VINIR Engineering Limited
102-104, Bommasandra Industrial Area,
Bangalore - 560 099. Karnataka, INDIA
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+ 91-80-27832313

Vinir Engineering Limited

CIN: U74210KA1983PTC005477

Regd Office: Plot No. 104, Bommasandra Industrial Area, Bengaluru-560099

Weebsite:www.vinirforge.org, Email:compliance@vinirforge.org

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 43rd ANNUAL GENERAL MEETING OF THE MEMBERS OF VINIR ENGINEERING LIMITED WILL BE HELD ON WEDNESDAY, 23RD DAY OF SEPTEMBER, 2026 AT 09.30 A.M. THROUGH HYBRID MODE – VENUE FOR PHYSICAL PRESENCE AT THE REGISTERED OFFICE OF THE COMPANY SITUATED NO.104, BOMMASANDRA INDUSTRIAL AREA BANGALORE 560099 AND THROUGH OTHER AUDIO VIDEO MEANS ON ZOOM PLATFORM AT THE LINK MEETING ID 994 547 9945 PASSCODE 108666 TO TRANSACT THE FOLLOWING BUSINESS

ORDINARY BUSINESS:

1. a. TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026 TOGETHER WITH THE REPORTS OF DIRECTORS AND AUDITORS THEREON AND ALSO THE CONSOLIDATED FINANCIAL ACCOUNTS WITH THE PARTNERSHIP FIRM VINIR AERODEFENCE TECHNOLOGIES FOR THE FY ENDED 31ST MARCH, 2026 TOGETHER WITH AUDITORS' REPORT;

   b. TO CONSIDER AND ADOPT THE CONSOLIDATED FINANCIAL ACCOUNTS WITH THE PARTNERSHIP FIRM VINIR AERODEFENCE TECHNOLOGIES FOR THE FY ENDED 31ST MARCH, 2026 TOGETHER WITH AUDITORS' REPORT THEREON;
2. TO RE-APPOINT MR. NARESH CHANDRA GUPTA (DIN 00532105), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOONTMENT:

   To consider and if thought fit to pass with or without modification(s), 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. Naresh Chandra Gupta (DIN: 00532105), who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. RATIFICATION OF REMUNERATION OF M/S. VISHWANATH BHAT & CO, AS COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2026-27

To consider and if thought fit to pass with or without modification(s), the following resolution as an ordinary resolution:

"**RESOLVED THAT** in accordance with the provisions of section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules thereunder including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the Company hereby ratifies the remuneration of Rs. 100000/- (Rupees One lakh Only) plus applicable taxes and reimbursement of out of pocket expenses to M/s. Vishwanath Bhat & Co. , Cost accountant in practice, Bengaluru, as the Cost Auditor of the Company for the financial year 2026-2027 to conduct audit of cost records made and maintained by the Company pertaining to products and units of the Company as applicable as recommended by the Audit Committee and appointed by the Board of Directors of the is ratified."

"**RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company be and ares hereby authorised to do all such acts, deeds, matters, and things as may be considered necessary, desirable and expedient for giving effect to this resolution."

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4. REAPPOINTMENT OF MR NITESH GUPTA AS MANAGING DIRECTOR FOR ANOTHER TERM OF 5 YEARS W.E.F. 15.02.2027 TILL 14.02.2032 AND FIXATION OF HIS REMUNERATION

To consider and if thought fit to pass with or without modification(s), the following resolution as a SPECIAL resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 *(including any statutory modification(s) or re-*

enactment(s) thereof for the time being in force), and subject to such other approvals as may be required, the approval of the Company be and is hereby accorded for the reappointment of Mr. Nitesh Gupta (DIN: 00532501) as the Managing Director of the Company, for a further period of 5 (Five) years with effect from 15th February, 2027 to 14th February, 2032, to retire by rotation, on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, as set out below:

I. Principal Terms of Re-appointment

- **Tenure:** The re-appointment shall be for a further term of **5 (Five)** years w.e.f. 15th February 2027 to .14th February, 2032
- **Duties:** The Managing Director shall look after the day-to-day management, business operations, and affairs of the Company, subject to the superintendence, control, and direction of the Board of Directors.

II. Remuneration Structure

- **A. Basic Salary:** A basic salary of ₹ **8,25,000/-** per month, with an annual increment up to 15% each year, as may be decided by the Board as recommended by the Nomination and Remuneration Committee.
- **B. Commission / Performance Bonus:** A performance-linked bonus or commission based on the net profits of the Company for each financial year, computed in the manner laid down under Section 198 of the Companies Act, 2013, as may be determined by the Board on recommendation of Nomination and Remuneration Committee., subject to the overall managerial remuneration ceilings.

III. Perquisites and Facilities

- **A. Club Fees:** Reimbursement of actual membership and subscription fees for up to Two clubs in India, including admission and life membership fees, used for corporate networking.
- **B. Company Car & Driver:** Provision of a Company-maintained automobile with a professional driver for official corporate business. Personal use of the vehicle shall be billed to or reimbursed by the Managing Director in accordance with the Income Tax Rules, 1962.
- **C. Communication Facilities:** Provision of corporate communication utilities including residential landline telephones, mobile connections, and high-speed broadband internet facility. Personal long-distance international calls shall be billed separately.

- **D. Insurances:** Payment of premium by the Company for Group Health Insurance and Personal Accident Insurance covering the Managing Director and their immediate family dependents, alongside Director's & Officers' (D&O) Liability Insurance.

IV. Retirement, Long-Term, and Resignation Benefits

- **A. Provident Fund:** Company's contribution to the Statutory Provident Fund or Superannuation Fund in accordance with the rules of the Company, up to 12% of the basic salary.
- **B. Gratuity:** Gratuity payable for each completed year of service as per statutory regulations.
- **C. Leave Encashment:** Encashment of accumulated, un-availed earned leaves at the end of the managerial tenure as per company HR policy.

V. Minimum Remuneration Clause (Inadequacy of Profits)

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company shall pay to the Managing Director the above-mentioned basic salary, perquisites, allowances, and benefits as minimum remuneration, subject to the limits and approvals specified under Section II of Part II of Schedule V to the Companies Act, 2013, or as modified by the Central Government/appropriate authorities from time to time.

VI. Statutory Ceiling and Exclusions

RESOLVED FURTHER THAT pursuant to the provisions of Section 197 read with Schedule V of the Companies Act, 2013, the Company's contributions to the Provident Fund, Superannuation Fund, Gratuity, and Encashment of Leave at the end of the tenure shall not be included in the computation of the limits or ceiling on managerial remuneration.

VII. General Terms and Administrative Authorization

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to alter, vary, or modify the terms and conditions of appointment and remuneration from time to time, provided that such variations do not exceed the limits specified under the Act and Schedule V.

RESOLVED FURTHER THAT any one Director of the Company or the Company Secretary be and is hereby authorized to execute agreements, deeds, or instruments, and to file necessary statutory forms with the Ministry of Corporate Affairs (MCA) / Registrar of Companies, and to do all such acts, deeds, matters, and things as may be considered necessary or expedient to give effect to this resolution."

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5. **APPOINTMENT OF MR DHRUV GUPTA TO PLACE/OFFICE OF PROFIT**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

"RESOLVED THAT in pursuance with the provisions of Section 188(1)(f) of the Companies Act, 2013, read with Companies (Meetings of Board and its Powers) Rules, 2014, any other applicable provisions, including any statutory modifications thereto for the time being in force , consent of the members be and is hereby accorded to the appointment of Mr. Dhruv Gupta son of Mr Nitesh Gupta, Managing Director of the Company, holding office or place of profit , as Head Digital & Growth Strategy, of the Company w.e.f. 01/10/2026 at a monthly remuneration of Rs. 3,00,000 (Rupees Three Lakhs) per month for a period of three years.

"RESOLVED FURTHER THAT the Board of Directors of the Company including any committee thereof be and is hereby authorized to finalise and decide the designation and/or revision in the remuneration payable to Mr Dhruv Gupta from time to time in accordance with the Company's policy on performance measurement and appraisal and such other policies."

"RESOLVED FURTHER THAT the Board of Directors of the Company including any committee thereof be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to these resolution.

6. **APPOINTMENT OF MS KRITI GUPTA TO PLACE/OFFICE OF PROFIT**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

"RESOLVED THAT in pursuance with the provisions of Section 188(1)(f) of the Companies Act, 2013, read with Companies (Meetings of Board and its Powers) Rules, 2014, any any other applicable provisions, including any statutory modifications thereto for the time being in force , consent of the members be and is hereby accorded to the appointment of Ms. Kriti Gupta daughter of Mr Nitesh Gupta, Managing Director of the Company, holding office or place of profit , as Management Associate, of the Company w.e.f. 01/10/2026 at a monthly remuneration of Rs. 3,00,000 (Rupees Three Lakhs) per month for a period of three years.

"RESOLVED FURTHER THAT the Board of Directors of the Company including any committee thereof be and is hereby authorized to finalise and decide the designation and/or revision in the remuneration payable to Ms Kriti Gupta from time to time in accordance with the Company's policy on performance measurement and appraisal and such other policies."

"RESOLVED FURTHER THAT the Board of Directors of the Company including any committee thereof be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to these resolution.

7. **AMENDMENT OF ARTICLES OF ASSOCIATION**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and Rules made thereunder and subject to such approvals, consents, permissions, or sanctions as may be required, the consent of the members of the Company be and is hereby accorded to alter the Articles of Association of the Company by inserting a new Article No. 21A after Article No. 21 under heading "**Lock-In of Equity Shares in connection with Initial Public Offering of the Company**" , as follows:

Title of New Article

"Lock-In of Equity Shares in connection with Initial Public Offering of the Company"

21A. Notwithstanding anything to the contrary contained in these Articles, where any Equity Shares held by persons other than the promoters are required to be locked in under Regulation 17 of the SEBI ICDR Regulations and such lock-in cannot be created or recorded by Depositories for any reason whatsoever, including where such Equity Shares are (i) subject to pledge; or (ii) under "freeze balance" or "safe balance", on a day prior to the commencement of the Lock-in Period, the Company shall have the power to issue instructions to the Depositories directing them to record such Equity Shares as "non-transferable" for the duration of the applicable Lock-in Period. The aforementioned Equity Shares shall be treated as locked-in for the Lock-in Period as specified under the SEBI ICDR Regulations.

(i) In the event of invocation of the pledge of such Equity Shares by the pledgee, whether in whole or in part, the Equity Shares so transferred or received by the pledgee upon such invocation shall continue to remain locked-in in the account of the pledgee for the balance Lock-in Period.

(ii) In the event of release of the pledge of such Equity Shares by the pledgee, whether in whole or in part, the Equity Shares so released shall continue to remain locked-in in the account of the pledgor for the balance Lock-in Period.

For the purposes of this Article:

"Lock-in Period" means the period for which the entire pre-issue capital of the Company held by persons other than the promoters, in case of an IPO, is locked-in in accordance with Regulation 17 of the SEBI ICDR Regulations; and

"SEBI ICDR Regulations" shall mean the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

RESOLVED FURTHER THAT the existing Articles of Association of the Company be and are hereby amended accordingly and the said new Article shall form an integral part of the Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Directors and/or Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, including with the Registrar of Companies, Karnataka at Bangalore, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required."

8.APPROVAL FOR RAISING OF CAPITAL THROUGH AN INITIAL PUBLIC OFFERING OF EQUITY SHARES, INCLUDING ANY DISCOUNT AND RESERVATION AND PRE-IPO PLACEMENT

To consider and if thought fit, to pass the following resolution, with or without modification, as a special resolution:

"RESOLVED pursuant to the provisions of Sections 23, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013, and the rules and regulations made thereunder, (including any statutory modifications or re-enactment thereof, for the time being in force) ("**Companies Act**"), and in accordance with and subject to the provisions of the Securities Contracts (Regulation) Act, 1956, and the rules made thereunder, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI Listing Regulations**"), the Foreign Exchange Management Act, 1999, as amended, and the rules and regulations made thereunder including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, as amended and any other applicable rules, regulations, guidelines, clarifications, circulars and notifications issued by Government of India ("**GoI**"), Securities Exchange Board of India ("**SEBI**") or Reserve Bank of India ("**RBI**"), Department for Promotion of Industry and Internal Trade ("**DPIIT**") and any other applicable laws, rules and regulations, in India or outside India (including any amendment thereto or re-enactment thereof for the time being in force) (collectively, the

"**Applicable Laws**"), and in accordance with the provisions of the Memorandum of Association and the Articles of Association of the Company and the uniform listing agreements to be entered into between the Company and the respective stock exchange where the Equity Shares are proposed to be listed ("**the Stock Exchange**"), and subject to any approvals from the GoI, the Registrar of Companies, Bangalore at Maharashtra ("**RoC**"), SEBI, RBI, the Department of Economic Affairs, Ministry of Finance, Government of India ("**DEA**"), Ministry of Commerce and Industry, DPIIT, the Insurance Regulatory and Development Authority of India and all other appropriate statutory authorities and departments (the "**Regulatory Authorities**"), and such other approvals, consents, waivers, permissions and sanctions, the consent, approval, authority and sanction of the members be and is hereby granted to create, issue, allot and/or transfer such number of equity shares of face value of ₹ 2 each of the Company (the "**Equity Shares**") consisting of a fresh issue of up to **7,10,00,000 (Seven Crore Ten Lakh)** equity shares of the face value of ₹ 2/- each, to be issued at par or at premium in accordance with the provisions of SEBI ICDR Regulations comprising of a ("**Fresh Issue")** of Equity Shares ("**Offer"**) at a price to be determined in consultation with the book running lead manager appointed in respect of the Issue ("**BRLM**"), by the book building process in terms of the SEBI ICDR Regulations or otherwise in accordance with Applicable Laws, at such premium or discount per Equity Share as permitted under Applicable Laws and as may be fixed and determined by the Company in consultation with the BRLM in accordance with the SEBI ICDR Regulations, out of the authorized share capital of the Company to any category of person or persons as permitted under Applicable Laws, who may or may not be the shareholder(s) of the Company as the Board may, decide, including anchor investors, if any and qualified institutional buyers as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations, one or more of the members of the Company, eligible employees (through a reservation or otherwise), Hindu Undivided Families, Foreign Portfolio Investors as defined under the SEBI (Foreign Portfolio Investors) Regulations, 2019, Indian and/ or multilateral and bilateral financial institutions, Venture Capital Funds, Alternative Investment Funds, Non-Resident Indians, State Industrial Development Corporations, Insurance Companies, Provident Funds, Pension Funds, National Investment Fund, Insurance funds set up by army, navy, or air force of the Union of India, Insurance funds set up and managed by the Department of Posts, India, Trusts registered under Indian Trusts Act, 1882 and Societies registered under the Societies Registration Act, 1860, Development Financial Institutions, Systemically Important Non-banking Financial Companies, Indian Mutual Funds, Members of Group Companies, Indian public, Bodies Corporate, Companies (private or public) or other entities (whether incorporated or not), authorities, and to such other persons including High Net worth Individuals, Retail Individual Bidders or other entities, in one or more combinations thereof and/or any other category of investors as may be permitted to invest under Applicable Laws (collectively referred to as the "**Investors**") by way of the Issue in consultation with the BRLM and/or underwriters and/or the stabilizing agent pursuant to a green shoe option and/or other advisors or such persons appointed for the Issue and on such terms and conditions as may be finalised by the Board in consultation with the BRLM through an issue document, prospectus and/or an offering memorandum, as required, and the decision to determine the category or categories of investors to whom the Issue/ transfer shall be made to the exclusion of all other categories of investors at the time of such Issue and allotment of Equity Shares considering the prevailing market conditions and other relevant factors wherever necessary and in such manner as the Board may in its discretion, deem fit, including in consultation with BRLM, underwriters and/or stabilizing agent and/or other advisors as may be appointed for the Issue on such terms as may be

deemed appropriate by the Board, and that the Board in consultation with the BRLM may finalise all matters incidental thereto as it may in its absolute discretion thinks fit. Further, in consultation with the designated stock exchange an oversubscription, to the extent of 1% of the Issue may be made for the purpose of making allotment in minimum lots, while finalizing the basis of allotment.

RESOLVED FURTHER THAT the Board be and is hereby authorized on behalf of the Company to make available for allocation a portion of the Issue to any category(ies) of persons permitted under Applicable Law, including without limitation, eligible employees (the "**Reservation**") or to provide a discount to the Issue price to Retail Individual Bidders or eligible employees (the "**Discount**"); and to take any and all actions in connection with any Reservation or Discount as the Board may think fit or proper in its absolute discretion, including, without limitation, to negotiate, finalize and execute any document or agreement, and any amendments, supplements, notices or corrigenda thereto; seek any consent or approval required or necessary; give directions or instructions and do all such acts, deeds, matters and things as the Board may, from time to time, in its absolute discretion, think necessary, appropriate, or desirable; and settle any question, difficulty, or doubt that may arise with regard to or in relation to the foregoing.

RESOLVED FURTHER THAT the Equity Shares Issued or transferred pursuant to the Issue, along with the existing shares held by the current members, shall be listed on one or more recognized stock exchange in India.

RESOLVED FURTHER THAT for the purpose of giving effect to the Issue, the Board be and is hereby authorized to allot Equity Shares and finalise other matters in connection with or incidental to the Issue, including determining any anchor investor portion and allocate such number of Equity Shares to the anchor investor in accordance with the SEBI ICDR Regulations.

