1,458.79	1,217.52
(d) Stores and spares	550.17	591.50
(e) Loose Tools	488.38	285.62
Total	4,868.03	4,545.29
Included above, goods-in-transit:		
(i) Finished goods	219.98	182.67
Total	219.98	182.67

Amounts recognised in the Statement of Profit and Loss:

Write-downs in inventories of finished goods, work-in-progress & raw materials amounted to ₹ 275.89 Million (31 December 2024: ₹ 303.38 Million) as at the period end. Accordingly, an amount of ₹ 27.49 Million was reversed during the year (31 December 2024: ₹ 52.03 Million was charged). The accruals, write-downs and reversals are included in cost of material consumed.

12. Cash and Cash Equivalents

	As at 31 December, 2025	As at 31 December, 2024
Cash and cash equivalents		
(a) Balances with banks		
i) Current Accounts	857.87	380.80
ii) Deposits with original maturity of less than three months	-	1,180.00
iii) Exchange Earners' Foreign Currency Accounts (EEFC)	11.48	14.49
(b) Cheques, drafts on hand	-	-
(c) Cash in hand	0.11	0.24
Total Cash and cash equivalents	869.46	1,575.53
Other Bank Balances		
(a) Earmarked balances with banks (majorly for unpaid dividend)	29.37	15.13
(b) Balances with Banks:		
i) On margin accounts	235.66	219.68
ii) Fixed Deposits with maturity greater than 3 months but less than 12 months	-	0.69
Total Other Bank balances	265.03	235.50
Total cash, cash equivalents and other bank balances	1,134.49	1,811.03

Bank deposits earn interest at fixed rates. Short term deposits are generally made for varying periods between seven days to twelve months, depending on the cash requirements of the Company and earn interest at respective deposit rates.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

13. Equity Share capital

	As at 31 December, 2025		As at 31 December, 2024	
	No. of shares	Amount	No. of shares	Amount
Authorized:				
Equity shares of ₹ 10/- each with voting rights	516,592,621	5,165.93	516,592,621	5,165.93
4% non-cumulative redeemable preference shares of ₹ 31/- each	5	-	5	-
Compulsory convertible Preference share of ₹ 10/- each	250,000	2.50	250,000	2.50
Issued:				
Equity shares of ₹ 10/- each with voting rights	379,363,322	3,793.63	379,363,322	3,793.63
Subscribed and Paid Up:				
Equity shares of ₹ 10/- each with voting rights ^	379,362,377	3,793.62	379,362,377	3,793.62

Terms and rights attached to Equity Shares

Equity shares have a par value of ₹ 10/-. They entitle the holder to participate in dividends, and to share in the proceeds of winding up the Company in proportion to the number of and amounts paid on the shares held. The Company declares and pays dividend in Indian Rupees.

Every holder of equity shares present at a meeting in person or by proxy is entitled to one vote, and upon a poll each share is entitled to one vote.

Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

		Opening Balance	Issue of Equity Shares	Closing Balance
Equity Shares with voting rights				
Year Ended 31 December, 2025	No. of Shares	379,362,377	-	379,362,377
	Amount	3,793.62	-	3,793.62
Year Ended 31 December, 2024	No. of Shares	379,362,377	-	379,362,377
	Amount	3,793.62	-	3,793.62

^ Mahindra Composites Limited which was merged with the Company in the year 2013 had issued 1,050 equity shares and not allotted the same to the shareholders. Based on the swap ratio the Company has issued 945 equity shares and not allotted the same and the same has been kept in abeyance.

Information regarding issue of shares in the last five years

- The Company has not issued any shares without payment being received in cash.
- The Company has not issued any bonus shares.
- The Company has not undertaken any buy-back of shares

Details of shares held by the holding Company, the ultimate holding Company, their subsidiaries and associates:

	Equity Shares with Voting rights
As at 31 December, 2025	
Participaciones Internacionales Autometal, Dos S.L. (PIA2), the holding Company	249,239,013
As at 31 December, 2024	
Participaciones Internacionales Autometal, Dos S.L. (PIA2), the holding Company	249,239,013



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Details of shares held by promoters As at 31 December, 2025

S. No.	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of ₹ 10 each fully paid	Participaciones Internacionales Autometal, Dos S.L. (PIA2)	249,239,013	-	249,239,013	65.70%	0.00%
Total		249,239,013	-	249,239,013	65.70%	-

As at 31 December, 2024

S. No.	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of ₹ 10 each fully paid	Participaciones Internacionales Autometal, Dos S.L. (PIA2)	249,239,013	-	249,239,013	65.70%	0.00%
Total		249,239,013	-	249,239,013	65.70%	-

Details of shares held by Promotor shareholder and each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	31 December, 2025		31 December, 2024	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Participaciones Internacionales Autometal, Dos S.L. (PIA2)	249,239,013	65.70%	249,239,013	65.70%
HDFC Mutual Fund through various schemes	36,981,825	9.75%	32,762,058	8.64%

Distribution made and proposed

	As at 31 December, 2025	As at 31 December, 2024

Dividends on equity shares declared and paid:

Final dividend for the year ended on 31 December 2024 : ₹ 7.00 per share (31 December 2023 : ₹ 5.00 per share)	2,644.16	1,888.81

Proposed dividends on Equity shares:

Proposed dividend for the year ended on 31 December 2025 : ₹ 7.00 per share (31 December 2024 : ₹ 7.00 per share)	2,655.54	2,655.54

Proposed dividends on equity shares are subject to approval of shareholders at the ensuing annual general meeting and are not recognised as a liability as at 31 December.

14. Other Equity

(i) Securities premium reserve (Refer note 'a')

	As at 31 December, 2025	As at 31 December, 2024
Opening balance	15,371.84	15,371.84
Addition on Exercise of options- Proceeds Received	-	-
Closing balance	15,371.84	15,371.84



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(ii) Retained earnings including other comprehensive income (Refer note 'b')

	As at 31 December, 2025	As at 31 December, 2024
Opening balance	21,083.81	17,146.49
Add: -		
Profit for the year	6,169.27	5,834.13
Dividend Paid	(2,655.54)	(1,896.81)
Other	(7.20)	-
Closing balance	24,590.34	21,083.81

(iii) Other comprehensive income (Refer note 'f')

	As at 31 December, 2025	As at 31 December, 2024
Opening Balance	(125.15)	(114.97)
Add: -		
<i>Items of Other Comprehensive income recognized directly in retained earnings</i>		
Re-measurement of post-employment benefit obligation (net of tax)	37.62	(10.18)
Other	7.20	-
Closing balance	(80.33)	(125.15)

(iv) Capital reserve (Refer note 'c')

	As at 31 December, 2025	As at 31 December, 2024
Balance as at beginning and end of the year	6,501.93	6,501.93

(v) Capital redemption reserve (Refer note 'd')

	As at 31 December, 2025	As at 31 December, 2024
Balance as at beginning and end of the year	164.71	164.71

(vi) General reserve (Refer note 'e')

	As at 31 December, 2025	As at 31 December, 2024
Balance as at beginning and end of the year	6,535.76	6,535.76
Grand Total	53,084.25	49,532.90

Nature and purpose of Reserves

a) Securities premium reserve

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

b) Retained Earnings

Retained earnings in the statement of profit and loss represents the balanced undistributed profits of the Company as on Balance Sheet date.

c) Capital reserve

Capital reserve is reserves generated on account of:

- Merger under The Integrated Scheme of Amalgamation and the Composite Scheme of Amalgamation (Sections 391-395 of the Companies Act, 1956) for the merger of Mahindra Ugine Steel Group Limited



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(MUSCO), Mahindra Hinoday Industries Limited (MHIL), Mahindra Gears International Limited (MGIL), Mahindra Investment India Private Limited (MIPL), Participaciones Internacionales Autometal Tres S.L. (PIA3) and Mahindra Composites Limited (MCL). The merger was approved by the Honorable High Court of Judicature at Bombay on 31st October, 2014. The Schemes came into effect on 10th December, 2014, the day on which the order was delivered to the Registrar of Companies. The reserve is capital in nature and is not available for distribution as dividend.

- b. Merger under the Scheme of Amalgamation (Sections 230–234 and other applicable provisions of the Companies Act, 2013) of Mahindra Gears and Transmission Pvt Ltd, Mahindra Forging Global Limited, Mahindra Forging International Limited and Crest Geartech Pvt Ltd. The merger was approved by the Honourable National Company Law Tribunal (NCLT) at Mumbai on December 13, 2017. The reserve is capital in nature and is not available for distribution as dividend.

d) Capital redemption reserve

Capital redemption reserve is transferred by virtue of the merger referred to above which was in the books of MUSCO and was created to redeem preference shares issued by MUSCO before merger. These shares have since been redeemed and is available for use as per the relevant provisions of Companies Act, 2013.

e) General reserve

General reserve created by virtue of merger of Mahindra Stokes Holding Company Limited, Mahindra Forgings Overseas Limited and Mahindra Forgings Mauritius Limited into the Group vide High Court Order dated December 27, 2007. The reserve is available for distribution as dividend.

f) Remeasurement of post employment benefit obligation

Represents re-measurement gain/ (loss) on defined benefit obligations, net of taxes that will not be reclassified to profit and loss.

15. Borrowings

	As at 31 December, 2025	As at 31 December, 2024
Unsecured Borrowings		
(a) Borrowings from related parties	-	-
(b) From Banks	-	-
Total Current Borrowings	-	-

Movement of Borrowings

	As at 31 December, 2025	As at 31 December, 2024
Balance at beginning of the year (including accrued interest)	-	719.25
Changes		
Cash flows	-	(719.25)
Interest expense	-	(82.33)
Interest paid	-	82.33
Balance at end of the year	-	-



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

16. Trade Payables

	As at 31 December, 2025	As at 31 December, 2024
Outstanding dues of Micro enterprises and Small enterprises;	1,745.23	359.76
Outstanding dues of creditors other than micro enterprises and small enterprises	4,216.44	5,031.37
Acceptances*	862.83	720.60
Total	6,824.50	6,111.73
Of the above, trade payable from:		
- Related Parties (Note 31)	526.22	697.37
- Others	6,298.28	5,414.36

*The Company has entered into an agreement with banks for the supply chain financing arrangement. As per the arrangement the suppliers may elect to factor their receivable from the Company and receive the payment due from the bank before the due date. As per the arrangement the bank agrees to pay amounts which Company owes to its suppliers and the Company agrees to pay the bank at a date later than suppliers are paid. The nature and function of the liabilities remain the same even after factoring as the Company is neither legally released from its original obligation to the supplier nor the terms of the original liability are amended in a way that is considered a substantial modification. Hence, the Company has not derecognized the liabilities which are factored and disclosed the said amount within trade payables. Further, no additional interest has been paid to the bank by the Company on the amounts due to the suppliers. The payable under supply chain financing arrangement amounts to ₹ 862.83 Million as at 31 December 2025 (31 December 2024: 720.60 Million).

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

The amounts remaining unpaid to micro and small suppliers at the end of the year

	As at 31 December, 2025	As at 31 December, 2024
Principal*	1,777.87	358.96
Interest due thereon	0.37	0.80
Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year		
- Principal paid beyond the appointed date	886.50	62.21
- Interest paid in terms of Section 16 of the MSMED Act	-	-
Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	5.03	0.46
The amount of interest accrued and remaining unpaid at the end of each accounting year	5.39	1.26
Further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	17.60	12.21

*Includes ₹ 33 million (31 December 2024: ₹ Nil) payable towards Creditors for capital supplies/services grouped under Other Current Financial Liabilities



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Trade payables – Ageing

As at 31 December 2025	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1 – 2 year	2 – 3 year	More than 3 year	
Micro and small Enterprises	1,300.64	444.59	-	-	-	1,745.23
Others	1,888.18	1,233.75	2.08	2.03	-	3,126.04
Disputed dues – Micro and small enterprises	-	-	-	-	-	-
Disputed dues – Others	-	-	-	-	-	-
Total	3,188.82	1,678.34	2.08	2.03	-	4,871.27
Accrued Expenses	-	-	-	-	-	1,090.40
Acceptances	862.83	-	-	-	-	862.83
Total	4,051.65	1,678.34	2.08	2.03	-	6,824.50

As at 31 December 2024	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1 – 2 year	2 – 3 year	More than 3 year	
Micro and small Enterprises	350.60	9.16	-	-	-	359.76
Others	2,672.91	1,663.56	10.02	1.75	-	4,348.24
Disputed dues – Micro and small enterprises	-	-	-	-	-	-
Disputed dues – Others	-	-	-	-	-	-
Total	3,023.51	1,672.72	10.02	1.75	-	4,708.00
Accrued Expenses	-	-	-	-	-	683.13
Acceptances	720.60	-	-	-	-	720.60
Total	3,744.11	1,672.72	10.02	1.75	-	6,111.73

17. Other financial liabilities

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non- Current	Current	Non- Current
(a) Creditors for capital supplies/ services (Refer Note 16)	199.33	-	183.50	-
(b) Dividend Payable	26.34	-	15.08	-
Total	225.67	-	198.58	-
Of the above, Creditors for capital supplies/ services from:				
- Related Parties (Note 31)	68.48	-	60.21	-
- Others	130.85	-	123.29	-



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

18. Provisions

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non- Current	Current	Non- Current
(a) Provision for Gratuity (Note 29)	289.64	43.34	198.74	71.93
(b) Provision for compensated absences	36.78	193.51	48.55	284.57
(c) Provision for water charges #	-	262.28	-	262.28
(d) Provision for Litigative matters ^	212.81	-	212.81	-
(e) Others*	82.79	-	82.79	-
Total	622.02	499.13	542.89	618.78

Provision of ₹ 262 Million is towards an ongoing dispute with the Irrigation Department (Water Resource Department) in respect of levy of charge for use of water. Refer Note 30 Contingent liability.

^ Provision of ₹ 120 million (31 December 2024: ₹ 120 million) is made towards a possible Provident fund liability basis Hon'ble supreme court's judgment in a matter to which the Company is not a party in accordance with Ind AS-37. The remaining amount pertains to provision against levy of cross subsidy charges and additional surcharge by Maharashtra State Electricity Distribution Company Limited during the year on account of power consumption from non-captive generating plant.

* This represents provisions made for probable liabilities payable to regulatory authorities.

Above provisions are affected by various uncertainties and management has taken all efforts to make a best estimate. It is not practicable for the Company to estimate the accurate timing of cash outflows, if any, in respect of the above.

Movements in Provisions: (Current and Non current)

Movement in provisions during the financial year is set out below:

	Others	Litigative matters
As at 01 January, 2025	82.79	212.81
Charged/ (Credited) to profit or loss		
- Additional provisions recognized	-	-
- Unused amounts reversed	-	-
As at 31 December, 2025	82.79	212.81

There is no movement in provision for water charges during the year ended 31 December, 2025

19. Deferred Taxes

2025	Opening Balance	Recognized in profit and Loss	Recognized in OCI	Other	Closing Balance
Tax effect of items constituting deferred tax liabilities					
Property, Plant and Equipment and Intangible assets	3,353.36	50.84	-	-	3,404.20
Subtotal (A)	3,353.36	50.84	-	-	3,404.20



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2025	Opening Balance	Recognized in profit and Loss	Recognized in OCI	Other	Closing Balance
Tax effect of items constituting deferred tax assets					
Expenses allowable on payment basis	203.06	44.70	-	-	247.76
Timing differences	277.18	(52.84)	(12.65)	0.17	211.86
Subtotal (B)	480.24	(8.14)	(12.65)	0.17	459.62
Net Tax Asset (Liabilities) [B-A]	(2,873.12)	(58.98)	(12.65)	0.17	(2,944.58)
2024	Opening Balance	Recognized in profit and Loss	Recognized in OCI	Other	Closing Balance
Tax effect of items constituting deferred tax liabilities					
Property, Plant and Equipment and Intangible assets	3,343.69	9.67	-	-	3,353.36
Subtotal (A)	3,343.69	9.67	-	-	3,353.36
Tax effect of items constituting deferred tax assets					
Expenses allowable on payment basis	185.42	17.64	-	-	203.06
Timing differences	300.83	(25.62)	3.43	(1.46)	277.18
Subtotal (B)	486.25	(7.98)	3.43	(1.46)	480.24
Net Tax Asset (Liabilities) [B-A]	(2,857.44)	(17.65)	3.43	(1.46)	(2,873.12)

20. Corporate income tax expenses

(i) Income Tax recognised in Profit or Loss	Year ended 31 December, 2025	Year ended 31 December, 2024
Current Tax	1,742.06	1,642.35
Deferred Tax	58.98	17.65
Total income tax expense	1,801.04	1,660.00
(ii) Income Tax recognised on Other Comprehensive income	Year ended 31 December, 2025	Year ended 31 December, 2024
Income taxes related to items that will not be reclassified to profit or loss	(12.65)	3.43
Total income tax recognised on Other comprehensive income	(12.65)	3.43



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(iii) Reconciliation of tax expense and the accounting profit multiplied by Company's domestic tax rate:

	Year ended 31 December, 2025	Year ended 31 December, 2024
Profit before tax	7,970.31	7,494.13
Income tax expenses calculated at 25.168% (31 December 2024: 25.168%)	2,005.97	1,886.12
Impact of tax of earlier years	-	-
Dividend Received	(238.21)	(258.28)
Other Items	33.28	32.15
Total	1,801.04	1,660.00

Unused tax loss balances pertaining to Tax Assessment Year (AY) :

Year ended 31 December, 2025	AY 2019-20	AY 2022-23	AY 2024-25	Total
Balance at the beginning of the year	8,807.44	3.45	3,698.34	12,509.23
Addition/ (utilised) during the year	-	-	-	-
Balance at the end of the year	8,807.44	3.45	3,698.34	12,509.23
Balance can be carried forward till AY	AY 2027-28	AY 2030-31	AY 2032-33	
Year ended 31 December, 2024	AY 2019-20	AY 2022-23	AY 2024-25	Total
Balance at the beginning of the year	8,807.44	3.45	-	8,810.89
Addition/ (utilised) during the year	-	-	3,698.34	3,698.34
Balance at the end of the year	8,807.44	3.45	3,698.34	12,509.23
Balance can be carried forward till AY	AY 2027-28	AY 2030-31	AY 2032-33	

The total loss as on 31 December, 2025 and 31 December, 2024 represents capital loss in previous years and During the fiscal year 23-24, ₹ 3,698.34 Million were recognized which pertains to closure of subsidiaries.

21. Fair Value Measurements

Financial instruments by category

	As at 31 December, 2025			As at 31 December, 2024		
	FVTPL	FVOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost
Financial assets						
Investments (Refer note 8)	14,056.15	-	-	9,909.71	-	-
Trade Receivables (Refer note 9)	-	-	3,886.32	-	-	4,119.27
Other Financial Assets (Refer note 8A)	-	-	342.94	-	-	211.38
Cash and Cash Equivalents (Refer note 12)	-	-	869.46	-	-	1,575.53
Other Bank balances (Refer note 12)	-	-	265.03	-	-	235.50
Loans (Refer note 8B)	-	-	1,479.52	-	-	1,964.52
Total financial assets	14,056.15	-	6,843.27	9,909.71	-	8,106.20
Financial liabilities						
Borrowings (Refer note 15)	-	-	-	-	-	-
Trade Payables (Refer note 16)	-	-	6,824.50	-	-	6,111.73
Other Financial Liabilities (Refer note 17)	-	-	225.67	-	-	198.58
Total financial liabilities	-	-	7,050.17	-	-	6,310.31



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Financial instrument carried at amortized cost

Fair value of financial assets and financial liabilities carried at amortized cost is not materially different from the carrying amount. This disclosure is not applicable for lease liabilities.

Investments do not include investments in subsidiaries and associates which are carried at cost and hence are not required to be disclosed as per Ind AS 107 Financial Instruments Disclosures.

Fair Value Hierarchy

	As at 31 December, 2025			As at 31 December, 2024		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial assets						
Short term investments in Mutual Funds	14,056.15	-	-	9,909.71	-	-
Total	14,056.15	-	-	9,909.71	-	-

22. Other Liabilities

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non- Current	Current	Non- Current
Contract Liabilities*	326.00	-	227.88	-
Taxes payable (other than income taxes)	40.67	-	282.46	-
Payable to employees	832.19	-	839.57	-
Deferred Income ^	-	39.99	-	-
CSR Payable	3.00	-	14.14	-
Other Payable	0.25	-	-	-
Total	1,202.11	39.99	1,364.05	-

* The contract liabilities primarily relate to the advance consideration received on contracts entered with customers for which performance obligations are yet to performed, therefore, revenue will be recognised when the control is passed on to the customers.

^ Grant income recognized of ₹ 97.12 Million for the year ended 31 December 2025 pursuant to receipt of eligibility certificate under Telangana Government Package Scheme of Incentives (PSI) 2013.

23. Revenue from Operations

	Year ended 31 December, 2025	Year ended 31 December, 2024
Revenue from contracts with customers		
(a) Sale of Products	46,950.27	43,515.35
(b) Sale of Services	109.84	46.07
Other Operating Revenue (Including Scrap Sales, Export incentives)	1,903.91	2,073.28
Total	48,964.02	45,634.70

Reconciliation of revenue with contract price :-

	Year ended 31 December, 2025	Year ended 31 December, 2024
Revenue as per Statement of Profit and loss (sale of products and sale of services)	47,060.11	43,561.42
Add: Incentive/rebates	-	-
Contract Price	47,060.11	43,561.42



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Performance obligations

The Company satisfies its performance obligations pertaining to the sale of products at a point in time when the control of goods is actually transferred to the customers. The control of goods is transferred to the customer based on the delivery terms.

No significant judgment is involved in evaluating when a customer obtains control of the promised goods. The payment is generally due within 30 – 90 days. There are no obligations on account of refunds or returns.

Disclosure for transaction price allocated to the remaining performance obligations

There is no remaining performance obligation for any contract for which revenue has been recognised till period end. Further, in accordance with paragraph 121 of Ind AS 115, the Company is not required to disclose information about its remaining performance obligation since the Company does not have any performance obligation that has an original expected duration of more than one year.

Determining the timing of satisfaction of performance obligations

There is no significant judgement involved in ascertaining the timing of satisfaction of performance obligations, in evaluating when a customer obtains control of promised goods, transaction price and allocation of it to the performance obligations.

Determining the transaction price and the amounts allocated to performance

The transaction price ascertained for the single performance obligation of the Company (i.e. sale of products) is agreed in the contract with the customer. There is no variable consideration involved in the transaction price.

Details of contract balances:

There are no contract assets as at 31 December 2025. Refer note 9 for information on trade receivables.

Details of contracts liabilities: The following table provides information about contract liabilities from contracts with customers:

Particulars	Year ended 31 December, 2025	Year ended 31 December, 2024
Contract liabilities	326.00	227.88

The contract liabilities primarily relate to the advance consideration received from customers, for which revenue is recognised as and when control in promised goods is transferred.

Significant changes in the contract liability balances during the year ended 31 December 2025 are as follows:

Particulars	Year ended 31 December, 2025	Year ended 31 December, 2024
Contract liabilities at the beginning of the year	227.88	304.87
Less : Revenue recognised that was included in the advance from customers balance at the beginning of the year	(145.15)	(304.87)
Add : Increase due to cash received, excluding amounts recognised as revenue during the year	243.27	227.88
Contract liabilities at the end of the year	326.00	227.88



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

24. Other Income

	Year ended 31 December, 2025	Year ended 31 December, 2024
(a) Interest Income on financial assets measured at amortised cost and others	230.07	255.68
(b) Net Gain on Investment held at Fair value through Profit & loss	456.04	389.68
(c) Dividend Income from subsidiaries	946.49	1,026.13
(d) Profit on sale/ disposal of Property, Plant & Equipment	5.30	10.90
(e) Grant income	97.12	-
(f) Miscellaneous income (including net exchange gain)	190.00	45.61
Total	1,925.02	1,728.00

25. Cost of material consumed

	Year ended 31 December, 2025	Year ended 31 December, 2024
Opening stock of raw materials	883.75	1,049.21
Add: Purchases	24,450.93	23,057.83
	25,334.68	24,107.04
Less: Closing stock of raw materials	804.26	883.75
Cost of materials consumed	24,530.42	23,223.29

Changes in inventories of finished goods and work in progress:

	Year ended 31 December, 2025	Year ended 31 December, 2024
Inventories at the end of the year		
Finished goods	1,458.79	1,217.52
Work in progress	1,566.43	1,566.90
	3,025.22	2,784.42
Inventories at the beginning of the year		
Finished goods	1,217.52	1,139.85
Work in progress	1,566.90	1,711.09
	2,784.42	2,850.94
Net (Increase)/ Decrease	(240.80)	66.52

26. Employee benefits expenses

	Year ended 31 December, 2025	Year ended 31 December, 2024
(a) Salaries and wages, including bonus	4,130.84	3,810.18
(b) Contribution to provident and other funds (Note 29 and 40)	408.65	240.42
(c) Share based payments	-	59.47
(d) Staff welfare expenses	328.04	380.47
Total	4,867.53	4,490.54



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

27. Finance costs

	Year ended 31 December, 2025	Year ended 31 December, 2024
(a) Interest expense	39.14	63.17
(b) Finance Charges	9.34	19.16
(c) Interest on Lease Liabilities (Refer Note 5(iii))	24.36	34.40
Total	72.84	116.73

28. Other expenses

	Year ended 31 December, 2025	Year ended 31 December, 2024
Tools & Stores consumed	2,163.95	1,700.82
Power & Fuel	2,722.33	2,365.30
Repairs and maintenance	1,130.61	997.50
Freight outward	1,070.32	928.50
Subcontracting, Hire and Service Charges	3,911.43	3,093.02
Expenditure on corporate social responsibility (CSR) under section 135 of the Companies Act, 2013 (Note 33)	118.93	93.85
Auditors remuneration and out-of-pocket expenses		
(i) Audit fee	12.41	11.98
(ii) Other services	5.53	4.37
(iii) For reimbursement of expenses	0.40	0.40
Other Expenses	1,035.20	1,339.15
Total	12,171.11	10,534.89

29. Employee benefits plans

(a) Defined Contribution plan

The Company's contribution to Provident Fund and other funds aggregating ₹ 213.16 Million during the year ending 31 December, 2025 (31 December, 2024 ₹ 164.25 Million) has been recognised in the statement of Profit or Loss under the head Employee Benefit expenses.