RESOLVED FURTHER THAT all monies received out of the Issue shall be transferred to a separate bank account referred to in Section 40(3) of the Companies Act, 2013, and application monies received pursuant to the Issue shall be refunded/ unblocked within such time, as specified by SEBI and in accordance with applicable law, or the Company and/or the selling members shall pay interest on failure thereof, as per applicable law.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions and any Issue / transfer of Equity Shares pursuant to the Issue, the Board and any other committee thereof, in consultation with the BRLM, be and is hereby authorized to determine the terms of the Issue including

the class of investors to whom the Equity Shares are to be Issued / transferred, the number of Equity Shares to be Issued / transferred in each tranche, Issue price, premium amount, discount on Issue price to reserved categories (as allowed under Applicable Laws), listing on one or more Stock Exchange in India as the Board in its absolute discretion deems fit and do all such acts, deeds, matters and things and to negotiate, finalize and execute such deeds, documents agreements and any amendment thereto, as it may, in its absolute discretion, deem necessary, proper or desirable including arrangements with BRLM, underwriters, escrow agents, legal advisor, etc., to approve incurring of expenditure and payment of fees, commissions, brokerage, remuneration and reimbursement of expenses in connection with the Issue and to settle or give instructions or directions for settling any questions, difficulties or doubts that may arise, in regard to the Issue / transfer of the Equity Shares and such other activities as may be necessary in relation to the Issue and to accept and to give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as it may, in its absolute discretion, deem fit and proper in the best interest of the Company and the Issue, without requiring any further approval of the members and that all or any of the powers conferred on the Company and the Board pursuant to these resolutions may be exercised by the Board or such Committee thereof as the Board may constitute on its behalf.

RESOLVED FURTHER THAT subject to compliance with Applicable Laws such Equity Shares as are not subscribed may be disposed of by the Board in consultation with the BRLM to such persons and in such manner and on such terms as the Board in its absolute discretion thinks most beneficial to the Company including offering or placing them with banks/financial institutions/investment institutions/mutual funds /bodies corporate/such other persons or otherwise.

RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, the members of the Board, including any committee of the Board and such other persons as may be authorized by the Board, on behalf of the Company, be and are hereby severally or jointly authorized to execute and deliver any and all documents, papers or instruments, Issue and provide certificates and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the Issue; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

RESOLVED FURTHER THAT any of the Directors, Company Secretary and Chief Financial Officer be and are hereby severally authorized to take all steps for giving effect to the aforesaid Resolution including filing of the necessary forms with the RoC.

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RESOLVED FURTHER THAT duly certified copies of the above resolutions under the hands of any of the Directors and/or Company Secretary be furnished to any government, statutory or regulatory authority as may be required from time to time.

By Order of the Board of Directors

8th September,2026

Bengaluru

PRADEEP KUMAR CHAMARIA (FCS-3294)
COMPANY SECRETARY &
COMPLIANCE OFFICER

NOTES: -

1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. Proxies in the form annexed hereto must be lodged at the registered office of the Company not later than 48 hours before the commencement of the meeting. The blank proxy form is enclosed. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
2. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member. Proxy should carry ID proof which shall be produced at the entrance of the venue.
3. Members are requested to please bring duly filled attendance slip at the meeting which is enclosed.
4. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

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5. Members seeking any information with regard to the Accounts are requested to address communication to the Company at the Registered Office at least 48 hours prior to the meeting, so as to enable the Management to keep the information ready at the meeting.

6. Shareholders are required to intimate changes in their addresses, if any.

7. Shareholders are requested to registered their E mail ID with the company to enable the company to send all communication including notice of the meeting electronically.

8. Pursuant to Section 20(2) of the Companies Act and Rule 35 of the Companies (Incorporation) Rules, 2014, as amended, companies are permitted to send official documents to their shareholders electronically.

9. The relevant records and documents connected with the businesses set out in the Notice are available for inspection at the Registered Office of the Company between 9.00AM and 5.30 PM on all working days up to the day of the Annual General Meeting.

10. Members may join the meeting virtually through Zoom platform at the following link: **Meeting ID : 994 547 9945 Password: 108666.** For seamless participation, members are requested to log in 5 minutes before the scheduled time.

11. Members attending through Audio Visual Means shall be counted for the purpose of quorum under applicable law.

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EXPLANATORY STATEMENT IN PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO 3

TO RATIFY THE REMUNERATION OF COST AUDITORS

The Company is required under Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time ("Cost Audit Rules"), to have the audit of its cost records for products covered under the Cost Audit Rules conducted by a Cost Accountant in Practice. The Board of Directors of the Company has approved the appointment and remuneration of M/s. Vishwanath Bhat & Co. , Cost accountants, Bangalore as the Cost Auditor for Financial Year 2026-2027.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as approved by the Board of Directors has to be ratified by the Members of the Company. Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out at item No. 03 of the Notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending March 31, 2027.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution mentioned at item No. 03 of the Notice.

The Board recommends the resolution set forth in item No. 03 for the approval of the Members.

Item No 4

REAPPOINTMENT OF MR NITESH GUPTA AS MANAGING DIRECTOR FOR ANOTHER TERM OF 5 YEARS W.E.F. 15.02.2027 TILL 14.02.2032 AND FIXATION OF HIS REMUNERATION

The Board of Directors of the Company, at its meeting held on 8th September,2026, on the recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Mr. Nitesh Gupta as Managing Director of the Company for a further term of 5 years with effect from 15/02/2027 to 14/02/2032 subject to the approval of the members of the Company by way of special resolution under the applicable provisions of the Companies Act, 2013, read with Schedule V thereto and

other applicable provisions, if any. Mr. Nitesh Gupta was originally appointed as managing Director of the Company with effect from 15/02/2022 for a term of 5 years. His term is due to expire on 14/02/2027. In view of his experience, leadership and contribution to the growth and governance of the Company, the Board of Directors considers it in the best interest of the Company to re-appoint him as Managing Director for a further term of 5 years:

1.Terms of re-appointment and remuneration

Tenure: The re-appointment shall be for a further term of **5 (Five)** years.

Duties: The Managing Director shall look after the day-to-day management, business operations, and affairs of the Company, subject to the superintendence, control, and direction of the Board of Directors

Remuneration: Subject to the approval of the members, the remuneration payable to Mr. Nitesh Gupta as Managing Director during the proposed term shall be as follows:

- **A. Basic Salary:** A basic salary of ₹ **8,25,000/-** per month, with an annual increment up to 15% each year, as may be decided by the Board on recommendation of the Nomination and Remuneration Committee.
- **B. Commission / Performance Bonus:** A performance-linked bonus or commission based on the net profits of the Company for each financial year, computed in the manner laid down under Section 198 of the Companies Act, 2013, as may be determined by the Board on recommendation of Nomination and Remuneration Committee., subject to the overall managerial remuneration ceilings.

Perquisites and Facilities

- **A. Club Fees:** Reimbursement of actual membership and subscription fees for up to Two clubs in India, including admission and life membership fees, used for corporate networking.
- **B. Company Car & Driver:** Provision of a Company-maintained automobile with a professional driver for official corporate business. Personal use of the vehicle shall be billed to or reimbursed by the Managing Director in accordance with the Income Tax Rules, 1962.
- **C. Communication Facilities:** Provision of corporate communication utilities including residential landline telephones, mobile connections, and high-speed broadband internet facility. Personal long-distance international calls shall be billed separately.

- **D. Insurances:** Payment of premium by the Company for Group Health Insurance and Personal Accident Insurance covering the Managing Director and their immediate family dependents, alongside Director's & Officers' (D&O) Liability Insurance.

Retirement, Long-Term, and Resignation Benefits

- **A. Provident Fund:** Company's contribution to the Statutory Provident Fund or Superannuation Fund in accordance with the rules of the Company, up to 12% of the basic salary.
- **B. Gratuity:** Gratuity payable for each completed year of service as per statutory regulations.
- **C. Leave Encashment:** Encashment of accumulated, un-availed earned leaves at the end of the managerial tenure as per company HR policy.

Pursuant to the provisions of Section 197 read with Schedule V of the Companies Act, 2013, the Company's contributions to the Provident Fund, Superannuation Fund, Gratuity, and Encashment of Leave at the end of the tenure shall not be included in the computation of the limits or ceiling on managerial remuneration.

Minimum Remuneration:

Where in any financial year during the currency of the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company shall pay to the Managing Director the above-mentioned basic salary, perquisites, allowances, and benefits as minimum remuneration, subject to the limits and approvals specified under Section II of Part II of Schedule V to the Companies Act, 2013, or as modified by the Central Government/appropriate authorities from time to time.

The Board of Directors of the Company (including any Committee thereof) may alter, vary, or modify the terms and conditions of appointment and remuneration from time to time, provided that such variations do not exceed the limits specified under the Act and Schedule V.

A brief profile of Mr Nitesh Gupta, as below and the Explanatory Statement as an abstract under section 190 of the Companies Act, 2013, setting out the terms, conditions and limits for the managerial personnel and may be regarded as a disclosure as per Section II of Part II to the Schedule V of the Companies Act, 2013 and Secretarial Standard-2 (SS-2) :

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102-104, Bommasandra Industrial Area,
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Particulars / Disclosure Requirement	Details of the Appointee
Name of the Director	Nitesh Gupta
Age	54 years
Qualifications	He is B.E.(Mechanical) from Bangalore University, MBA from La Trobe University (Australia) and completed many management programs from reputed institutions.
Experience & Expertise	extensive experience of 32 years in the industry and deep understanding of the Company's business, operations and strategy
Terms & Conditions of Appointment	As per the Resolution at Item No. 4 of the Notice (Tenure: 5 years w.e.f. 15 February , 2027
Remuneration Proposed	Rs. 8.25 Lakhs per month as stated in details in the resolution and as above]
Last Drawn Remuneration	Rs. 8.25 Lakhs per month since November , 2022
Date of First Appointment on Board	September 4, 1994
Shareholding in the Company	20,95,28,780 nos equity shares of face value of Rs. 2/- each (98.54% of the equity share capital of the Company)
Relationship with other Directors	Son of , Mr. Naresh Chandra Gupta, Chairman & non-executive director and brother of Mr Ritesh Gupta, Non-executive director
Number of Board Meetings attended (FY 2025-26)	5 Meetings attended out of 5 Meetings held
Other Directorships held	None
Committee Memberships/Chairmanships	He is member of the Audit Committee, Stakeholders' Relationship Committee, CSR Committee and IPO Committee of the Company

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Information required under clause (iv) of proviso to paragraph (B) of Section II of Part II of Schedule V of the Companies Act, 2013:

I. GENERAL INFORMATION:

(1) Nature of Industry: Metal Forging & Engineering

(2) Date or expected date of commencement of commercial production: The Company/its predecessors have been in business for over 30 years.

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable, as the Company is an existing Company.

(4) Financial performance based on given indicators (Standalone):

Amount in millions

Financial Performance (standalone basis) (Rs. Mn)

	31.03.2026	31.03.2025	31.03.2024
Revenue	2089.11	1928.33	2354.87
Profit before tax	332.62	335.65	465.82
Profit after Tax	242.67	246.61	285.80
Paid-up share capital	425.26	425.26	141.75
Reserves & Surplus (other equity)	1154.97	906.01	946.01

(5) Foreign investments or collaborations, if any: NA

II. INFORMATION ABOUT THE APPOINTEE:

(1) Background details: Mr. Nitesh Gupta holds is B.E.(Mechanical) from Bangalore University, MBA from La Trobe University (Australia) and completed many management programs from reputed institutions.. He is responsible for the day-to-day management and business affairs of the Company.

(2) Past remuneration: Rs. 8.25 Lakhs per month since November , 2022

(3) Recognition or awards: NIL

(4) Job profile and his suitability: Mr Nitesh Gupta is 54 years old and is with the Company since 1994. He is B.E.(Mechanical) from Bangalore University, MBA from La Trobe University (Australia) and completed many management programs from reputed institutions. His re-appointment as Managing Director is proposed in view of his extensive experience in the industry and deep understanding of the Company's business, operations and strategy.

(5) Remuneration proposed: Rs. 8.25 Lakhs per month as stated in details in the resolution and as above].

(6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The proposed remuneration is comparable to the industry, size of the Company, profile of this position of Managing Director with respect to qualification and experience and responsibilities attached to the position

(7) Pecuniary relationship directly or indirectly with the Company, or relationship with managerial personnel or other directors, if any: Mr Nitesh Gupta is a promoter director holding 98.54% of the equity share capital of the Company. He is son of Mr Naresh Chandra Gupta, Chairman & Non-executive Director, and brother of Mr Ritesh Gupta, Non-executive director and father of Mr Dhruv Gupta, Head Digital Growth & Strategy, of the Company. No other managerial personnel is related to him.

III. OTHER INFORMATION:

(1) Reasons for loss or inadequate profits: The Company has not incurred loss.

(2) Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms: Company is focussing on more profitable and growing sectors and going up in the value chain for improvement in profitability and revenue.

(3) Expected increase in productivity and profits in measurable terms: Company has received various certification and recognitions for manufacturing in sectors where there are entry barriers. Company is also employing measures to automate procedures for better productivity at all levels.

Mr Nitesh Gupta (Managing Director) who is proposed to be re-appointed , Mr Ritesh Gupta (Non-executive Director) and Mr. Naresh Chandra Gupta (Non-executive director and Chairperson) may be deemed to be interested in this resolution to the extent of their shareholding. Except this none of other directors or KMP or their relatives are in any way concerned with or interested in this resolution.

The Board is of the opinion that the re-appointment of Mr Nitesh Gupta as Managing Director with proposed remuneration is in the best interest of the Company and its stakeholders.

All the relevant documents as may be required under the Companies Act, 2013, or Listing Regulations will be made available for inspection by the members during business hours.

The Board recommends this Special resolution as set out at item no 4 of the Notice for members' approval.

Item No 5

APPOINTMENT OF MR DHRUV GUPTA TO PLACE/OFFICE OF PROFIT

In accordance with Section 188(1)(f) of the Companies Act, 2013, governing the related party transactions, it is required to obtain approval of the Board and shareholders for the related party's appointment to any office or place of profit as remuneration exceeds the threshold limit of Rs. 2.5 Lacs per month.

Mt, Dhruv Gupta is BE(Mechanical) from R.V. College of Engineering, Bengaluru, had internship with Fidelity Investments and worked with Airbus for a year. He was appointed as Head Digital & Growth Strategy vide ordinary resolution at the meeting of the Members held on 02/08/2023 for a period of 3 years w.e.f. 01/08/2023.

VINIR Engineering Limited
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The Board of Directors at their meeting held on 08/09/2026 , had approved the re-appointment of Mr Dhruv Gupta (son of Mr Nitesh Gupta, Managing Director) as Head Digital & Growth Strategy, of the Company subject to approval of the shareholders by way of an ordinary resolution at a monthly remuneration of Rs. 3,00,000 per month w.e.f. 01/10/2026.

Mr Dhruv Gupta, Mr Nitesh Gupta (Managing Director) and Mr. Naresh Chandra Gupta (Non-executive director and Chairperson) may be deemed to be interested in this resolution to the extent of their shareholding.

Except this none of the directors or KMP are in any way concerned with or interested in this resolution.

The directors recommend this resolution for your approval.

Item No 6

APPOINTMENT OF MS. KRITI GUPTA TO PLACE/OFFICE OF PROFIT

In accordance with Section 188(1)(f) of the Companies Act, 2013, governing the related party transactions, it is required to obtain approval of the Board and shareholders for the related party's appointment to any office or place of profit as remuneration exceeds the threshold limit of Rs. 2.5 Lacs per month.

Ms. Kriti Gupta is B.Sc. (Finance & Computer Science) from Northeastern University, Boston, USA, and had internship at Amalgamated Bank, Newyork, in the Finance Department.

The Board of Directors at their meeting held on 08/09/2026 , had approved the appointment of Ms Kriti Gupta (daughter of Mr Nitesh Gupta, Managing Director) as Management Associate of the Company subject to approval of the shareholders by way of an ordinary resolution at a monthly remuneration of Rs. 3,00,000 per month.

Ms. Kriti Gupta, Mr Nitesh Gupta (Managing Director) and Mr. Naresh Chandra Gupta (Non-executive director and Chairperson) may be deemed to be interested in this resolution to the extent of their shareholding.

Except this none of the directors or KMP are in any way concerned with or interested in this resolution.

The directors recommend this resolution for your approval.

Item No. 7.

ALTERATION OF ARTICLES OF ASSOCIATION

Under Regulation 17 of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, (SEBI ICDR) as amended , under certain circumstances, Equity Shares

of a Company held by persons other than the promoters are required to be locked-in and such lock-in cannot be created or recorded by the Depositories.

The new Articles 21A will empower the Company to give necessary instructions to Depositories to make such Equity Shares non-transferable for such period as the Regulation may specify.

The Board of Directors of the Company, at its meeting held on 8th September, 2026, considered and approved the proposal to insert a new Article No. 21A in the Articles of Association of the Company to comply above regulations relating to transfer of shares by persons who are not the promoters in case of Initial Public Offering (IPO).

Accordingly, it is proposed to insert the new Article No.21A after Article No. 21 of the Articles as per the resolution for compliance of Regulation no 17 of the SEBI ICDR.

Pursuant to Section 14 of the Companies Act, 2013, alteration of the Articles of Association requires the approval of the members of the Company by way of a Special Resolution.

The Board recommends the resolutions set out at Item Nos. 7 of this Notice for your approval as a special resolution.

None of the Directors, Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the proposed Special Resolution, except to the extent of their shareholding..

The existing Articles of Association and the draft amended Articles of Association incorporating the proposed new Article are available for inspection by the members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting (AGM) and shall also be available for inspection at the AGM.