(b) Defined benefit plans

(i) Gratuity

The Company operates gratuity plan covering qualifying employees in India. The benefit payable is the greater of the amount calculated as per the New Labour Codes or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service for permanent employees and on completion of 12 months for fixed term employees and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the Company gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

(ii) Compensated absences

Company's liability towards leave encashment are determined using the Projected Unit Credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Past service costs are recognised in the statement of Profit or loss as income or expense. Obligation is measured at the present value of estimated future cash flow using a discount rate that is determined by reference to market yields at the Balance Sheet date on government bonds where the currency and terms of the government bonds are consistent with the currency and estimated terms of the defined benefit obligation.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(c) Risks

Through its defined benefit plans the Company is exposed to risks, the most significant of which are detailed below:

(i) Asset Volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bond's discount rate, this will create or increase a deficit.

(ii) Changes in Bond Yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plans' bond holdings..

1. Provisions for Gratuity -

	Funded Plan-Gratuity	
	31 December, 2025	31 December, 2024
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Service Cost		
- Current Service Cost	73.33	68.69
- Past service cost and losses from settlements	100.20	7.48
Net interest expense	18.99	14.95
Components of defined benefit costs recognised in profit or loss	192.52	91.12
Re-measurement on the net defined benefit liability		
Actuarial gains and loss arising from changes in financial assumptions	(31.20)	11.13
Actuarial gains and loss arising from experience adjustments	(10.28)	1.63
Actuarial gains and loss arising from Demographic assumptions	(8.79)	0.85
Components of defined benefit costs recognised in other comprehensive income	(50.27)	13.61
Total	142.26	104.73
I. Net Asset/ (Liability) recognised in the Balance Sheet as at 31 December		
1. Present value of defined benefit obligation as at 31 December	(1,165.77)	(1,033.55)
2. Fair value of plan assets as at 31 December	832.79	762.88
3. Surplus/ (Deficit)	(332.98)	(270.67)
4. Current portion of the above	(289.64)	(198.74)
5. Non-current portion of the above	(43.34)	(71.93)
II. Change in the obligation during the year ended 31 December		
1. Present value of defined benefit obligation at the beginning of the year	1,033.55	925.31
2. Expenses Recognised in Profit and Loss Account		
- Current Service Cost	73.33	68.69
- Past Service Cost	100.20	7.48
- Interest Expense (Income)	69.51	66.07



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

		Funded Plan-Gratuity	
		31 December, 2025	31 December, 2024
3.	Recognised in Other Comprehensive Income		
	Re-measurement gains / (losses)		
-	Actuarial Gain (Loss) arising from:		
i.	Demographic Assumptions	(8.79)	0.85
ii.	Financial Assumptions	(34.77)	11.38
iii.	Experience Adjustments	(6.63)	(2.78)
4.	Benefit payments	(60.63)	(43.45)
5.	Present value of defined benefit obligation at the end of the year	1,165.77	1,033.55
III.	Change in fair value of assets during the year ended 31 December		
1.	Fair value of plan assets at the beginning of the year	762.87	717.30
2.	Expenses Recognised in Profit and Loss Account		
-	Expected return on plan assets	50.52	56.89
3.	Recognised in Other Comprehensive Income		
	Re-measurement gains / (losses)	-	-
i.	Demographic Assumptions	-	-
ii.	Financial Assumptions	(3.58)	0.24
iii.	Experience Adjustments	3.64	(4.40)
4.	Contributions by employer (including benefit payments recoverable)	79.96	36.30
5.	Benefit payments	(60.63)	(43.45)
6.	Fair value of plan assets at the end of the year	832.79	762.88
IV.	The Major categories of plan assets		
-	List the plan assets by category here		
	Funds managed by Insurer	832.79	762.88
	% to total assets	100%	100%
V.	Actuarial assumptions		
1.	Discount rate	6.4% to 7.1%	6.8% to 7.0%
2.	Expected rate of return on plan assets	6.8% to 7.0%	7.3% to 7.5%
3.	Attrition rate	6% to 16%	2% to 16%
4.	Salary Escalation	5% to 7%	7% to 8%
5.	Mortality	India assured lives mortality (2012-14) Ultimate	
6.	Life expectancy of person retiring at year end	14 to 25 years	

Other Information:

Percentage of variation of the defined benefit commitment to changes in the assumptions weighted is as follows:-

	Change	31 December, 2025	31 December, 2024
Decrease in Discount rate	1%	Increase by 9.37%	Increase by 9.61%
Increase in Discount rate	1%	Decrease by 6.21%	Decrease by 8.32%
Decrease in Salary increment	1%	Decrease by 5.42%	Decrease by 7.53%
Increase in Salary increment	1%	Increase by 8.29%	Increase by 8.48%



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

- VI. The weighted average duration of the defined benefit obligation is 9.04 years (2024 – 11.41 years). The expected payment analysis of undiscounted gratuity is as follows:

	Less than a year	Between 1-2 years	Between 3-5 years	Over 5 years	Total
31 December, 2025					
Defined benefit obligation	141.20	129.66	390.15	642.62	1,303.63
31 December, 2024					
Defined benefit obligation	95.58	80.42	303.73	617.55	1,097.28

30. Contingent Liabilities and Commitments

	Year ended 31 December, 2025	Year ended 31 December, 2024
Contingent liabilities (to the extent not provided for):**		
(a) Claims against the Company not acknowledged as debt		
- Income tax claims	189.18	195.31
- Excise cases against the Company	113.14	113.14
- Service Tax	11.94	11.94
- Goods and Service Tax (GST), Sales Tax and Value Added Tax (VAT)	38.38	36.98
- MSEDCL Related Litigations *	527.37	527.37
- Stamp Duty, Government Cess and others	156.05	156.05
- Water Charges (Refer Note 18)	325.12	325.12
- Outstanding letter of credit issued by bank (including obligation towards buyer credits)	-	4.91
- The Company had imported capital goods under the Export Promotion Capital Goods (EPCG), of the Government of India, at concessional rate of duty on an understanding to fulfil quantified exports against future obligation.	4.91	4.91
(b) Commitment (Net of Advances)		
Capital expenditure contracted for at the end of the reporting period but not recognized as liabilities.	932.46	356.25

* Provision in relation to invoices raised by Maharashtra State Electricity Distribution Company Limited (MSEDCL) in relation to (i) alleged Cross Subsidy Surcharge (CSS) and Additional Surcharge levied (ASC) on the units of power consumed by the Company as a captive consumer during 2016-17 and 2017-18 and (ii) treating power injected from non-captive units as unscheduled power for FY 2015-16, FY 2016-17 and FY 2017-18. The Company has challenged these charges and other related matters and believes that the ultimate outcome of above proceeding will not have a material adverse effect on the Company's financial position and results of operations.

** Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timing of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgement/decisions pending with various forums/authorities.

Further, the Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in the standalone financial statements. The management believes that the ultimate outcome of above proceeding will not have a material adverse effect on the Company's financial position and results of operations.

These liabilities are excluding consequential interest and penalties if any.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

31. Related Party Transactions

Names of Related Parties:

(a) Ultimate Holding Company – CIE Automotive S.A.

Principal Shareholder of the Holding Company (Intermediate Holding Company) – CIE Berriz, S.L

Holding Company – Participaciones Internacionales Autometal, DOS S.L

(b) Names of Subsidiary Companies

1. CIE Galfor S. A.U
2. CIE Forging Germany GmbH (CFG)
3. CIE Legazpi S. A.U
4. UAB CIE LT Forge
5. Metalcastello S.p.A .
6. BF Precision Private Limited (Liquidated w.e.f. June 05, 2025)
7. Bill Forge de Mexico S.A de C.V.
8. CIE Aluminium Casting India Limited (CACIL)
9. CIE Hosur Limited

(c) Names of Fellow Subsidiaries where transactions have taken place during the period

1. Gameko Fabricación de Componentes, S.A.
2. Somaschini North America, LLC
3. Somaschini S.p.A
4. CIE MECAUTO, S.A.
5. Maquinados Automotrices y Talleres Industriales de Celaya, S.A. de C.V

(d) Names of Associate Companies where transactions have taken place during the period

1. Gescrap India Private Limited
2. Clean Max Deneb Power LLP
3. Sunbarn Renewables Private Limited
4. Renew Surya Alok Private Limited
5. Strongsun Solar Private Limited
6. ReNew Green (MHK Two) Private Limited (w.e.f. 29 October, 2024)
7. AMP Energy C&I Thirty Two Private Limited (w.e.f. December 02, 2025)

(e) Entity exercising significant influent over the ultimate holding Company

Mahindra & Mahindra Limited (M&M)

(f) Subsidiaries of entity exercising significant influent over the ultimate holding Company where transactions have taken place during the period

1. Mahindra Accelo Limited (formerly known as Mahindra Intertrade Limited)
2. Mahindra Auto Steel Private Limited
3. Mahindra Heavy Engines Limited (Cease to exist w.e.f. 6 June, 2024)
4. Mahindra Two Wheelers Limited
5. Gromax Agri Equipments Limited



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

6. Mahindra Integrated Business Solutions Private Limited
7. Mahindra Logistics Limited
8. Mahindra Defence System Ltd.
9. Classic Legends Private Limited
10. Mahindra Last Mile Mobility Limited
11. Erkunt Traktor Sanayii Anonim Şirket

(g) Other Related Parties where transactions have taken place during the period

(i) Enterprises owned or significantly influenced by key managerial personnel or their relatives

1. Economic Laws Practice (upto December 11, 2024)

(ii) Associate of Ultimate Holding Company

1. Fundación CIE I D I

(h) Key Managerial Personnel (KMP)

Sr. No.	Name	Designation
1	Mr. Shriprakash Shukla	Non-Executive Director
2	Mr. Ander Arenaza Alvarez	Executive Director and Group Chief Executive Officer
3	Mr. Manoj Mullassery Menon	Executive Director and Chief Executive Officer
4	Mr. Anil Haridass	Non-Executive Director
5	Mr. Jesus Maria Herrera Barandiaran	Non-Executive Director (upto 20 th June, 2024)
6	Mr. Manojkumar Maheshwari	Independent Director (upto 28 th September, 2024)
7	Mrs. Roxana Meda Inoriza	Independent Director
8	Mr. Alan Savio D'Silva Picardo	Independent Director
9	Mr. Suhail Amin Nathani	Independent Director (upto 11 th December, 2024)
10	Mr. Jairaj Purandare	Independent Director
11	Dr. Nuria Gisbert Trejo	Independent Director (w.e.f. 1 st July, 2024)
12	Mr. Hari Krishnan	Chief Executive Officer - Forgings and Bill Forge (upto 31 st March, 2024)
13	Mr. Rajendra Vadlapudi	Chief Executive Officer - Iron Castings (w.e.f. 02 nd May, 2024)
14	Mr. Rahul Desai	Chief Executive Officer - Stampings, Magnetics Products and Composites Divisions (w.e.f. 2 nd May, 2024) (upto 19 th February, 2025)
15	Mr. Sunil Narke	Chief Executive Officer - Forgings (w.e.f. 1 st April, 2024)
16	Mr. K. Jayaprakash	Chief Financial Officer
17	Mr. Pankaj Vijay Goyal	Company Secretary and Compliance Officer



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(i) Transactions with Related parties during the period

Nature of transactions with Related Parties	For the year ended	Holding Company	Entity exercising significant influent over the ultimate holding company	Subsidiaries (Including Fellow subsidiaries)	Subsidiaries of Entities having significant influence over Company	Associate Company	Other Related Parties
Sale of goods	31 December, 2025	-	18,930.85	465.36	1,450.57	1,022.79	-
	31 December, 2024	-	16,371.27	460.46	1,521.14	975.15	-
Purchase of goods	31 December, 2025	-	2.83	708.50	2,092.27	-	-
	31 December, 2024	-	1.80	699.39	1,876.45	-	-
Purchase of property and other assets	31 December, 2025	-	-	61.42	-	-	-
	31 December, 2024	-	-	75.84	-	-	-
Receiving of services (Including Reimbursement of expense)	31 December, 2025	-	3.95	96.84	128.80	588.74	-
	31 December, 2024	-	1.68	77.00	193.41	474.30	2.30
Rendering of services	31 December, 2025	-	137.93	0.50	8.47	-	-
	31 December, 2024	-	54.29	-	-	-	-
Rent paid	31 December, 2025	-	19.97	-	-	-	-
	31 December, 2024	-	19.25	-	-	-	-
Interest received	31 December, 2025	-	-	173.52	-	-	-
	31 December, 2024	-	-	133.78	-	-	-
Interest paid	31 December, 2025	-	22.12	-	1.93	-	-
	31 December, 2024	-	23.64	-	0.23	-	-
Reimbursements received	31 December, 2025	-	-	128.36	-	-	-
	31 December, 2024	-	-	102.86	-	-	-
Investment in Subsidiary and Associate	31 December, 2025	-	-	-	-	13.13	-
	31 December, 2024	-	-	-	-	36.04	-
Sale of Assets	31 December, 2025	-	-	4.61	-	-	-
	31 December, 2024	-	-	-	-	-	-
Loans Given	31 December, 2025	-	-	9,283.50	-	-	-
	31 December, 2024	-	-	9,504.67	-	-	-
Loans Taken	31 December, 2025	-	-	-	-	-	-
	31 December, 2024	-	-	48.50	-	-	-
Dividend Received	31 December, 2025	-	-	946.49	-	-	-
	31 December, 2024	-	-	1,026.13	-	-	-
Dividend Paid	31 December, 2025	1,744.67	-	-	-	-	-
	31 December, 2024	1,246.20	-	-	-	-	-



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(j) Balances with Related parties at the end of the period

Nature of Balances with Related Parties	Balance as on	Holding Company	Entities having significant influence over Company	Subsidiaries (Including Fellow subsidiaries)	Subsidiaries of Entities having significant influence over Company	Associate Company	Other Related Parties
Investments	31 December, 2025	-	-	-	-	375.52	-
	31 December, 2024	-	-	-	-	361.97	-
Trade payables	31 December, 2025	-	0.83	3.60	473.71	48.08	-
	31 December, 2024	-	2.34	15.60	671.03	8.40	-
Trade receivables	31 December, 2025	-	480.31	21.70	40.80	-	-
	31 December, 2024	-	653.03	22.51	22.29	0.10	-
Loans Receivable	31 December, 2025	-	-	1,479.52	-	-	-
	31 December, 2024	-	-	1,964.52	-	-	-
Advances received	31 December, 2025	-	-	-	-	-	-
	31 December, 2024	-	-	-	-	-	-
Advances Given	31 December, 2025	-	-	-	-	-	-
	31 December, 2024	-	-	-	-	-	-
Other balances	31 December, 2025	-	25.97	68.48*	2.12	-	-
	31 December, 2024	-	20.51	60.21*	1.89	-	-

*Other balances include capital creditors.

Note 1

The transactions with Related parties during the period have been disclosed net off Goods and Services Tax.

(k) Remuneration to Key Managerial Personnel

Details of Remuneration	31 December, 2025	31 December, 2024
Short term employment benefits	65.57	59.39
Long term employment benefits (as per actuarial valuation)	5.72	3.08
Share based payments	-	29.73
Director sitting fees & Commission	20.00	28.05
Total	91.29	120.25

(l) Balance payable to Key Managerial Personnel

Details of Remuneration	31 December, 2025	31 December, 2024
Short term employment benefits	6.97	0.42
Share based payments	-	52.57
Director sitting fees & Commission	16.39	20.26
Total	23.36	73.25



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(m) Details of Significant transactions are given below (More than 10% of Categorywise total transaction value with related parties)

Nature of transactions with Related Parties	Names of Related Parties	31 December 2025	31 December 2024
Sale of goods	i. Mahindra & Mahindra Limited.	18,930.85	16,371.27
Purchase of goods	i. CIE Hosur Limited	708.50	699.39
	ii. Mahindra Auto Steel Private Limited	1,435.91	1,014.66
	iii. Mahindra Accelo Limited (formerly known as Mahindra Intertrade Limited)	656.36	861.79
Purchase of property and other assets	i. CIE Hosur Limited	13.54	-
	ii. Gameko Fabricación de Componentes, S.A.	45.72	66.17
Receiving of services (Including Reimbursement of expense)	i. Clean Max Deneb LLP	163.31	114.37
	ii. Mahindra Logistics Limited	128.80	193.05
	iii. Renew Surya Alok Private Limited	141.01	121.19
	iv. Sunbarn Renewables Private Limited	168.71	152.97
Rendering of services	i. Mahindra & Mahindra Limited	137.93	54.29
Rent paid	i. Mahindra & Mahindra Limited	19.97	19.25
Interest received	i. CIE Aluminium Casting India Limited	113.81	72.13
	ii. CIE Hosur Limited	59.71	61.65
Interest paid	i. Mahindra & Mahindra Limited	22.12	23.64
Reimbursements received	i. CIE Aluminium Casting India Limited	114.23	91.24
	ii. CIE Hosur Limited	14.13	11.62
Investment in Subsidiary and Associate	i. AMP Energy C&I Thirty Two Private Limited	13.12	-
Sale of Assets	i. CIE Hosur Limited	4.61	-
Loans Given	i. CIE Aluminium Casting India Limited	9,050.00	9,236.50
Dividend Received	i. CIE Aluminium Casting India Limited	840.00	839.99
	ii. CIE Hosur Limited	106.49	121.05
Dividend Paid	i. Participaciones Internacionales Autometal Dos, S.L	1,744.67	1,246.20



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

32. Earnings per share

- a) Calculation of basic and diluted earnings per share

Basic earnings per share are calculated by dividing the profit attributable to the equity shareholders by the weighted average number of ordinary shares in the year.

The diluted earnings per share has been computed by dividing the Net profit after tax available for Equity shareholders by the weighted average number of equity shares, after giving dilutive effect of the outstanding Stock options for the respective periods.

	31 December, 2025	31 December, 2024
	₹ Per Share	₹ Per Share
Basic earnings per share	16.26	15.38
Diluted earnings per share	16.26	15.38

- b) The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

	31 December, 2025	31 December, 2024
a. Profit for the year	6,169.27	5,834.13
b. Weighted average number of equity shares	379,362,377	379,362,377
c. Weighted average number of equity shares used in the calculation of Diluted EPS	379,362,377	379,362,377
d. Basic earnings per share (a/b)	16.26	15.38
e. Diluted earnings per share (a/c)	16.26	15.38

33. Corporate Social Responsibility (CSR)

Particulars	31 December, 2025	31 December, 2024
(a) Amount required to be spent by the Company during the year	118.92	95.90
(b) Amount approved by Board of Directors to be spent during the year	120.25	95.90
(c) Utilisation of excess spent of previous year	-	(6.00)
(d) Total of previous year shortfall [^]	14.14	-
(e) Total amount required to be spent for the current year including previous year shortfall	133.06	89.90
(f) Amount of expenditure incurred on:	131.39	89.90
(i) Construction/acquisition of any assets	26.41	7.51
(ii) On purposes other than (i) above	93.84	68.25
(iii) On purposes other than (i) above pertaining to previous year shortfall	11.14	-
(g) Shortfall at the end of the year pertaining to current year	-	14.14
(h) Shortfall at the end of the year pertaining to previous year	3.00	-
(i) Excess amount spent at the end of the year*	(1.33)	-
(j) Reason for shortfall	Constraints associated with implementing projects	Constraints associated with implementing projects



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Particulars	31 December, 2025	31 December, 2024
	Promoting Education, Rural Development, Promoting Healthcare etc.	Promoting Education, Rural Development, Promoting Healthcare etc.
(k) Nature of CSR activities		
(l) Movement in provision with respect to a liability incurred by entering into a contractual obligation		
Opening provision	14.14	-
Add: Provision during the year	-	14.14
Less: Utilisation during the year	(11.14)	-
Closing provision**	3.00	14.14

** The shortfall amount has been deposited in separate schedule bank account as per statutory requirement

*Details of excess amount spent	Opening balance	Amount required to be spent during the year	Amount utilized during the year	Closing balance
i) for the year ended 31 December, 2025	-	118.92	(120.25)	(1.33)
ii) for the year ended 31 December, 2024	6.00	-	6.00^^	-

^^Opening excess amount utilized

^Details of unspent amount	Opening balance	Amount required to be spent during the year	Amount spent during the year	Closing balance
i) for the year ended 31 December 2025	14.14	-	11.14	3.00
ii) for the year ended 31 December 2024	-	89.90	75.76	14.14

34. Expense arising from share-based payment transactions (Stock Appreciation Rights)

Total expenses arising from share-based payment transactions recognized in profit and loss as part of employee benefit expense were as follows:

	31 December, 2025	31 December, 2024
Employee share-based payment expense (Stock Appreciation Rights)	-	59.47
Total employee share-based payment expense	-	59.47



35. Ratios

Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Sr.	Particulars	Numerator	Denominator	31 December, 2025	31 December, 2024	% of variance	Explanation for change in the ratio by more than 25%
(a)	Current Ratio	Current Assets	Current Liabilities	2.72	2.63	3.47%	NA
(b)	Debt-Equity Ratio	Total debt	Shareholders equity	-	-	0.00%	NA
(c)	Debt Service Coverage Ratio	Earnings available for debt services (PAT+Dep+Finance Cost)	Total Interest and Principal repayments	-	7.80	-100.00%	No Borrowings during the year
(d)	Return on Equity	Net Profit after taxes	Average shareholders equity	11.20%	11.36%	-1.43%	NA
(e)	Inventory turnover ratio	Cost of material Consumed + Change in Inventory+ Other expenses	Average Inventory	5.16	5.01	3.01%	NA
(f)	Trade Receivables turnover ratio	Net sales	Average Trade Receivables	11.76	9.97	17.92%	NA
(g)	Trade payables turnover ratio	Cost of material Consumed + Change in Inventory + Other Expenses	Average Trade Payables	5.64	5.52	2.20%	NA
(h)	Net capital turnover ratio(WC)	Net Sales	Net working capital	2.96	3.09	-4.40%	NA
(i)	Net Profit Ratio	Net Profit after taxes	Net Sales	13.11%	13.39%	-2.12%	NA
(j)	Return on Capital Employed	EBIT	Capital Employed	13.45%	13.54%	-0.72%	NA
(k)	Return on Investment	Interest (finance income)	Weighted average investments	7.21%	7.87%	-8.41%	NA



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

36. Additional disclosures required by Sch III

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iii) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iv) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)
- (v) The Company does not have any investments through more than two layer of investment companies as per section 2(87)(d) and section 186 of Companies Act, 2013
- (vi) The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the year.
- (vii) The Company is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.

37. The Company has not advanced or loaned or invested funds to any other person(s) or entity(s), 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

38. The Company has not received any fund from any person(s) or entity(s), 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

39. The following table summarises the transactions with the companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 for the year ended / as at 31 December, 2025:.

Name of struck off Company	Nature of transactions with struck off Company	Number of Shares	Amount of transactions	Balance Outstanding
Aveeta Investments Pvt Ltd	Dividend Payable	2,195	0.02	0.02
B M Portfolios Pvt Ltd.	Dividend Payable	142	—*	—*
Barracuda Consultancy Ser Pvt Ltd	Dividend Payable	8	—*	—*
Chandrajyot Holdings Pvt Ltd	Dividend Payable	8	—*	—*
Devendra Investments Pvt Ltd	Dividend Payable	200	—*	—*
Investedge Financial Consultancy Private Limited	Dividend Payable	30	—*	—*
Kansons Trade Co P Ltd	Dividend Payable	25	—*	—*
Ritaraj Investment Private Ltd	Dividend Payable	852	0.01	0.01
Snehankur Investment Pvt Ltd	Dividend Payable	11	—*	—*
ULka Power Tech Pvt Ltd	Dividend Payable	40	—*	—*



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Name of struck off Company	Nature of transactions with struck off Company	Number of Shares	Amount of transactions	Balance Outstanding
Vibhuraj Investments Pvt Ltd.	Dividend Payable	200	—*	—*
Vaishak Shares Limited	Dividend Paid	17	—*	—
Jupiter Investment Trust Limited	Dividend Payable	1,678	0.01	0.01
Mantra Magic Enterprises Private Limited	Dividend Payable	450	—*	—*
Radak Pvt Ltd	Dividend Payable	59	—*	—*
Supermax Business Pvt. Ltd.	Dividend Payable	71	—*	—*
Walford Transport Ltd	Dividend Payable	85	—*	—*
Bharat Stock And Share Brokers Limited	Dividend Payable	142	—*	—*
Sheshaw Investments Pvt Ltd	Dividend Payable	60	—*	—*
Rapid Credit And Holdings Private Limited	Dividend Paid	20	—*	—*

The following table summarises the transactions with the companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 for the year ended / as at 31 December, 2024:

Name of struck off Company	Nature of transactions with struck off Company	Number of Shares	Amount of transactions	Balance Outstanding
Aveeta Investments Pvt Ltd	Dividend Payable	3715	0.02	0.02
B M Portfolios Pvt Ltd.	Dividend Payable	142	—*	—*
Barracuda Consultancy Ser Pvt Ltd	Dividend Payable	8	—*	—*
Chandrajyot Holdings Pvt Ltd	Dividend Payable	8	—*	—*
Devendra Investments Pvt Ltd	Dividend Payable	200	—*	—*
Investedge Financial Consultancy Private Limited	Dividend Payable	30	—*	—*
Kansons Trade Co P Ltd	Dividend Payable	25	—*	—*
Ritaraj Investment Private Ltd	Dividend Payable	852	—*	—*
Snehankur Investment Pvt Ltd	Dividend Payable	11	—*	—*
Ulka Power Tech Pvt Ltd	Dividend Payable	40	—*	—*
Vibhuraj Investments Pvt Ltd.	Dividend Payable	200	—*	—*
Vaishak Shares Limited	Dividend Paid	17	—*	0

* Amount is below the rounding off norm adopted by the Company.



Notes to the Standalone Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

- 40.** On 21 November, 2025, the Government of India notified four Labour Codes consolidating 29 existing labour laws. The Company has assessed and disclosed the incremental impact of these changes on the basis of the best information available. Accordingly, the Company has recorded an incremental net impact on gratuity and long-term compensated absences of ₹ 103.57 million in the Standalone Statement of Profit and Loss for the year ended 31 December, 2025. The Company continues to monitor the finalisation of Central/ State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.
- 41.** There are no significant events subsequent to year ended 31 December, 2025.

For **BSR & Co. LLP**
Firm Registration No. 101248W/W-100022

Abhishek
Partner
Membership No. 062343

Pune, February 19, 2026

For and on behalf of the Board of Directors of
CIE AUTOMOTIVE INDIA LIMITED

Ander Arenaza Alvarez
Executive Director & Group CEO - DIN : 07591785

Manoj Menon
Executive Director & CEO - DIN : 07642469

Sunil Narke
CEO-Forging Division

K. Jayaprakash
Chief Financial Officer

Pune, February 19, 2026

Alan Savio D'Silva Picardo
Independent Director - DIN : 08513835

Rajendra Vadlapudi
CEO-Iron Casting Division

Pankaj Goyal
Company Secretary &
Compliance officer
FCS: F13037



CONSOLIDATED FINANCIAL STATEMENTS.



INDEPENDENT AUDITOR'S REPORT

To the Members of CIE Automotive India Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of CIE Automotive India Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and its associates, which comprise the consolidated balance sheet as at 31 December, 2025, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including 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, and based on the consideration of reports of the other auditors on separate/consolidated financial statements / financial information of such subsidiaries and associate as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("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 and its associates as at 31 December, 2025, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

Revenue from Sale of Products

See Note 2.7 and Note 27A to consolidated financial statements	
The key audit matter	How the matter was addressed in our audit
The Group's revenue is derived primarily from sale of automobile components ("goods"). Revenue from the sale of goods is recognised upon the transfer of control to the customer. The Group and its external stakeholders focus on revenue as a key performance metric which also contains significant related party transactions. Accordingly, revenue recognition has been identified as a key audit matter for the Holding Company and its Indian Subsidiary 'CIE Aluminium Castings India Limited'	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence: - We assessed the appropriateness of Group's accounting policies for revenue recognition by comparing with applicable accounting standards. - We evaluated the design, implementation and operating effectiveness of key internal controls over recognition of revenue. - We performed substantive testing by selecting samples (using statistical sampling) of revenue transactions recorded during the year by testing the underlying documents which included sales invoices, shipping documents and proof of deliveries, to assess whether these are recognised in the appropriate period in which control is transferred.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 and its associates in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of reports of the other auditors referred to in paragraph (a) of the "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment and based on the consideration of reports of other auditors on separate/consolidated financial statements / financial information of components audited by them, were of most significance in our audit of the consolidated financial statements of the current period. 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.

**See Note 2.7 and Note 27A to consolidated financial statements**

The key audit matter	How the matter was addressed in our audit
	• We tested, on a sample basis, (using statistical sampling), specific revenue transactions recorded before and after the financial year-end date to assess whether revenue is recognised in the financial period in which control is transferred. • For revenue from sale of goods to the related parties, we verified the Group's analysis in relation to arm's length assessment and involved respective internal specialists • We tested journal entries pertaining to revenue recognised during the year, by considering specified risk based criteria, to identify unusual or irregular items. • We assessed the adequacy of disclosures made in the consolidated financial statements with respect to revenue recognised during the year as required by applicable accounting standards.

Other Information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the financial statements and auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and based on the audit reports of other auditors, 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.

Management's and Board of Directors/Designated Partners Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its associates in accordance with the accounting principles generally accepted in India, including the

Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and the respective Management and Board of Directors/Designated Partners of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company/LLP and for preventing and detecting frauds and other irregularities; the 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 Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and the respective Management and Board of Directors/Designated Partners of its associates are responsible for assessing the ability of each company/LLP to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors/Designated Partners either intends to liquidate the Company/LLP or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and the respective Board of Directors/Designated Partners of its associates are



responsible for overseeing the financial reporting process of each company/LLP.

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 company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 and its associates 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 statements/financial information of such entities or business activities within the Group and its associates 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/financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matters" in this audit report.

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 of the current period 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.



Consolidated Balance Sheet as at 31 December, 2025

Other Matters

- a. We did not audit the financial statements/financial information of 7 subsidiaries, whose financial statements/financial information reflects total assets (before consolidation adjustments) of ₹ 46,597.37 million as at 31 December, 2025, total revenues (before consolidation adjustments) of ₹ 34,464.89 million and net cash inflows (net) (before consolidation adjustments) amounting to ₹ 376.83 million for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit (and other comprehensive income) of ₹ Nil for the year ended 31 December, 2025, in respect of 1 associate, whose financial information has not been audited by us. These financial statements/financial information been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associate is based solely on the reports of the other auditors.
- b. Certain of these subsidiaries and associate are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which has been audited by other auditor under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial information of such subsidiaries and associate located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries and associate located outside India is based on the reports of other auditor and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

- c. The financial information of 1 subsidiary, whose financial information reflects total assets (before

consolidation adjustments) of ₹ Nil as at 31 December, 2025, total revenues (before consolidation adjustments) of ₹ Nil and net cash flows (before consolidation adjustments) amounting to ₹ Nil for the year ended on that date, as considered in the consolidated financial statements, have not been audited either by us or by other auditors. The consolidated financial statements also include the Group's share of net profit (net) (and other comprehensive income) of ₹ 23.17 million for the year ended 31 December, 2025, as considered in the consolidated financial statements, in respect of 10 associates, whose financial information have not been audited by us or by other auditors. These unaudited financial information have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and associates, and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary and associates, is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, this financial information is not material to the Group.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of this matter with respect to the financial information certified by the Management.

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 Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on consolidated financial information of such subsidiaries and associate as were audited by other auditors, as noted in the "Other Matters" paragraph, we report, to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial



statements have been kept so far as it appears from our examination of those books and the report of the other auditor.

- c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors of the Holding Company as on 07 January, 2026 to 16 January, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies, incorporated in India is disqualified as on 31 December, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. 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, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on Separate/ Consolidated financial statements/information of the subsidiaries and its associate, as noted in the "Other Matters" paragraph:
- a. The consolidated financial statements disclose the impact of pending litigations as at 31 December, 2025 on the consolidated financial position of the Group. Refer Note 33 to the consolidated financial statements.
 - b. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts

during the year ended 31 December, 2025.

- c. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies incorporated in India during the year ended 31 December, 2025.
- d.
 - (i) The respective management of the Holding Company and its subsidiary companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary company respectively that, to the best of their knowledge and belief, as disclosed in the Note 41 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or subsidiary companies to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or subsidiary companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ii) The respective management of the Holding Company and its subsidiary companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary company respectively that, to the best of their knowledge and belief, as disclosed in the Note 42 to the consolidated financial statements, no funds have been received by the Holding Company or subsidiary companies 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 subsidiary companies shall directly or indirectly, lend or invest in other



persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the subsidiary company incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor notice that has caused us or the other auditor to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The final dividend paid by the Holding Company and its subsidiary company incorporated in India during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend. As stated in note 46 to the consolidated Ind AS financial statements, the respective Board of Directors of the Holding Company and its subsidiary company incorporated in India have proposed final dividend for the year which is subject to the approval of the members of the respective companies at the respective ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- f. Based on our examination which included test checks and that performed by the respective auditors of the subsidiary companies incorporated in India whose financial

statements have been audited under the Act, the Holding Company and its subsidiary companies have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares. Further, during the course of our audit, we and respective auditors of such subsidiary companies did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail wherever available has been preserved by the Company and above referred subsidiaries as per the statutory requirements for record retention.

A. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us and based on the report of the statutory auditor of such subsidiary company incorporated in India which was not audited by us, the remuneration paid/payable during the current year by the holding Company and its subsidiary companies to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid/payable to any director by the holding Company and its subsidiary companies is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Abhishek
Partner

Place: Pune, India

Date: 19 February 2026

Membership No.: 062343

ICAI UDIN: 26062343UZCZAI1866



Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of CIE Automotive India Limited for the year ended 31 December, 2025

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In our opinion and according to the information and explanations given to us, following companies incorporated in India and included in the consolidated financial statements, have unfavourable remarks, qualification or adverse remarks given by us under the Companies (Auditor's Report) Order, 2020 (CARO):

Sr. No.	Name of the entities	CIN	Holding Company/ Sub sidiary	Clausenumberofthe CARO report which is unfavourable or qualified or adverse
1	CIE Automotive India Limited	L27100PN1999PLC245720	Holding Company	Clause i(c), vii(a).
2	CIE Aluminium Castings India Limited	U31909PN1985PLC037539	Subsidiary Company	Clause i(c) and ii(a)

The above does not include comments, if any, in respect of the following entities as the CARO report relating to them has not been issued by its auditor till the date of principal auditor's report.

Name of the entities	CIN	Associate/Subsidiary
Sunbarn Renewables Private Limited	U40108MH2020PTC337111	Associate
Renew Surya Alok Private Limited	U40300DL2020PTC367018	Associate
Gescrap India Private Limited	U74999PN2018FTC175675	Associate
Strongsun Solar Private Limited	U40106MH2020PTC342125	Associate
Sunseed Solar Private Limited	U40106MH2022PTC378822	Associate
Ojaha Renewables Private Limited	U35106MH2023PTC408757	Associate
ReNew Green (MHK Two) Private Limited	U40300DL2021PTC387110	Associate
BF Precision Private Limited	U29253TZ2016PTC022193	Subsidiary
AMP Energy C&I Thirty Two Private Limited	U35105DL2023PTC423325	Associate
AMPIN Energy C&I Thirty One Private Limited	U35105DL2023PTC423176	Associate

For **BSR & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Abhishek

Partner

Place: Pune, India

Date: 19 February 2026

Membership No.: 062343

ICAI UDIN:26062343UZCZAI1866



Annexure B to the Independent Auditor's

Report on the consolidated financial statements of CIE Automotive India Limited for the year ended 31 December, 2025

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

Opinion

In conjunction with our audit of the consolidated financial statements of CIE Automotive India Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 December, 2025, we have audited the internal financial controls with reference to financial statements of the Holding Company and such company incorporated in India under the Act which is its subsidiary company, as of that date.

In our opinion and based on the consideration of report of the other auditor on internal financial controls with reference to financial statements of subsidiary company, as was audited by the other auditor, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 December, 2025, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

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

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements

based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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



Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Other Matter

The internal financial controls with reference to financial statements insofar as it relates to 10 associate companies,

which are companies incorporated in India and included in these consolidated financial statements, have not been audited either by us or by other auditor. In our opinion and according to the information and explanations given to us by the Management, such unaudited associate companies are not material to the Holding Company.

Our opinion is not modified in respect of above matter.

For **BSR & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Abhishek

Partner

Place: Pune, India

Date: 19 February 2026

Membership No.: 062343

ICAI UDIN:26062343UZCZAI1866



Consolidated Balance Sheet as at 31 December, 2025

		(₹ in million)	
		As at 31 December, 2025	As at 31 December, 2024
Note No.			
I	ASSETS		
1	NON-CURRENT ASSETS		
	(a) Property, Plant and Equipment	6 30,362.29	29,075.71
	(b) Capital Work-in-Progress	6 1,295.69	662.87
	(c) Right-of-use assets	6 1,044.78	1,122.27
	(d) Goodwill	7 30,375.01	28,142.12
	(e) Other Intangible Assets	8 219.28	230.47
	(f) Investments accounted for using the equity method	9 510.95	458.90
	(g) Financial Assets		
	i) Investments	9 18.80	11.00
	ii) Loans	12 3,905.37	1,722.55
	iii) Other Financial Assets	10 410.67	796.28
	(h) Deferred Tax Assets (net)	24 212.75	197.75
	(i) Income Tax Assets (net)	265.00	326.59
	(j) Other Non-Current Assets	13 968.44	443.32
	TOTAL NON-CURRENT ASSETS	69,589.03	63,189.83
2	CURRENT ASSETS		
	(a) Inventories	14 11,295.67	10,910.69
	(b) Financial Assets		
	i) Investments	9 14,060.50	9,913.19
	ii) Trade Receivables	11 6,090.37	6,271.34
	iii) Cash and Cash Equivalents	15 2,304.86	3,009.04
	iv) Bank Balances other than (iii) above	15 235.66	233.42
	v) Loans	12 1,317.34	587.51
	vi) Other Financial Assets	10 1,338.32	2,053.05
	(c) Income Tax Assets (net)	170.26	243.11
	(d) Other Current Assets	13 1,165.86	1,274.04
	TOTAL CURRENT ASSETS	37,978.84	34,495.39
	TOTAL ASSETS	107,567.87	97,685.22
II	EQUITY AND LIABILITIES		
1	EQUITY		
	(a) Equity Share Capital	16 3,793.62	3,793.62
	(b) Other Equity	17 70,797.77	61,974.22
	TOTAL EQUITY	74,591.39	65,767.84
2	LIABILITIES		
2	NON-CURRENT LIABILITIES		
	(a) Financial liabilities		
	i) Borrowings	18 1,855.96	4,217.90
	ii) Lease liabilities	6 197.81	295.96
	(b) Provisions	21 791.11	923.28
	(c) Deferred Tax Liabilities (net)	24 3,391.18	3,445.19
	(d) Other Non-Current Liabilities	22 1,349.06	1,224.99
	TOTAL NON-CURRENT LIABILITIES	7,585.12	10,107.32
3	CURRENT LIABILITIES		
	(a) Financial Liabilities		
	i) Borrowings	18 2,004.24	992.31
	ii) Lease liabilities	6 200.79	193.56
	iii) Trade Payables	19 2,295.36	500.18
	Total outstanding dues of Micro enterprises and Small enterprises; and		
	Total outstanding dues of creditors other than micro enterprises and small enterprises	16,337.02	15,309.04
	iv) Other Financial Liabilities	20 525.83	599.29
	(b) Other Current Liabilities	22 2,819.45	3,182.71
	(c) Provisions	21 665.67	553.58
	(d) Current Tax Liabilities (net)	543.00	479.39
	TOTAL CURRENT LIABILITIES	25,391.36	21,810.06
	TOTAL EQUITY AND LIABILITIES	107,567.87	97,685.22

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

This is the Consolidated Balance Sheet referred to in our report of even date.

For **B S R & Co. LLP**
Firm Registration No. 101248W/W-100022

Abhishek
Partner
Membership No. 062343

For and on behalf of the Board of Directors of
CIE AUTOMOTIVE INDIA LIMITED
Ander Arenaza Alvarez
Executive Director & Group CEO DIN : 07591785

Manoj Menon
Executive Director & CEO – DIN : 07642469

Sunil Narke
CEO-Forging Division
K. Jayaprakash
Chief Financial Officer

Pune, February 19, 2026

Alan Savio D'Silva Picardo
Independent Director – DIN : 08513835

Rajendra Vadlapudi
CEO-Iron Casting Division
Pankaj Goyal
Company Secretary & Compliance Officer
FCS : F13037



Consolidated Statement of Profit and Loss for the year ended 31 December, 2025

		(₹ in Million except earning per share data)	
	Note No.	Year ended 31 December, 2025	Year ended 31 December, 2024
Income			
Continuing operations			
I Revenue from operations	27A	94,064.74	89,640.67
II Other Income	27B	1,012.57	1,396.47
III Total Income (I+II)		95,077.31	91,037.14
IV Expenses			
(a) Cost of materials consumed	28	47,241.37	46,470.12
(b) Changes in inventories of finished goods and work-in-progress		447.96	234.86
(c) Employee benefits expense	29	11,269.91	10,104.73
(d) Finance costs	30	265.16	775.98
(e) Depreciation and amortisation expenses	6,8	3,580.84	3,306.45
(f) Other expenses	31	21,480.81	19,325.24
Total Expenses (IV)		84,286.05	80,217.38
V Profit before share of profit of associates and tax (III-IV)		10,791.26	10,819.76
VI Share of profit of associates (net of taxes)		23.17	26.97
VII Profit before tax from continuing operations (V + VI)		10,814.43	10,846.73
VIII Tax Expense			
1 Current tax	25	2,652.49	2,643.46
2 Deferred tax	25	(67.76)	0.21
Total tax expense (VIII)		2,584.73	2,643.67
IX Profit after tax from continuing operations (VII - VIII)		8,229.70	8,203.06
X Discontinued operations			
Profit before tax for the year from discontinued operations	23	52.02	72.08
Current tax		-	-
Deferred tax		-	-
Tax expense on discontinued operations		-	-
Profit from discontinued operations (after tax)		52.02	72.08
XI Profit for the year (IX+X)*		8,281.72	8,275.14
XII Other comprehensive income/(loss)*			
(i) Items that will not be reclassified to profit or loss:			
Remeasurement of post-employment benefit obligation	32	42.85	(9.75)
Income tax relating to items that will not be reclassified to profit or loss	25	(10.71)	2.44
(ii) Items that will be reclassified to profit or loss:			
Exchange differences in translating the financial statements of foreign operations		3,165.23	(482.15)
Total other comprehensive income/(loss) for the year, net of income tax		3,197.37	(489.46)
XIII Total comprehensive income for the year attributable to owners of the Group (XI+XII)* :		11,479.09	7,785.68
From continuing operations		11,427.07	7,713.60
From discontinued operations	23	52.02	72.08
XIV Earnings per share from continuing and discontinued operations of the owners of the Group (expressed in ₹ 10 per share):	35		
1 For continuing operations		8,229.70	8,203.06
-Basic earnings per share		21.69	21.62
-Diluted earnings per share		21.69	21.62
2 For discontinued operations		52.02	72.08
-Basic earnings per share		0.14	0.19
-Diluted earnings per share		0.14	0.19
3 For continuing and discontinued operations		8,281.72	8,275.14
-Basic earnings per share		21.83	21.81
-Diluted earnings per share		21.83	21.81

*The non controlling interest is below rounding off norm of the Group

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

This is the Consolidated Statement of profit and loss referred to in our report of even date.

For **BSR & Co. LLP**
Firm Registration No.101248W/W-100022

Abhishek
Partner
Membership No. 062343

For and on behalf of the Board of Directors of
CIE AUTOMOTIVE INDIA LIMITED

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Executive Director & Group CEO DIN : 07591785

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Rajendra Vadlapudi
CEO-Iron Casting Division

Pankaj Goyal
Company Secretary & Compliance Officer
FCS : FI3037

Pune, February 19, 2026

Pune, February 19, 2026



Consolidated Statement of Changes in Equity for the year ended 31 December, 2025

(₹ in million)

A. Equity Share Capital

	Number of Shares	Equity share capital
Balance as at 01 January, 2025	379,362,377	3,793.62
Changes in equity share capital during the year		
Issue of equity shares pursuant to exercise of employee share options	-	-
Balance as at 31 December, 2025	379,362,377	3,793.62
Balance as at 01 January, 2024	379,362,377	3,793.62
Changes in equity share capital during the year		
Issue of equity shares pursuant to exercise of employee share options	-	-
Balance as at 31 December, 2024	379,362,377	3,793.62

B. Other Equity

	Reserves and surplus					Other reserves		
	Capital Reserve	Securities Premium Reserve	General Reserve	Capital Redemption Reserve	Remeasurement of post employment benefit obligation	Retained Earnings	Foreign Currency Translation Reserve (FCTR)	Total
Balance as at 01 January, 2025	7,693.00	15,371.84	6,028.00	164.71	278.23	31,167.06	1,271.38	61,974.22
Profit for the year	-	-	-	-	-	8,281.72	3,165.23	11,446.95
Other comprehensive income (net of income tax)	-	-	-	-	32.14	-	-	32.14
Total Comprehensive Income for the year	-	-	-	-	32.14	8,281.72	3,165.23	11,479.09
Dividend paid during the year	-	-	-	-	-	(2,655.54)	-	(2,655.54)
Balance as at 31 December, 2025	7,693.00	15,371.84	6,028.00	164.71	310.37	36,793.24	4,436.61	70,797.77
Balance as at 01 January, 2024	7,693.00	15,371.84	6,028.00	164.71	285.54	24,788.73	1,754.24	56,086.06
Profit for the year	-	-	-	-	-	8,275.14	-	8,275.14
Other comprehensive income (net of income tax)	-	-	-	-	(7.31)	-	(482.15)	(489.46)
Total Comprehensive Income for the year	-	-	-	-	(7.31)	8,275.14	(482.15)	7,785.68
Dividend paid during the year	-	-	-	-	-	(1,896.81)	-	(1,896.81)
Other changes	-	-	-	-	-	-	(0.71)	(0.71)
Balance as at 31 December, 2024	7,693.00	15,371.84	6,028.00	164.71	278.23	31,167.06	1,271.38	61,974.22

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

This is the Consolidated Statement of Changes in Equity referred to in our report of even date.

For **BSR & Co. LLP**
Firm Registration No. 101248W/W-100022

Abhishek
Partner
Membership No. 062343

For and on behalf of the Board of Directors of
CIE AUTOMOTIVE INDIA LIMITED
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Independent Director – DIN : 08513835

Rajendra Vadlapudi
CEO-Iron Casting Division

Pankaj Goyal
Company Secretary & Compliance Officer
FCS : F13037

Pune, February 19, 2026

Pune, February 19, 2026



Consolidated Statement of Cash Flows for the year ended 31 December, 2025

	Year ended 31 December, 2025	(₹ in million) Year ended 31 December, 2024
I Cash flows from operating activities		
Profit before tax for the year		
From continuing operations	10,814.43	10,846.73
From discontinued operations	52.02	72.08
Adjustments for:		
Finance costs	265.16	775.98
Net gain on sale of investment and change in fair value of investments held at FVTPL	(479.62)	(419.93)
Provision for doubtful debts - charge	-	31.71
Provision for obsolescence of inventory	-	149.03
Interest income	(171.47)	(160.62)
Share in profits of Associate companies	(23.17)	(26.97)
Unrealised foreign exchange (gain)/loss (net)	63.86	(8.87)
Financial income from Discontinued operations	(52.02)	(72.08)
Grant income	(342.73)	(748.92)
Net gain on disposal of Property, Plant and Equipment	(1.81)	(16.85)
Depreciation and amortisation expenses	3,580.84	3,306.45
Employee Share based payment expenses	-	59.47
	13,705.49	13,787.21
Change in operating assets and liabilities:		
Decrease/(Increase) in trade receivables	188.73	28.30
Decrease/(Increase) in other financial assets	15.63	(36.36)
Decrease/(Increase) in other assets	(261.51)	439.69
Decrease/(Increase) in inventories	564.26	566.33
Increase/(Decrease) in trade payables	1,342.87	(3,531.92)
Increase/(Decrease) in provisions	47.84	(61.91)
Increase/(Decrease) in other liabilities	(398.47)	238.87
	1,499.35	(2,357.00)
Income taxes paid (net of refunds)	(2,625.07)	(2,621.83)
Net cash generated from operating activities	12,579.77	8,808.38
II Cash flows from investing activities		
Purchase of investments (net)	(3,667.69)	(1,678.76)
Proceeds from Sale of Other investments	4.52	-
Purchase of Other investment	(17.32)	-
Interest income received	223.50	160.62
Grant received	784.73	261.70
Deposits (placed)/ Proceeds from deposit (net)	(2.24)	58.34
Investment in Associates	(21.88)	(51.89)
Loans given (net)	(2,313.50)	-
Repayment of loan received (net)	-	2,672.78
Acquisition of property, plant and equipment, capital work-in-progress and Intangible assets	(3,774.10)	(3,866.56)
Proceeds from disposal of Property, Plant and Equipment and Intangible assets	46.73	59.93
Disposal of discontinued operation net of cash and cash equivalents	889.89	-
Net cash used in investing activities	(7,847.36)	(2,383.84)
III Cash flows from financing activities		
Repayment of lease liabilities	(216.12)	(183.79)
Payment of interest on Lease Liability	(26.88)	(36.60)
Dividend paid	(2,644.28)	(1,888.81)
Proceeds/ (Repayment) of long term borrowings	(2,744.05)	3,264.69
Proceeds/ (Repayment) of short term borrowings (net)	626.46	(5,943.34)
Interest paid	(255.44)	(739.38)
Net cash used in financing activities	(5,260.31)	(5,527.23)



Consolidated Statement of Cash Flows for the year ended 31 December, 2025 (Cont...)