Item No 8

APPROVAL FOR RAISING OF CAPITAL THROUGH AN INITIAL PUBLIC OFFERING OF EQUITY SHARES

The Company proposes to create, issue, allot and/or transfer equity shares of the Company of face value of ₹ 2 (the "**Equity Shares**") each consisting of fresh issue of up to **7,10,00,000 (Seven Crore Ten Lakh)** equity shares of the face value of ₹ 2/- each, to be issued at par or at premium in accordance with the provisions of SEBI ICDR Regulations comprising, on such terms, in such manner, at such time and at such price or prices and as may be discovered in accordance with Applicable Laws, including without limitation the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), to various categories of investors including qualified institutional investors, retail individual investors, non-institutional investors, non-resident Indians, registered foreign portfolio investors and/ or eligible employees, as permitted under the SEBI

ICDR Regulations and other applicable laws. The Equity Shares allotted shall rank in all respects *pari-passu* with the existing Equity Shares.

Material information pertaining to the Issue is as follows:

(i) Issue Price:
The price at which the Equity Shares will be allotted through the Issue, as well as the price band within which bidders in the Issue will be able to put in bids for Equity Shares offered in the Issue shall be determined and finalized by the Company in consultation with the BRLM in accordance with the SEBI ICDR Regulations, on the basis of the book building process.

(ii) Objects of the Issue:
The objects of the Issue shall be disclosed in the Draft Red Herring Prospectus to be filed with the SEBI in connection with the Issue.

(iii) Intention of Directors/Key managerial personnel to subscribe to the Issue:

The Company has not made and will not make an issue of Equity Shares to any directors or key managerial personnel. However, the directors or the key managerial personnel may apply for the Equity Shares in the various categories under the Issue in accordance with the SEBI ICDR Regulations.

(iv) Whether a change in control is intended or expected:

No change in control is intended or expected as a result of the Issue.

(v) Allotment

The allotment of Equity Shares pursuant to the Issue shall be completed within such time period as may be prescribed under applicable laws.

(vi) Pre-Issue and post-Issue shareholding pattern

The pre-Issue and post-Issue shareholding pattern (to the extent applicable) shall be as disclosed in the issue documents filed in connection with the Issue.

The Board recommends the resolution for approval of the members of the Company through a Special Resolution. Additionally, to the extent the above requires amendments to be made in terms of the Companies Act, 2013 and the rules thereunder (including any statutory modification(s) or re-enactment

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thereof, for the time being in force, the "**Companies Act, 2013**"), the SEBI ICDR Regulations, any other law or if recommended by various advisors to the Company in connection with the Issue, the Board will make necessary amendments.

All the directors, key managerial personnel and relatives of directors and/or key managerial personnel (as defined in the Companies Act, 2013) may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company and, to the extent shares may be subscribed for and allotted in their names. In terms of the SEBI ICDR Regulations, the entire pre-Issue share capital of the members shall be required to be locked-in for such period as may be required by SEBI ICDR or any Regulations of law for the time being in force.

By Order of the Board of Directors

8th September ,2026

Bengaluru

PRADEEP KUMAR CHAMARIA (FCS-3294)
COMPANY SECRETARY &
COMPLIANCE OFFICER

VINIR Engineering Limited
102-104, Bommasandra Industrial Area,
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Details of Directors seeking re-appointment at the AGM Pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard–2 on General Meetings issued by the Institute of Company Secretaries of India.

Name of the Director: **Mr Naresh Chandra Gupta**

DIN: **00532105**

Nationality: **Indian**

Date of Birth & Age: **June 1, 1944 (82 years)**

Date of first appointment on the Board: **August 1, 1983**

Brief resume, experience and nature of expertise in specific functional area: **A seasoned professional with over 60 years of experience in Industrial Engineering and Business Leadership. Proven expertise in driving operational excellence and business growth across multiple sectors.**

Qualification: **Diploma in Mechanical Engineering**

No of meetings of the Board attended during the year: **5(five)**

Directorship held in other Companies: **Metalkarma Engineering Technology Pvt Ltd.**

Metalkarma Space Frame Structures Pvt Ltd.

Terms and conditions of reappointment: **Non-executive director to retire by rotation**

Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years: **NIL**

Memberships / Chairmanships of Committees of other Boards along with listed companies from which the person has resigned in the past three years: **NIL**

No. of shares held in the Company as on 31st March 2026: **1000000 equity shares of Rs 2/- each**

Details of remuneration sought to be paid and remuneration last drawn by such person: **NIL**

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102-104, Bommasandra Industrial Area,
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Relationships between Directors inter-se and other Manager, Key Managerial Personnel of the company: **Father of Mr. Nitesh Gupta, Managing Director, and Mr Ritesh Gupta, Non-executive Director of the Company**

Occupation: **Business**

By Order of the Board of Directors

8th September,2026

Bengaluru

PRADEEP KUMAR CHAMARIA (FCS-3294)
COMPANY SECRETARY &
COMPLIANCE OFFICER

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FORM OF PROXY (MGT-11)

VINIR ENGINEERING LIMITED

Regd. Office: No. 104, Bommasandra Industrial Area, Bengaluru- 560 099

I/We …….. of …… in the district of …… being member/members of the Company, hereby appoint …… of ……. in the district of …… as my / our proxy to vote for me / us and on my / our behalf at the 43rd Annual General Meeting of the Company to be held on Wednesday, the 23rd day of September, 2026 at 9.30 AM at the Registered Office of the Company at No. 104, Bommasandra Industrial Area, Bengaluru- 560 099 and at any adjournment thereof.

Signed this …… Day of …… 2026.

Revenue Stamp

Folio No/DP ID …….

Signature ……..

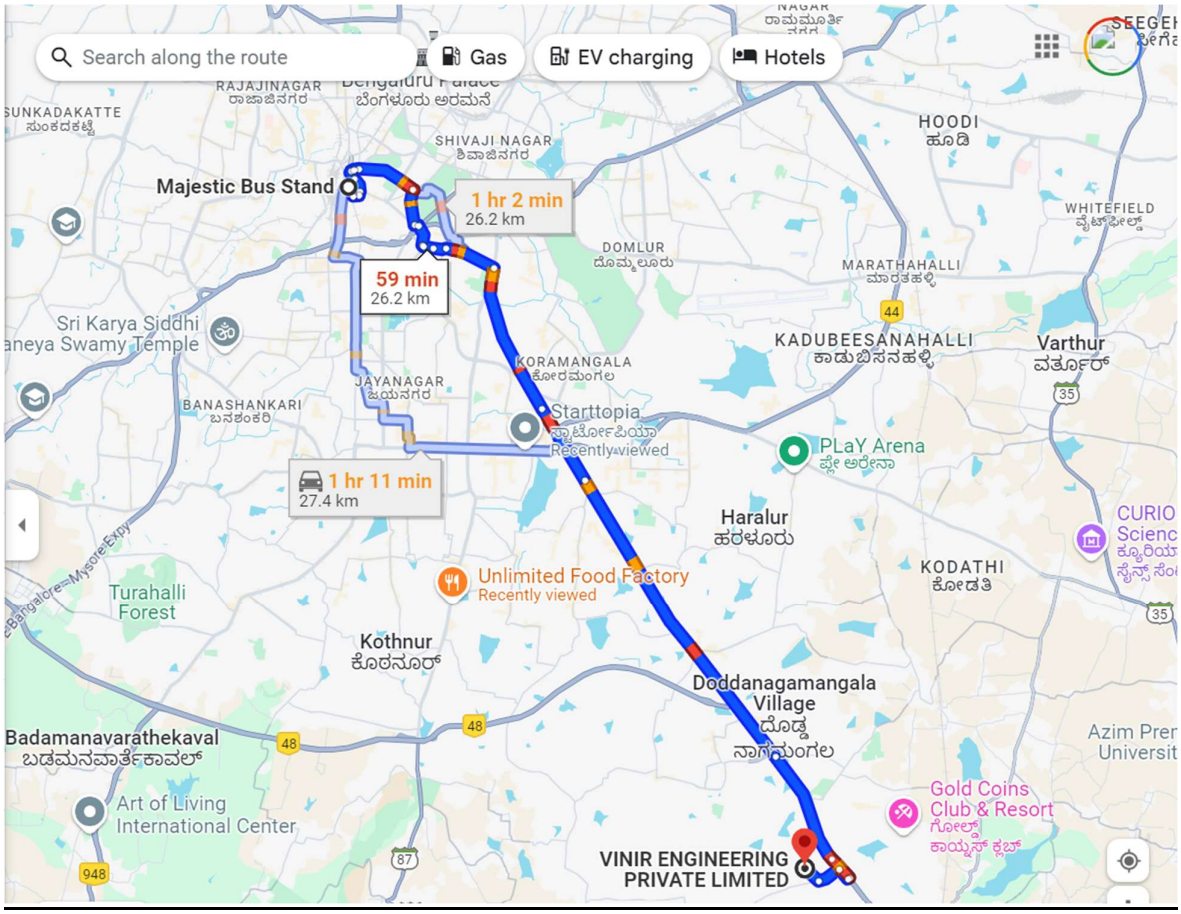
No. of Shares held……

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ROUTE MAP:



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DIRECTORS' REPORT

To the Members of VINIR Engineering Limited

Dear Members,

Your Directors take great pleasure in presenting the 43rd Annual Report together with the Audited Financial Statements of your Company for the financial year ended March 31, 2026.

COMPANY'S PERFORMANCE

The financial performance of your Company for the financial year ended March 31, 2026 is summarized as below:

				In Rs. Mn.
	Standalone		Consolidated	
	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations	2048.24	1899.61	2,048.24	1,899.62
Other Income	40.87	28.71	36.14	24.98
Total Income	2089.11	1928.32	2,084.38	1,924.59
Total Expenditure	1685.16	1533.10	1,748.89	1,585.83
EBIDTA(earnings before interest, depreciation & amortization and Income-tax)	403.95	395.22	399.13	398.67
Finance Cost	12.52	7.46	10.32	7.51
Depreciation and amortization	58.81	52.13	53.32	52.39
Profit before tax (PBT)	332.62	335.63	335.49	338.77
Tax Expenses				
Current Tax	89.98	85.88	91.55	87.45
Deferred Tax	0.69	1.57	0.81	1.48
Tax for earlier years	(0.72)	1.60	(0.72)	1.60
Net Profit after Tax (PAT)	242.67	246.58	243.84	248.24
Other Comprehensive Income	6.31	0.67	(6.31)	(0.65)
Total Comprehensive Income for the year	248.98	247.25	250.15	248.89
Total Comprehensive Income attributable to non controlling interest	NA	NA	0.56	0.61
Total Comprehensive Income attributable to Owner of the Company	NA	NA	249.59	247.28
Earnings per equity Shares (in Rs)				
Basic and diluted earnings per share	1.14	1.16	1.14	1.16

VINIR Engineering Limited
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Dividend

The Board of Directors of the Company had approved a Dividend Distribution Policy on December 21, 2024, The Policy is available on the Company's website: https://www.vinirforge.org/.

No dividend has been recommended in order to conserve long term resources.

Review of Operations:

Company's revenue from operations grew from Rs. 1899.61 Mn in FY 2025 to Rs.2048.24 Mn in FY 2026, a flat growth of 7.82%; EBITDA/PBT/PAT was Rs. 403.95 Mn, Rs. 332.62 Mn and Rs 242.67 Mn in FY 2026 as compared to Rs. 395.22 Mn, Rs. 335.63 Mn and Rs. 246.58 Mn in FY 2025
Company is an integrated engineering solutions company engaged in the manufacturing of specialized, critical and heavy, precision-forged and machined components for a wide range of industries and applications, including oil & gas, defense & aerospace, railways, energy turbines, hydraulics, earthmoving, mining, energy including nuclear power and high-end engineering. Company is nto high - mix and low-volume non-automotive forging business. Company supplies customized, high value heavy duty components to customers as per their specifications and so volumes are relatively lower. Besides various ISO certifications like ISO 9001:2015, ISO 14001:2015, ISO 45001:2018, ISO/IEC 17025:2017, ISO 50001:2018, Company has obtained application specific specialized certifications including API 20B and API 20C from the American Petroleum Institute, AS 9100D from TÜV SÜD, ABS approval from the American Bureau of Shipping and IRIS certification from TÜV Rheinland, which are pre-requisites for the supply of components for oil and gas, aerospace, marine and railway applications, respectively.

Transfer to Reserves

Company propose to transfer Rs. 100 Mn (Rs. 100 Mn) to the general reserve. For complete details on movement in Reserves and Surplus during the financial year ended March 31, 2026, please refer to the Statement of Changes in Equity included in the financial statements.

Capital Structure

There is no change in the capital structure during the year under review. Accordingly, the share Capital of the Company as on 31st March, 2026 is as follows:

Particulars	No. of Shares	Amount (In Rupees Million)
Authorized Capital of 2 each	30,00,00,000	600
Issued, Subscribed and Paid-up Capital of Rs. 2 each	21,26,29,380	425.26

During the year under review, the Company has not issued any:
a) shares with differential rights as to dividend, voting or otherwise.
b) sweat equity shares.

Company does not have any Employee Stock Option Scheme.

VINIR Engineering Limited
102-104, Bommasandra Industrial Area,
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Directors and Key Managerial Personnel

As on the date of the Report, the Board Comprises of two Non-executive & Non-independent directors, One Executive & non-independent Director, and three Independent Directors including one Woman Director.

Mr. Naresh Chandra Gupta, (DIN: 00532105) Non- executive and non-independent director of the Company retires by rotation and being eligible offers himself for re-appointment . Necessary proposal for his re-appointment has been placed for your approval at the forthcoming Annual General Meeting (AGM). The brief profile has been detailed in the Notice convening the AGM of your Company.

Mr. Nitesh Gupta, (DIN 00532501) is the Managing Director of the Company and his term is expiring on 15/02/2027. Your Directors recommend his re-appointment as Managing Director for another term of 5 years at a remuneration as recommended by the Nomination and Remuneration Committee within the limits as per the Companies Act, 2013 and Rules made thereunder.

In the opinion of the Board, the Independent Directors fulfil the conditions specified under the Act, the Rules made thereunder and are independent of the management.

All the directors of the Company have confirmed that they are not disqualified for being appointed as directors pursuant to Section 164 of the Act.

During the year, resignation / appointment / re-appointment of directors/KMP, if any, was carried out in compliance with the Act and the Articles of Association.

During the year, Mr. Deepak Kacker was appointed as CEO of the Company vide board resolution dated 23rd July, 2025.
Further, there was change in category of Mr. Ritesh Gupta (DIN:00532426) from Professional to Promoter with effect from 27th September, 2025.
Further, Mr. Deepak Kacker resigned from the post of CEO with effect from 18th May, 2026 and the board noted the same vide board resolution dated 18th May, 2026.

Number of Meetings of the Board and Committees

During the FY 2025-26, 5 (Five) meetings of the Board of Directors of your Company were held and the details of Board and Committee meetings held are provided in the Report of the Directors on Corporate Governance, which forms part of this report.

Details of Subsidiary, Joint Venture or Associate Company:

As on March 31, 2026, Company does not have any Subsidiary & Joint Venture and Associate Companies.

Annual Evaluation

The Board of Directors have evaluated the performance of all Independent Directors, Non-Independent Directors and its Committees. The Board deliberated on various evaluation attributes for all directors and after due deliberations made an objective assessment and evaluated that all the directors in the Board have adequate expertise drawn from diverse industries and business and bring specific

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102-104, Bommasandra Industrial Area,
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competencies relevant to the Company's business and operations. The Board found that the performance of all the Directors was quite satisfactory.

The Board also noted that the term of reference and composition of the Committees was clearly defined. The Committee performed their duties diligently and contributed effectively to the decisions of the Board.

The functioning of the Board and its committees were quite effective. The Board evaluated its performance as a whole and was satisfied with its performance and composition of Independent and Non-Independent Directors.

Enterprise Risk Management Policy

The Policy on Enterprise Risk Management of your Company was reviewed and approved by the Board. This policy provides for the Risk Management Framework (RMF) to identify, assess, monitor and mitigate various business risks. This framework incorporates the checks, process and procedures to identify potential risks in the investment and operational areas of the business and minimize their impact through necessary control on your Company. The framework is designed to identify risks, assess their likelihood and impact, ensure the review of mitigation measures and requires reporting on a regular basis. The Audit Committee of the Board of Directors at their meetings periodically reviews the functioning of the RMF.

Adequacy of Internal Controls

Your Company has adequate internal control systems commensurate with the size and complexity of its operations.
The internal control systems comprise of standardised policies and procedures covering all functional areas aimed at ensuring sound management of operations, reliable financial reporting, safeguarding of assets and prevention and detection of frauds and errors. The Audit Committee of the Board of Directors, at regular intervals and in co-ordination with Internal and Statutory Auditors, review the adequacy of Internal Controls within your Company.
Further, the internal financial controls related to financial statements are found to be adequate and operating effectively and that no material weakness has been noticed during the year under review.

Corporate Social Responsibility

In terms of Section 135 of the Act, your Company has constituted Corporate Social Responsibility ('CSR') Committee to inter-alia formulate and recommend to the Board a "Corporate Social Responsibility Policy" which shall indicate activities to be undertaken by the Company as specified in Schedule VII of the Companies Act; review and recommend the amount of expenditure to be incurred on such activities and to monitor the CSR policy of the Company and its implementation from time to time.
The Committee consist of Mr. Naresh Chandra Gupta (Chairman), Ms. Anita Sanghi (Member who is an independent director) and Mr. Nitesh Gupta (Member). The Company Secretary acts as the Secretary to the Committee.
The Company undertakes its CSR activities through a variety of effective programs. The major thrust of the CSR activities of the Company is in the areas of promoting education and health care. The Company also undertakes CSR activities in the areas of promoting sports and environment sustainability. These activities are in accordance with Schedule VII to the Act.

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The annual report on CSR activities in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended, is set out at Annexure II to this report.