	Year ended 31 December, 2025	(₹ in Million) Year ended 31 December, 2024
IV Net (decrease)/ increase in cash and cash equivalents	(527.90)	897.31
Cash and cash equivalents at the beginning of the year	3,009.04	2,095.45
Effects of exchange rate changes on cash and cash equivalents	(176.28)	16.28
V Cash and cash equivalents at the end of the year	2,304.86	3,009.04
Reconciliation of cash and cash equivalents		
Total cash and cash equivalents as per Balance Sheet	2,304.86	3,009.04
Cash and cash equivalents in discontinued operations	-	-
Total cash and cash equivalents as per Statement of cash flow	2,304.86	3,009.04

Consolidated Statement of Cash Flows includes cash flows of disposal group. For details of cash flows of disposal group, refer note 23

Refer note 6 for movement in lease liabilities and note 23 for movement of changes in liabilities arising from financing and operating activities of discontinued operations.

Consolidated Statement of Cash flow has been prepared under the indirect method as set out in the Ind AS 7 "Statement of Cash Flows"

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

This is the Consolidated Cash Flow statement referred to in our report of even date.

For **BSR & Co. LLP**
Firm Registration No.101248W/W-100022

Abhishek
Partner
Membership No. 062343

Pune, February 19, 2026

For and on behalf of the Board of Directors of
CIE AUTOMOTIVE INDIA LIMITED
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Pune, February 19, 2026

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Rajendra Vadlapudi
CEO–Iron Casting Division

Pankaj Goyal
Company Secretary & Compliance Officer
FCS : FI3037



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

1 General information CIE Automotive India Group and Background

CIE Automotive India Limited and activities

CIE Automotive India Limited (CIE-India) is a company incorporated in India having its registered office at G Block, Bhosari Industrial Estate, Near BSNL Office, Bhosari, Pune - 411026. The Corporate Identification Number of the Holding Company is CIN: L27100PN1999PLC245720. The Company has been incorporated under the provisions of the Indian Companies Act and its equity shares are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India. The company and its subsidiaries (collectively referred to as "the Group") are engaged in the business of production and sale of automotive components to original equipment manufacturers and other customers (including leading suppliers of components) in India and overseas.

CIE-India is a subsidiary of CIE Automotive S.A based in Spain. The Group has manufacturing facilities in India, Spain, Lithuania, Italy and Mexico. The group has an established presence in each of these locations and supply automotive components to its customers based there and export products to customers based in other countries as well. The group's manufacturing locations are generally located close to major automotive manufacturing hubs in order to facilitate supplies to the customers.

The subsidiaries and associates included in these consolidated financial statements along with the proportion of ownership and beneficial interest of the Group in such subsidiaries is included in the details on Interest in other entities mentioned below.

These consolidated financial statements for the year ended 31 December, 2025 were approved for issue by the Board of Directors in accordance with their resolution dated February 19, 2026.

Interest in other entities

Sr. No.	Name of the entity	Relationship	% of Holding		Country of Incorporation
			31 December, 2025	31 December, 2024	
1	BF Precision Private Limited (dissolved w.e.f. June, 05, 2025)	Subsidiary of CIE-India	100%	100.00%	India
2	Bill Forge de Mexico S.A de C.V*	Subsidiary of CIE-India (upto February 19, 2024) Subsidiary of Galfor (from February 20, 2024)	99.99%	99.99%	Mexico
3	CIE Aluminium Casting India Limited (CACIL)	Subsidiary of CIE-India	100.00%	100.00%	India
4	CIE Hosur Limited (Hosur)	Subsidiary of CIE-India	100.00%	100.00%	India
5	CIE Galfor, S.A.U. (Galfor)	Subsidiary of CIE-India	100.00%	100.00%	Spain
6	CIE Legazpi S.A.U.	Subsidiary of Galfor	100.00%	100.00%	Spain
7	UAB CIE LT Forge	Subsidiary of Galfor	100.00%	100.00%	Lithuania
8	Metalcastello S.p.A	Subsidiary of Galfor	99.96%	99.96%	Italy
9	CIE Forgings Germany GmbH (CFG)	Subsidiary of Galfor	100.00%	100.00%	Germany
10	Clean Max Deneb Power LLP	Associate of CIE-India	26.00%	26.00%	India
11	Sunbarn Renewables Pvt. Ltd.	Associate of CIE-India	26.12%	26.12%	India
12	Renew Surya Alok Private Limited	Associate of CIE-India	31.20%	31.20%	India
13	Gescrap India Private Limited	Associate of CIE-India	30.00%	30.00%	India
14	Galfor Eólica, S.L	Associate of Galfor	25.00%	25.00%	Spain
15	Strongsun Solar Private Limited	Associate of CIE-India	27.35%	27.35%	India
16	Sunseed Solar Private Limited	Associate of CACIL	26.49%	26.49%	India
17	Ojaha Renewables Private Limited (w.e.f. April, 25, 2024)	Associate of Hosur	27.89%	27.89%	India
18	ReNew Green (MHK Two) Private Limited (w.e.f. October 29, 2024)	Associate of CIE-India	31.20%	31.20%	India
19	Amp Energy C&I Thirty Two Private Limited (w.e.f. December, 02, 2025)	Associate of CIE-India	39.94%	-	India
20	AMPIN Energy C&I Thirty One Private Limited (w.e.f. December, 02, 2025)	Associate of CACIL	39.91%	-	India

* The Board of Directors of the Holding Company approved a proposal for increase in share capital of Bill Forge de Mexico S de RL de CV (BF Mexico) in previous year 2024. CIE Galfor S.A.U. (Galfor), the other wholly owned subsidiary of the Holding Company in Spain, has subscribed the said capital increase. Accordingly, on issuance of shares to Galfor by BF Mexico, the percentage shareholding of the Holding Company in BF Mexico has diluted such that, BF Mexico has ceased to be a direct subsidiary of the Holding Company. BF Mexico accordingly has become a direct subsidiary of Galfor and a step down subsidiary of the Holding Company.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2. Summary of material accounting policies

2.1 Basis of presentation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, notified under section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act. The financial statement have been prepared on a historical cost basis, except for share based payment, assets held for sale, derivative financial instrument and certain financial assets and liabilities measured at fair value.

The consolidated financial statements are presented in Million ₹ and all values are rounded to the nearest Million except when otherwise indicated.

2.2 Consolidation principles and equity accounting

Subsidiaries

The consolidated financial statements comprise the financial statements of the company and its subsidiaries as at 31 December, 2025. Subsidiaries are all entities over which the Group has control. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent Group, i.e., year ended on 31 December, 2025.

Associates

Associates are all entities over which the Group has significant influence but not control or joint control. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

Consolidation procedure:

- (a) Combine like items of assets, liabilities, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

- (c) Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and Property, Plant and equipment, are eliminated in full). Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intra-group transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

2.3 Segment information

Information regarding the results of each reportable segment is shown in Note 5 below. Performance is measured based on segment results (profit before tax) as included in internal reporting which is reviewed by the Executive director and Group CEO who is also the Group's Chief Operating Decision Maker (CoDM). Segment profit is used to measure performance as management believes that such information is most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis.

2.4 Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired, and the liability assumed are recognised at their acquisition date fair value. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

- Assets (or disposal Groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard.
- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognized in profit or loss or OCI, as appropriate.

Any contingent consideration to be transferred by the acquirer is recognized at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognized in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognizes the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized in profit or loss. An impairment loss recognized for goodwill is not reversed in subsequent periods.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognized, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

2.5 Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

All other assets are classified as non-current.

A liability is current when:

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

The Group classifies all other liabilities as non-current.

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

2.6 Foreign currencies

The Group's consolidated financial statements are presented in ₹, which is also the parent's functional currency. For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

Transactions and balances

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

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

Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss with the exception of the following:

- Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognized in profit or loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity (e.g., consolidated financial statements when the foreign operation is a subsidiary), such exchange differences are recognized initially in OCI. These exchange differences are reclassified from equity to profit or loss on disposal of the net investment.
- Exchange differences arising on monetary items that are designated as part of the hedge of the Group's net investment of a foreign operation. These are recognized in OCI until the net investment is disposed of, at which time, the cumulative amount is reclassified to profit or loss.
- Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.

Group companies

On consolidation, the assets and liabilities of foreign operations are translated into ₹ at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. The exchange differences arising on translation for consolidation are recognized in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognized in profit or loss.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2.7 Revenue from contract with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has concluded that it is principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer. The policy of recognising the revenue is determined by the five-stage model proposed by Ind AS 115 "Revenue from contract with customers".

Sale of goods

Revenue from the sale of goods is recognised when the performance obligation is satisfied and usually coincides with the point in time when control of the asset is transferred to the customer, generally on the date of the bill of lading for export sales and generally on delivery for domestic sales. The normal credit term is 30 to 90 days upon delivery. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the Group considers the effect of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to the customer, if any. Any amount of revenue accrued but not billed to customers is recorded as contract assets. Such contract assets are transferred to trade receivables on actual billing to customers.

Tooling Income

Revenue from tooling income is recognised when the performance obligation is satisfied and usually coincides with at the point in time when the control of the die is transferred, which is generally on receipt of the customer's approval as per the terms of the contract.

Sale of Services

Revenue from the sale of services is in nature of job work on customer product which normally takes 1 - 4 days for completion and accordingly, revenue is recognised when products are sent to the customer on which job work is completed. The normal credit period is 60 days.

Other Revenue Export incentives

Revenue from export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable assurance and condition precedent to claim are fulfilled.

Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividends

Income is recognized when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

2.8 Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and recognised in profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognized and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2.9 Taxes

Current income tax

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

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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

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

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognized subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognized within the measurement period reduce goodwill related to that acquisition if



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognized in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognized in profit or loss.

2.10 Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of items.

Subsequent costs are included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit and loss during the reporting period in which they are incurred.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

- Building 3 to 61.4 years
- Plant and equipment 3 to 25 years
- Furniture & Fixtures 5 to 10 years
- Office equipment's 3 to 25 years
- Vehicles 5 to 8 years
- Other fixed assets 3 to 16 years

The depreciation policy historically applied by the Group to productive assets (plant, machinery and tools) is to systematically apply depreciation based on the useful lives of the assets concerned. These useful lives were estimated in accordance with the actual production capacity of the assets and their residual value, as well as a maximum useful life for each asset.

For certain plants and machineries, the Management applies unit of production method for depreciation. By using the units of production method, annual depreciation charges adapt to changes in production levels, on the understanding that this best reflects the expected pattern of consumption of the future economic benefits embodied by the assets. Units of production method of depreciation is calculated for these categories of plant, machinery, based on the actual production levels attained by the assets and their residual value.

For other plant and machinery, where usage and efflux of time is primary determinant, the Group continues to depreciate assets using straight-line basis over the estimated useful lives of the assets as follows:

- Plant and machinery (other than those stated above) 3 to 25 years

The Group, based on technical assessment made by technical expert and management estimate, depreciates certain items of building, plant and equipment over estimated useful lives or based on production, which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

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 income statement when the asset is derecognized.

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



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2.11 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognized in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Amortisation is calculated on a straight-line basis over the estimated useful lives of 3 to 10 years.

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

Research and development expenses

Research expenditure is recognised as an expense as incurred. The costs incurred in development projects (associated with the design and testing of new products or product upgrades) are recognised as an intangible asset when the success of the development is deemed probable taking into account its technical and commercial feasibility, management intends to complete the project and has the technical and financial resources to do so, has the ability to use or sell the asset and generate potential economic benefits and the costs involved may be reliably estimated. Other development expenditures are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period. Development costs with a finite useful life that have been capitalised are amortised from the start of commercial production of the product on a straight-line basis over the period in which it is expected to generate economic benefits, which does not exceed five years.

Licences

Trademarks and licences have a finite useful life and are carried at cost less accumulated amortization. Amortization is calculated using the straight-line method to allocate the cost of trademarks and licences over their estimated useful lives.

2.12 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

2.13 Leases

As a lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Lease payments are allocated between the principal (liability) and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- amounts expected to be payable by the lessee under residual value guarantees
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss.

Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT-equipment and small items of office equipments.

As a Lessor

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

2.14 Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition is 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 weighted average cost.
- Finished goods and work in progress: Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on weighted average cost.
- Traded goods: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average.

Initial cost of inventories includes the transfer of gains and losses on qualifying cash flow hedges, recognized in OCI, in respect of the purchases of raw materials.

Net realisable 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 realisable value is made on item by item basis.

2.15 Impairment of non-financial assets

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



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

In assessing the 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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicator.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

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 year. Such reversal is recognized in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Cash generating units to which goodwill is allocated are tested for impairment annually at each balance sheet date, or more frequently when there is an indication that the unit may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU to which the goodwill relates. In assessing the recoverable amount of the CGU, 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. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at each reporting period at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

2.16 Provisions

General

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

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

Restructuring provisions

Restructuring provisions are recognized only when the Group has a constructive obligation, which is when a detailed formal plan identifies the business or part of the business concerned, the location and number of employees affected, a detailed estimate of the associated costs, and an appropriate timeline, and the employees affected have been notified of the plan's main features.

2.17 Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Group operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

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

Pension provisions are for operations in Germany and are entirely internally funded. These benefits are in the nature of long term service awards and lifetime pension and retirement plans. Liabilities are determined using projected unit credit method together with mortality tables. Obligation is measured at the present value of estimated future cash flow using the discount rate that is determined by reference to average market yields of ten years.

Past service costs are recognized in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and;
- The date that the Group recognizes related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the consolidated statement of profit and loss:

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

2.18 Share based payments

The Stock Appreciation Right Benefit is a cash incentive. The calculation of this cash incentive is done basis change in Market Price of the shares. However, such cash incentives are not considered as "share based employee benefit".

The fair value of options granted under the above scheme is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- Including any market performance conditions;
- Excluding the impact of any service vesting conditions (for example, remaining an employee of the entity over a specified time period)

Non-market performance and service conditions are included in the assumptions about the number of options that are expected to vest. The total expense is recognised over the vesting period, which is the period during which all the specified vesting conditions are to be satisfied.

At the end of each reporting period, the Group revised the estimates of the number of options that are expected. It recognises the impact of the revision of original estimates, if any, in the income statement, with corresponding adjustment to equity.

The total cost of the services rendered by the beneficiaries is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied (continued service at the Group).

Liabilities for the Group's share appreciation rights are recognised as employee benefit expense over the relevant service period. The liabilities are remeasured to fair value at each reporting date.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2.19 Earnings Per Share

(i) Basic Earnings per share

Basic earnings per share is calculated by dividing

- the profit attributable to owners of the Group
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares, if any.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of the additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.20 Financial Assets and Financial liabilities

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

Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

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

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

Subsequent measurement

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

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Other Financial Liabilities: These are measured at amortised cost using the effective interest method.

The Group's financial liabilities include trade and other payable, loan, lease liabilities and borrowings including bank overdrafts.

Subsequent measurement

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and losses, including any interest expense, are recognised in profit or loss.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Offsetting:

Financial assets and liabilities are offset and the net amount presented in balance sheet when and only when the Group currently has a legal enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Derecognition of financial assets and financial liabilities:

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received. Any gain or loss arising on derecognition is recognised in profit or loss. When a financial instrument is derecognised, the cumulative gain or loss in equity is transferred to the statement of profit and loss unless it was an equity instrument electively held at fair value through other comprehensive income.

In this case, any cumulative gain or loss in equity is transferred to retained earnings. Financial assets are written off when there is no reasonable expectation of recovery. The Group reviews the facts and circumstances around each asset before making a determination. Financial assets that are written off could still be subject to enforcement activities. Financial liabilities are derecognised when these are extinguished, that is when the obligation is discharged, cancelled or has expired.

2.21 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

2.22 Dividend

The Group recognizes a liability to make cash or non-cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

2.23 (a) Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If the receivable is expected to be collected within a period of 12 months or less from the reporting date, they are classified as current assets otherwise as non-current assets.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Trade receivables are measured at their transaction price unless it contains a significant financing component or pricing adjustments embedded in the contract.

Loss allowance for expected life time credit loss is recognised on initial recognition of the trade receivables.

A) Measurement

(i) Recognition and initial measurement

Trade receivables and debt securities 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 asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(ii) Presentation of allowance for ECL

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

(iii) Write-off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

2.23 (b) Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration in form of advance from customer (or an amount of consideration is due). If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs the obligation as per the contract.

2.24 Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payable is classified as current liabilities if payment is due within one year or less.

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2.25 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest rate method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer their settlement for at least 12 months after the end of the reporting period.

Fees paid on for availing the loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facilities will be drawn down. In this case, the fees are deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

2.26 Disposal groups and discontinued operations (Refer note 23)

An operation is classified as discontinued operations when component of the entity that has been disposed of or is classified as held for sale and that represent a separate major line of business or geographical area of operations and is a part of a single coordinated plan to dispose off. The result of discontinued operation is presented separately, in statement of profit and loss. Assets of disposal group classified as held for sale are presented separately from other assets in balance sheet. The liabilities of disposal group classified as held for sale are presented separately from other liabilities in the balance sheet. Once classified as held-for-sale, intangible assets, property, plant and equipment and investment properties are no longer amortised or depreciated, and any equity-accounted investee is no longer equity accounted.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

2.27 Recent Accounting Pronouncements:

The Ministry of Corporate Affairs ("MCA") issues new standards and amendments to existing standards under the Companies (Indian Accounting Standards) Rules from time to time.

On May 9, 2025, the MCA issued amendments to Ind AS 21 – The Effects of Changes in Foreign Exchange Rates, providing enhanced guidance on assessing currency exchangeability and determining the appropriate exchange rate when a currency is not readily exchangeable.

Further, on August 13, 2025, the MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2025, introducing revisions to multiple standards, including:

- **Ind AS 1:** Clarifications on the classification of liabilities as current or non-current, including considerations relating to covenant compliance and the entity's right to defer settlement as at the reporting date.
- **Ind AS 7 and Ind AS 107:** Additional disclosure requirements for supplier finance arrangements aimed at enhancing transparency regarding their effect on liabilities and cash flows.
- **Ind AS 12:** A temporary exception from recognising deferred tax assets and liabilities arising from the OECD Pillar Two global minimum tax rules, together with related disclosure requirements.
- **Ind AS 101:** Transitional relief for first-time adopters with respect to lease classification.

These amendments are effective upon publication in the Official Gazette and will apply to annual reporting periods beginning on or after April 1, 2026. The Group has assessed the impact of these amendments on its financial statements and does not expect any material impact on account of the same.

3. Financial risk management

3.1. Financial risk factors

The Group's activities expose it to a variety of financial risks viz. market risk (including currency risk, interest rate risk and price risk), liquidity risk and credit risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

a. Market risk

Market risk is the risk that changes in market prices – e.g. foreign exchange rates, interest rates, and equity prices – will affect the Group's income or the value of its holdings of financial instruments. The objective of the market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

(i) Foreign Currency Risk:-

The overriding objective is to reduce the adverse impact on its activities in general and on the income statement in particular of the variation in exchange rates so that it is possible to hedge against adverse movements and, if appropriate, leverage favourable trends.

In order to arrange such a policy, the Group uses the management scope concept. This concept encompasses all collection/ payment flows in a currency other than the Indian Rupees expected to materialise over a specific time period. The management scope includes assets and liabilities denominated in foreign currency and firm or highly probable commitments for purchases or sales in a currency other than the Indian Rupees. Assets and liabilities denominated in foreign currency are subject to management, irrespective of timing, while firm commitments for purchases or sales that form part of the Management Scope are also subject to management if they are expected to be recognised on the balance sheet within a period of no more than 18 months. Once defined the Management Scope, the Group may use financial instruments for risk management.

The Group has investments in foreign operations whose net assets are denominated in EURO, exposing it to only foreign exchange translation risk. The exchange risk on the net assets of the Group's foreign operations is managed through natural hedges by denominating liabilities including borrowings (loans) in the corresponding foreign currency.

If at 31 December, 2025, the Rupee had depreciated/ appreciated by 10% with respect to all other functional currencies other than the Rupee, all other variables remaining constant, equity would have increased/ decreased by ₹ 1,696.34 Million (2024 would have increased/ decreased by ₹ 1,331.20 Million), due to the impact of the net assets contributed by the subsidiaries operating in a functional currency different from Rupee.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

If the average rate of exchange of the Euro had depreciated/ appreciated by 10% in 2025 with respect to all other functional currencies other than Euro, all other variables remaining constant, profit after tax for the year would have been higher/ lower by ₹ 204.54 Million (2024 ₹ 236.3 Million), mainly as a result of the exchange gain/ losses on the translation of accounts of subsidiaries denominated in currencies other than Rupee.

(ii) Interest rate risk

The Group's borrowings are benchmarked to variable rates. The expectation of any change in the benchmark rate is monitored regularly and hedging is initiated as and when required. During the year the impact of such expected change was not material.

Total Borrowings of ₹ 3,860.20 Million (2024 ₹ 5,210.21 Million) are at variable interest rate.

If the average rate of interest had increased/ decreased by 10bps p.a. in 2025, all other variables remaining constant, interest costs for the year would have been higher/ lower by ₹ 3.86 Million (2024 ₹ 5.21 Million).

	31 December, 2025	31 December, 2024
Financial assets and liabilities		
Financial assets	29,681.89	24,597.38
Financial liabilities	(23,417.01)	(22,108.24)
	6,264.88	2,489.14

b. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's objective when managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The prudent management of liquidity risk entails maintaining enough cash and available financing through sufficient credit facilities. In this respect, the CIE-India Automotive Group strategy, articulated by its Treasury Department, is to maintain the necessary financing flexibility through the availability of committed credit lines. Additionally, and on the basis of its liquidity needs, the Group uses liquidity facilities (non-recourse factoring and the sale of financial assets representing receivable debts, transferring the related risks and rewards). Management monitors the Group's forecast liquidity requirements together with the trend in net debt. The calculation of liquidity and net debt at 31 December, 2025 and 31 December, 2024 is as follow:

	Note	31 December, 2025	31 December, 2024
Cash, cash equivalents and bank balances	Note 15	2,540.52	3,242.46
Current and Non-current financial Assets – Loans	Note 12	5,222.71	2,310.06
Current and Non-current financial assets– Investments	Note 9	14,079.30	9,919.19
Current and non- current financial assets– Others	Note 10	1,748.99	2,849.33
Total Cash and financial assets		23,591.52	18,321.04
Borrowings	Note 18	3,860.20	5,210.21
Current and non- current Financial Liabilities– Others	Note 6 & Note 20	924.43	1,088.81
Cash and cash equivalent and bank balances	Note 15	(2,540.52)	(3,242.46)
Current and non-current financial assets – Loans	Note 12	(5,222.71)	(2,310.06)
Current financial assets – investments	Note 9	(14,079.30)	(9,919.19)
Current and non- current financial assets– Others	Note 10	(1,748.99)	(2,849.33)
Net financial debt /(surplus)		(18,806.89)	(12,022.02)



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

As on 31 December, 2025, the Group has sufficient headroom against committed liabilities. Also, the management expects that the Group will continue to generate cash which will be sufficient to service payment obligations for the next twelve months.

The Group monitors the Group's forecast liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining enough headroom on its undrawn committed borrowing facilities at all times so that the Group does not breach borrowing limits or covenants on any of its borrowing facilities.

The Group has unused loans and credit lines of ₹ 5,634.60 Million as at 31 December, 2025 (31 December, 2024 of ₹ 5,530.01 Million).

One of the Group's strategies is to ensure the optimisation and maximum saturation of the resources assigned to the business. The Group therefore pays special attention to the net operating working capital invested in the business. In this regard, as in previous years, considerable work has been performed to control and reduce collection periods for trade and other receivables, as well as to optimise accounts payable with the support of banking arrangements to mobilise funds and minimise inventories through logistic and industrial management, allowing JIT (just in time) supplies to our customers.

As a result of the above, it may be confirmed that there is no significant liquidity risk for the group.

c. Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers, loans and investments in debt securities.

Credit risk from cash and cash equivalents and bank deposits is considered immaterial in view of the creditworthiness of the banks the Group works with. If management detects liquidity risk in respect of its banks under certain specific circumstances, it recognises impairment provisions as warranted.

In addition, each segment has specific policies for managing customer credit risk; these policies factor in the customers' financial position, past experience and other customer specific factors.

With respect to customer credit limits, it should be noted that Group policy is to spread its volumes across customers or manufacturing platforms.

Given the characteristics, of the Group's customers, management has historically deemed that receivables due within 60 days present no credit risk. The Group continues to consider the credit quality of these outstanding balances to be strong. Based on past trends, expected credit loss is provided. Details of such provision and analysis of the age of assets that are past due but are not impaired is provided in note 11.

Top 25 customers make for more than 70% of Group's sale, thus reflecting limited credit risk.

i. Trade receivables

The Group uses Expected Credit Loss (ECL) model to assess the impairment gain or loss. As per ECL simplified approach, the Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account a continuing credit evaluation of Group's customers financial condition; aging of trade accounts receivable; the value and adequacy of collateral received from the customers in certain circumstances (if any); the Group's historical loss experience; and adjustment based on forward looking information. The Group defines default as an event when there is no reasonable expectation of recovery.

Movement of Loss allowance:

	<u>Amount</u>
Loss allowance as on 31 December, 2024	83.32
Additions/ (reversal) during the year (net)	67.36
Loss allowance as on 31 December, 2025	<u>150.68</u>



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

3.2 Fair Value estimation

Fair value measurement

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the 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, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period (Refer note 26)

3.3 Capital risk management

The Group's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and benefits for the other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group can adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the leverage ratio. This ratio is calculated as net debt divided by total capital employed. Net debt is calculated as total borrowings plus current financial liabilities less cash, cash equivalents and current financial assets, all of which are shown in the consolidated annual accounts. Total capital employed is calculated as 'equity', as shown in the consolidated annual accounts, plus net debt.

Calculation of Gearing ratio:

	31 December, 2025	31 December, 2024
Net Financial Debt/(Surplus) (Refer Note 3.1.(b))	(18,806.89)	(12,022.02)
Equity	74,591.39	65,767.84
Total Capital Employed	55,784.50	53,745.82
Gearing Ratio	(0.34)	(0.22)



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

4. Accounting estimates and judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions affecting the application of accounting policies and the amounts presented under assets and liabilities, income and expenses. Actual results may differ from these estimates.

a) Estimated impairment loss on goodwill [Refer note 7]

The Group tests whether goodwill has suffered any impairment on an annual basis. Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount. The recoverable amount of a CGU is determined based on value in use calculations. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include any activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash inflows and the growth rate. The key assumptions used to determine the recoverable amount for goodwill including a sensitivity analysis are disclosed and further explained in note 7.

b) Estimated fair value of assets, liabilities and contingent liabilities associated with a business combination.

In business combinations, the Group classifies or designates, at the acquisition date, the identifiable assets acquired, and liabilities assumed as necessary, based on contractual agreements, financial conditions, accounting policies and operating conditions or other pertinent circumstances that exist at the acquisition date.

In accounting of business combination, judgement is required for valuation of assets and identifying whether an intangible asset is to be recognised separately from goodwill.

The measurement of the assets acquired and liabilities assumed at fair value requires the use of estimates that depend on the nature of those assets and liabilities in accordance with their prior classification and which, in general, are based on generally accepted measurement methods that take into consideration discounted cash flows associated with those assets and liabilities, comparable quoted prices on active markets and other procedures, as disclosed in the relevant notes to the annual financial statements, broken down by nature. In the case of the fair value of property, plant and equipment the Group uses appraisals prepared by independent experts.

c) Income tax and deferred tax (Refer Note 24 and 25)

Income tax expense for the period ended 31 December, 2025 has been estimated based on profit before taxes, as adjusted for any permanent and/or temporary differences envisaged in tax legislation governing the corporate income tax base calculation. The tax is recognized in the income statement, except insofar as it relates to items recognized directly in equity, in which case, it is also recognized in equity.

Tax credits and deductions and the tax effect of applying tax-loss carry forwards that have not been capitalised are treated as a reduction in the corporate income tax expense for the year in which they are applied or offset.

The calculation of income tax expense did not require the use of significant estimates except in tax credits recognized in the year, which was at all times consistent with the annual financial statements.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated annual accounts. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised, or the deferred income tax liability is settled.

Deferred taxes on temporary differences are recognized when arising on investments in subsidiaries, associates and joint ventures, except in those cases where the Group can control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

Deferred tax assets deriving from the carry forward of unused tax credits and unused tax losses are recognised to the extent that it is probable that future taxable profit will be available against which the tax assets can be utilised. In the case of investment tax credits, the counterpart of the amounts recognized is the deferred income account. The tax credit is accrued as a decrease in expense over the period during which the items of property, plant and equipment that generated the tax credit are depreciated, recognizing the right with a credit to deferred income.

d) Pension benefits (Refer Note 32)

The present value of the Group's pension obligations depends on a series of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations.

The Group determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Group considers the interest rates of Government bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the terms of the related pension obligation. Other key assumptions for employee benefits are based in part on current market conditions.

The present value of defined benefit obligation denominated in ₹ is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period government bonds that have terms approximating to the terms of the related obligation. The estimated future payments which are denominated in currency other than ₹, are discounted using market yields determined by reference to high quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

e) Legal Contingencies (Refer Note 33)

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

5. Segment Information

The Executive Director and Group CEO is the Group's Chief Operating Decision Maker (CoDM). An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. CoDM reviews the Group's internal financial information for the purposes of evaluating performance and assigning resources to segments. The Group has determined the operating segments based on the structure of the reports reviewed by the CoDM.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

All companies within the CIE-India Group belong to the same business segment (Automotive) and to two geographical areas, India and Europe.

31 December, 2025	India	Europe	Total	Inter-segment transactions	Total Segment	Discontinued operations	Consolidated
Revenue*	61,430.89	32,641.77	94,072.66	(7.92)	94,064.74	-	94,064.74
Income/ (Expenses)	(50,997.31)	(28,362.90)	(79,360.21)	7.92	(79,352.29)	52.02	(79,404.31)
Depreciation, amortization and Impairment	(2,202.75)	(1,378.09)	(3,580.84)	-	(3,580.84)	-	(3,580.84)
Segment profit (EBIT)	8,230.83	2,900.78	11,131.61	-	11,131.61	52.02	11,079.59
Interest	80.22	(345.38)	(265.16)	-	(265.16)	-	(265.16)
PBT	8,311.05	2,555.40	10,866.45	-	10,866.45	52.02	10,814.43
EBIDTA	10,433.58	4,278.87	14,712.45	-	14,712.45	52.02	14,660.43
Total assets	66,918.73	40,649.14	107,567.87	-	107,567.87	-	107,567.87
Total Non-current Assets	38,410.01	31,179.02	69,589.03	-	69,589.03	-	69,589.03
Total liabilities	16,331.64	16,644.84	32,976.48	-	32,976.48	-	32,976.48
Addition to Property, Plant and Equipment, Capital work-in-progress and Intangible assets	2,592.59	941.51	3,534.10	-	3,534.10	-	3,534.10

31 December, 2024*	India	Europe	Total	Inter-segment transactions	Total Segment	Discontinued operations	Consolidated
Revenue*	57,542.86	32,144.57	89,687.43	(46.76)	89,640.67	-	89,640.67
Income/ (Expenses)	(47,507.20)	(27,178.99)	(74,686.19)	46.76	(74,639.43)	72.08	(74,711.51)
Depreciation, amortization and Impairment	(2,064.19)	(1,242.26)	(3,306.45)	-	(3,306.45)	-	(3,306.45)
Segment profit (EBIT)	7,971.47	3,723.32	11,694.79	-	11,694.79	72.08	11,622.71
Interest	(103.22)	(672.76)	(775.98)	-	(775.98)	-	(775.98)
PBT	7,868.25	3,050.56	10,918.81	-	10,918.81	72.08	10,846.73
EBIDTA	10,035.66	4,965.58	15,001.24	-	15,001.24	72.08	14,929.16
Total assets	63,001.29	34,683.93	97,685.22	-	97,685.22	-	97,685.22
Total Non-current Assets	37,998.25	25,191.58	63,189.83	-	63,189.83	-	63,189.83
Total liabilities	15,975.62	15,941.76	31,917.38	-	31,917.38	-	31,917.38
Addition to Property, Plant and Equipment, Capital work-in-progress and Intangible assets	4,183.72	1,351.84	5,535.56	-	5,535.56	-	5,535.56

* One of the customer group exceeds 10% of the Group's turnover for the year ended 31 December, 2025 and 31 December, 2024. Revenue from Operations for this customer in the year ended 31 December, 2025 are ₹ 18,932.83 Million (31 December, 2024 : ₹ 16,373.31 Million).

Inter-segment transactions between segments are carried out under market terms and conditions as usual commercial transactions with third parties.

The Chief Operating Decision Maker (CODM) reviews the group's internal financial information for the purpose of evaluating performance and assignment of the resources. While evaluating performance and basis the current market dynamics, the CODM is evaluating Bill Forge de Mexico, S.A de C.V ('Bill forge Mexico') as part of Europe with effect from 1st January, 2025. Hence, the segment information for the previous reporting period has been adjusted accordingly to reflect the revised segment structure, to ensure comparability with the current period. This change in reporting segments has no impact on the overall consolidated financial results of the Company as reported previously.

Segment assets includes goodwill, property, plant and equipment, intangible assets, inventories, accounts receivable and cash, excluding intra Group assets eliminated on consolidation.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

6. Property, Plant and Equipment

The details and movements in property, plant and equipment are as follows:

For the year 2025

Description of Assets	Land	Buildings	Plant and Equipment	Furniture and Fixtures, tools and furnishings	Office Equipment	Total	Capital Work-in-progress
I. Gross Carrying Amount							
Balance as at 01 January, 2025	2,582.11	7,887.84	39,524.23	4,510.52	805.26	55,309.96	662.87
Additions	-	127.37	2,231.17	359.89	123.80	2,842.23	1,721.36
Disposals	-	(1.27)	(307.02)	(56.39)	(32.22)	(396.90)	-
Capitalization	-	-	-	-	-	-	(1,092.20)
Foreign currency translation differences	51.84	591.03	3,744.85	510.72	51.28	4,949.72	3.66
Balance as at 31 December, 2025	2,633.95	8,604.97	45,193.23	5,324.74	948.12	62,705.01	1,295.69
II. Accumulated depreciation and impairment							
Balance as at 01 January, 2025	-	(2,786.45)	(20,700.61)	(2,506.52)	(240.67)	(26,234.25)	-
Depreciation expense for the year	-	(314.95)	(2,389.16)	(464.68)	(114.15)	(3,282.94)	-
Disposals	-	0.83	269.06	49.12	53.73	372.74	-
Foreign currency translation differences	-	(349.59)	(2,509.99)	(310.42)	(28.27)	(3,198.27)	-
Balance as at 31 December, 2025	-	(3,450.16)	(25,330.70)	(3,232.50)	(329.36)	(32,342.72)	-
III. Net carrying amount	2,633.95	5,154.81	19,862.53	2,092.24	618.76	30,362.29	1,295.69



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

For the year 2024

Description of Assets	Land	Buildings	Plant and Equipment	Furniture and Fixtures, tools and furnishings	Office Equipment	Total	Capital work-in-progress
I. Gross Carrying Amount							
Balance as at 01 January, 2024	2,590.61	7,498.71	37,186.85	4,362.33	718.98	52,357.48	536.67
Additions	1.13	461.14	3,258.04	393.04	129.34	4,242.69	1,246.02
Disposals	(0.08)	(3.42)	(350.83)	(72.53)	(34.94)	(461.80)	(9.92)
Capitalization	-	-	-	-	-	-	(1,106.71)
Foreign currency translation differences	(9.55)	(68.59)	(569.83)	(172.32)	(8.12)	(828.41)	(3.19)
Balance as at 31 December, 2024	2,582.11	7,887.84	39,524.23	4,510.52	805.26	55,309.96	662.87
II. Accumulated depreciation and impairment							
Balance as at 01 January, 2024	-	(2,550.08)	(19,200.14)	(2,291.79)	(186.06)	(24,228.07)	-
Depreciation expense for the year	-	(293.02)	(2,216.41)	(435.89)	(84.70)	(3,030.02)	-
Disposals	-	3.74	321.67	72.53	25.58	423.52	-
Foreign currency translation differences	-	52.91	394.27	148.63	4.51	600.32	-
Balance as at 31 December, 2024	-	(2,786.45)	(20,700.61)	(2,506.52)	(240.67)	(26,234.25)	-
III. Net carrying amount	2,582.11	5,101.39	18,823.62	2,004.00	564.59	29,075.71	662.87

For contractual commitments with respect to the acquisition of Propoerty, plan and equipments, refer note 33.

Capital work-in-progress mainly comprises of new facilities being constructed in India and upgradation of existing facilities.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Capital work-in-progress ageing schedule

31 December, 2025	Less than 1 year	1 – 2 years	2 – 3 years	More than 3 years	Total
Projects in progress	1,295.65	0.04	-	-	1,295.69
Projects temporarily suspended	-	-	-	-	-
Total	1,295.65	0.04	-	-	1,295.69

Capital work-in-progress ageing schedule

31 December, 2024	Less than 1 year	1 – 2 years	2 – 3 years	More than 3 years	Total
Projects in progress	568.65	94.12	0.10	-	662.87
Projects temporarily suspended	-	-	-	-	-
Total	568.65	94.12	0.10	-	662.87

ii) Leases

This note provides the information for leases where the Group is a lessee. The Group leases various offices, buildings, leasehold land, and vehicles. Rental contracts are typically made for fixed periods of 1 year to 99 years.

i) Amounts recognised in the balance sheet

Property, plant and equipment includes the below amounts recognised as Right-of-use of assets:

	31 December, 2025	31 December, 2024
Right-of-use of assets		
Leasehold Land	692.66	698.24
Property and plant	248.47	354.59
Other assets	103.65	69.44
Total	1,044.78	1,122.27

The corresponding lease liability as per Ind AS 116 is below:

	31 December, 2025	31 December, 2024
Lease liabilities		
Current	200.79	193.56
Non-Current	197.81	295.96
Total	398.60	489.52

Additions to the right-of-use assets during the current financial year were ₹ 110.54 Million (31 December, 2024, ₹ 159.75 Million).

ii) Amounts recognised in the statement of profit and loss

The statement of profit or loss shows the amounts relating to leases:

	31 December, 2025	31 December, 2024
Depreciation/Amortisation charge of right of use of assets		
Leasehold Land **	24.56	22.45
Property and plant	124.39	121.53
Other assets	53.74	50.84
Total	202.69	194.82



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

	31 December, 2025	31 December, 2024
Interest expense (included in finance costs)	26.88	36.60
Expense relating to short term leases (included in other expenses)	236.18	242.39
Expense relating to leases of low-value assets that are not shown above as short term leases (included in other expenses)	52.71	52.75

The total cash outflow for leases for the year ended 31 December, 2025 was ₹ 243 Million (31 December, 2024, ₹ 220.39 Million).

Maturity analysis – contractual undiscounted cash flows of leases under the purview of Ind AS 116

Particulars	31 December, 2025	31 December, 2024
Less than one year	166.67	156.57
More than one year	191.60	353.67
Total undiscounted lease liabilities	358.27	510.24

Particulars	Lease liabilities
Balance as at 01 January, 2024	520.67
Repayment of lease obligation net off new leases	(67.75)
Interest on lease liabilities	36.60
As on 31 December, 2024	489.52
Repayment of lease obligation net off new leases	(117.80)
Interest on lease liabilities	26.88
As on 31 December, 2025	398.60

** This includes amortisation of lease premium paid in advance on leasehold land.

7. Goodwill

	As at 31 December, 2025	As at 31 December, 2024
Cost		
Balance at beginning of the year	30,352.00	30,781.38
Goodwill written off against provision [Refer note 23]	-	-
Foreign exchange fluctuation	2,598.19	(429.38)
Balance at end of the year	32,950.19	30,352.00
Accumulated impairment losses at the beginning of the year	(2,209.88)	(2,241.14)
Addition during the year	-	-
Goodwill written off against provision [Refer note 23]	-	-
Foreign exchange fluctuation	(365.30)	31.26
Balance at the end of the year	(2,575.18)	(2,209.88)
Net carrying amount	30,375.01	28,142.12

Impairment testing of goodwill

Goodwill is tested for impairment on an annual basis. Goodwill is monitored by management at the level of cash generating units, which is India and Europe in this case. For the current and previous financial year, the recoverable amount of Cash Generating Unit (CGU) was determined based on value-in-use calculations which require the use of assumptions. The calculations use cash flow projections based on financial budgets approved by management covering a five year period.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

The net carrying amount breakup of goodwill at the resulting CGU level is as below:

Cash Generating units	31 December, 2025	31 December, 2024
India	16,224.83	16,224.83
Europe	14,150.18	11,917.30
Total	30,375.01	28,142.12

Key assumptions used in the calculation of value in use:

The following table sets out the key assumptions for the CGU:

Particulars	31 December, 2025	31 December, 2024
Discount rate (before tax)	6.58% to 9.99%	6.27% to 10.05%
EBIDTA Margins (range)	9% to 23.86%	7.4% to 23.46%
Annual sales growth rate	-0.83% to 8.6%	-0.77% to 7.97%
Terminal sales growth rate	1.5% to 7.5%	1.5% to 7.5%

Management has determined the values assigned to each of the above key assumptions as follows:

Assumptions	Approach used to determine values
Discount rate	Discount rate represents the current market assessment of the risks specific to the CGU, taking into consideration the time value of money and individual risks of the underlying assets that have been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the CGU and is derived from the CGU's weighted average cost of capital (WACC). The WACC takes into account both debt and equity. The cost of equity is derived from the expected return on investment by the investors. The cost of debt is based on the interest-bearing borrowings the Group is obliged to service. CGU specific risk is incorporated by applying individual beta factor. The beta factor is evaluated annually based on publicly available market data.
EBITDA Margins	EBITDA margins are based on the actual EBITDA of respective CGU based on the past trend and future expectations.
Annual sales growth rate	Annual growth rate over the five-year forecast period; based on past performance, current industry trends including long-term inflation forecast and management's expectation of market development.
Terminal sales growth rate	The Group has considered growth rate to extrapolate cash flows beyond the forecast period, consistent with the industry forecasts, based on GDP growth estimates and the inflation rate in each market, and evaluating the level of investment required to achieve such growth.

Sensitivity to changes in assumptions of CGU

The management believes that no reasonably possible change (say 10%) in any of the key assumptions used in the value in use calculation would cause the carrying value of the CGU to materially exceed its value in use.

Results of the analysis

Based on the above assessment, the Group concluded that in both current year as well as previous year, goodwill has not suffered any impairment. Further, the result of using before-tax cash flows and discount rates does not differ significantly from the outcome of using after-tax cash flows and discount rates.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

8. Other Intangible Assets

The details and movements of the main classes of intangible assets are shown below:

For the year 2025

Description of Assets	Development expenditure	Customer relationships	Computer software	Total
I. Gross Carrying Amount				
Balance as at 01 January, 2025	55.00	202.00	195.74	452.74
Additions	-	-	62.71	62.71
Disposals	-	-	-	-
Foreign currency translation differences	-	-	49.92	49.92
Balance as at 31 December, 2025	55.00	202.00	308.37	565.37
II. Accumulated amortization and impairment				
Balance as at 01 January, 2025	(55.00)	(115.72)	(51.55)	(222.27)
Amortization expense for the year	-	(20.18)	(75.03)	(95.21)
Eliminated on disposal of assets	-	-	-	-
Foreign currency translation differences	-	-	(28.61)	(28.61)
Balance as at 31 December, 2025	(55.00)	(135.90)	(155.19)	(346.09)
III. Net carrying amount	-	66.10	153.18	219.28

For the year 2024

Description of Assets	Development expenditure	Customer relationships	Computer software	Total
I. Gross Carrying Amount				
Balance as at 01 January, 2024	55.00	202.00	174.28	431.28
Additions	-	-	46.85	46.85
Disposals	-	-	(4.58)	(4.58)
Foreign currency translation differences	-	-	(20.81)	(20.81)
Balance as at 31 December, 2024	55.00	202.00	195.74	452.74
II. Accumulated amortization and impairment				
Balance as at 01 January, 2024	(55.00)	(95.54)	(11.33)	(161.87)
Amortisation expense for the year	-	(20.18)	(61.43)	(81.61)
Eliminated on disposal of assets	-	-	4.58	4.58
Foreign currency translation differences	-	-	16.63	16.63
Balance as at 31 December, 2024	(55.00)	(115.72)	(51.55)	(222.27)
III. Net carrying amount	-	86.28	144.19	230.47



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

9. Investments

	As at 31 December, 2025			As at 31 December, 2024		
	No. of Shares/ Units	Amounts Current	Amounts Non Current	No. of Shares/ Units	Amounts Current	Amounts Non-Current
A. Investment in equity instruments (unquoted-fully paid up)						
I. Associate Companies (Investment accounted for using the equity method)						
Associate Companies at cost						
Gescrap India Private Limited (30.00% share)	3,720,000	-	90.29	3,720,000	-	78.92
Galfor Eolica, S.L. (25.00% share)	68,000	-	11.61	68,000	-	5.00
Clean Max Deneb Power LLP (26.00% share)	-	-	83.71	-	-	85.38
Sunbarn Renewables Private Limited (26.12% share)	1,112,813	-	89.80	1,112,813	-	89.60
Strongsun Solar Private Limited (27.35% share)	418,750	-	36.17	418,750	-	35.12
Renew Surya Alok Private Limited (31.20% share)	8,260,000	-	99.57	8,260,000	-	91.57
Sunseed Solar Private Limited (26.49% share)	295,238	-	20.25	295,238	-	20.82
ReNew Green (MHK Two) Private Limited (31.20% Share)	924,000	-	42.27	924,000	-	36.04
Ojaha Renewables Private Limited (27.89% Share)	202,500	-	15.40	202,500	-	16.45
Amp Energy C&I Thirty Two Private Limited (39.94% Share)	1,312,500	-	13.13	-	-	-
AMPIN Energy C&I Thirty One Private Limited (39.91% Share)	875,000	-	8.75	-	-	-
II. Others at costs						
The Saraswat Cooperative Bank Limited	5,050	-	-*	5,050	-	-*
Clean Wind Power (Manvi) Private Limited	148,440	-	1.48	420,000	-	4.22
Clean Wind Power (Pratapgarh) Private Limited	-	-	-	27,600	-	1.78
Clean Renewable Energy KK 1B Pvt. Ltd.	640,068	-	17.32	-	-	-
B. Investments in Mutual Funds (unquoted) at FVTPL		14,056.15	-		9,909.71	-
C. Others at amortised costs	-	4.35	-	-	3.48	5.00
Total quoted investments	-	-	-	-	-	-
Total unquoted investments	-	14,060.50	529.75	-	9,913.19	469.90
Total investments	-	14,060.50	529.75	-	9,913.19	469.90

* Amount is below the rounding off norm adopted by the Group.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

10. Other Financial Assets

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non-Current	Current	Non-Current
Security deposits	-	259.21	-	268.90
Receivable on account of sale of disposal group (Refer Note 23)	253.33	-	1,112.29	-
Incentive receivable (Refer Note 27B)	1,084.99	151.46	940.76	527.38
Total	1,338.32	410.67	2,053.05	796.28

11. Trade Receivables

	As at 31 December, 2025	As at 31 December, 2024
(a) Unsecured, considered good	6,090.37	6,271.34
(b) Significant increase in credit risk	103.46	83.32
(c) Credit Impaired	47.22	-
Less: Impairment Allowance	(150.68)	(83.32)
Total	6,090.37	6,271.34
Current portion	6,090.37	6,271.34
Non-Current portion	-	-
Of the above, trade receivables from:		
- Related Parties (Refer Note 34)	607.29	867.71
- Others	5,483.08	5,403.63
	6,090.37	6,271.34

Transferred Receivables

The carrying amount of the trade receivable includes receivables which are subject to factoring arrangement. Under this arrangement, the Group has transferred the relevant receivables to the factor in exchange for Cash and is prevented from selling or pledging the receivables. However, the Group has retained late payment and credit risk. The Group therefore continues to recognize the transferred assets in their entirety in its balance sheet. The amount repayable under the factoring agreement is presented as borrowing. The Group considers the held to collect business model to remain appropriate for these receivables and hence continues measuring them at amortized cost.

The relevant carrying amounts are as follows:

	As at 31 December, 2025	As at 31 December, 2024
Transferred trade receivables	355.67	13.70
Associated short term borrowings (Refer Note 18)	355.67	13.70



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Trade Receivables outstanding Ageing

As at 31 December, 2025	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Undisputed Trade receivables - considered good	4,655.08	1,359.80	52.56	22.06	0.87	-	6,090.37
Undisputed Trade receivables - which have significant increase in credit risk	9.39	31.48	-	4.28	6.74	38.00	89.89
Undisputed Trade receivables - credit impaired	-	-	31.39	3.22	-	-	34.61
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	1.14	10.64	0.96	0.83	-	13.57
Disputed Trade receivables - credit impaired	-	2.12	-	9.14	0.57	0.78	12.61
Total	4,664.47	1,394.54	94.59	39.66	9.01	38.78	6,241.05
Less: Loss allowance	(9.39)	(34.74)	(42.03)	(17.60)	(8.14)	(38.78)	(150.68)
Net trade receivables	4,655.08	1,359.80	52.56	22.06	0.87	-	6,090.37
Weighted -average loss rate	0%	2%	44%	44%	90%	100%	

As at 31 December, 2024	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Undisputed Trade receivables - considered good	4,775.93	1,348.24	136.44	44.52	8.51	-	6,313.64
Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivables - credit impaired	-	0.26	-	0.40	-	-	0.66
Disputed Trade receivables - considered good	-	-	-	-	10.89	-	10.89
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	29.47	29.47
Total	4,775.93	1,348.50	136.44	44.92	19.40	29.47	6,354.66
Less: Loss allowance	-	(0.26)	-	(44.52)	(9.07)	(29.47)	(83.32)
Net trade receivables	4,775.93	1,348.24	136.44	0.40	10.33	-	6,271.34
Weighted -average loss rate	0%	0%	0%	99%	47%	100%	



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

12. Loans

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non-Current	Current	Non-Current
Loans to related parties (Refer Note 34)				
-unsecured, considered good	1,317.34	3,905.37	587.51	1,722.55
	<u>1,317.34</u>	<u>3,905.37</u>	<u>587.51</u>	<u>1,722.55</u>

13. Other Assets

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non-Current	Current	Non-Current
(a) Capital advances	-	521.47	-	126.13
(b) Other assets				
Other Deposits	-	267.49	-	262.28
Prepaid expenses	276.48	-	245.33	-
Balances with government authorities	685.53	-	654.57	-
Advance to suppliers	144.56	-	169.36	-
Incentive receivable (grants)	-	-	176.16	-
Other advances (in regular course of business)	59.29	179.48	28.62	54.91
Total	<u>1,165.86</u>	<u>968.44</u>	<u>1,274.04</u>	<u>443.32</u>

14. Inventories

	As at 31 December, 2025	As at 31 December, 2024
(a) Raw materials	2,865.70	2,687.88
(b) Work-in-progress	3,665.44	3,482.80
(c) Finished and semi-finished goods	2,937.27	2,939.65
(d) Stores and spares	790.74	788.24
(e) Loose Tools	1,036.52	1,012.12
Total	<u>11,295.67</u>	<u>10,910.69</u>

Refer note 2.14 for mode of valuation of inventories

Included above, goods-in-transit:

(i) Finished and semi-finished goods	309.69	215.24
Total	<u>309.69</u>	<u>215.24</u>

Provision for Non-moving and slow moving inventories.