Details (name, address and email address) of implementing agency(ies)

Sl. No.	Name of implementing agency(ies)	Address of implementing agency(ies)	Email address of implementing agency(ies)
1	International Society for Krishna Conciousness, Bangalore	Survey No. 55, Vasanthapura, Kanakapura Road, Bangalore - 560062, India	donor.care@hkm-group.org
2	Sri Shankara Cancer Foundation	Sri Shankara Cancer Foundation, 'Sriniketana' 1786, 34th Cross, 14th Main Road, Banashankari II Stage, Bangalore - 560 070	latha.murthy@sschrc.org
3	Sri Thirumalagiri Lakshmi Venkateshwara Swamy Charitable Trust	9th cross 80 ft road, J P Nagar 2nd phase Bangalore 560 078	thirumalagiritrust@gmail.com
4	YR Gaitonde Medical, Educational and Research Foundation	Y.R. Gaitonde Medical, Education and Research Foundation #72/58, ALSA Crescent, ALSA Gardens, Gilchrist Avenue, Harrington Road, Chetpet, Chennai - 600 031, I INDIA. Ph: +91 44 2836 3200	sethu@yrgcare.org
5	TORCHIT FOUNDATION	17 Adarsh Bunglows, Near Hari Om Society,Sardarnagar, Ahmedabad,Ahmadabad City,Sardarnagar S.O,AHMEDABAD,Gujarat,INDIA-382475	Foundation@mytorchit.com

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6	Links Educational and Charitable Trust	Adarsh Palm Retreat, Villa 613 Bellandur 560103	linkscharitabletrust@gmail.com
7	Niranthara Cultural and Charitable Trust	NIRANTHARA CULTURAL AND CHARITABLE TRUST (R) Reg. Add: No 314, Vande Matharam Nilaya, Gulpete, Kolar - 563101. Correspondence Add: No 15. Sushantha Nilaya, 3rd Cross, Nrupathunga Road, Behind Indian Oil Petrol Bunk, Bhattarahalli, KR Puram, Bangalore - 560049.	somu.dncr@gmail.com, nirantharacct@gmail.com,
8.	Vidya Integrated Development for Youth and Adults	VIDYA INTEGRATED DEVELOPMENT FOR YOUTH & ADULTS S-162-A, Panchsheel Park, New Delhi - 110017	office@vidya-india.org
9	Sandesh	Sandesh , No 137-7,Anthony Layout,,St. Thomas town, Lingarajapuram,Bangalore,KA06,KA,560084	jnny_dsouza@yahoo.co.in

The Corporate Social Responsibility Committee comprised of the following directors:

Name of the director	Designation
Naresh Chandra Gupta	Chairman
Anita Sanghi	Member
Nitesh Gupta	Member

During the year, the Company has fully spent the required amount towards CSR activities.

The composition of the CSR Committee, CSR Policy, CSR activities undertaken by the Company are available on the Company's website at https://www.vinirforge.org.

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Particulars of Contracts or Arrangements with Related Parties

During the year your Company has entered into transactions with related parties as defined under Section 2(76) of the Act read with Companies (Specification of Definitions Details) Rules, 2014, and applicable Accounting Standards, which were in the ordinary course of business and on arms' length basis and in accordance with the policy on Related Party Transactions of the Company.

The Policy ensures proper approval and reporting of the concerned transactions between the Company and related parties.

The policy on Related Party Transactions is placed on the Company's website at https://www.vinirforge.org.

During the year, there was no material transaction with any related parties as per the Related Party Transactions Policy of the Company or any other related party transaction entered into by the Company that requires disclosure in Form AOC- 2, hence, disclosure in Form AOC-2 is not applicable to the Company.

The disclosures pertaining to related party transactions as per the applicable Accounting Standards form part of the notes to the financial statements provided in this Annual Report.

Particulars of Loans, Guarantees or Investments

Details of loans, guarantees and investments, if any, covered under the provisions of Section 186 of the Act are provided in the notes to financial statements.

Deposits

During the year, your Company has not accepted any deposits within the meaning of Sections 73 and 74 of the Act read together with the Companies (Acceptance of Deposits) Rules, 2014.

Unclaimed Dividend on Shares

As at March 31, 2026, there are no unclaimed dividends.

Vigil Mechanism / Whistle Blower Policy

Whistle Blower Policy is in place and details of the same are provided in the Report of the Directors on Corporate Governance, which forms part of this report.

Fraud Monitoring / Prevention

Your Company has in place the 'Policy for Prevention of Frauds', aimed at promoting consistently ethical organizational behaviour by assigning responsibility and enforcement of controls to aid prevention and detection of fraud in the Company. Frauds, if any identified by and/or reported to the Company are investigated for assessment of root cause and relevant corrective steps are undertaken including any preventive actions. No frauds were identified/ reported for the financial year 2025-26.

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

The information pertaining to the conservation of energy and technology absorption in terms of Section 134(3)(m) of the Act, read with the Companies (Accounts) Rules, 2014 is stated as below:

(a) Conservation of energy
Your Company adopt appropriate energy conservation measures and moving to Piped Natural Gas (PNG) as fuel in unit-2/3. Company has replaced all lights to LED. The Company has been steadily shifting towards cleaner energy sources to optimise its business processes and minimise energy consumption. Company has Greenco certification.

(b) Technology absorption
Company is using indigenous technology.

(c) Foreign Exchange, earnings and expenditure during the year (as per disclosure in Note 40 of the Audited Financial Statements for FY 2026)-
• Foreign exchange earnings: Rs. 193.86 Mn. (previous year: Rs. 160.84 Mn.)
• Foreign exchange expenditure: Rs. 44.41 Mn. (previous year: Rs. 302.27 Mn.)

Particulars of Employees

As on March 31, 2026, your Company has 214 employees (men 184 and women 30) and for the previous year, your Company had 214 employees.

Since the Company is not a listed Company, the information required under Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (as amended) in respect of directors/employees is not required to be given. There were no employees drawing remuneration exceeding Rs. 102 Lakhs per annum if employed throughout the year or Rs. 8.5 lakhs pe month if employed for part of the year.

Prevention of Sexual Harassment Policy and Its Reporting

Your Company has framed and implemented a Policy on Sexual Harassment of Women at Workplace aiming at prevention of harassment of employees which lays down the guidelines for identification, reporting and prevention of undesired behaviour. A Committees was constituted in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Policy, Committee Members' details and the penal consequences of violating the said Act/ Policy are displayed at all offices/works and on the website of the Company. Employee awareness session was conducted to generate awareness about the policy, reporting mechanism and prevention of sexual harassment at the workplace. During the year, no complaint pertaining to sexual harassment was received.
Please refer to Policy on Prevention of Sexual Harassment Policy at workplace is placed on the Company's website.

Statement on Maternity Benefits Compliance:

The Company has complied with all applicable provisions of the Maternity Benefit Act, 1961, and the relevant state-specific Rules. All Eligible Woman Employees shall be provided paid monthly leave,

medical benefits and other entitlements as prescribed under the Act.
The Company remain committed to maintaining a work environment that is supportive and inclusive for female employees and ensure compliance with statutory compliance concerning maternity benefits.

Other Disclosures

• There was no change in the nature of the business of the Company.

• There was no revision in the financial statements of the Company.

• Disclosure pertaining to maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Act

• There was no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year.

• There was no one-time settlement entered into with any Bank or financial institutions in respect of any loan taken by the Company.

• Details of the Audit Committee of the Board of Directors including its composition are provided in the Report of the Directors on Corporate Governance, which forms part of this report.

• The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015, notified under Section 133 of the Companies Act, 2013, and other relevant provisions under the said Act.

Directors' Responsibility Statement

In accordance with the provisions of Section 134(5) of the Act and based on the information provided by the management, your Directors state that:

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

(ii) Accounting policies selected were applied consistently. Reasonable and prudent judgements and estimates were made so as to give a true and fair view of the state of affairs of the Company at the end of March 31, 2026 and of the profit of the Company for year ended on that date;

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

(iv) The annual accounts of the Company have been prepared on a going concern basis;

(v) Internal financial controls have been laid down to be followed by the Company and such internal financial controls are adequate and operating effectively; and

(vi) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

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Nomination & Remuneration Policy

In terms of the requirements under the Act and SEBI Listing Regulations (LODR), your Company has in place a Nomination & Remuneration Policy and a committee has been constituted. The composition and terms of reference of the Nomination and Remuneration Committee are in compliance with Act and SEBI (LODR)
The said Nomination & Remuneration Policy is placed on the Company's website at https://www.vinirforge.org/.

Auditors and Auditors' Report

Statutory Auditors

In terms of Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014, M/s. P.K. Rungta & Co., Chartered Accountants (ICAI FRN: 003498S) were re-appointed as the Statutory Auditors of your Company for a period of 5 continuous years i.e. from the conclusion of 41st AGM till the conclusion of 46th AGM of the Company.

The Auditors' Report on the Annual Financial Statements (standalone basis) and Consolidated Annual Financial Statements of the Company for the financial year ended March 31, 2026 forms part of the Annual Report.

There were no qualifications, reservations or adverse comments or disclaimer made by the Auditors in their audit reports which require further explanation from the Board.

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Act.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Act read with the Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, getting secretarial audit report in Form No MR-3 is not mandatory as the paid up share capital of the Company is less than Rs. 50 Crores ; turnover is also less than Rs. 250 Crores; Company is unlisted and borrowings from banks/public financial institutions is less than Rs. 100 Crores.

Internal Auditors

M/s. Achuthaan & Associates, Chartered Accountants, were appointed as an Internal Auditors of your Company for the financial year 2025-26.

Cost Records and Cost Auditors:

The Board of Directors has approved the appointment of Mr. Vishwanath Bhat, Proprietor Vishwanath Bhat & Co., Cost Accountant, as Cost Auditors for the financial year ending March 31, 2026.

In accordance with the provisions of Section 148 of the Act read with Companies (Audit & Auditors) Rules, 2014, Company is required to maintain cost records and accordingly, such accounts and records are maintained by the Company..

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Secretarial Standards

Your Company is in compliance with the provisions of the applicable Secretarial Standards issued by the Institute of Company Secretaries of India in terms of the Act.

EXTRACT OF ANNUAL RETURN:

Pursuant to the provisions of Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, Annual Return of the Company are available on the Company's website and may be accessed at https://vinirforge.org/

Significant/Material orders passed by the regulators

There are no significant and material orders by any regulator, court, tribunal impacting the going concern status of the Company and its operations in future.

Material Changes and Commitments, if any, affecting the Financial Position of the Company from the Financial Year end till the date of this Report

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 2025-26 and the date of this Report.

Consolidated Financial Statements

The Company has prepared Consolidated Financial Statements for the financial year ended March 31, 2026, in accordance with applicable accounting standards and the provisions of the Companies Act, 2013. The Consolidated Financial Statements include the financial results of the partnership entity, namely Vinir Aerodefense Technologies (Formerly Vishnu Forge, Hosur) in which the Company holds 99% interest and has the requisite control in accordance with the applicable accounting standards. The Consolidated Financial Statements alongwith Auditors' report thereon has been annexed to the Report.

Acknowledgements

The Directors take this opportunity to thank its shareholders, bankers, customers, vendors, key partners, service providers and all government agencies and intermediaries for their continued support.

The Directors wish to place on record their appreciation to employees at all levels for their dedication and commitment.

For and on behalf of the Board

Date: 8th September, 2026
Place: Bengaluru

Naresh Chandra Gupta
Non-executive Chairman
DIN 00532105

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ANNEXURE-I TO THE DIRECTORS' REPORT

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy is sustained profitable growth and increase in stakeholders' value. This will be done through proper transparency and disclosures, adequate internal controls in its business practices and risk management, proper communication and good standards in safety, health, environment management, highest standards in accounting fidelity, product and service quality. The Company has complied with all the laws to the extent applicable and is committed to good Corporate Governance. The Board fully understands and takes responsibility for its commitments to stakeholders, employees, vendors, customers and the communities where it operates. Report on various aspects of Corporate Governance of the Company is as follows.

2. BOARD OF DIRECTORS:

The composition of the Board of Directors of the Company is in conformity with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

a. THE BOARD OF DIRECTORS AND THE MEETINGS ATTENDED BY RESPECTIVE DIRECTORS DURING THE YEAR 2025-26 AS UNDER:

Name of the Director	Category	Board Meeting Held	Board Meetings Attended	Attended Last AGM
Mr. Naresh Chandra Gupta	Chairperson – Non-Executive and non-independent Director	5	5	Yes
Mr. Nitesh Gupta	Executive Director	5	5	Yes
Mr. Ritesh Gupta	Non-Executive and non-independent Director	5	5	Yes
Ms. Anita Sanghi	Independent	5	5	Yes
Dr. Muthumanickam Matheswaran	Independent	5	4	Yes
Mr. Madhukar Anand	Independent	5	4	Yes

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b. Certificate from Directors:

A Certificate confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Directors of Companies by Securities and Exchange Board of India or Ministry of Corporate Affairs or any such statutory authority have been received from all the directors.

c. DETAILS OF THE BOARD MEETINGS HELD DURING THE FINANCIAL YEAR:

The Meetings of the Board are held at regular intervals with a time gap of not more than 120 days between two consecutive meetings.

The Board of Directors duly met 5 (Five) times during the year on: May 8, 2025; June 9, 2025; July 23, 2025; September 27, 2025 and January 19; 2026.

3. OTHER DIRECTORSHIPS / COMMITTEE MEMBERSHIP AS ON MARCH 31, 2026:

None of the directors are directors on the Board of any other listed company.

4. AUDIT COMMITTEE:

The Company has complied with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to the composition of the Audit Committee. The composition of the Audit Committee and the attendance details of each Member of the Committee are as follows:

Name of the Director	No. of Meetings held	No. of Meetings attended
Mrs. Anita Sanghi, Chairperson	4	4
Mr. Madhukar Anand, Member	4	4
Mr. Nitesh Gupta, member	4	4

Company Secretary of the Company acts as the Secretary to the Committee Meetings.

The Audit Committee met 4 (Four) times during the year on: May 2, 2025; July 23, 2025; September 27, 2025 and January 19; 2026.

The terms of reference / role of the Audit Committee cover the matters specified for the Audit Committees under Regulation 18 and Part C of Schedule II of SEBI (LODR) Regulations, 2015 as well as the provisions of Section 177 of

the Companies Act, 2013. The brief description of the terms of reference of the Audit Committee is given below:

(1) oversight of financial reporting process and the disclosure of financial information relating to the Company to ensure that the financial statements are correct, sufficient and credible;
(2) recommendation to the Board for appointment, re-appointment, replacement, remuneration and terms of appointment of auditors of the Company and the fixation of the audit fee;
(3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;
(4) examining and reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval;
(5) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
(6) approval of any subsequent modification of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company, subject to the conditions as may be prescribed;
(7) evaluation of internal financial controls and risk management systems;
(8) reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
(9) reviewing the functioning of the whistle blower mechanism;

5.NOMINATION AND REMUNERATION COMMITTEE (NRC):

The composition of the Nomination and Remuneration Committee and the attendance details of each Member of the Committee are as follows:

Name of the Director	No. of Meetings held	No. of Meetings attended
Mr. Madhukar Anand, Chairperson	1	1
Mrs. Anita Sanghi,, Member	1	1
Mr. Naresh Chandra Gupta, Member	1	1

The Nomination and Remuneration Committee is responsible for, among other things, the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors of the Company a policy relating to the remuneration of the directors, key managerial personnel and other employees ;
- Formulation of criteria for evaluation of independent directors and the Board;
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and carrying out evaluation of every director's performance (including independent director);
- Whether to extend or continue the term of appointment of the independent director, on the basis

of the report of performance evaluation of independent directors;
- Recommend to the board, all remuneration, in whatever form, payable to senior management;
- perform such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended
- carrying out any other activities as may be delegated by the Board and other functions required to be carried out by the Nomination and Remuneration Committee as provided under the Companies Act, 2013, the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

Remuneration paid to the Managing Director for the year 2025-26 was Rs. 9.9 Mn as per Board Resolution dated February 28, 2022 for the five year tenure till February 14, 2027.
Sitting fees paid/payable to independent directors @ Rs. 25,000 for any Board/Committee meeting attended.

One meeting of the Committee was held on 23rd July, 2025 and all the members were present.

6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR):

Pursuant to the provisions of Section 135 of the Companies Act, 2013 , the Board has constituted CSR Committee consisting of Mr Naresh Chandra Gupta (Chairman), Ms. Anita Sanghi (Member) and Mr Nitesh Gupta (Member) and the attendance details of each Member of the Committee are as follows:

Name of the Director	No. of Meetings held	No. of Meetings attended
Mr. Naresh Chandra Gupta, Chairperson	1	1
Ms. Anita Sanghi,, Member	1	1
Mr. Nitesh Gupta, Member	1	1

The Corporate Social Responsibility Committee is authorized to perform the following functions:
- formulate and recommend to the Board, a "Corporate Social Responsibility Policy" which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act;
- review and recommend the amount of expenditure to be incurred on the activities referred to in clause above;
- monitor the corporate social responsibility policy of the Company and its implementation from time to time; and
- any other matter as the Corporate Social Responsibility Committee may deem appropriate after approval of the Board or as may be directed by the Board from time to time and/or as may be required under applicable law, as and when amended from time to time.

One meeting of the CSR Committee was held on 23rd July, 2025 and all the members were present.

7. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

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Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (LODR) Regulations, 2015, the Board has constituted Stakeholders' Relationship Committee consisting of Dr. Muthumanickam Matheswaran (Chairperson), Mr. Madhukar Anand (Member) and Mr Nitesh Gupta (Member) and the attendance details of each Member of the Committee are as follows:

Name of the Director	No. of Meetings held	No. of Meetings attended
Dr.Muthumanickam Matheswaran, Chairperson	1	1
Mr. Madhukar Anand, Member	1	1
Mr. Nitesh Gupta, Member	1	1

The Stakeholders' Relationship Committee is responsible inter-alia for the following:

- considering and looking into various aspects of interest of shareholders, debenture holders and other security holders including complaints related to transfer or transmission of shares/debentures/any other securities, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, dematerization /rematerilzation of securities, general meetings etc.;
- formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time;
- review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the registrar & share transfer agent;
- review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company
- carrying out any other functions required to be carried out by the Stakeholders' Relationship Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

One meeting of the Committee was held on 23rd July, 2025 and all the members were present.

8.INDEPENDENT DIRECTORS' MEETING AND PERFORMANCE EVALUATION:

Independent Directors had met once on July 23, 2025, for performance evaluation during the year under review.

9.GENERAL MEETINGS:

The details of the last three Annual General Meetings of the Company:

Year	Date	Time	Venue
2022-23	02.08.2023	2.00 p.m.	Registered office at No 104, Bommasandra Industrial Area, Bengaluru-560099
2023-24	31.08.2024	2.00 p.m.	Registered office at No 104, Bommasandra Industrial Area, Bengaluru-560099

2024-25	25.08.2025	2.00 p.m.	Registered office at No 104, Bommasandra Industrial Area, Bengaluru-560099

Special resolutions passed at the last three annual general meetings (AGM):

Date of AGM	Special Resolution
02.08.2023	Buy-back of shares under sections 68,69 and 70 of the Companies Act, 2013, upto 30,58,823 equity shares of Rs.10/- each for an aggregate consideration not exceeding Rs. 25,99,99,995/- (not exceeding 25% of the paid up share capital and its free reserves

Postal Ballot:
During the year under review, the Company did not pass any resolution by postal ballot.

10. NAME & DESIGNATION OF THE COMPLIANCE OFFICER:

Mr. Pradeep Kumar Chamaria, FCA, FCS
Company Secretary & Compliance Officer,
Tel: +91 80 27832313 Email: compliance@vinirforge.org

11.DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT PURSUANT TO SEBI CIRCULAR NO SEBI/LAD-NRO/GN/2015-16/013 DATED SEPEMBER 2, 2015:
NIL.

12. RELATED PARTY TRANSACTIONS:
There are no material significant related party transactions with the promoters, directors, key-managerial personnel and senior managerial personnel which may have a potential conflict of interest with the Company that requires disclosure in Form AOC- 2, The Company is in compliance with the requirements of the stock exchanges and SEBI (LODR) Regulations, 2015, as amended. The disclosures pertaining to related party transactions as per the applicable Accounting Standards form part of the notes to the financial statements.

13. Chief Executive Officer(CEO) & Chief Financial Officer(CFO) certification:
The CEO and CFO have certified the accuracy of financial statements and adequacy of internal controls for the year ended march 31, 2026, as required by Sebi(LODR) Regulations, 2015.

14. CODE OF CONDUCT:
The Company has adopted a code of conduct for Board Members, key managerial personnels and senior management personnels which is available at the website of the Company https://vinirforge.org/investorrelations/policies-codes

15.WHISTLE BLOWER POLICY & VIGIL MECHANISM:
As required by the Companies Act, 2013, and Sebi (LODR) Regulations, 2015, the Company has laid down Whistle Blower Policy & Vigil mechanism for employees and directors of the Company which is available on the website of the Company https://vinirforge.org/investorrelations/policies-whistle

16. CERTIFICATE ON CORPORATE GOVERNANCE:
The Company has obtained certificate from statutory auditors regarding compliance with the provisions relating to Corporate Governance as required by SEBI(LODR) Regulations, 2015.

17. SHARE TRANSFER SYSTEM:

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Company has appointed Kfin Technologies Ltd, Selenium Tower-B, Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad-500 032 (Telangana) having necessary infrastructure as registrar and transfer agents or securities in physical as well as demat form. Company's total equity shares have been dematerialized.

18. COMPANY'S PLANT LOCATION:

Registered office and Unit -1 at No. 102-104, Bommasandra Industrial Area, Bengaluru-560099
Unit-2 at Plot No 139 & 140 Sipcot Industrial Complex, Hosur-635126 (Tamilnadu)
Unit-3 at No 245/1-B & 253/2A, Kalukondapalli Village, Thally Road, Denkanokottai Taluk, Krishnagiri Dist., Tamilnadu- 635 001

19. SHAREHOLDING PATTERN AS ON MARCH 31,2026:

Category	No. of shareholders	No of shares held	%age of shareholding
Promoter-Directors	3	212628780	100.00
Directors' Relatives	4	600	Negligible
Total	7	212629380	100.00

DETAILS OF SHARES IN ELECTRONIC MODE:

Category	No of shares held	%age of shareholding
Physical	0	0
NSDL-Demat	212629080	100.00
CDSL-Demat	300	Negligible
Total	212629380	100.00

20. LISTING

Company's shares are yet to be listed.

21. CREDIT RATING:

Company has discontinued its credit rating as it is not mandatory for its working capital facilities from State Bank of India as the aggregate credit facilities are only Rs. 126 Mn.

Place: Bengaluru
Date: 8th September,2026

Naresh Chandra Gupta
Chairman
DIN 00532105

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ANNEXURE -II TO THE DIRECTORS' REPORT

ANNUAL REPORT ON

CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

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

   Company's focus on activities in the area of Education and Healthcare. The policy of the Company is to give back to society that is in need of education, healthcare and upliftment of deprived people.

2. **Composition of CSR Committee:**

Sl. No.	Name of directors	Designation	CSR Committee meetings held during the year	Attendance
1	Mr. Naresh Chandra Gupta	Chairman	1	1
2	Ms. Anita Sanghi	Member	1	1
3	Mr. Nitesh Gupta	Member	1	1

3. Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company at http://vinirforge.org

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable - Not applicable as average CSR obligation of the Company is less than Rs. 10 Crores in the three immediately preceding financial years.

5.

a.Average net profit of the Company as per Section 135(5)	Rs. 39,86,88,954
b. 2% of average net profit of the Company as per section 135(5)	Rs 79,73,779
c.Surplus arising out of the CSR projects of the previous financial years	NIL
d.Amount available for set-off for the current financial year	NIL
e. Total CSR amount to be spent for the current financial year	Rs 79,73,779

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6. (a) Amount spent on CSR Projects : Rs. 79,79,680
(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)] : Rs. 79,79,680
(e) CSR amount spent or unspent for the financial year:
(i) Spent: Rs. 79,79,680
(ii) Unspent: Nil
Amount transferred to unspent CSR Account as per Section 135(6)/ fund specified as under Schedule VII as per second proviso to section 135(5) : Not Required
(f) Excess amount for set-off, if any: 5,901

7 Details of unspent CSR amount for the preceding 3 financial years: Nil

8 Whether any capital assets have been acquired through CSR amount spent in the financial year: No

9 Specify the reasons, if the Company has failed to spend 2% of the average net profits as per section 135(5): Not applicable

Place: Bengaluru
Date: 8th September,2026

Naresh Chandra Gupta
Chairman
DIN 00532105

VINIR Engineering Limited
102-104, Bommasandra Industrial Area,
Bangalore - 560 099. Karnataka, INDIA

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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 arms' length transaction under fourth proviso thereto.

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

SL. No.	Particulars	Details
1)	Name (s) of the related party & nature of relationship	-
2)	Nature of contracts/arrangements/transaction	-
3)	Duration of the contracts/arrangements/transaction	-
4)	Salient terms of the contracts or arrangements or transaction including the value, if any	-
5)	Justification for entering into such contracts or arrangements or transactions'	-
6)	Date of approval by the Board	-
7)	Amount paid as advances, if any	-
8)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

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

Number of material contracts or arrangements or transactions at arm's length basis: 05

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i. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party	Vinir Aerodefense Technologies (Erstwhile Vishnu Forge, Hosur)
2.	Nature of relationship	A partnership firm in which Directors of the Company are partners
3.	Nature of contracts/arrangements/transaction	Rent for manufacturing unit no 2 at Plot no 139/140, Sipcot Industrial Complex, Hosur, Tamilnadu
4.	Duration of the contracts / arrangements / transaction	Registered Lease deed dated April 23, 2025 for period upto March 31, 2030
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	Rent paid / payable Rs. 7.20/- million p.a.
6.	Date of approval by the Board	23rd July, 2025
7.	Amount paid as advances, if any	NA

ii. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party	Metalkarma Engineering Technologies Private Limited
2.	Nature of relationship	Common directors and shareholdings
3.	Nature of contracts/arrangements/transaction	Sale of goods
4.	Duration of the contracts / arrangements/ transaction	-
5.	Salient terms of the contracts or arrangements or transaction including the	Sale of goods and labour charges paid amounting to Rs. 48.12 millions for FY

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	value, if any	2025-26 being 2.35% of the Revenue from Operations
6.	Date of approval by the Board	Date of board approval is not required since it is in ordinary course of business and at arms' length prices and as per materiality policy adopted by the Company.
7.	Amount paid as advances, if any	NA

iii. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party	Dhruv Gupta
2.	Nature of relationship	Son of Managing Director and majority shareholder
3.	Nature of contracts/arrangements/transaction	Remuneration
4.	Duration of the contracts/arrangements/ transaction	-
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	Remuneration paid of Rs.2.70/- million
6.	Date of approval by the Board	Date of board approval 31/07/2023 And subsequent approval by the shareholders at the general meeting on 02/08/2023
7.	Amount paid as advances, if any	-

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iv. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party	Nitesh Gupta
2.	Nature of relationship	Managing Director
3.	Nature of contracts/arrangements/transaction	Rent for Unit 3
4.	Duration of the contracts/arrangements/ transaction	Lease deed dated June 10,2020 on annual rent of Rs. 12,000/- for a period up to June 10, 2030
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	Annual rent of Rs.0.01/-million in ordinary course of business
6.	Date of approval by the Board	Not required
7.	Amount paid as advances, if any	Nil

v. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party	Metalkarma Engineering Technologies Private Limited
2.	Nature of relationship	Common directors and shareholdings
3.	Nature of contracts/arrangements/transaction	Labout Charges paid
4.	Duration of the contracts / arrangements/ transaction	-
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	Labour charges paid amounting to Rs. 0.30/- million

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6.	Date of approval by the Board	Date of board approval is not required since it is in ordinary course of business and at arms' length prices and as per materiality policy adopted by audit committee.
7.	Amount paid as advances, if any	NA

For and on behalf of the Board of Directors

NARESH CHANDRA GUPTA
CHAIRMAN
DIN: 00532105

Place: Bengaluru
Date: 8th September,2026

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ANNEXURE-IV

Information as per Rule 5 of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014

Employee Name	: Nitesh Gupta
Designation	: Managing Director
Educational qualification	: B.E.(Mech.), M.B.A.
Age	: 54 years
Experience (in years)	: 32 years
Date of joining	: September 4, 1994
Location	: Bengaluru
Remuneration in 2025-2026 (In Rs. Mn.)	: 9.90
Previous employment	: None
The percentage of equity shares held by the employee in the Company within the meaning of clause (iii) of rule 5(2) of Companies (Appointment and remuneration of managerial personnel) rules,2014	84% as on 31/03/2026

***There were no employees in receipt of aggregate remuneration of Rs. 1.02 Crore, if employed for the full financial year or at least Rs. 8.50 Lakh per month, if employed for part of the financial year.**

For and on behalf of the Board of Directors

NARESH CHANDRA GUPTA
CHAIRMAN
DIN: 00532105

Place: Bengaluru
Date: 08.09.2026

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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF THE VINIR ENGINEERING LIMITED

BANGALORE.

Report on the Ind AS Standalone Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **VINIR ENGINEERING LIMITED** ('the Company') which comprise the Balance Sheet as at 31 March 2026, the statement of Profit and Loss (including other Comprehensive income), the Statement of Changes in Equity, the Cash Flow statement, notes to IND AS financial statements, for the year then ended, including a summary of material accounting policies and other explanatory information prepared in accordance with the requirement of the Companies Act 2013 (hereinafter referred to as "Standalone Ind AS Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 (hereinafter referred to as "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit, total comprehensive income, the changes in equity and cash flows for the year ended as 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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, 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 financial statements.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the management discussion and analysis, Board's Report including Annexures to Board's Report, Business responsibility and sustainability report, corporate governance and shareholder's information but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other inform...tio.. and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or

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our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Responsibilities of Management and Board of Directors for the standalone Financial Statements

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

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

The board of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the standalone financial statements

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

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

- Identify and assess the risks of material misstatement of the 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on other legal and regulatory requirements

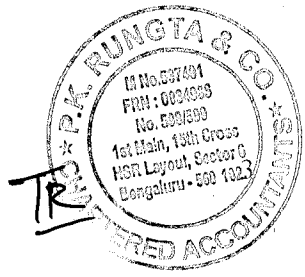
As required by the **Companies (Auditor's Report) Order, 2020 ("the Order")**, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

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

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

(c) The balance Sheet, the statement of profit and loss including other comprehensive income, statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.



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(d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.

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

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.

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

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

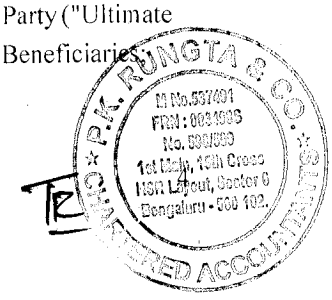
i. The Company has disclosed the impact of pending litigations on its financial position in its IND AS standalone financial statements. Refer Note no 36 to the standalone financial statements.

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

iii. There has been no delay in transferring amount that is required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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



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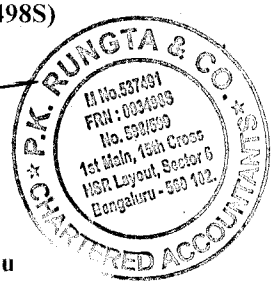
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(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided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

v. No dividend has been declared or paid during the year by the Company.

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention

For P.K. RUNGTA & CO,
Chartered Accountants
(Firm's Registration No.003498S)



CA. TARAN RUNGTA
Partner
Membership No. 537491

Place of Signature: Bengaluru
Date: September 08, 2026
UDIN: 26537491FXAVAY3185

ANNEXURE 'A' to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the M/s. Vinir Engineering Limited on the standalone Ind AS financial statements for the year ended 31 March 2026, we report that:

(i) (a)(A) The company has maintained proper records showing full particulars, including quantitative details and situation of property and Plant & Equipment.

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

(b) The Company has a regular programme of Physical verification of these properties and plant & Equipments. These fixed assets are verified in a phased manner over a year of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies found on such verification. In our opinion, this periodicity of physical verification is reasonable having regards to the size of the Company and the nature of its assets.

(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 properties where the company is the lessee and the lease agreement are duly executed in favor of the lessee) disclosed in the financial statements are held in the name of the company.

(d) The company has not revalued its property, Plant & Equipment (including Right use of assets) or intangible assets or both during the year.

(e) No proceedings have been initiated or are pending against the company for holding any benami property under the Benami transactions (Prohibition) Act, 1988 (45 0f 1988) and rules made thereunder.

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals and no material discrepancies of 10% or more in the aggregate for each class of inventory were noticed on physical verification.

(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 been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of the company.

(iii) The Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, paragraph 3(iii) of the order is not applicable to the company.

(iv) The Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans, investments, guaranties and securities.

(v) The Company has not accepted any deposits from the public. Accordingly, reporting under clause 3(v) of the order is not applicable to the company.

(vi) According to the information and explanations given to us, the Central Government has prescribed maintenance of cost records under section 148(1) of the Companies Act, 2013 and the same is maintained by the company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of accounts in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, customs duty, GST, and other statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, customs duty, GST, and other statutory dues were in arrears as at 31st March 2026 for a year of more than six months from the date they became payable.

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(b) According to the information and explanations given to us, there are no disputed dues of Provident fund, employees' state insurance, income-tax, customs duty, Goods & Service Tax which have not been deposited with appropriate authorities on account of any dispute except the demand of Goods & Service Tax (GST) as listed below:-

Financial Year	State	Amount in INR Million	Remarks
2017-18	Tamilnadu	1.11	Pending before Appellate Authority
2018-19	Tamilnadu	15.08	Pending before Appellate Authority
2019-20	Tamilnadu	0.06	Pending before Appellate Authority
2019-20	Karnataka	6.18	Pending before Appellate Authority
2022-23	Tamilnadu	0.91	Pending before Appellate Authority
2024-25	Tamilnadu	0.37	Pending before Appellate Authority
Total		**23.71**	

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

(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 has not defaulted in repayment of dues to financial institutions or bank or debenture holders.

b) The company has not been declared wilful defaulter by any bank or financial institutions or other lender.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company does not have any term loan 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, the fund raised on short term basis have been not utilized for long term purposes.

e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures

(x) (a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Hence, reporting under clause 3(x)(a) of the Order is not applicable.

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

(xi) (a) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed

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under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As per the information provided by the Management, there is no whistle blower complaints during the year.

(xii) In our opinion and according to the information and the explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, transaction with the related parties are in compliance with Section 177 and 188 of the Act, where applicable and details of such transaction have been disclosed in the financial statements as required by the applicable accounting standards.

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

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) 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 entered into non-cash transactions with directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.

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

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

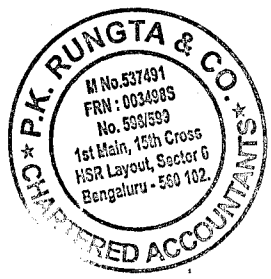
(xix) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans and we are in the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a year of one year from the balance sheet date.

(xx) (a) There is no unspent amount towards Corporate Social Responsibility (CSR). Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(b) There are no ongoing projects which required compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.