Write-downs in inventories of finished goods, work-in-progress & raw materials amounted to ₹ 745.87 Million (31 December, 2024: ₹ 634.45 Million) as at the period end. Accordingly, an amount of ₹ 111.42 Million was written down during the year.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

15. Cash and Cash Equivalents

	As at 31 December, 2025	As at 31 December, 2024
Cash and cash equivalents		
(a) Balances with banks		
(i) Current Accounts*	2,293.28	1,689.56
(ii) Deposits with original maturity of less than three months	-	1,290.00
(iii) EEFC Accounts	11.48	29.00
(b) Cash in hand	0.10	0.48
Total Cash and cash equivalents	2,304.86	3,009.04
Bank Balances other than above		
Balances with Banks:		
(i) On margin accounts	235.66	233.42
Total Other Bank balances	235.66	233.42
Total cash, cash equivalents and other bank balances	2,540.52	3,242.46

*Includes earmarked balances for unpaid dividends of ₹ 29.37 Million (31st December, 2024: ₹ 15.13 Million)

16. Equity Share Capital

	As at 31 December, 2025		As at 31 December, 2024	
	No. of shares	Amount	No. of shares	Amount
Authorised:				
Equity shares of ₹ 10/- each with voting rights	516,592,621	5,165.93	516,592,621	5,165.93
4% non-cumulative redeemable preference shares of ₹ 31/- each	5	-*	5	-*
Compulsory convertible Preference share of ₹ 10/- each	250,000	2.50	250,000	2.50
Issued:				
Equity shares of ₹ 10/- each with voting rights	379,363,322	3,793.63	379,363,322	3,793.63
Subscribed and Paid Up:				
Equity shares of ₹ 10/- each with voting rights^	379,362,377	3,793.62	379,362,377	3,793.62

Terms and rights attached to Equity Shares

Equity shares have a par value of ₹ 10/-. They entitle the holder to participate in dividends, and to share in the proceeds of winding up the company in proportion to the number of and amounts paid on the shares held.

Every holder of equity shares present at a meeting in person or by proxy is entitled to one vote, and upon a poll each share is entitled to one vote.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Equity Shares with voting rights		Opening Balance	Issue of Equity Shares on account of Employee Stock Option Scheme	Closing Balance
Year Ended 31 December, 2025	No. of Shares	379,362,377	-	379,362,377
	Amount	3,793.62	-	3,793.62
Year Ended 31 December, 2024	No. of Shares	379,362,377	-	379,362,377
	Amount	3,793.62	-	3,793.62

*Shareholders of the Holding Company had approved reclassification of authorised preference share capital vide Extra Ordinary General Meeting held on 13th October, 2016. Amount is below the rounding off norm adopted by the Group.

^Mahindra Composites Limited which was merged with the company in the year 2013 had issued 1,050 equity shares and not allotted the same to the shareholders. Based on the swap ratio the Holding Company has issued 945 equity shares and not allotted the same and the same has been kept in abeyance.

Information regarding issue of shares in the last five years

- The Holding Company has not issued any shares without payment being received in cash.
- The Holding Company has not issued any bonus shares.
- The Holding Company has not undertaken any buy-back of shares

Shares reserved for issue under options

Information relating to CIE Automotive India Limited Employee Option Plan, including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of the reporting period, is set out in note 37.

Details of shares held by the Holding Company, the Ultimate Holding Company, their Subsidiaries and Associates:

	Equity Shares with Voting rights
As at 31 December, 2025	
Participaciones Internacionales Autometal, Dos S.L. (PIA2), the Holding Company	249,239,013
As at 31 December, 2024	
Participaciones Internacionales Autometal, Dos S.L. (PIA2), the Holding Company	249,239,013

Details of shares held by promoters



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

As at 31 December, 2025

S. No.	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of ₹ 10 each fully paid	Participaciones Internacionales Autometal, Dos S.L. (PIA2)	249,239,013	-	249,239,013	65.70%	0.00%
Total		249,239,013	-	249,239,013	65.70%	

As at 31 December, 2024

S. No.	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of ₹ 10 each fully paid	Participaciones Internacionales Autometal, Dos S.L. (PIA2)	249,239,013	-	249,239,013	65.70%	0.00%
Total		249,239,013	-	249,239,013	65.70%	

Details of shares held by promoter shareholder and each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	31 December, 2025		31 December, 2024	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Participaciones Internacionales Autometal, Dos S.L. (PIA2)	249,239,013	65.70%	249,239,013	65.70%
HDFC Mutual Fund through various schemes	36,981,825	9.75%	32,762,058	8.64%

Distribution made and proposed

As at
31 December, 2025 As at
31 December, 2024

Dividends on equity shares declared and paid:

Final dividend for the year ended on 31 December, 2024 : ₹ 7.00 per share (31 December, 2023 : ₹ 5.00 per share) **2,644.16** 1,888.81

Proposed dividends on Equity shares:

Proposed dividend for the year ended on 31 December, 2025 : ₹ 7.00 per share (31 December, 2024 : ₹ 7.00 per share) **2,655.54** 2,655.54

Proposed dividends on equity shares are subject to approval at the annual general meeting and are not recognised as a liability as at 31 December.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

17. Other Equity

	As at 31 December, 2025	As at 31 December, 2024
(i) Securities premium (Refer note 'a')		
Balance as at beginning and end of the year	15,371.84	15,371.84
(ii) Retained earnings (Refer note 'b')		
	As at 31 December, 2025	As at 31 December, 2024
Opening Balance	31,167.06	24,788.73
Add: -		
Profit for the year	8,281.72	8,275.14
Dividend distributed	(2,655.54)	(1,896.81)
Closing balance	36,793.24	31,167.06
(iii) Remeasurement of post employment benefit obligation (Refer note 'c')		
	As at 31 December, 2025	As at 31 December, 2024
Opening Balance	278.23	285.54
Add: -		
Items of Other Comprehensive income or (loss) (net of income tax)	32.14	(7.31)
Closing balance	310.37	278.23
(iv) Capital reserves (Refer note 'd')		
	As at 31 December, 2025	As at 31 December, 2024
Balance as at beginning and end of the year	7,693.00	7,693.00
(v) Capital Redemption reserve ('e')		
	As at 31 December, 2025	As at 31 December, 2024
Balance as at beginning and end of the year	164.71	164.71
(vi) General Reserve ('f')		
	As at 31 December, 2025	As at 31 December, 2024
Balance as at beginning and end of the year	6,028.00	6,028.00
(vii) Foreign currency translation reserve (Refer note 'g')		
	As at 31 December, 2025	As at 31 December, 2024
Opening balance	1,271.38	1,754.24
Other Comprehensive income	3,165.23	(482.15)
Other Changes	-	(0.71)
Closing balance	4,436.61	1,271.38
Grand Total	70,797.77	61,974.22



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Nature and purpose of Reserves

a) Securities premium reserve

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

b) Retained Earnings

Retained earnings are the profits that the Group has earned till date.

c) Remeasurement of post employment benefit obligation

Represents re-measurement gain/(loss) on defined benefit obligations, net of taxes that will not be reclassified to profit and loss.

d) Capital reserve

Capital reserve is reserves generated on account of:

- a. Merger under The Integrated Scheme of Amalgamation and the Composite Scheme of Amalgamation (Sections 391-395 of the Companies Act, 1956) for the merger of Mahindra Ugine Steel Group Limited (MUSCO), Mahindra Hinoday Industries Limited (MHIL), Mahindra Gears International Limited (MGIL), Mahindra Investment India Private Limited (MIPL), Participaciones Internacionales Autometal Tres S.L. (PIA3) and Mahindra Composites Limited (MCL). The merger was approved by the Honorable High Court of Judicature at Bombay on 31st October, 2014. The Schemes came into effect on 10th December, 2014, the day on which the order was delivered to the Registrar of Companies. The reserve is capital in nature and is not available for distribution as dividend.
- b. Merger under the Scheme of Amalgamation (Sections 230-234 and other applicable provisions of the Companies Act, 2013) of Mahindra Gears and Transmission Pvt. Ltd, Mahindra Forging Global Limited, Mahindra Forging International Limited and Crest Geartech Pvt. Ltd. The merger was approved by the Honourable National Company Law Tribunal (NCLT) at Mumbai on December 13, 2017. The reserve is capital in nature and is not available for distribution as dividend.

e) Capital redemption reserve

Capital redemption reserve is transferred by virtue of the merger referred to above which was in the books of MUSCO and was created to redeem preference shares issued by MUSCO before merger. These shares have since been redeemed and is available for use as per the relevant provisions of Companies Act, 2013.

f) General reserve

General reserve created by virtue of merger of Mahindra Stocks Holding Company Limited, Mahindra Forgings Overseas Limited and Mahindra Forgings Mauritius Limited into the Group vide High Court Order dated December 27, 2007. The reserve is available for distribution as dividend.

g) Other reserves – Foreign currency translation reserve

Exchange differences arising on translation of the foreign operations are recognized in other comprehensive income and accumulated in a separate reserve with equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed off.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

18. Borrowings

	Rate of interest % p.a.	Maturity	As at 31 December, 2025	As at 31 December, 2024
Non-current borrowings				
Measured at amortised cost				
Unsecured borrowings				
From banks	2.8% to 4.0%	2030	844.77	889.34
Loans from related parties (Refer Note 34)	3.8% to 4.2%	2029	1,011.19	3,328.56
Total unsecured borrowings			1,855.96	4,217.90
Total non-current borrowings			1,855.96	4,217.90
Current borrowings				
A. Secured Borrowings:*				
Loans repayable on demand				
From Banks	6.5% to 9.5%		-	31.98
Total Secured Borrowings			-	31.98
B. Unsecured Borrowings:				
Loans from related parties (Refer Note 34)	3.8% to 4.2%		84.43	32.99
Loans repayable on demand				
From Banks (Refer Note 11)	2.8% to 4.0%		1,919.81	927.34
Total Unsecured Borrowings			2,004.24	960.33
Total Current Borrowings			2,004.24	992.31
Total borrowings			3,860.20	5,210.21

The Group's policy is to diversify its financing sources. There is no concentration risk in respect of its bank borrowings as it works with multiple entities.

Current borrowings includes current maturities of long term borrowings.

*Secured borrowings includes borrowings secured by mortgage of land and building and hypothecation of other fixed assets and current assets.

Non-current borrowings have the following maturities:

	As at 31 December, 2025	As at 31 December, 2024
Between 1 and 2 years	422.39	3,862.16
Between 3 and 5 years	1,433.57	355.74
More than 5 years	-	-
	1,855.96	4,217.90



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Reconciliation of movements of liabilities to cash flows arising from financing activities:

	Current borrowings	Non-current borrowings	Total borrowings
Borrowings as on 31 December, 2023	7,024.25	1,009.23	8,033.48
Cash flows	(5,943.34)	3,254.95	(2,688.39)
Foreign Exchange adjustments	(123.33)	(21.28)	(144.61)
Interest expense	130.18	116.68	246.86
Interest paid	(120.45)	(116.68)	(237.13)
Transfers	25.00	(25.00)	-
Borrowings as on 31 December, 2024	992.31	4,217.90	5,210.21
Cash flows	626.46	(2,744.05)	(2,117.58)
Foreign Exchange adjustments	205.58	579.16	784.74
Interest expense	151.82	0.69	152.51
Interest paid	(168.98)	(0.69)	(169.67)
Transfers	197.05	(197.05)	-
Borrowings as on 31 December, 2025	2,004.24	1,855.96	3,860.20

Refer Note 43 for additional disclosures as per schedule III related to borrowings

19. Trade Payables

	As at 31 December, 2025	As at 31 December, 2024
Trade payable – Micro and small enterprises (Refer Note 36)	2,295.36	500.18
Trade payable – Other than micro and small enterprises	15,409.66	14,480.49
Acceptances*	927.36	828.55
Total	18,632.38	15,809.22
Of the above, trade payable to:		
– Related Parties (Refer Note 34)	578.46	743.06
– Others	18,053.92	15,066.16
	18,632.38	15,809.22

*The Group has entered into an agreement with banks for the supply chain financing arrangement. As per the arrangement the suppliers may elect to factor their receivable from the Group and receive the payment due from the bank before the due date. As per the arrangement the bank agrees to pay amounts which Group owes to its suppliers and the Group agrees to pay the bank at a date later than suppliers are paid.

The nature and function of the liabilities remain the same even after factoring as the Group is neither legally released from its original obligation to the supplier nor the terms of the original liability are amended in a way that is considered a substantial modification. Hence, the Group has not derecognized the liabilities which are factored and disclosed the said amount within trade payables. Further, no additional interest has been paid to the bank by the Group on the amounts due to the suppliers. The payable under supply chain financing arrangement amounts to ₹ 927.36 Million as at 31 December, 2025 (31 December, 2024: ₹ 828.55 Million).



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Trade Payables aging schedule

Outstanding for following periods from transaction date

As at 31 December, 2025	Not due	Less than 1 year	1 – 2 years	2 – 3 years	More than 3 years	Total
Micro and small enterprises	1,554.11	741.25	-	-	-	2,295.36
Others	10,306.88	2,565.15	2.20	2.37	-	12,876.60
Disputed dues – Micro and small enterprises	-	-	-	-	-	-
Disputed dues – Others	-	-	-	-	-	-
Total	11,860.99	3,306.40	2.20	2.37	-	15,171.96
Accrued Expenses	-	-	-	-	-	2,533.06
Acceptances						927.36
Total	11,860.99	3,306.40	2.20	2.37	-	18,632.38

As at 31 December, 2024	Not due	Less than 1 year	1 – 2 years	2 – 3 years	More than 3 years	Total
Micro and small enterprises	432.13	68.05	-	-	-	500.18
Others	6,850.83	6,653.54	10.29	2.02	3.74	13,520.42
Disputed dues – Micro and small enterprises	-	-	-	-	-	-
Disputed dues – Others	-	-	-	-	-	-
Total	7,282.96	6,721.59	10.29	2.02	3.74	14,020.60
Accrued Expenses	-	-	-	-	-	960.07
Acceptances	-	-	-	-	-	828.55
Total	7,282.96	6,721.59	10.29	2.02	3.74	15,809.22

20. Other Financial Liabilities

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non-Current	Current	Non-Current
Creditors for capital supplies/services	525.83	-	599.29	-
Total	525.83	-	599.29	-

Note:

Includes ₹ 33 Million (31 December, 2024: ₹ Nil) towards dues of micro and small enterprises as per MSMED Act, 2006



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

21. Provisions

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non-Current	Current	Non-Current
Provision for employee benefits				
Employee Benefits (Note 32)	370.07	389.65	257.98	517.63
Other provisions				
Provisions for Litigative Matter [^] (Other than water charges)	212.81	-	212.81	-
Water Charges*	-	262.28	-	262.28
Other Provisions [#]	82.79	139.18	82.79	143.37
Total provisions	665.67	791.11	553.58	923.28

* Provision of ₹ 262.28 Million is towards an ongoing dispute with the Irrigation Department (Water Resource Department) in respect of levy of charge for use of water. Refer Note 33 Contingent Liabilities and commitments.

[^] Majorly includes provision of ₹ 120 Million (31 December, 2024: ₹ 120 Million) made towards a possible Provident fund liability basis Hon'ble supreme court's judgment in a matter to which the Company is not a party in accordance with Ind AS-37. The remaining amount pertains to provision against levy of cross subsidy charges and additional surcharge by Maharashtra State Electricity Distribution Company Limited during the year on account of power consumption from non-captive generating plant.

[#] This represents provisions made for probable liabilities payable to regulatory authorities.

Above provisions are affected by various uncertainties and management has taken all efforts to make a best estimate. It is not practicable for the Group to estimate the accurate timing of cash outflows, if any, in respect of the above.

Details of Provision for employee benefits Note 32

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non-Current	Current	Non-Current
Provision for Gratuity	325.47	48.12	202.84	85.56
Provision for employee termination benefits	-	127.78	-	127.41
Provision for compensated absences	44.60	213.75	55.14	304.66
Total	370.07	389.65	257.98	517.63

Details of movement in other provisions – non-current	Other provisions
Balance as at 01 January, 2024	223.58
Additional provisions recognized/(used)	(80.21)
Balance as at 31 December, 2024	143.37
Additional provisions recognized/(used)	(4.19)
Balance as at 31 December, 2025	139.18



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Details of movement in other provisions current	Other regulatory provisions	Litigative matters
Balance as at 01 January, 2024	71.25	224.35
Additional provisions recognized/(used)	11.54	(11.54)
Balance as at 31 December, 2024	82.79	212.81
Additional provisions recognized/(used)	-	-
Balance as at 31 December, 2025	82.79	212.81

22. Other Liabilities

	As at 31 December, 2025		As at 31 December, 2024	
	Current	Non-Current	Current	Non-Current
Contract Liabilities*	390.20	-	774.62	-
Taxes payable (other than income taxes)	328.72	-	635.93	-
Payable to employees	1,781.74	-	1,437.39	-
Deferred Income^	220.20	906.18	263.45	917.95
CSR Payable	3.00	-	-	-
Other Payables	95.59	442.88	71.32	307.04
Total	2,819.45	1,349.06	3,182.71	1,224.99

^Refer note 27B for details

*The contract liabilities primarily relate to the advance consideration received on contracts entered with customers for which performance obligations are yet to performed, therefore, revenue will be recognised when the control is passed on to the customers.

23. Discontinued operations

(See accounting policy in note 2.26)

Germany operations

The Board of Directors of the Company at its meeting held on August 10, 2023, approved the transaction of sale of 100% stake held by CFG in its subsidiaries in Germany namely Jeco Jellinghaus GmbH (JECO), Gesenkschmiede Schneider GmbH (GSA), Falkenroth Umformtechnik GmbH (FUG) and Schoneweiss & Co. GmbH (SCG) to Mutares SE & Co KgaA (the Buyer) (the Transaction).

Thereafter, CFG as seller of JECO, GSA, FUG and SCG and the Buyer entered into binding agreements to give effect to the Transaction on August 10, 2023. As per this agreement, under the relevant accounting standards effective 1st July, 2023, JECO, GSA, FUG and SCG results are not included in the consolidated results. The amounts under discontinued operation for the year ended 31st December, 2025 are related to interest income.

1. Financial performance and cash flow information

	As at 31 December, 2025	As at 31 December, 2024
Total income	52.02	72.08
Total expenses	-	-
Profits before exceptional items and tax for the year	52.02	72.08
Loss on fair valuation of assets and liabilities	-	-
Profit before tax	52.02	72.08
Tax expense	-	-
Profit after tax	52.02	72.08



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Cash flow from/ (Used in) discontinued operation*

	As at 31 December, 2025	As at 31 December, 2024
Net cash flow for operating activities	-	-
Net cash flow for investing activities	52.02	72.08
Net cash flow for financing activities	-	-
Net cash from discontinued operations	52.02	72.08

24. Deferred taxes

Deferred tax assets – Tax credits	Tax losses	Tax credits R&D, training	Total
Balance as at 01 January, 2024	43.06	1.12	44.17
(Charged) against / credited to profit and loss	17.43	(1.09)	16.34
Transfers	-	-	-
Foreign currency translation differences	0.01	(0.03)	(0.02)
Balance as at 31 December, 2024	60.50	-	60.50
(Charged) against / credited to profit and loss	2.84	66.11	68.95
Transfers	-	-	-
Foreign currency translation differences	0.22	4.76	4.98
Balance as at 31 December, 2025	63.56	70.87	134.43

Deferred tax assets – Others	Provisions	Leases	Others	Total
Balance as at 01 January, 2024	204.48	127.15	324.75	656.38
(Charged) against / credited to profit and loss	4.06	(10.78)	53.19	46.48
Charged against / (credited) to equity	(1.72)	-	3.07	1.35
Transfers	(1.77)	0.51	(3.79)	(5.05)
Foreign currency translation differences	(5.37)	(1.00)	0.02	(6.35)
Balance as at 31 December, 2024	199.68	115.88	377.24	692.80
(Charged) against / credited to profit and loss	69.30	(28.67)	(36.89)	3.74
Charged against / (credited) to equity	2.16	-	(11.64)	(9.48)
Transfers	(67.68)	3.85	67.73	3.90
Foreign currency translation differences	20.00	6.25	3.29	29.54
Balance as at 31 December, 2025	223.46	97.31	399.73	720.50

Deferred tax liabilities	Depreciation and amortization	Grants	Leases	Others	Total
Balance as at 01 January, 2024	1,162.74	103.67	113.30	2,558.67	3,938.38
Charged against / (credited) to profit and loss	101.01	(10.74)	(10.63)	(16.56)	63.08
Transfers	(353.24)	4.12	0.63	349.78	1.29
Foreign currency translation differences	(1.08)	(0.93)	(0.99)	0.99	(2.01)
Balance as at 31 December, 2024	909.43	96.12	102.31	2,892.88	4,000.74
Charged against / (credited) to profit and loss	54.71	(9.76)	(25.09)	(15.62)	4.24
Transfers	(84.09)	63.07	3.91	27.75	10.64
Foreign currency translation differences	5.71	5.83	6.20	-	17.74
Balance as at 31 December, 2025	885.76	155.26	87.33	2,905.01	4,033.36



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Summary of net deferred tax assets/ (liabilities):-

	As at 31 December, 2025	As at 31 December, 2024
I. Deferred tax assets- Tax credits	134.43	60.50
II. Deferred tax assets- Others	720.50	692.79
III. Deferred tax liabilities	(4,033.36)	(4,000.74)
Net Deferred tax liabilities	(3,178.43)	(3,247.44)

Deferred income tax assets are recognised for tax loss carry-forwards and unused tax credits to the extent that the realisation of the related tax benefit through future taxable profits is probable, being its estimated recoverability less than 10 years.

Deferred tax assets that were recognised by the Group at 31 December, 2025 and 31 December, 2024 are as follows: -

	As at 31 December, 2025		As at 31 December, 2024	
	Tax losses	Others	Tax losses	Others
Spain	-	76.81	-	68.57
Italy	70.86	22.88	-	15.19
Mexico	7.64	87.89	-	84.92
India	55.93	532.92	60.50	524.12
	134.43	720.50	60.50	692.80

Certain subsidiaries of the group have undistributed earnings of ₹ 1,777.92 Million (₹ 1,659.93 Million on 31 December, 2024) which, if paid out as dividends, would be subject to tax in the hands of recipients. An assessable temporary difference exists, but no deferred tax liability has been recognised as the parent entity is able to control the timings of distributions by these subsidiaries.

25. Tax expense

(i) Income Tax recognised in Profit or loss

	Year ended 31 December, 2025	Year ended 31 December, 2024
Current Tax:		
Continuing operations	2,652.49	2,643.46
Discontinuing operations	-	-
Deferred Tax:		
Continuing operations	(67.76)	0.21
Discontinuing operations	-	-
Total income tax expense on continuing discontinuing operations	2,584.73	2,643.67

(ii) Income tax recognised on Other comprehensive income

	Year ended 31 December, 2025	Year ended 31 December, 2024
Income taxes related to items that will not be reclassified to profit or loss	(10.71)	2.44



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(iii) Reconciliation of income tax expense and the accounting profit multiplied by Group's domestic tax rate:

	Year ended 31 December, 2025	Year ended 31 December, 2024
Profit before tax		
for continuing operations	10,814.43	10,846.73
for discontinued operations	52.02	72.08
Income tax expenses calculated at 25.168% (Dec 24: 25.168%)	2,721.78	2,748.05
Effect of tax rates in foreign jurisdictions	(172.10)	(117.94)
Effect of lower corporate tax rate applicable to Indian subsidiary	22.80	2.18
Effect of expenses that are non-deductible in determining taxable profit	40.06	25.17
Other Items	(27.81)	(13.79)
Income tax expense recognised in profit or loss from continuing operations	2,584.73	2,643.67
Tax expenses reported in profit or loss for continuing operations	2,584.73	2,643.67

Unused tax loss balances pertaining to tax Assessment Year (AY):

Year ended 31 December, 2025	AY 2019-20	AY 2022-23	AY 2024-25	Total
Balance at the beginning of the year	8,807.44	3.45	3,698.34	12,509.23
Addition/ (utilised) during the year*	-	-	-	-
Balance at the end of the year*	8,807.44	3.45	3,698.34	12,509.23
Balance can be carried forward till AY	AY 2027-28	AY 2030-31	AY 2032-33	
Year ended 31 December, 2024	AY 2019-20	AY 2022-23	AY 2024-25	Total
Balance at the beginning of the year	8,807.44	3.45	-	8,810.89
Addition/ (utilised) during the year	-	-	3,698.34	3,698.34
Balance at the end of the year*	8,807.44	3.45	3,698.34	12,509.23
Balance can be carried forward till AY	AY 2027-28	AY 2030-31	AY 2032-33	

Unused tax losses

*The total loss as on 31 December, 2025 and 31 December, 2024 represents capital loss in previous years and during the previous fiscal year 23-24, ₹ 3,698.35 Million were recognized which pertains to sale of subsidiaries.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

26. Fair value measurements

Financial instruments by category	31 December, 2025			31 December, 2024		
	FVTPL	FVOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost
Financial assets						
1. Non- Current Assets						
Investments	-	-	18.80	-	-	11.00
Loans (refer note 12)	-	-	3,905.37	-	-	1,722.55
Incentive Receivable (refer note 10)	-	-	151.46	-	-	527.38
Other Financial Assets (refer note 10)	-	-	259.21	-	-	268.90
2. Current Assets						
Investments (refer note 9)	14,056.15	-	4.35	9,909.71	-	3.48
Trade Receivables (refer note 11)	-	-	6,090.37	-	-	6,271.34
Incentive Receivable (refer note 10)	-	-	1,084.99	-	-	940.76
Loans (refer note 12)	-	-	1,317.34	-	-	587.51
Cash and Cash Equivalents (refer note 15)	-	-	2,304.86	-	-	3,009.04
Other Bank balances (refer note 15)	-	-	235.66	-	-	233.42
Other Financial Assets (refer note 10)	-	-	253.33	-	-	1,112.29
Total financial assets	14,056.15	-	15,625.74	9,909.71	-	14,687.67
Financial liabilities						
1. Non-current Liabilities						
Borrowings	-	-	1,855.96	-	-	4,217.90
Lease Liabilities	-	-	197.81	-	-	295.96
2. Current Liabilities						
Borrowings	-	-	2,004.24	-	-	992.31
Trade Payables	-	-	18,632.38	-	-	15,809.22
Lease Liabilities	-	-	200.79	-	-	193.56
Other financial liabilities	-	-	525.83	-	-	599.29
Total financial liabilities	-	-	23,417.01	-	-	22,108.24

Financial instrument carried at amortized cost

Fair value of current financial assets and current financial liabilities carried at amortized cost is not materially different from the carrying amount.