FOR P.K. RUNGTA & CO,
Chartered Accountants
Firm Registration No.: 003498S





C.A. TARAN RUNGTA
Partner
Membership No. 537491
Place of signature: Bangalore
Date: September 08, 2026
UDIN: 26537491FXAVAY3185

Annexure 'B' to Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1.We have audited the internal controls over financial reporting of Vinir Engineering Limited ("the company") as of March 31,2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance With the Guidance Note on "Audit of Internal Financial Controls Over Financial Reporting" (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error.

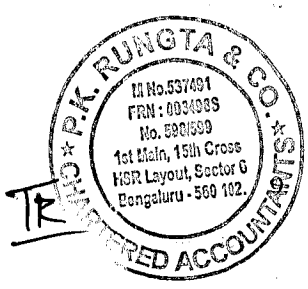
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit Opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatement due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.



Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For P.K. RUNGTA & CO,
Chartered Accountants
(Firm's Registration No. 003498S)

CA TARAN RUNGTA
Partner
Membership No. 537491

Place of Signature: Bangalore
Date: September 08, 2026
UDIN: 26537491FXAVAY3185

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Ind AS Statement of Assets and Liabilities
(All amounts in ₹ Million, unless otherwise stated)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
Assets			
Non-current assets			
Property, plant and equipment	3	550.85	570.46
Capital work-in-progress (CWIP)	3b	2.75	-
Right of use assets	4	166.75	0.04
Other intangible assets	5	1.78	0.31
Financial assets			
Investments	6	125.23	219.72
Other financial assets	7	38.07	22.95
Total non-current assets		**885.43**	**813.48**
Current assets			
Inventories	8	384.88	348.23
Financial assets			
Trade receivables	9	507.57	250.77
Cash and cash equivalents	10A	0.92	33.32
Bank balances other than cash and cash equivalents	10B	258.24	44.75
Investments	6		-
Other financial assets	7	9.25	0.79
Other current assets	11	67.37	40.47
Total current assets		**1,228.23**	**718.33**
Total assets		**2,113.66**	**1,531.81**
Equity and liabilities			
Equity			
Equity share capital	12	425.26	425.26
Other equity	13	1,154.97	905.99
Total equity		**1,580.23**	**1,331.25**
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease Liabilities	14	18.59	0.02
Provisions	15	8.84	14.29
Deferred tax liabilities (net)	16	28.56	27.88
Total non-current liabilities		**55.99**	**42.19**
Current liabilities			
Financial liabities			
Lease Liabilities	14	5.30	0.02
Borrowings	17	186.29	-
Trade Payables			
- Total outstanding dues of micro enterprises and small enterprises	18	10.26	21.44
-Total outstanding dues of creditors other than micro enterprises and small enterprises		221.99	114.02
Other financial liabilities	19	9.05	7.22
Other current liabilities	20	32.37	15.67
Provisions	15	-	-
Current tax liabilities (net)	21	12.18	-
Total current liabilities		**477.44**	**158.37**
Total liabilities		**533.43**	**200.56**
Total equity and liabilities		**2,113.66**	**1,531.81**

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

In terms of our report attached

For P.K.Rungta & Co.
Chartered Accountants
Firm Registration No: 003498S

CA. Taran Rungta
Partner
Membership no: 537491
Place: Bengaluru
Date: 08/09/2026

P.K. RUNGTA & CO. M.No.537491 FRN: 003498S No.6024094 1st Main, 10th Cross HSR Layout, Sector 6 Bengaluru - 560 102. CHARTERED ACCOUNTANTS

For and on Behalf of Board of Directors of
M/s. Vinir Engineering Limited

Nitesh Gupta
Managing Director
DIN: 00532501
Place: Bengaluru
Date: 08/09/2026

Naresh Chandra Gupta
Chairman
DIN: 00532105
Place: Bengaluru
Date: 08/09/2026

Narasimha Kerur
Chief Financial Officer
Place: Bengaluru
Date: 08/09/2026

Pradeep Kumar Chamari
Company Secretary
Membership No:F3294
Place: Bengaluru
Date: 08/09/2026

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Ind AS Statement of Profit and Loss
(All amounts in ₹ Million, unless otherwise stated)

Particulars	Note	For the year ended 31 March 2026	For the year ended 31 March 2025
Income			
Revenue from operations	22	2,048.24	1,899.61
Other income	23	40.87	28.71
Total income		**2,089.11**	**1,928.32**
Expenses			
Cost of material consumed	24	1,065.88	915.76
Changes in inventories of finished goods, stock-in-trade and work-in-progress	25	(89.76)	(5.26)
Employee benefits expense	26	123.96	112.78
Finance costs	27	12.52	7.46
Depreciation and amortisation expense	28	58.81	52.13
Other expenses	29	585.08	509.82
Total expenses		**1,756.49**	**1,592.69**
Profit before tax for the year		**332.62**	**335.63**
Tax expense			
Current tax		89.98	85.88
Adjustment for earlier years		(0.72)	1.60
Deferred tax Charge		0.69	1.57
Total tax expense		**89.95**	**89.05**
Profit for the year		**242.67**	**246.58**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement (gains)/losses on defined benefit liability		(8.43)	(0.90)
Income tax related to items that will not be reclassified to profit or loss		2.12	0.23
Other comprehensive expense/ (income) for the year		**(6.31)**	(0.67)
Total comprehensive income for the year		**248.98**	**247.25**
Earnings per equity share (Face value of INR 2 each)			
Basic and diluted (in ₹)	30	1.14	1.16

The accompanying notes form an integral part of these financial information.

For P.K.Rungta & Co.
Chartered Accountants
Firm Registration No: 003498S

CA. Taran Rungta
Partner
Membership no: 537491
Place: Bengaluru
Date: 08/09/2026

For and on Behalf of Board of Directors of
M/s. Vinir Engineering Limited

Nitesh Gupta
Managing Director
DIN: 00532501
Place: Bengaluru
Date: 08/09/2026

Naresh Chandra Gupta
Chairman
DIN: 00532105
Place: Bengaluru
Date: 08/09/2026

Narasimha Kerur
Chief Financial Officer
Place: Bengaluru
Date: 08/09/2026

Pradeep Kumar Chamaria
Company Secretary
Membership No:F3294
Place: Bengaluru
Date: 08/09/2026

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Ind AS Statement of Cash Flows
(All amounts in ₹ Million, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Profit for the year	332.62	335.63
Adjustments for:		
Interest income	(13.12)	(3.47)
Share of Profit from Partnership firm	(4.74)	(3.73)
Dividend Received	(0.00)	(1.53)
(Profit)/Loss on sale of investments	-	(12.52)
Profit on fair valuation of investments	(11.14)	-
Loss on fair valuation of investments	-	12.83
Profit on sale of property, plant and cuipmet	-	(0.56)
Liabilities written back	-	(0.37)
Finance cost	2.30	-
Depreciation and amortisation expense	58.81	52.13
Loss allowance on trade receivables	17.40	8.37
Operating cash profit before working capital changes	**382.13**	**386.78**
Changes in working capital:		
Decrease/ (Increase) in inventories	(36.66)	(167.58)
(Increase)/Decrease in trade receivables	(274.21)	121.75
(Increase)/ Decrease in other financial assets	(23.58)	(6.25)
(Increase)/Decrease in other assets	(26.92)	145.83
(Decrease)/ Increase in trade payables	96.77	(52.40)
(Decrease)/ Increase in lease liabilities	23.84	(0.05)
(Decrease)/Increase in other financial liabilities	1.82	(0.24)
(Decrease)/Increase in other liabilities	16.69	7.40
(Decrease)/Increase in provisions	0.86	(1.12)
Cash used in operating activities	**160.72**	**434.12**
Income taxes paid (net)	(78.53)	(99.52)
Net cash flow generated from operating activities (A)	**82.19**	**334.60**
Cash flows from investing activities		
Acquisition of property, plant and equipment	(208.59)	(31.51)
Sale of property, plant and equipment	-	2.40
Profit/(loss) on sale of investments	-	12.52
Increase in investments	105.62	(153.09)
Dividend Income	0.00	1.53
Share of Profit from Partnership firm	4.74	3.73
Interest income	13.12	3.47
Net cash flow used in investing activities (B)	**(85.11)**	**(160.95)**
Cash flows from financing activities		
Finance cost	(2.30)	-
Receipt/(Repayment) of secured loan	186.29	(136.75)
Stampduty paid for increase in authorised capital	-	(3.75)
Net cash flow used in financing activities (C)	**183.99**	**(140.50)**
Net (decrease)/increase in cash and cash equivalents (A+B+C)	**181.07**	**33.15**
Cash and cash equivalents at the beginning of the year	78.08	44.93
Cash and cash equivalents at the end of the year (refer Note 10A and 10B)	**259.15**	**78.08**

Reconciliation of liabilities arising from financing activities

	As at April 01, 2025	Cash flows	As at March 31, 2026
Lease Liabilities (including interest)	0.04	23.84	23.88
Borrowings	-	186.29	186.29

For P.K.Rungta & Co.
Chartered Accountants
Firm Registration No: 003498S

CA. Taran Rungta
Partner
Membership no: 537491
Place: Bengaluru
Date: 08/09/2026

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS
M.No.537491
FRN : 003498S
No. 000000
1st Main, 16th Cross
HSR Layout, Sector 5
Bengaluru - 560 102

For and on Behalf of Board of Directors of
M/s. Vinir Engineering Limited

Nitesh Gupta
Managing Director
DIN: 00532501
Place: Bengaluru
Date: 08/09/2026

Naresh Chandra Gupta
Chairman
DIN: 00532105
Place: Bengaluru
Date: 08/09/2026

Narasimha Kerur
Chief Financial Officer
Place: Bengaluru
Date: 08/09/2026

Pradeep Kumar Chamaria
Company Secretary
Membership No:F3294
Place: Bengaluru
Date: 08/09/2026

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Ind AS Statement of Changes in Equity
(All amounts in ₹ Million, unless otherwise stated)

A Equity share capital:

Particulars	As at March 31, 2024	Changes during the year	As at March 31, 2025	Changes during the year	As at March 31, 2026
Issued, Subscribed and Paid up					
212,629,380 (31 March 2025: 212,629,380, 31 March 2024:14,175,292) equity shares of INR 2 each (31 March 2024: INR 10 each)	141.75	283.51	425.26	-	425.26
Total	**141.75**	**283.51**	**425.26**	**-**	**425.26**

B Other equity:

Particulars	Attributable to owners of the Company							Total
	Reserves and Surplus					Other comprehensive income		
	Retained earnings	General Reserve	Capital Reserve	Capital Redemption Reserve	Total reserves and surplus	Re-measurement gains on defined benefit liability	Total other comprehensive income	
Balance at March 31, 2024	**724.63**	**190.00**	**2.28**	**30.59**	**947.50**	**(1.50)**	**(1.50)**	**946.00**
Profit for the year	146.58	100.00	-	-	246.58	-	-	246.58
Stamp duty paid on increase in authorised capital		3.75			3.75			3.75
Amount utilised for issue of bonus shares		252.92		30.59	283.51			283.51
Other comprehensive income (net of tax)	-	-	-	-	-	0.67	0.67	0.67
Balance at March 31, 2025	**871.21**	**33.33**	**2.28**	**-0.00**	**906.82**	**(0.83)**	**(0.83)**	**905.99**
Profit for the year	142.67	100.00	-		242.67			242.67
Other comprehensive income (net of tax)						6.31	6.31	6.31
Balance at March 31, 2026	**1,013.88**	**133.33**	**2.28**	**-0.00**	**1,149.49**	**5.48**	**5.48**	**1,154.97**

For P.K.Rungta & Co.
Chartered Accountants
Firm Registration No: 003498S

CA. Taran Rungta
Partner
Membership no: 537491
Place: Bengaluru
Date: 08/09/2026

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS
M No.537491
FRN : 003498S
No. 5001660
1st Main, 15th Cross
HSR Layout, Sector 6
Bengaluru - 560 102.

For and on Behalf of Board of Directors of
M/s. Vinir Engineering Limited

Nitesh Gupta
Managing Director
DIN: 00532501
Place: Bengaluru
Date: 08/09/2026

Naresh Chandra Gupta
Chairman
DIN: 00532105
Place: Bengaluru
Date: 08/09/2026

Narasimha Kerur
Chief Financial Officer
Place: Bengaluru
Date: 08/09/2026

Pradeep Kumar Chamaria
Company Secretary
Membership No:F3294
Place: Bengaluru
Date: 08/09/2026

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Standalone Financial Statements for the year ended 31 March 2026
(Amounts in INR Million, unless otherwise stated)

1 General information

Vinir Engineering Limited ("the Company") bearing CIN Number - U74210KA1983PLC005477 is a company domiciled in India, with its registered office situated at 104, Bommasandra Industrial Area, Bangalore - 560099. The Company has been incorporated under the provisions of Companies Act, 1956 on 01 August 1983. The Company is carrying on the business of Manufacturings of all types of hot closed die forgings, open forgings, ring rolling, machine components & related products.

2A Basis of preparation

A. Statement of compliance

These standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The Company's financial statements up to and for the year ended 31 March 2024 were prepared in accordance with the Companies (Accounting Standards) Rules, 2014, notified under Section 133 of the Act and other relevant provisions of the Act.

The financial statements were reviewed by the Audit Committee and approved by the Board of Directors on September 08, 2026.

B. Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

C. Basis of measurement

These standalone financial statements have been prepared on the historical cost basis, except for the following items :

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Defined benefit liability	Present value of defined benefit obligations

D. Use of estimates and judgements

In preparing these standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the standalone financial statements is included in the following notes:
- Income taxes
- Provisions and contingent liabilities
- Useful life of intangible assets and impairment test of intangible assets

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending is included in the following notes:
- measurement of defined benefit obligations: key actuarial assumptions;
- impairment of financial assets
- recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;
- Impairment test : key assumptions used in discounted cash flow projections

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VINIR ENGINEERING LIMITED. Authorised Signatory

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS M No.537491 FRN : 003492S No. 599/599 1st Main, 15th Cross HSR Layout, Sector 6 Bengaluru - 560 102.

E. **Current and non-current classification**

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:
- it expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the asset primarily for the purpose of trading;
- it expects to realize the asset within twelve months after the reporting period; or
- the asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

Current assets include the current portion of non-current assets.
All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:
- it is expected to be settled in the Company's normal operating cycle;
- it holds the liability primarily for the purpose of trading;
- the liability is due to be settled within twelve months after the reporting period; or
- it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities. Advance tax paid is classified as non-current assets.

Operating cycle

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act 2013. Based on the nature of services and the time taken between acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of the classification of assets and liabilities into current and non-current.

F. **Measurement of fair values**

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

The Company has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the chief financial officer.

The finance team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the finance team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Significant valuation issues are reported to the Company's board of directors.
Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

VINIR ENGINEERING LIMITED Authorised Signatory Bengaluru - 97

P.K. RUNGTA & CO. FRN : 003408S No. 500189 1st Main, 16th Cross HSR Layout, Sector 6 Bangaluru - 560 102. CHARTERED ACCOUNTANTS

2B Significant accounting policies

a. Financial instruments

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 or financial liability is initially measured at fair value plus transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

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

- amortised cost;
- Fair value through Other Comprehensive Income (FVOCI)– debt investment;
- Fair Value through Other Comprehensive Income – equity investment; or
- Fair Value through Profit or loss (FVTPL)

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

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

– the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and

– the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

– the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

– the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

– the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;

– how the performance of the portfolio is evaluated and reported to the Company's management;

– the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;

– how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and

– the frequency, volume and timing of sales of financial assets in prior years, the reasons for such sales and expectations about future sales activity.

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VINIR ENGINEERING LIMITED Authorised Signatory Bengalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS M No.537491 FRN : 008072S No. 509/2020 1st Main, 16th Cross HSR Layout, Sector 6 Bengaluru - 560 102.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular year of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

– contingent events that would change the amount or timing of cash flows;

– terms that may adjust the contractual coupon rate, including variable interest rate features;

– prepayment and extension features; and

– terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features)

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

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: Classification, subsequent measurement and gains and losses

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 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 is recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

iii. Derecognition

Financial assets

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

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 97

P.V. RUNGTA & CO. CHARTERED ACCOUNTANTS

b. Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

iv. Depreciation

Deepreciation is being charged under straight-line value method and the useful life of the assets is considered as per Schedule II of the Companies Act 2013.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

c. Other intangible assets

i. Other intangible assets

Other intangible assets are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses. Costs relating to acquisition of initial software license fee and installation costs are capitalized in the year of purchase.

ii. Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

iv. Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in the Statement of Profit and Loss.

The estimated useful life of software is 5 years

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

d. Inventories

Inventories are valued at lower of cost and estimated realisable value, after providing for cost of obsolescence and other anticipated losses, whenever considered necessary and as certified by management. Value of finished goods includes cost of conversion and other costs incurred in bringing the inventories to their present location and condition as valued and as certified by the management. Scrap are valued at estimated realisable value.

Inventory includes cost directly incurred to bring the inventory to their present location and condition.

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e. Impairment

i. Impairment of financial instruments

The Company recognises loss allowances for expected credit losses on:
- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit- impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit- impaired includes the following observable data:
- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 90 days or more;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:
- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter year if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward- looking information.

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VINIR ENGINEERING LIMITED
Authorised Signatory
Bangalore - 99

P.K. RUNGTA & CO.
CHARTERED ACCOUNTANTS

The Company recognises loss allowances for expected credit loss on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit- impaired. A financial asset is 'credit-impaired' when one or more events that have detrimental impact on the estimated future cash flows of the financial assets have occurred. Evidence that the financial asset is credit-impaired includes the following observable data:
- significant financial difficulty of the borrower or issuer;
- the breach of contract such as a default or being past due for 90 days or more;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial re-organisation; or
- the disappearance of active market for a security because of financial difficulties.