This disclosure is not applicable for lease liabilities

Fair Value Hierarchy

Financial assets	31 December, 2025			31 December, 2024		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Mutual Funds – Growth	14,056.15	-	-	9,909.71	-	-
Total	14,056.15	-	-	9,909.71	-	-



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

27A. Revenue from operations

	Year ended 31 December, 2025	Year ended 31 December, 2024
Revenue from contracts with customers		
Sale of Products and services	91,223.35	86,295.12
Other Operating Revenue (Including Scrap Sales, Export incentives)	2,841.39	3,345.55
Total	94,064.74	89,640.67

Refer Note-5 for geographical segment wise revenue details

Reconciliation of revenue with contract price :-

	Year ended 31 December, 2025	Year ended 31 December, 2024
Revenue as per Statement of Profit and loss (sale of products and sale of services)	91,223.35	86,295.12
Add: Incentive/rebates	-	-
Contract Price	91,223.35	86,295.12

Performance obligations

The Group satisfies its performance obligations pertaining to the sale of products at a point in time when the control of goods is actually transferred to the customers. The control of goods is transferred to the customer based on the delivery terms.

No significant judgment is involved in evaluating when a customer obtains control of the promised goods. The payment is generally due within 30 - 90 days. There are no obligations on account of refunds or returns.

Disclosure for transaction price allocated to the remaining performance obligations

There is no remaining performance obligation for any contract for which revenue has been recognised till period end. Further, in accordance with paragraph 121 of Ind AS 115, the Group is not required to disclose information about its remaining performance obligation since the Group does not have any performance obligation that has an original expected duration of more than one year.

Determining the timing of satisfaction of performance obligations

There is no significant judgement involved in ascertaining the timing of satisfaction of performance obligations, in evaluating when a customer obtains control of promised goods, transaction price and allocation of it to the performance obligations.

Determining the transaction price and the amounts allocated to performance

The transaction price ascertained for the single performance obligation of the Group (i.e. sale of products) is agreed in the contract with the customer. There is no variable consideration involved in the transaction price.

Details of contract balances:

There are no contract assets as at 31 December, 2025. Refer note 11 for information on trade receivables.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Details of contracts liabilities:

The following table provides information about contract liabilities from contracts with customers:

Particulars	Year ended 31 December, 2025	Year ended 31 December, 2024
Contract liabilities	390.20	774.62

The contract liabilities primarily relate to the advance consideration received from customers, for which revenue is recognised as and when control in promised goods is transferred.

Significant changes in the contract liability balances during the year ended 31 December, 2025 are as follows:

Particulars	Year ended 31 December, 2025	Year ended 31 December, 2024
Contract liabilities at the beginning of the year	774.62	487.18
Less : Revenue recognised that was included in the advance from customers balance at the beginning of the year	(691.89)	(487.18)
Add : Increase due to cash received, excluding amounts recognised as revenue during the year	307.47	774.62
Contract liabilities at the end of the year	390.20	774.62

27B. Other Income

	Year ended 31 December, 2025	Year ended 31 December, 2024
Interest Income under the effective interest method on :		
On Financial Assets at amortised cost	171.47	160.62
Financial assets at FVTPL		
Fair value gain on financial instruments measured at FVTPL	479.62	419.93
Net gain on sale of property, plant and equipments	1.81	16.85
Grant income*	342.73	749.51
Miscellaneous income	16.94	49.56
Total	1,012.57	1,396.47

*Grant income recognized in one of the Indian subsidiary of ₹ 233 Million for the year ended 31 December, 2025 (₹ 701 Million in 2024) pursuant to receipt of eligibility certificate under Maharashtra Government Package Scheme of Incentives (PSI) 2013.

28. Cost of material consumed

	Year ended 31 December, 2025	Year ended 31 December, 2024
Opening stock of raw materials	2,687.88	2,803.00
Add: Purchases	47,419.19	46,355.00
	50,107.07	49,158.00
Less: Closing stock of raw materials	(2,865.70)	(2,687.88)
Cost of materials consumed	47,241.37	46,470.12



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

29. Employee benefit expenses

	Year ended 31 December, 2025	Year ended 31 December, 2024
Salaries and wages, including bonus	9,292.13	8,251.61
Social security expense	273.35	269.34
Share based payments	-	59.47
Contribution to provident and other funds [refer note 32]	1,217.60	1,015.41
Staff welfare expenses	486.83	508.90
Total	11,269.91	10,104.73

30. Finance costs

	Year ended 31 December, 2025	Year ended 31 December, 2024
Interest expense on financial liabilities measured at amortised costs	193.86	720.27
Interest on Lease Liabilities [Refer note 6 (ii)]	26.88	36.60
Other borrowing cost	44.42	19.11
Total	265.16	775.98

31. Other expenses

	Year ended 31 December, 2025	Year ended 31 December, 2024
Tools & Stores consumed	4,038.18	3,912.98
Power & Fuel	4,724.57	4,222.07
Repairs and maintenance	1,849.21	1,624.45
Subcontracting, Hire and Service Charges	6,580.08	5,910.89
Freight outward	1,815.98	1,434.17
Professional services	417.94	365.73
Travelling expenses	156.08	146.08
Rental expenses	288.88	295.14
Insurance, taxes, fees and commission	504.62	518.02
Expenditure on corporate social responsibility (CSR) under section 135 of the Companies Act, 2013. (Note 38)	142.81	115.78
Auditors remuneration and out-of-pocket expenses		
(i) Audit fee	13.85	13.32
(ii) Other services	5.53	5.72
(iii) For reimbursement of expenses	0.54	0.54
Other Expenses	942.54	760.35
Total	21,480.81	19,325.24

32. Defined benefits and contribution

(a) Defined Contribution plan

The Group's contribution to Provident Fund and other funds aggregating ₹ 236.40 Million (31 December, 2024: ₹ 191.23 Million) has been recognised in the statement of Profit or Loss under the head Employee Benefit expenses.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(b) Defined benefit plans

(i) Gratuity

The Group operates gratuity plan covering qualifying employees in India. The benefit payable is the greater of the amount calculated as per the New Labour Codes or the Group scheme applicable to the employee. The benefit vests upon completion of five years of continuous service for permanent employees and on completion of 12 months for fixed term employees and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Group makes annual contribution to the Group gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

(ii) Compensated absences

Group's liability towards leave encashment are determined using the Projected Unit Credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Past service costs are recognised on straight line basis over the statement of Profit or loss as income or expense. Obligation is measured at the present value of estimated future cash flow using a discount rate that is determined by reference to market yields at the Balance Sheet date on government bonds where the currency and terms of the government bonds are consistent with the currency and estimated terms of the defined benefit obligation.

(iii) Pensions

Pension provisions are for operations in Germany and are entirely unfunded. These benefits are in the nature of long term service awards and lifetime pension and retirement plans. Liabilities are determined using projected unit credit method together with mortality tables. Obligation is measured at the present value of estimated future cash flow using the discount rate that is determined by reference to average market yields of ten years.

(iv) Employee Termination Benefits

Employee termination provisions are for operations in Italy and are entirely unfunded. These benefits are provided to some employees, as a result of the Group's decision to end their employment contract before ordinary retirement age or whenever employees agree to take voluntary redundancy in exchange of these benefits. The Group recognises these benefits when there is evidence that it has made decision to end an employee's contract under a formal detailed plan from which it does not have the opportunity to withdraw, or by providing termination benefits to encourage voluntary redundancy. Benefits that have remained unpaid for more than twelve months after the end of the reporting period are discounted for the related present value.

(c) Risks

Through its defined benefit plans the Group is exposed to risks, the most significant of which are detailed below:

(i) Asset Volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit.

(ii) Changes in Bond Yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plans' bond holdings.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

1. Provisions for Gratuity, Voluntary Retirement Scheme and Pension: -

	Funded Plan-Gratuity	
	31 December, 2025	31 December, 2024
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Service Cost		
- Current Service Cost	66.97	81.75
- Past service cost and losses from settlements	127.47	7.51
Net interest expense	18.43	17.03
Components of defined benefit costs recognised in profit or loss	212.87	106.29
Re-measurement on the net defined benefit liability		
Actuarial gains and loss arising from changes in financial assumptions	(22.09)	5.17
Actuarial gains and loss arising from experience adjustments	(12.05)	3.67
Actuarial gains and loss arising from Demographic assumptions	(8.71)	0.90
Components of defined benefit costs recognised in other comprehensive income	(42.85)	9.74
Total	170.02	116.03

I. Net Asset/(Liability) recognised in the Balance Sheet

1. Present value of defined benefit obligation	(1,340.82)	(1,173.37)
2. Fair value of plan assets	967.23	882.97
3. Surplus/(Deficit)	(373.58)	(290.40)
4. Current portion of the above	325.47	202.84
5. Non-current portion of the above	48.12	87.56

II. Change in the obligation during the year

1. Present value of defined benefit obligation at the beginning of the year	1,173.37	1,060.93
2. Expenses Recognised in Profit and Loss Account		
- Current Service Cost	66.97	81.75
- Past Service Cost	127.47	7.51
- Interest Expense (Income)	78.66	76.35
3. Recognised in Other Comprehensive Income		
Re-measurement (gains) / losses		
- Actuarial (Gain)/ Loss arising from:		
i. Demographic Assumptions	(8.71)	0.90
ii. Financial Assumptions	(25.97)	5.41
iii. Experience Adjustments	(9.66)	(0.73)



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

		Funded Plan-Gratuity	
		31 December, 2025	31 December, 2024
4.	Benefit payments	(61.31)	(58.75)
5.	Present value of defined benefit obligation at the end of the year	1,340.82	1,173.37
III. Change in fair value of assets during the year			
1.	Fair value of plan assets at the beginning of the year	882.97	812.65
2.	Expenses Recognised in Profit and Loss Account		
	- Expected return on plan assets	60.23	59.32
3.	Recognised in Other Comprehensive Income		
	Re-measurement gains / (losses)		
	- Demographic Assumptions	-	-
	- Financial Assumptions	(3.88)	0.24
	- Experience Adjustments	2.38	(4.40)
4.	Contributions by employer (including benefit payments recoverable)	91.94	73.91
5.	Benefit payments	(66.41)	(58.75)
6.	Fair value of plan assets at the end of the year	967.23	882.97
IV. The Major categories of plan assets			
	- List the plan assets by category here		
	Funds managed by Insurer	967.23	882.97
	% to total assets	100%	100%
V. Actuarial assumptions			
1.	Discount rate	6.4% to 7.1%	6.8% to 7%
2.	Expected rate of return on plan assets	6.8% to 7.0%	7.3% to 7.5%
3.	Attrition rate	2% to 20%	2% to 22%
4.	Salary Escalation	5% to 7%	7% to 8%
5.	Mortality	India assured lives mortality (2012-14) Ultimate	
6.	Life expectancy of person retiring at year end	14 to 25 years	

Other Information:

Percentage of variation of the defined benefit commitment to changes in the assumptions weighted is as follows:-

	Change	31 December, 2025	31 December, 2024
Decrease in Discount rate	1%	Increase by 8.70%	Increase by 9.43%
Increase in Discount rate	1%	Decrease by 5.91%	Decrease by 7.17%
Decrease in Salary increment	1%	Decrease by 5.11%	Decrease by 6.47%
Increase in Salary increment	1%	Increase by 7.62%	Increase by 8.43%



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

VII. The weighted average duration of the defined benefit obligation is 9.06 years (2024 – 10.5 years). The expected payment analysis of undiscounted gratuity is as follows:

	Less than a year	Between 1-2 years	Between 3-5 years	Over 5 years	Total
31 December, 2025					
Defined benefit obligation	182.46	161.75	474.00	738.14	1,556.35
31 December, 2024					
Defined benefit obligation	116.41	112.92	390.27	685.49	1,305.09

2. Provision for Employee Termination benefits:

	As at 31 December, 2025	As at 31 December, 2024
Balance at the beginning of the year	127.41	126.62
Add:-		
Interest expense	3.43	3.55
Provided during the year	11.37	3.55
Less:-		
Benefits paid	(31.06)	(8.71)
Re-measurement gains	(1.38)	(1.26)
Exchange differences	18.01	3.66
Balance at the end of the year	127.78	127.41

33. Contingent Liabilities and Commitments

	Year ended 31 December, 2025	Year ended 31 December, 2024
Contingent liabilities (to the extent not provided for):**		
(a) Claims against the Group not acknowledged as debt		
- Income tax claims	224.00	235.25
- Excise cases against the Company	137.99	137.42
- Service Tax	11.94	11.94
- Goods and Service Tax (GST), Sales Tax and Value Added Tax (VAT)	38.38	36.98
- MSEDCL Related Litigations *	527.37	527.37
- Stamp Duty, Government Cess and others	156.05	156.05
- Water Charges (Refer Note 21)	325.12	325.12
- The Group had imported capital goods under the Export Promotion Capital Goods (EPCG), of the Government of India, at concessional rate of duty on an understanding to fulfill quantified exports against future obligation	4.91	4.91
- Customer Claims	45.02	-
(b) Commitment (Net of Advances)		
Capital expenditure net of capital advances contracted for at the end of the reporting period but not recognized as liabilities.	1,075.40	810.48

* Provision in relation to invoices raised by Maharashtra State Electricity Distribution Company Limited (MSEDCL) in relation to (i) alleged Cross Subsidy Surcharge (CSS) and Additional Surcharge levied (ASC) on the units of power consumed by the Holding Company as a captive consumer during 2016-17 and 2017-18 and (ii) treating power injected from non-captive units as unscheduled power for FY 2015-16, FY 2016-17 and FY 2017-18. The



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Holding Company has challenged these charges and other related matters and believes that the ultimate outcome of above proceeding will not have a material adverse effect on the Group's financial position and results of operations.

** Pending resolution of the respective proceedings, it is not practicable for the Group to estimate the timing of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgement/decisions pending with various forums/authorities.

Further, the Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in the consolidated financial statements. The management believes that the ultimate outcome of above proceeding will not have a material adverse effect on the Group's financial position and results of operations.

34. Related Party Transactions

Names of Related Parties:

(a) Holding Company :

Ultimate Holding Company – CIE Automotive S.A.

Principal Shareholder of the Holding Company (Intermediate Holding Company) – CIE Berriz, S.L

Holding Company – Participaciones Internacionales Autometal, DOS S.L

(b) Names of fellow subsidiaries where transactions have taken place during the year

1. Gameko Fabricación de Componentes, S.A.
2. Somaschini North America LLC
3. Somaschini S.p.A.
4. CIE Automotive de Mexico, SAPI de C.V.
5. Forjas de Celaya, S.A. de C.V.
6. GAT Mexico
7. CIE Automotive Goiaín, S.L.U
8. Maquinados de Precisión México
9. Pintura, Estampado y Montaje, S.A. de C.V.
10. Century Plastics, LLC
11. Nanjing Automotive Forging Co., Ltd
12. Componentes de Automoción Recytec, S.L.U
13. Componentes de Dirección Recylan S.L.U.
14. Maquinados Automotrices y Talleres Industriales de Celaya, S.A. de C.V
15. Nova Recyd, S.A.U.
16. Egaña 2, S.L.
17. Leaz Valorización, S.L.
18. CIE Metal CZ, s.r.o.
19. CIE Matricon CUI
20. CIE Mecauto S.A.
21. CIE Automotive Rus, LLC.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(c) Name of Associate Companies where transactions have taken place during the year:

1. Gescrap India Private Limited
2. Galfor Eólica, S.L (Associate of Galfor)
3. Clean Max Deneb Power LLP
4. Sunbarn Renewables Private Limited
5. Renew Surya Alok Private Limited
6. Strongsun Solar Private Limited
7. Sunseed Solar Private Limited
8. Ojaha Renewables Private Limited (w.e.f. April, 25, 2024)
9. ReNew Green (MHK Two) Private Limited (w.e.f. October, 29, 2024)
10. Amp Energy C&I Thirty Two Private Limited (w.e.f. December, 02, 2025)
11. AMPIN Energy C&I Thirty One Private Limited (w.e.f. December, 02, 2025)

(d) Name of Associates of Ultimate Holding Company where transactions have taken place during the year

1. Gescrap Autometal Mexico Sociedad Anonima De Capital Variable
2. Fundación CIE I+D+I
3. Gescrap, S.L.
4. Gam España Servicios de maquinaria S.L.U.
5. Samper Refeinsa Galicia, S.L.
6. UAB Gescrap LT
7. Gestamp Metalbages, SA

(e) Entity exercising significant influence over the ultimate holding company

Mahindra & Mahindra Limited (M&M)

(f) Subsidiaries of entities exercising significant influence over the ultimate holding company where transactions have taken place during the year

1. Classic Legends Private Limited
2. Gromax Agri Equipments Limited
3. Mahindra Auto Steel Private Limited
4. Mahindra Defence Systems Limited
5. Mahindra Heavy Engines Limited (Cease to exist w.e.f. 6 June, 2024)
6. Mahindra Integrated Business Solutions Private limited
7. Mahindra Accelo Limited (formerly known as Mahindra Intertrade Limited)
8. Mahindra Last mile Mobility limited
9. Mahindra Logistics Limited
10. Mahindra Two Wheelers Limited
11. Erkunt Traktor Sanayii Anonim Şirketi



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(g) Other Related Parties (Enterprises owned or significantly influenced by key management personnel or their relatives) where transactions have taken place during the period

1. Economic Laws Practice (upto December 11, 2024)

(h) Key Managerial Personnel (KMP)

Sr. No.	Name	Designation
1.	Mr. Shriprakash Shukla	Non-Executive Director
2.	Mr. Ander Arenaza Alvarez	Executive Director and Group Chief Executive Officer
3.	Mr. Manoj Mullassery Menon	Executive Director and Chief Executive Officer
4.	Mr. Anil Haridass	Non-Executive Director
5.	Mr. Jesus Maria Herrera Barandiaran	Non-Executive Director (upto 20 th June, 2024)
6.	Mr. Manojkumar Maheshwari	Independent Director (upto 28 th September, 2024)
7.	Mrs. Roxana Meda Inoriza	Independent Director
8.	Mr. Alan Savio D'Silva Picardo	Independent Director
9.	Mr. Suhail Amin Nathani	Independent Director (upto 11 th December, 2024)
10.	Mr. Jairaj Purandare	Independent Director
11.	Dr. Nuria Gisbert Trejo	Independent Director (w.e.f. 1 st July, 2024)
12.	Mr. Hari Krishnan	Chief Executive Officer - Forgings and Bill Forge (upto 31 st March, 2024)
13.	Mr. Rajendra Vadlapudi	Chief Executive Officer - Iron Castings (w.e.f. 02 nd May, 2024)
14.	Mr. Rahul Desai	Chief Executive Officer - Stampings, Magnetics Products and Composites Divisions (w.e.f. 2 nd May, 2024) (upto 19 th February, 2025)
15.	Mr. Sunil Narke	Chief Executive Officer - Forgings (w.e.f. 1 st April, 2024)
16.	Mr. K. Jayaprakash	Chief Financial Officer
17.	Mr. Pankaj Vijay Goyal	Company Secretary and Compliance Officer



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(i) Transactions with Related parties during the year

	For the year ended	Ultimate and Intermediate Holding Company	Holding Company	Entity exercising significant influence over the ultimate holding company	Fellow Subsidiaries of Ultimate Holding Company	Subsidiaries of entities exercising significant influence over the ultimate holding company	Associate Companies	Other Related Parties	Associates of ultimate holding Company
Nature of transactions with Related Parties									
Sale of goods (Note 1)	31 December, 2025	-	-	18,932.83	470.72	1,450.57	1,072.06	-	562.76
	31 December, 2024	-	-	16,373.31	651.08	1,521.14	1,017.90	-	642.77
Purchase of goods	31 December, 2025	-	-	2.83	88.61	2,092.27	-	-	-
	31 December, 2024	-	-	1.80	107.23	1,876.45	-	-	-
Purchase of property and other assets	31 December, 2025	-	-	-	78.88	-	-	-	-
	31 December, 2024	-	-	-	75.86	-	-	-	-
Sale of property and other assets	31 December, 2025	-	-	-	-	-	-	-	-
	31 December, 2024	-	-	-	-	-	-	-	-
Rendering of services	31 December, 2025	-	-	137.93	13.49	8.47	-	-	-
	31 December, 2024	-	-	54.29	16.54	-	-	-	-
Receiving of services	31 December, 2025	294.83	-	3.95	351.92	128.83	625.44	-	45.08
	31 December, 2024	287.29	-	1.68	317.46	193.41	504.55	0.17	40.17
Rent paid	31 December, 2025	-	-	19.97	-	-	-	-	17.49
	31 December, 2024	-	-	19.25	-	-	-	-	20.65
Interest received	31 December, 2025	428.37	35.96	-	29.33	-	-	-	-
	31 December, 2024	409.82	62.53	-	11.46	-	-	-	-
Interest paid	31 December, 2025	449.21	-	22.12	0.44	1.93	-	-	-
	31 December, 2024	440.00	-	23.64	43.31	0.23	-	-	-
Dividend paid	31 December, 2025	-	1,744.67	-	-	-	-	-	-
	31 December, 2024	-	1,246.20	-	-	-	-	-	-
Investment in Associate	31 December, 2025	-	-	-	-	-	21.88	-	-
	31 December, 2024	-	-	-	-	-	52.24	-	-
Loan Taken	31 December, 2025	13,725.50	-	-	-	-	-	-	-
	31 December, 2024	15,309.59	-	-	-	-	-	-	-
Loan Given	31 December, 2025	2,829.10	738.83	-	661.60	-	-	-	-
	31 December, 2024	3,376.84	1,014.34	-	587.51	-	-	-	-
Other Income	31 December, 2025	-	-	-	-	-	11.12	-	-
	31 December, 2024	-	-	-	-	-	-	-	-

Note i:

The transactions with Related parties during the period have been disclosed net off Goods and Services Tax.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(j) Balances with Related parties at the end of the year

Nature of Balances with Related Parties	Balance as on	Ultimate and Intermediate Holding Company	Holding Company	Entity exercising significant influence over the ultimate holding company	Fellow Subsidiaries of Ultimate Holding Company	Subsidiaries of entities exercising significant influence over the ultimate holding company	Associate Companies	Associates of ultimate holding Company
Trade payables	31 December, 2025	-	-	0.83	49.68	473.01	48.21	6.73
	31 December, 2024	-	-	2.34	57.70	670.43	5.20	7.38
Trade receivables	31 December, 2025	-	-	481.20	77.33	39.65	-1.93	11.04
	31 December, 2024	6.17	61.41	653.57	89.51	19.84	9.11	28.10
Loans & advances taken	31 December, 2025	1,011.19	-	-	-	-	-	-
	31 December, 2024	3,361.55	-	-	-	-	-	-
Loans & advances given	31 December, 2025	2,428.92	1,476.45	-	1,278.80	-	-	-
	31 December, 2024	-	1,722.55	-	587.51	-	-	-
Advances received	31 December, 2025	-	-	-	-	-	-	-
	31 December, 2024	-	-	-	-	-	-	-
Other balances	31 December, 2025	-	-	25.97	99.48*	2.12	-	-
	31 December, 2024	-	-	20.51	60.21*	1.81	-	-
Investments	31 December, 2025	-	-	-	-	-	423.66	11.40
	31 December, 2024	-	-	-	-	-	458.90	-
Interest received	31 December, 2025	64.43	38.54	-	-	-	-	-
	31 December, 2024	-	-	-	-	-	-	-
Interest Paid	31 December, 2025	84.43	-	-	-	-	-	-
	31 December, 2024	-	-	-	-	-	-	-

*Other balances include capital creditors

(k) Remuneration to Key Managerial Personnel

Details of Remuneration	31 December, 2025	31 December, 2024
Short term employment benefits	78.56	72.28
Long term employment benefits (Gratuity and leave encashment)	5.72	3.08
Share based payments	-	29.73
Director sitting fees, Commission	20.00	28.05
Total	104.28	133.14

(l) Balance payable to Key Managerial Personnel

Details of Remuneration	31 December, 2025	31 December, 2024
Short term employment benefits	6.97	0.42
Share based payments	-	52.57
Director sitting fees & Commission	16.39	20.26
Total	23.36	73.25



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

(m) Details of significant transactions are given below (More than 10% of category wise total transaction value with related parties):

Nature of transactions with Related Parties	Names of Related Parties	31 December, 2025	31 December, 2024
Sale of goods	i. Mahindra & Mahindra Limited	18,932.83	16,373.31
Purchase of goods	i. Mahindra Accelo Limited (formerly known as Mahindra Intertrade Limited)	656.36	861.79
	ii. Mahindra Auto Steel Private Limited	1,435.90	1,014.66
Purchase of property and other assets	i. Gameko Fabricación de Componentes, S.A.	76.72	66.17
Rendering of services	i. Mahindra & Mahindra Limited	137.93	54.29
Receiving of services	i. CIE Automotive Limited SA	294.83	287.29
	ii. Clean Max Deneb Power LLP	163.31	114.37
	iii. Sunbarn Renewables Private Limited	168.71	152.97
	iv. Gameko Fabricación de Componentes, S.A.	177.82	170.46
Rent paid	i. Gam España Servicios de maquinaria S.L.U.	17.49	20.65
	ii. Mahindra & Mahindra Limited	19.97	19.25
Interest received	i. CIE Automotive Limited SA	368.25	409.82
	ii. CIE Berriz S.L.	60.11	49.49
Interest paid	i. CIE Automotive Limited SA	449.21	440.00
Dividend paid	i. Participaciones Internacionales Autometal Dos, S.L	1,744.67	1,246.20
Investment in Associate	i. AMP Energy C&I Thirty Two Private Limited	13.13	-
	ii. Ampin Energy C&I Thirty One Private Limited	8.75	-
Loan Taken	i. CIE Automotive Limited SA	13,725.50	15,309.59
Loan Given	i. CIE Automotive de Mexico, SAPI de C.V.	661.60	587.51
	ii. CIE Automotive Limited SA	2,484.26	3,376.44
	iii. Participaciones Internacionales Autometal Dos, S.L	738.83	500.79
Other Income	i. Ojaha Renewables Private Limited	11.12	-



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

35. Earnings per share

a) Calculation of basic and diluted earnings per share

Basic earnings per share are calculated by dividing the profit attributable to the parent Group's shareholders by the weighted average number of ordinary shares in the year, excluding treasury shares acquired by the Group.

	31 December, 2025	31 December, 2024
	₹ Per Share	₹ Per Share
Basic earnings per share	21.83	21.81
From continuing operations	21.69	21.62
From discontinuing operations	0.14	0.19
Diluted earnings per share	21.83	21.81
From continuing operations	21.69	21.62
From discontinuing operations	0.14	0.19

b) The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

(i) Basic earnings per share

	31 December, 2025	31 December, 2024
Profit for the year attributable to owners of the Group	8,281.72	8,275.14
- from continuing operations	8,229.70	8,203.06
- from discontinuing operations	52.02	72.08
Weighted average number of equity shares	379,362,377	379,362,377
Earnings per share – Basic	21.83	21.81
- from continuing operations	21.69	21.62
- from discontinuing operations	0.14	0.19

(ii) Diluted earnings per Share

The diluted earnings per share has been computed by dividing the Net profit after tax available for Equity shareholders by the weighted average number of equity shares, after giving dilutive effect of the outstanding Warrants and Stock options for the respective periods. Since, the effect of the conversion of Preference shares was anti-dilutive, it has been ignored.

	31 December, 2025	31 December, 2024
Profit for the year	8,281.72	8,275.14
- from continuing operations	8,229.70	8,203.06
- from discontinuing operations	52.02	72.08
Weighted average number of equity shares used in the calculation of Diluted EPS	379,362,377	379,362,377
Diluted EPS	21.83	21.81
- from continuing operations	21.69	21.62
- from discontinuing operations	0.14	0.19



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

36. Details of dues under Micro Small and Medium Enterprises Development Act 2006

The identification of suppliers as micro and small enterprises covered under the “Micro Small and Medium Enterprises Development Act 2006” was done on the basis of the information to the extent provided by the supplier to the Group. Total outstanding to Micro and Small Enterprises, which were outstanding are given below:

Particulars	31 December, 2025	31 December, 2024
The amounts remaining unpaid to micro and small suppliers at the end of the year*		
Principal	2,327.74	499.38
Interest due thereon	0.62	0.80
Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year		
– Principal paid beyond the appointed date	985.79	198.54
– Interest paid in terms of Section 16 of the MSMED Act	-	-
Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	5.80	0.29
The amount of interest accrued and remaining unpaid at the end of each accounting year	6.42	1.26
Further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	20.00	12.21

*Includes ₹ 33 million (31 December, 2024: ₹ Nil) payable towards Creditors for capital supplies/services under Other Current Financial Liabilities

37. Expense arising from share-based payment transactions (Stock Appreciation Rights)

Total expenses arising from share-based payment transactions recognized in profit and loss as part of employee benefit expense were as follows:

	31 December, 2025	31 December, 2024
Total Employee share-based payment expense (Stock Appreciation Rights)	-	59.47

38. Corporate Social Responsibility (CSR)

Particulars	31 December, 2025	31 December, 2024
(a) Amount required to be spent by the Group during the year	142.81	115.98
(b) Amount approved by Board of Directors to be spent during the year	150.14	115.98
(c) Utilisation of excess spent of previous year	-	(6.00)
(d) Total of previous year shortfall	19.83	14.90
(e) Total amount required to be spent for the current year including previous year shortfall	162.64	130.88
(f) Amount of expenditure incurred on:		
(i) Construction/acquisition of any assets	26.41	7.51
(ii) On purposes other than (i) above	123.73	88.33
(iii) On purposes other than (i) above pertaining to previous year shortfall	16.83	9.21



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Particulars	31 December, 2025	31 December, 2024
(g) Shortfall at the end of the year pertaining to current year	-	14.14
(h) Shortfall at the end of the year pertaining to previous year [^]	3.00	5.69
(i) Excess amount spent at the end of the year*	(7.33)	-
(j) Reason for shortfall	Constraints associated with implementing projects	Constraints associated with implementing projects
(k) Nature of CSR activities	Promoting Education, Rural Development, Promoting Healthcare etc.	Promoting Education, Rural Development, Promoting Healthcare etc.
(l) Movement in provision with respect to a liability incurred by entering into a contractual obligation		
Opening provision	19.83	14.90
Add: Provision during the year	-	14.14
Less: Utilisation during the year	(16.83)	(9.21)
Closing provision**	3.00	19.83

** The shortfall amount has been deposited in separate schedule bank account as per statutory requirement

*Details of excess amount spent	Opening balance	Amount required to be spent during the year	Amount utilized during the year	Closing balance
i) for the year ended 31 December, 2025	-	142.81	(150.14)	(7.33)
ii) for the year ended 31 December, 2024	(6.00)	-	6.00 ^{^^}	-
^{^^} Opening excess amount utilized				
^Details of unspent amount	Opening balance	Amount required to be spent during the year	Amount spent during the year	Closing balance
i) for the year ended 31 December, 2025	19.83	-	(16.83)	3.00
ii) for the year ended 31 December, 2024	14.90	115.98	(111.05)	19.83



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

39. Additional information of subsidiaries as required by schedule III of Companies Act, 2013

Sr. No.	Name of the entity		Net assets		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income		
			Amount	As a % of consolidated	Amount	As a % of consolidated	Amount	As a % of consolidated	Amount	As a % of consolidated	
Parent											
1	CIE Automotive India Limited	31December, 2025	56,877.88	76.25%	6,169.27	74.49%	37.62	1.18%	6,206.89	54.07%	
		31December, 2024	53,326.52	81.08%	5,834.13	70.50%	(10.34)	2.11%	5,823.79	74.80%	
Subsidiaries											
Indian											
1	CIE Aluminium Casting India Limited	31December, 2025	3,310.53	4.44%	949.52	11.47%	(6.47)	-0.20%	943.05	8.22%	
	(Subsidiary of CIE-India)	31December, 2024	3,207.44	4.88%	1,115.31	13.48%	5.16	-1.05%	1,120.47	14.39%	
2	BF Precision Private Limited	31December, 2025	-	0.00%	-	0.00%	-	0.00%	-	0.00%	
	(Subsidiary of CIE-India)	31December, 2024	-	0.00%	1.38	0.02%	-	0.00%	1.38	0.02%	
3	CIE Hosur Limited	31December, 2025	(432.11)	-0.58%	(51.96)	-0.63%	0.99	0.03%	(50.97)	-0.44%	
	(Subsidiary of CIE-India)	31December, 2024	(381.15)	1.62%	(148.75)	-1.80%	(2.13)	0.44%	(150.88)	-1.94%	
Foreign											
1	CIE Forgings Europe GmbH (CFG)	31December, 2025	1,141.80	1.53%	52.02	0.63%	-	0.00%	52.02	0.45%	
	(subsidiary of Galfor)	31December, 2024	939.32	1.43%	72.08	0.87%	-	0.00%	72.08	0.93%	
2	Metalcastello S.p.A (MC)	31December, 2025	3,912.99	5.25%	152.09	1.84%	-	0.00%	152.09	1.32%	
	(subsidiary of Galfor)	31December, 2024	3,157.12	4.80%	379.97	4.59%	-	0.00%	379.97	4.88%	
3	CIE Galfor S.A.U (Galfor)	31December, 2025	14,283.75	19.15%	1,576.50	19.04%	-	0.00%	1,576.50	13.73%	
	(subsidiary of CIE-India)	31December, 2024	10,606.90	16.13%	1,673.83	20.23%	-	0.00%	1,673.83	21.50%	
4	CIE Legazpi S.A.U	31December, 2025	(412.75)	-0.55%	(650.45)	-7.85%	-	0.00%	(650.45)	-5.67%	
	(subsidiary of Galfor)	31December, 2024	(116.73)	-0.18%	(352.48)	-4.26%	-	0.00%	(352.48)	-4.53%	
5	UAB CIE LT Forge	31December, 2025	4,219.00	5.66%	707.99	8.55%	-	0.00%	707.99	6.17%	
	(subsidiary of Galfor)	31December, 2024	2,914.17	4.43%	618.99	7.48%	-	0.00%	618.99	7.95%	
6	Bill Forge de Mexico S.A de C.V	31December, 2025	3,997.20	5.36%	259.30	3.13%	-	0.00%	259.30	2.26%	
	(subsidiary of Galfor)	31December, 2024	3,552.85	5.40%	26.52	0.32%	-	0.00%	26.52	0.34%	
	Adjustment on consolidation	31December, 2025	(12,306.86)	-16.50%	(882.55)	-10.66%	3,165.23	98.99%	2,282.68	19.89%	
		31December, 2024	(11,438.45)	-19.59%	(945.83)	-11.43%	(482.15)	98.51%	(1,427.98)	-18.34%	



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Sr. No.	Name of the entity		Net assets		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income		
			Amount	As a % of consolidated	Amount	As a % of consolidated	Amount	As a % of consolidated	Amount	As a % of consolidated	
Associates											
Indian											
1	Gescrap India Private Limited	31 December, 2025	300.97	0.40%	10.97	0.13%	-	0.00%	10.97	0.10%	
		31 December, 2024	264.24	0.40%	22.70	0.27%	-	0.00%	22.70	0.29%	
2	Clean Max Deneb Power LLP	31 December, 2025	321.97	0.43%	(1.67)	-0.02%	-	0.00%	(1.67)	-0.01%	
		31 December, 2024	328.39	0.50%	(2.85)	-0.03%	-	0.00%	(2.85)	-0.04%	
3	Sunbarn Renewables Private Limited	31 December, 2025	343.79	0.46%	0.20	0.00%	-	0.00%	0.20	0.00%	
		31 December, 2024	343.02	0.52%	2.37	0.03%	-	0.00%	2.37	0.03%	
4	Renew Surya Alok Private Limited	31 December, 2025	319.14	0.43%	8.00	0.10%	-	0.00%	8.00	0.07%	
		31 December, 2024	293.49	0.45%	7.93	0.10%	-	0.00%	7.93	0.10%	
5	Strongsons Solar Private Limited	31 December, 2025	132.25	0.18%	1.05	0.01%	-	0.00%	1.05	0.01%	
		31 December, 2024	128.42	0.20%	(0.63)	-0.01%	-	0.00%	(0.63)	-0.01%	
6	Sunseed Solar Private Limited	31 December, 2025	76.44	0.10%	(0.57)	-0.01%	-	0.00%	(0.57)	0.00%	
	(Associate of CACIL)	31 December, 2024	68.02	0.10%	(2.80)	-0.03%	-	-	(2.80)	-0.04%	
7	Ojaha Renewables Private Limited	31 December, 2025	55.21	0.07%	(1.05)	-0.01%	-	0.00%	(1.05)	-0.01%	
	(Associate of Hosur) (w.e.f. April 25, 2024)	31 December, 2024	59.87	0.09%	0.25	0.00%	-	0.00%	0.25	0.00%	
8	ReNew Green (MHK Two) Private Limited	31 December, 2025	135.50	0.18%	6.24	0.08%	-	0.00%	6.24	0.05%	
	(w.e.f. October 29, 2024)	31 December, 2024	115.50	0.18%	-	0.00%	-	0.00%	-	0.00%	
9	Amp Energy C&I Thirty Two Private Limited	31 December, 2025	32.86	0.04%	-	0.00%	-	0.00%	-	0.00%	
	(w.e.f. December 02, 2025)	31 December, 2024	-	-	-	-	-	-	-	-	
10	AMPIN Energy C&I Thirty One Private Limited (Associate of CACIL)	31 December, 2025	21.92	0.03%	-	0.00%	-	0.00%	-	0.00%	
	(w.e.f. December 02, 2025)	31 December, 2024	-	-	-	-	-	-	-	-	
Foreign											
1	Galfor Eólica, S.L (Associate of Galfor)	31 December, 2025	-	0.00%	-	0.00%	-	0.00%	-	0.00%	
		31 December, 2024	-	-	-	-	-	-	-	-	



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

40. Additional disclosures required by schedule III

- (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 does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iii) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iv) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (v) The Group does not have any investments through more than two layer of investment companies as per section 2(87)(d) and section 186 of Companies Act, 2013.
- (vi) The Group has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the year.
- (vii) The Group is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.
- (viii) The Group has complied with the number of layers prescribed under the Companies Act, 2013.
- (ix) The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- (x) The Group does not have charges or satisfaction of charges which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

41. 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

42. 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

43. For CIE Automotive India Limited (Holding Company)

The Holding Company does not have any secured loans pertaining to year ended 31 December, 2025.

The subsidiaries in India do not have any secured loans pertaining to year ended 31 December, 2025.

For CIE Aluminium Castings India Limited (Subsidiary Company) - Pertaining to 31 December, 2024

Secured Loans with HDFC Bank and ICICI Bank with non fund base for the period was ₹ 840 million and ₹ 450 million respectively. The quarterly returns or statements filed by one of the subsidiary companies for working capital limits with the aforementioned banks are in agreement with the books of account of the Company except for statements filed for quarter ended September 30, 2024 where differences were noted between the amount as per books of account for quarter and amount as reported in the quarterly statement. Difference is mainly on account of advance to suppliers amount included in stock statements and Trade receivable from related parties not included in stock statement. Company has subsequently rectified the same on 10 February 2025. The differences were in case of Inventory, Trade Receivables and Payables with respect to period ended September 30, 2024 is ₹ 41.85 million.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

44. The following table summarises the transactions with the companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 for the year ended / as at 31 December, 2025:

Name of struck off Company	Nature of transactions with struck off Company	Number of Shares	Amount of transactions	Balance Outstanding
Aveeta Investments Pvt Ltd	Dividend Payable	2195	0.02	0.02
B M Portfolios Pvt Ltd.	Dividend Payable	142	—*	—*
Barracuda Consultancy Ser Pvt Ltd	Dividend Payable	8	—*	—*
Chandrajyot Holdings Pvt Ltd	Dividend Payable	8	—*	—*
Devendra Investments Pvt Ltd	Dividend Payable	200	—*	—*
Investedge Financial Consultancy Private Limited	Dividend Payable	30	—*	—*
Kansons Trade Co P Ltd	Dividend Payable	25	—*	—*
Ritaraj Investment Private Ltd	Dividend Payable	852	0.01	0.01
Snehankur Investment Pvt Ltd	Dividend Payable	11	—*	—*
Ulka Power Tech Pvt Ltd	Dividend Payable	40	—*	—*
Vibhuraj Investments Pvt Ltd.	Dividend Payable	200	—*	—*
Vaishak Shares Limited	Dividend Paid	17	—*	0
Jupiter Investment Trust Limited	Dividend Payable	1678	0.01	0.01
Mantra Magic Enterprises Private Limited	Dividend Payable	450	—*	—*
Radak Pvt Ltd	Dividend Payable	59	—*	—*
Supermax Business Pvt. Ltd.	Dividend Payable	71	—*	—*
Walford Transport Ltd	Dividend Payable	85	—*	—*
Bharat Stock And Share Brokers Limited	Dividend Payable	142	—*	—*
Sheshaw Investments Pvt Ltd	Dividend Payable	60	—*	—*
Rapid Credit And Holdings Private Limited	Dividend Paid	20	—*	—*

* Amount is below the rounding off norm adopted by the Group.

The following table summarises the transactions with the companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 for the year ended / as at 31 December, 2024:

Name of struck off Company	Nature of transactions with struck off Company	Number of Shares	Amount of transactions	Balance Outstanding
Aveeta Investments Pvt Ltd	Dividend Payable	3715	0.02	0.02
B M Portfolios Pvt Ltd.	Dividend Payable	142	—*	—*
Barracuda Consultancy Ser Pvt Ltd	Dividend Payable	8	—*	—*
Chandrajyot Holdings Pvt Ltd	Dividend Payable	8	—*	—*
Devendra Investments Pvt Ltd	Dividend Payable	200	—*	—*
Investedge Financial Consultancy Private Limited	Dividend Payable	30	—*	—*
Kansons Trade Co P Ltd	Dividend Payable	25	—*	—*
Ritaraj Investment Private Ltd	Dividend Payable	852	—*	—*
Snehankur Investment Pvt Ltd	Dividend Payable	11	—*	—*
Ulka Power Tech Pvt Ltd	Dividend Payable	40	—*	—*
Vibhuraj Investments Pvt Ltd.	Dividend Payable	200	—*	—*
Vaishak Shares Limited	Dividend Paid	17	—*	0

* Amount is below the rounding off norm adopted by the Group.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

- 45.** On 21 November, 2025, the Government of India notified four Labour Codes consolidating 29 existing labour laws. The Group has assessed and disclosed the incremental impact of these changes on the basis of the best information available. Accordingly, the Group has recorded an incremental net impact on gratuity and long-term compensated absences of ₹ 132.17 million in the Consolidated Statement of Profit and Loss for the year ended 31 December, 2025. The Group continues to monitor the finalisation of Central/ State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.
- 46.** The Board of Directors of group at their meeting held on February 19, 2026 recommended final dividend of ₹ 7.00 per Equity Share of ₹ 10.00 each fully paid up for current year 2025 (₹ 7.00 per Equity Share of ₹ 10.00 each fully paid up for previous year 2024).

For **BSR & Co. LLP**
Firm Registration No. 101248W/W-100022

Abhishek
Partner
Membership No. 062343

Pune, February 19, 2026

For and on behalf of the Board of Directors of
CIE AUTOMOTIVE INDIA LIMITED

Ander Arenaza Alvarez
Executive Director & Group CEO – DIN : 07591785

Manoj Menon
Executive Director & CEO – DIN : 07642469

Sunil Narke
CEO-Forging Division

K. Jayaprakash
Chief Financial Officer

Pune, February 19, 2026

Alan Savio D'Silva Picardo
Independent Director – DIN : 08513835

Rajendra Vadlapudi
CEO-Iron Casting Division

Pankaj Goyal
Company Secretary & Compliance officer
FCS : F13037



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Form AOC-1 PART - A - Statement containing salient features of the financial statement of Subsidiaries

Name of Subsidiary	Date of acquisition	Reporting Currency	Exchange Rate	Share Capital	Reserves & Surplus (including equity)	Total Assets	Total Liabilities	Investment (Other than subsidiaries)	Gross Turnover	Profit before tax	Provision for Tax	Profit after tax	Proposed Dividend	Existing shareholding in%
CIE Forgings Germany GmbH (CFG) (subsidiary of Galfor)	1 st April, 2007	EURO	105.60	527.98	1,141.80	1,258.55	116.75	-	-	52.10	-	52.10	-	100%
Metalcastello Sp.A (MC) (subsidiary of Galfor)	1 st Oct 2013	EURO	105.60	1,055.96	3,912.99	6,627.66	2,714.67	-	4,340.93	124.49	(27.60)	152.09	-	99.96%
CIE Galfor S.A.U (Galfor)	1 st Oct 2013	EURO	105.60	264.17	14,283.75	22,301.54	8,017.80	-	13,657.94	1,922.22	345.72	1,576.50	-	100%
CIE Legazpi S.A.U (subsidiary of Galfor)	1 st Oct 2013	EURO	105.60	263.99	(412.75)	4,174.77	4,587.53	-	5,120.29	(641.49)	8.97	(650.46)	-	100%
UAB CIE LT Forge (subsidiary of Galfor)	1 st Oct 2013	EURO	105.60	796.30	4,219.00	5,518.26	1,299.26	-	5,741.87	829.87	121.87	707.99	-	100%
CIE Aluminium Castings India Limited (CACIL)	9 th April, 2019	₹	1	29.40	3,307.16	7,003.00	3,695.84	-	11,631.90	1,281.28	335.13	946.15	-	100%
BF Precision Private Limited (subsidiary of BF) (dissolved w.e.f. June, 05, 2025)	1 st Oct 2016	₹	1	-	-	-	-	-	-	-	-	-	-	-
Bill Forge de Mexico S.A de C.V	1 st Oct 2016	USD	89.87	5,311.28	3,997.20	4,353.65	356.45	-	2,991.91	268.28	8.98	259.30	-	99.99%
CIE Hosur Limited	6 th Aug 2021	₹	1	0*	1,120.81	2,397.22	1,276.40	-	1,751.95	(40.99)	12.48	(53.47)	-	100%

*Amount is below the rounding off norm adopted by the Group.



Notes to the Consolidated Financial Statements as at and for the year ended 31 December, 2025

(₹ in Million)

Form AOC-1 PART -B- Details of Associates/ Joint ventures [as per Section 2(6) of the Companies Act, 2013

Name of Associates	Audited Balance Sheet Date	No. of Equity shares held	Proportion of ownership Interest	Cost of investments	Network attributable to shareholding as per latest audited Balance Sheet	Profit/ (loss) for the year considered in consolidation	Not considered in consolidation
Gescrap India Private Limited	31 st Mar 2025	3,720,000	30.00%	37.20	53.09	11.37	NA
Galfor Eólica, S.L (Associate of Galfor)	31 st Dec 2023	68,000	25.00%	11.26	0*	0*	NA
Clean Max Deneb Power LLP	31 st Mar 2025	-	26.00%	83.60	0.11	(1.67)	NA
Sunbarn Renewables Private Limited	31 st Mar 2025	1,112,813	26.12%	89.03	0.77	0.20	NA
Renew Surya Alak Private Limited	31 st Mar 2025	8,260,000	31.20%	83.00	16.57	8.00	NA
Strongsun Solar Private Limited	31 st Mar 2025	418,750	27.35%	33.52	2.65	1.05	NA
Sunseed Solar Private Limited	31 st Mar 2025	295,238	26.49%	23.62	(3.37)	(0.57)	NA
ReNew Green (MHK Two) Private Limited	31 st Mar 2025	924,000	31.20%	36.04	6.23	6.23	NA
Ojha Renewables Private Limited	31 st Mar 2025	202,500	27.89%	16.20	(0.80)	(1.05)	NA
Amp Energy C&I Thirty Two Private Limited	NA	1,312,500	39.94%	13.12	-	13.13	NA
AMPIN Energy C&I Thirty One Private Limited	NA	875,000	39.91%	8.75	-	8.75	NA

*Amount is below the rounding off norm adopted by the Group.

For and on behalf of the Board of Directors of
CIE AUTOMOTIVE INDIA LIMITED

Ander Arenaza Alvarez
Executive Director & Group CEO – DIN : 07591785

Manoj Menon
Executive Director & CEO – DIN : 07642469

Sunil Narke
CEO- Forging Division

K. Jayaprakash
Chief Financial Officer

Pune, February 19, 2026

Alan Savio D'Silva Picardo
Independent Director – DIN : 08513835

Rajendra Vadlapudi
CEO- Iron Casting Division

Pankaj Goyal
Company Secretary & Compliance officer
FCS : FI3037

Notes

[illegible]



CSR



Handing over of two Advanced Life Saving (ALS) Type D Ambulance to Indian Army (33 MedCorps), Sukna, West Bengal



Spreading Smiles – Distribution of Learning kits (Bag, Shoes, Compass box, Note books, Note pad)



Kallubalu Lake Maintenance and Tree Plantation at Bengaluru



Kallubalu Lake Maintenance and Tree Plantation at Bengaluru



Indian Sign Language (ISL) training through Digital app for hearing impaired students under Project LOTUS 2



Spreading Smiles – Distribution of Learning kits (Bag, Shoes, Compass box, Note books, Note pad)



Awareness session for safe Menstrual Management and distribution of re-usable sanitary pads under project SaniSafe.



Students are learning necessary technical skills on Simulator and Actual machines at CIE India Institute of Skills, Pune

Annual Report 2025

Forgings



Stampings



Aluminium



Gears



Castings



Composites



Magnets



CIE India

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