Measurement of expected credit losses
Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet
Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.
For debt securities at FVOCI, the loss allowance is charged to profit or loss and is recognised in OCI.

Write-off
The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

ii. Impairment of non-financial instruments
The Company's non-financial assets, other than deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are Companyed together into cash-generating units (CGUs). Each CGU represents the smallest Company of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).
The Company's corporate assets (e.g., central office building for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.
An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or Company of CGUs) on a pro rata basis.
In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

f. Employee benefits

Defined contribution plans
A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee provident fund to Government administered provident fund scheme and family pension plan which is a defined contribution plan. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the year in which the employee renders the related service.

Compensated absences
As per the management of the company, the company provides 1 paid leave for every 20 working days which is included as part of Cost to the Company (CTC).

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Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount.

The Company provides for gratuity, a defined benefit plan covering all eligible employees. The present value of obligation under such defined benefit plan is determined based on actuarial valuation carried at the year-end using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of the estimated future cash flows. The discount rate used for determining the present value of the obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date having maturity periods approximating the term of the related obligation. Actuarial gains or losses are recognized immediately in the Statement of Other Comprehensive

Income/(Loss).

The plan provides a lump-sum payment to eligible employees at retirement or on termination of employment based on the salary of the respective employee and the years of employment with the Company.

Actuarial gains or losses are recognised in other comprehensive income. Remeasurement comprising actuarial gains or losses are not reclassified to the Statement of Profit and Loss in subsequent periods.

g. Revenue recognition

Revenue is recognised when goods/services are delivered and are recorded net of trade discounts, rebates, excise duties and sales tax. It does not include inter – divisional transfers..

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Contract liabilities primarily relate to the consideration received from customers in advance for the Company's performance obligations which is classified as advance from customers.

Significant judgements

- The Company's contracts with customers could include promises to transfer multiple goods/services to a customer. The Company assesses the goods/services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

- The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how the customer consumes the benefits as goods/services are rendered or who controls the asset as it is being created or the existence of enforceable right to payment for the performance to date and the alternate use of such service/goods, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

h. Leases

The Company lease assets consist of leases for property. The Company assesses whether a contract contains a lease, at inception of contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an asset, (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

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

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

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

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Right-of-use of assets are depreciated from the commencement date on a straight line basis over the shorter of lease term and useful life of the underlying asset. Right of use of assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incrementally borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.
Lease liability and ROU asset have been separately presented in the Balance sheet and lease payments have been classified as financing cash flows.

The following is the summary of practical expedients elected on initial application:
1. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.
2. Excluded the initial direct costs from the measurement of the right-of-use of asset at the date if initial application.
3. Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied

i. **Recognition of dividend income, interest income or expense**
Dividend income is recognised in profit or loss on the date on which the Company's right to receive payment is established.

Interest income or expense is recognised
The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:
- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

j. **Income tax**
Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

i. Current tax
Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii. Deferred tax
Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax is not recognised for:
- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 56

P.K. RUNGTA & CO. M No.537491 FRN : 002108S No. 508/309 1st Main, 19th Cross HSR Layout, Sector 6 Bangaluru - 560 102. CHARTERED ACCOUNTANTS

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.
Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.
The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

l. Provisions, contingent liabilities and contingent assets

Provisions are recognised only when there is a present obligation as a result of past events and when a reasonable estimate of the amount of obligation can be made. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).
Contingent liabilities are disclosed for (i) possible obligations which will be confirmed only by future events not wholly within the control of the Company or (ii) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

m. Earnings per share

The Company presents basic and diluted earnings per share ("EPS") for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

n. Cash and cash equivalents

Cash and short-term deposits in the balance sheet comprise cash at banks and cash in 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.

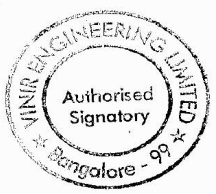
Cash and cash equivalents includes balance with bank in current accounts are form an integral part of Company's cash management.

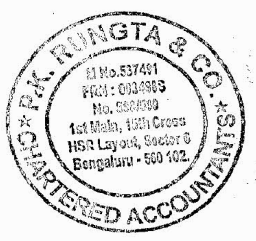
o. Borrowings costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

p. ' Translation of Foreign Currency Items:

Foreign currency transactions are accounted for at the exchange rates prevailing at the transaction date. Monetary assets and Liabilities outstanding at the year-end denominated in Foreign Currency, is translated at the year-end closing rates. Gains and / losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are recognised in the profit & loss account. Exchange differences attributable to the acquisition of the fixed assets, if any, are adjusted to the cost of the respective assets.





4 Significant management judgement in applying accounting policies and estimation uncertainty

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policy. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The following are significant management estimation/uncertainty and judgement in applying the accounting policies of the Company that have the most significant effect on the financial statements:

(a) **Recognition of deferred tax assets** – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized.

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

(c) **Contingent liabilities –** At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Company assesses the requirement of provisions against the outstanding contingent liabilities. However the actual future outcome may be different from this judgement.

(d) **Impairment of financial assets** – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit losses on outstanding receivables and advances.

(e) **Useful lives of property, plant and equipment** – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utilisation of assets.

(f) **Expected Credit Loss-** The impairment provisions for trade receivables is based on assumptions about risk of default and expected loss rates. The Company uses judgements in making certain assumptions and selecting inputs to determine impairment of these trade receivables, based on the Company's historical experience towards potential billing adjustments, delays and defaults at the end of each reporting period.

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VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS M No.537491 FRN : 0304008 No. 500830 1st Main, 19th Cross HSR Layout, Sector 5 Bengaluru - 560 102.

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

3. Property, plant and equipment

	Freehold Land	Building	Plant and equipment	Electrical installation	Vehicles	Furniture and fixtures	Office equipment	Lab Equipments	Sewage Tratement	Computer	Total
Gross carrying value											
AS at March 31, 2024	9.35	70.29	565.84	17.55	15.05	2.83	1.64	2.36	0.18	2.26	687.36
Additions	-	-	19.48	-	9.13	0.81	0.73	0.18	-	0.93	31.25
Disposals	-	-	-	-	(2.91)	-	-	-	-	-	(2.91)
As at March 31, 2025	9.35	70.29	585.32	17.55	21.26	3.63	2.38	2.54	0.18	3.19	715.70
Additions		4.05	16.56	8.50	-	1.04	0.68	0.35	-	0.99	32.18
Disposals											
As at March 31, 2026	9.35	74.34	601.87	26.06	21.26	4.68	3.06	2.89	0.18	4.18	747.88
Accumulated depreciation											
AS at March 31, 2024	-	6.00	79.27	3.83	2.37	0.57	0.46	0.64	0.10	1.03	94.26
Depreciation for the year	-	3.00	43.25	2.04	2.20	0.31	0.35	0.32	-	0.60	52.06
Disposals	-	-	-	-	(1.08)	-	-	-	-	-	(1.08)
As at March 31, 2025	-	8.99	122.52	5.87	3.49	0.88	0.81	0.96	0.10	1.63	145.24
Depreciation for the year	-	3.09	41.87	2.28	2.66	0.43	0.52	0.30	-	0.64	51.78
Disposals	-										
As at March 31, 2026	-	12.09	164.39	8.14	6.14	1.31	1.33	1.26	0.10	2.27	197.02
Net Carrying Value											
As at March 31, 2025	9.35	61.29	462.80	11.69	17.78	2.76	1.57	1.58	0.08	1.56	570.46
As at March 31, 2026	9.35	62.25	437.49	17.92	15.12	3.37	1.73	1.63	0.08	1.92	550.85

Note:

3.1 Cash credit from State Bank of India is secured against mortgage of land and building and plant & machinery at Bommasandra industrial area Unit-1, Bengaluru.

3.2 All Property, Plant & Equipment are held in the name of the Company. The Title deeds of all immovable properties are in the name of the company.

3.3 Company has applied the optional exemption to measure its Property, Plant & Equipment at the date of transition at their previous GAAP carrying amount and used it as the deemed cost for such assets.

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VINIR ENGINEERING LIMITED Authorised Signatory Bengalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS M No.537491 FRN : 002408S 1st Main, 16th Cross HSR Layout, Sector 3 Bengaluru - 560 102.

3b. Capital work-in-progress (CWIP)

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning	-	-
Additions during the year	2.75	-
Capitalized during the year	-	-
Balance at the end	**2.75**	-

Ageing Schedule for Capital work–in–progress as at March 31, 2026

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1–2 years	2–3 years	More than 3 years	Total
Projects in Progress	2.75	-	-	-	2.75
Projects temporarily suspended	-	-	-	-	-
Total capital work-in-progress	**2.75**	-	-	-	**2.75**

Ageing Schedule for Capital work–in–progress as at March 31, 2025

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1–2 years	2–3 years	More than 3 years	Total
Projects in Progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total capital work-in-progress	-	-	-	-	-

*** There are no delayed and overrun projects.**

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VINIR ENGINEERING LIMITED Authorised Signatory Bengalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PTC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

4 .Right of use assets

	Right to use assets	Total
Reconciliation of carrying amount		
As at March 31, 2024	**0.06**	**0.06**
Additions	-	-
Disposals	-	-
As at March 31, 2025	**0.06**	**0.06**
Additions	**173.65**	173.65
Disposals	**-**	**-**
As at March 31, 2026	**173.71**	173.71
Accumulated depreciation		
As at March 31, 2024	**0.01**	**0.01**
Amortisation for the year	0.01	0.01
Disposals	-	-
As at March 31, 2025	**0.02**	**0.02**
Amortisation for the year	**6.94**	**6.94**
Disposals		
As at March 31, 2026	**6.96**	**6.96**
Net Carrying Value		
As at March 31, 2025	**0.04**	**0.04**
As at March 31, 2026	**166.75**	166.75

B. Amounts recognised in the statement of profit and loss

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation expense on right-of-use assets (refer note 28)	6.94	0.01
Interest expense on lease liabilities (refer note 27)	2.30	-
Expense relating to short-term leases (refer note 29)	-	7.20
	9.25	**7.21**

C. Amounts recognised in the statement of cash flows

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Payment of lease liabilities (including interest)	23.84	(0.05)
	23.84	**(0.05)**

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VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS M No.237491 FRN : 003098S No. 600/2000 1st Main, 15th Cross HSR Layout, Sector 6 Bengaluru - 560 102.

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

5. Other intangible assets

	Computer software	Total
Reconciliation of carrying amount		
Gross carrying value		
As at March 31, 2024	**0.75**	**0.75**
Additions	0.26	0.26
Disposals	-	-
As at March 31, 2025	**1.01**	**1.01**
Additions	**1.56**	**1.56**
Disposals		
As at March 31, 2026	**2.57**	**2.57**
Accumulated depreciation		
As at March 31, 2024	**0.64**	**0.64**
Amortisation for the year	0.06	0.06
Disposals	-	-
As at March 31, 2025	**0.70**	**0.70**
Amortisation for the year	**0.09**	0.09
Disposals	-	-
As at March 31, 2026	**0.79**	**0.79**
Net Carrying Value		
As at March 31, 2025	**0.31**	**0.31**
As at March 31, 2026	**1.78**	**1.78**

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VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS M No.537491 FRN : 003408S No. 552/600 1st Main, 15th Cross HSR Layout, Sector 6 Bengaluru - 560 102.

6. Investments

	As at 31 March 2026	As at 31 March 2025
Other Investment		
Non- Current investments carried at amortised value		
Investment In Partnership Firm		
Vinir Aerodefence Technologies (Formerly known as Vishnu Forge (Hosur))	14.85	10.12
	14.85	**10.12**
Non- Current investments carried at fair value through profit and loss		
Quoted mutual funds and PMS account		
Anand Rathi Wealth Limited		
(31 March 2026 :1683180.15 units, 31 March 2025 :1042379.7 units)	110.38	110.96
Spark PWM Private Limited -PMS Account	-	98.64
	110.38	**209.60**
	125.23	**219.72**
Aggregate book value of quoted investments	108.54	218.90
Aggregate market value of quoted investments	110.38	209.60
Aggregate value of unquoted investments	14.85	10.12
Aggregate amount of impairment in value of investments	-	9.29

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VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

7. Other financial assets	As at 31 March 2026	As at 31 March 2025
(Unsecured and considered good)		
Non-Current		
Security deposits	38.07	22.95
	38.07	**22.95**
Current		
Interest accrued		
on fixed deposits	8.35	0.24
on EB deposits	0.90	0.55
	9.25	**0.79**

8. Inventories	As at 31 March 2026	As at 31 March 2025
-Raw Materials	277.94	333.62
-Fuel and Diesel	0.73	1.71
-Stores and Consumable	4.15	0.61
-Work-in-progress	100.15	11.42
-Scrap	1.91	0.87
	384.88	**348.23**

Note:
8.1 Inventories is as certified by the Management.
8.2 The management has estimated that there is no slow moving and non moving inventories.
8.3 Working capital facilities are secured by hypothecation of inventories of the Company, both present and future.

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VINIR ENGINEERING LIMITED Authorised Signatory Bangalore

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS
M No.537491
FRN : 015408S
No. 621/20
1st Main, 15th Cross
HSR Layout, Sector 6
Bengaluru - 560 102.

9. Trade receivables

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good	538.94	264.74
Less : Allowance for expected credit loss	31.37	13.97
	507.57	**250.77**

Trade receivables are non-interest bearing and are generally on terms of 0 to 90 days.

Trade Receivables ageing schedule as at 31 March 2026

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables -considered good	489.29	18.60	31.05	-	-	538.94
Less: Expected credit loss allowance	11.13	5.99	14.25	-	-	31.37
Undisputed Trade receivables which has significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivables -credit impaired	-	-	-	-	-	
Disputed Trade receivables -considered good	-	-	-	-	-	-
Disputed Trade receivables which has significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivables -credit impaired	-	-	-	-	-	-
	478.16	**12.61**	**16.80**	**-**	**-**	**507.57**

Trade Receivables ageing schedule as at 31 March 2025

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables -considered good	230.12	23.04	11.58	-	-	264.74
Less: Expected credit loss allowance	4.12	5.11	4.75	-	-	13.97
Undisputed Trade receivables which has significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivables -credit impaired	-	-	-	-	-	
Disputed Trade receivables -considered good	-	-	-	-	-	-
Disputed Trade receivables which has significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivables -credit impaired	-	-	-	-	-	-
	226.00	**17.93**	**6.83**	**-**	**-**	**250.77**

Note: Working capital facilities are secured by hypothecation of trade receivables of the Company, both present and future.

VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS FR No.S37491 FRN : 003690S No. 222/220 1st Main, 16th Cross HSR Layout, Sector 3 Bengaluru - 560 102

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

10A.Cash and cash equivalents

	As at 31 March 2026	As at 31 March 2025
Cash on hand	0.60	0.53
Balance with bank		
- On current accounts	0.06	0.69
- On cash credit accounts	0.26	32.10
	0.92	**33.32**

10B. Bank balances other than cash and cash equivalents

	As at 31 March 2026	As at 31 March 2025
Bank deposits (due to mature within 12 months of the reporting date)	258.24	44.75
	258.24	**44.75**

11. Other current assets

	As at 31 March 2026	As at 31 March 2025
Prepaid expenses	0.45	0.98
Balance with government authorities	37.78	19.66
Advance to suppliers	29.14	19.83
	67.37	**40.47**

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VINIR ENGINEERING LIMITED Authorised Signatory Bengalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS M No.537491 FRN : 0001009 No. 500/600 1st Main, 15th Cross HSR Layout, Sector 6 Bengaluru - 560 102.

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

12. Equity share capital	As at 31 March 2026	As at 31 March 2025
Authorised		
300,000,000 (31 March 2025: 30,000,000) equity shares of INR 2 each	600.00	600.00
	600.00	**600.00**
Issued, subscribed and paid-up		
212,629,380 (31 March 2025: 21,26,29,380) equity shares of INR 2 each	425.26	425.26
	425.26	**425.26**

(i) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year	As at 31 March 2026		As at 31 March 2025	
	Number of shares	Amount	Number of shares	Amount
Equity shares of INR 2 each (31 March 2025: INR 2 each, 31 March 2024: INR 10 each)				
Outstanding at the beginning of the year	212,629,380	425.26	14,175,292	141.75
Sub-division of shares from INR 10 to INR 2 each	-	-	56,701,168	-
Bonus issue during the year	-	-	141,752,920	283.51
Outstanding at the end of the year	**212,629,380**	**425.26**	**212,629,380**	**425.26**

(ii) Rights, preferences and restrictions attached to equity shares
The Company has only one class of equity shares having a par value of INR 2 per share. Each shareholder is eligible to one vote per share held. The dividend proposed, if any, by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting except in case of interim dividend. The repayment of equity share capital in the event of liquidation and buy back of shares are subject to prevalent regulations. In the event of liquidation, normally the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount in proportion to their shareholding.

(ii) Increase in authorised capital
The Company has vide its resolution passed at the Extra Ordinary General Meeting of shareholders of the Company held on 21st November 2024 has accorded to increase the authorized share capital of the company from INR 30,00,00,000/- (Rupees Thirty Crores) divided into 3,00,00,000 (Three Crore Only) Equity Shares of INR 10/- each to INR 60,00,00,000/- (Rupees Sixty Crores) divided into 6,00,00,000 (Six Crore Only) of INR 10/- each.

(iii) Sub division of shares
The Company has vide its resolution passed at the Extra Ordinary General Meeting of shareholders of the Company held on 30th November 2024 has accorded approval for sub-division of 6,00,00,000 (Six crore) equity shares of face value of INR 10/- each to 30,00,00,000 (Thirty Crore) equity shares of face value of INR 2/- each.

(iv) Bonus issue of shares
The Company has vide its resolution passed at the Extra Ordinary General Meeting of shareholders of the Company held on 30th November 2024 has accorded approval for capitalizing a sum of INR 28,35,05,840/- out of free reserves for issue and allotment of 14,17,52,920 equity shares of face value of INR 2/- each as bonus shares in the proportion of 2 bonus equity shares for every 1 held.

(v)Particulars of shareholders holding more than 5% equity shares	As at 31 March 2026		As at 31 March 2025	
	Number of shares	% of holding	Number of shares	% of holding
Equity shares, fully paid up held				
Naresh Chandra Gupta	12,757,770	6.00%	12,757,770	6.00%
Nitesh Gupta	178,608,375	84.00%	178,608,375	84.00%
Ritesh Gupta	21,262,635	10.00%	21,262,635	10.00%

(vi) Aggregate number of shares issued for consideration other than cash during the year of five years immediately preceeding the reporting date
The Company has not issued any Equity shares pursuant to contract without payment being received in cash during the year.

(vii) Particulars of shareholding of Promoters

Promoter Name	As at 31 March 2026			As at 31 March 2025		
	Number of shares	% of holding	% change	Number of shares	% of holding	% change
Equity shares, fully paid up held						
Naresh Chandra Gupta	12,757,770	6.00%	-	12,757,770	6.00%	-
Nitesh Gupta	178,608,375	84.00%	-	178,608,375	84.00%	-
Ritesh Gupta	21,262,635	10.00%	-	21,262,635	10.00%	-

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VINIR ENGINEERING LIMITED
Authorised Signatory
Bangalore - 99

P.K. RUNGTA & CO
FRN : 003600S
No. 037491
1st Main, 13th Cross
HSR Layout, Sector 6
Bengaluru - 560 102.
CHARTERED ACCOUNTANTS

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

13. Other equity	As at 31 March 2026	As at 31 March 2025
A. Reserves and surplus		
i. Retained earnings		
Balance at the commencement of the year	871.21	724.63
Add: Profit during the period/year	242.67	246.58
Less: Transferred to General reserve	100.00	100.00
Closing Balance	**1,013.88**	**871.21**
ii. General reserve		
Balance at the commencement of the year	33.33	190.00
Add: Transferred from retained earnings	100.00	100.00
Less: Stampduty paid on increasing in authorised capital	-	3.75
Less: Amount Utilised for issue of Bonus shares	-	252.92
Closing Balance	**133.33**	**33.33**
iii. Capital reserve		
Balance at the commencement of the year	2.28	2.28
Add: Created during the year		-
Closing Balance	**2.28**	**2.28**
iv. Capital redemption reserve		
Balance at the commencement of the year	-0.00	30.59
Add: Created on account of buyback of equity shares		-
Less: Amount Utilised for issue of Bonus shares		30.59
Closing Balance	**-0.00**	**-0.00**
Total reserves and surplus (A) [i+ii+iii+iv]	**1,149.49**	**906.82**
B. Other comprehensive income		
Re-measurement gains/(losses) on defined benefit liability		
Balance at the commencement of the year	(0.83)	(1.50)
Re-measurement (gains)/losses on defined benefit liability for the year/period	6.31	0.67
Closing Balance	**5.48**	**(0.83)**
Total other comprehensive income (B)	**5.48**	**(0.16)**
Total other equity (A+B)	**1,154.97**	**905.99**

Nature and purpose of reserves
Retained earnings

Retained earnings are the profits/(losses) that the Company has earned/incurred till date, less any transfers to other reserves, dividends or other distributions paid to shareholders. Retained earnings includes remeasurement gain/(loss) on defined benefit plans, net of taxes that will not be reclassified to statement of profit and loss. Retained earnings is a free reserve available to the Company and eligible for distribution to shareholders, in case where it is having positive balance representing net earnings till date

General Reserve
General Reserve represents appropriation of retained earnings and are available for distribution to shareholders.

Capital Reserve
Capital Reserve is not available for distribution and can be utilised only for capital purposes..

Capital Redemption Reserve :
During the financial year 2023-24, the company has initiated a buy back of 30,58,823 equity shares from it's existing shareholders at the valuation of Rs 85 per share for an aggrgate consideration of Rs 2600 lakhs as per the provisions of Article 41 of the Articles of Association of the Company and the provisions of Sections 68, 69 and 70 and all other applicable provisions, if any , of the Companies Act, 2013, the Companies (Share Capital and Debentures) Rules, 2014, to the extent applicable, as amended from time to time. The Capital redemption reserve equivalent to the face value of the 30,58,823 equity shares bought back has been created as per the provisions of the Companies Act, 2013. Further, the company has utilised the capital redemption reserve for issue of bonus shares during the financial year 2024-25.

VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.V. PUNJA & CO. CHARTERED ACCOUNTANTS

14. Lease Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Non-current		
Lease liabilities	18.59	0.02
	18.59	**0.02**
Current		
Lease liabilities	5.30	0.02
	5.30	**0.02**

The Company has entered into various lease arrangements relating to factory land. These lease contracts of factory land have lease terms ranging up to ninety nine years. The Company has elected to apply the recognition exemption for leases with a lease term (or remaining lease term) of twelve months or less. Payments associated with short-term leases and low-value assets are recognised on a straight-line basis as an expense in the restated statement of profit and loss over the lease term.

(i) Movement of lease liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Opening lease liabilities	0.04	0.10
Additions during the period/year	28.76	-
Interest expense on lease liabilities	2.30	-
Payment of lease liabilities	-7.21	(0.06)
Terminations during the period/year	-	-
Closing lease liabilities	**23.89**	**0.04**

Refer Note no 34 for maturity analysis of lease liablities, Also Refer Note no 4 for right to use assets.

15. Provisions

Particulars	As at 31 March 2026	As at 31 March 2025
Non-current		
Gratuity (Refer Note 33)	8.84	14.29
	8.84	**14.29**
Current		
Gratuity (Refer Note 33)	-	-
	-	-

The company has transferred INR 5.05 Million to its gratuity fund M/s. Vinir Engineering Pvt Ltd Employees Group Gratuity Trust during the financial year 2024-25.

16. Deferred tax liabilities (net)

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred Tax Liabilties (net)	28.56	27.88
	28.56	**27.88**

16A. Income tax

A. Amounts recognised in profit or loss	As at 31 March 2026	As at 31 March 2025
Current tax		
Current year	89.98	85.88
Deferred tax		
Origination and reversal of temporary differences	0.69	1.57
Tax expense	**90.67**	**87.45**
Earlier year tax		
Tax pertaining to previous year	-0.72	1.60
Tax expense	**89.95**	**89.05**

B. Income tax recognised in other comprehensive income	As at 31 March 2026	As at 31 March 2025
Remeasurements of defined benefit liability(asset)		
Before tax	-8.43	-0.90
Tax expense	2.12	0.23
Net of tax	-6.31	-0.67
Tax expense	**2.12**	**0.23**

*** The Company's weighted average tax rates for the period ended March 31, 2026 and year ended March 31, 2025 were 25.168%

VINIR ENGINEERING LIMITED
Authorised Signatory
Bangalore - 99

P.K. RUNGTA & CO.
CHARTERED ACCOUNTANTS

C. Recognised deferred tax assets and liabilities

	As at 31 March 2026	As at 31 March 2025
Deferred tax asset		
Loss allowance on trade receivables	7.90	3.52
Provision for gratuity	2.23	3.60
Bonus	0.45	0.30
Lease liabilities	6.01	0.00
Total	**16.59**	**7.42**
Deferred tax liabilities		
Property, plant and equipment and intangibles	38.89	35.53
Fair valuation of investments	0.46	-0.23
Lease liabilities -Right to use asset	5.80	-
Total	**45.15**	**35.30**
Offsetting of deferred tax assets and liabilities	28.56	27.88
Net deferred tax assets	-	-
Net deferred tax liabilities	**28.56**	**27.88**

Movement of Deferred Tax

Particulars	Balance as at March 31, 2025	Accounted through information of profit and loss and OCI	Balance as at March 31, 2026
Deferred Tax Assets			
Loss allowance on trade receivables	3.52	4.37	7.90
Provision for gratuity	3.60	(1.37)	2.23
Expenses allowable on payment basis	-		-
Bonus	0.30	0.15	0.45
Lease liabilities	-	6.01	6.01
Total Defered Tax Assets	**7.42**	**9.16**	**16.59**
Deferred Tax Liablities			
Property, plant and equipment and intangibles	35.53	3.35	38.89
Fair valuation of investments	(0.23)	0.70	0.46
Lease liabilities -Right to use asset	-	5.80	5.80
Total Deferred Tax Liablities	**35.30**	**9.85**	**45.15**
Net Deferred Tax Liablities	**27.88**		**28.56**

Reconciliation of deferred tax (liabilities) / assets (net):

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	27.87	26.30
Tax income/(expense) during the period recognised in profit or loss	0.69	1.57
Balance at the end of the year	**28.56**	**27.87**

D. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate

	As at 31 March 2026	As at 31 March 2025
Accounting profit before income tax (A)	332.62	335.63
Applicable tax rate (B)	25.17%	25.17%
Computed tax expense at statutory rate (C = A*B)	**83.71**	**84.47**
Tax effect of:-		
Non deductible expenses	29.91	22.41
deductible expenses	(23.64)	(21.00)
Deferred tax & tax for earlier year	-0.03	3.17
Tax expenses as per statement of profit & loss (D)	**89.95**	**89.05**
Effective Tax Rate E=D/A	**27.04%**	**26.53%**

17. Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Current		
Secured		
Loans from Banks	186.29	-
	186.29	-

Cash credit from State Bank of India amounting to INR 125.73 Million (March 31, 2025 INR NIL) is secured against mortgage of land and building and plant & machinery at Bommasandra industrial area Unit-1, Bengaluru and hypothecation of inventories, book debts and other current assets.

Over Draft from State Bank of India amounting to INR 60.56 Million (March 31, 2025 INR NIL) is secured against fixed deposits held with the bank

18. Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of micro enterprises and small enterprises	10.26	21.44
Total outstanding dues of creditors other than micro enterprises and small enterprises	221.99	114.02
	232.25	**135.46**

* Refer Note 38 for details schedule of MSMED

VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.V. RUNGTA & CO. CHARTERED ACCOUNTANTS

Trade Payables ageing schedule: As at 31 March 2026

Particulars	Outstanding for following periods from due date of payment			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
(i) Micro enterprises and small enterprises	10.26	-	-	-
(ii) Others	212.23	7.97	1.79	-
(iii) Disputed dues- Micro enterprises and small enterprises	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-
	222.49	7.97	1.79	-

Trade Payables ageing schedule: As at 31st March 2025

Particulars	Outstanding for following periods from due date of payment			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
(i) Micro enterprises and small enterprises	21.44	-	-	-
(ii) Others	86.87	2.77	6.08	18.31
(iii) Disputed dues- Micro enterprises and small enterprises	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-
	108.31	2.77	6.08	18.31

Note: Trade payables are generally on credit terms of 0 to 45 days.

19.Other financial liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Current		
Payable to employees	9.05	7.22
	9.05	7.22

20. Other current liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Contract liability (advance from customers)	24.06	13.09
Statutory dues payable	8.31	2.58
	32.37	15.67

21. Current tax liabilities (net)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for Income tax (Net of advance tax)	12.18	-
	12.18	-

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VINIR ENGINEERING LIMITED
Authorised Signatory
Bangalore - 56

P.R. RAMESH & CO.
CHARTERED ACCOUNTANTS
No. 6, 5th Cross, 1st Main, 15th Cross, HSR Layout, Sector 6, Bangalore - 560 102.

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

22. Revenue from operations

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Sale of products		
Manufactured goods	2,022.31	1,878.10
	2,022.31	**1,878.10**
Sale of services		
Die Development Charges	0.65	12.53
Processing Charges received	25.28	2.21
Job Work Charges received	-	6.77
	25.93	**21.51**
Total revenue from operations	**2,048.24**	**1,899.61**

Reconciliation of revenue recognised with contract price:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Contract price(Gross)	2,050.16	1,901.21
Adjustments for		
Discount, rebates and Incentives as per contract	1.93	1.60
Revenue from operations	**2,048.24**	**1,899.61**

Contract liabilities primarily relate to the consideration received from customers in advance for the Company's performance obligations which is classified as advance from customers.

23. Other income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income		
on fixed deposits with banks	11.78	2.85
others	1.34	0.62
Profit on Fair value of investments	11.14	-
Profit on sale of investments	-	12.52
Share of Profit from partnership firm	4.74	3.73
Profit on sale of property, plant and equipment	-	0.56
Liabilities written back/Advance forfeited	-	0.37
Export Incentives	1.37	0.31
Sale of Duty Scripts	1.49	-
Bad Debts	0.11	-
Dividend income	0.00	1.53
Foreign Exchange Fluctuation (Net)	8.90	6.22
	40.87	**28.71**

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VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

24. Cost of material consumed

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Inventory of materials at the beginning of the year	334.23	172.32
Add: Purchases	1,013.74	1,077.67
Less: Inventory of materials at the end of the year	(282.08)	(334.23)
Cost of materials consumed	**1,065.88**	**915.76**

25. Changes in inventories of finished goods, stock-in-trade and work-in-progress

	Year ended 31 March 2026		
	Opening inventory	Closing inventory	(Increase)/decrease in inventory
Work-in-progress	11.42	100.15	(88.73)
Scrap	0.87	1.91	(1.04)
	12.29	**102.05**	**(89.76)**

	Year ended 31 March 2025		
	Opening inventory	Closing inventory	(Increase)/decrease in inventory
Work-in-progress	2.54	11.42	(8.88)
Scrap	4.49	0.87	3.62
	7.03	**12.29**	**(5.26)**

26. Employee benefits expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries, wages and bonus	110.96	96.40
Contribution to provident and other funds	4.96	5.02
Staff welfare expenses	7.18	7.48
Gratuity	0.86	3.88
	123.96	**112.78**

27. Finance costs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense on		
on Cash credit	5.56	4.02
on Bill Discounting	2.17	1.35
on Lease liablities	2.30	-
Bank charges	2.49	2.09
	12.52	**7.46**

28. Depreciation and amortisation expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation of property, plant and equipment (refer note 3)	51.78	52.06
Depreciation of right to use assets (refer Note 4)	6.94	0.01
Amortisation of intangible assets (refer note 5)	0.09	0.06
	58.81	**52.13**

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VINIR ENGINEERING LIMITED Authorised Signatory Bengalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

29.Other expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Building Maintenance	5.22	3.60
Contract Labour Chrages	88.57	82.79
Job work Charges	79.95	42.26
Power and fuel	280.95	271.10
Rent	-	7.20
Commission	0.60	1.54
Repair to Machinery	12.98	6.54
Auditor's remuneration *	1.11	1.01
Business promotion	3.12	2.58
Communication expenses	0.65	0.65
Insurance	2.53	2.00
Legal and pofessional	25.12	16.96
Printing & Stationery	1.63	1.57
Rates & Taxes	7.02	5.26
Security Charges	4.81	4.63
Rebates & Discounts	7.20	4.84
Shipping Charges outward	0.05	0.14
Testing Charges	2.97	2.63
Transportation charges paid	9.16	5.73
Travelling and Conveyance	12.08	9.82
Corporate social responsibility expenses**	7.98	6.91
Loss on fair valuation of investments	-	12.83
Loss allowance on trade receivables	17.40	8.37
Loss on sale of investments	5.38	-
Vehicle Maintenance	0.52	0.53
Water Charges	0.53	0.57
Miscellaneous Expenses	7.55	7.76
	585.08	**509.82**

*Auditor's remuneration	For the year ended 31 March 2026	For the year ended 31 March 2025
Audit fees	1.11	1.00
In other capacity:		
other matters	-	0.01
	1.11	**1.01**

** Refer note 41

30. Earnings per share (EPS)

Issue of split & bonus shares:
Pursuant to the approval of shareholders in their extra-ordinary general meeting held on November 30, 2024, the Company has subdivided the equity shares of face value of Rs. 10/- each into equity shares of face value of Rs. 2/- with effect from January 04,2025 and has issued and allotted fully paid-up equity shares of ₹ 2 each as bonus shares on January 08, 2025 in the ratio of two equity shares for every one equity share held. The earnings per share has been adjusted for issue of these sub-division & bonus shares and is as below:-

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit attributable to equity shareholders (A)	242.67	246.58
Weighted average number of equity shares oustanding during the year (in numbers) (B)	212,629,380	212,629,380
Basic and diluted earnings per share (A/B) at Face value Rs. 2 per share	**1.14**	**1.16**

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VINIR ENGINEERING LIMITED Authorised Signatory Bengaluru - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS M No.237491 FRN : 008399S No. 6, 3rd Cross 1st Main, 45th Cross, Sector 6 HSR Layout, Bengaluru - 560 102.

31. Financial instruments - Fair values and risk management

A Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

As at 31 March 2026

	Hierarchy	FVTPL	FVTOCI	Amortised cost	Total
Financial assets measured at fair value					
Investments	Level 1	110.38	-	-	110.38
Financial assets not measured at fair value					
Investments				14.85	14.85
Cash and cash equivalents		-	-	0.92	0.92
Bank balances other than cash and cash equivalents		-	-	258.24	258.24
Trade receivables		-	-	507.57	507.57
Other financial assets		-	-	47.31	47.31
		110.38	-	**828.89**	**939.28**
Financial liabilities not measured at fair value					
Lease liabilities		-	-	23.89	23.89
Trade Payables		-	-	232.24	232.24
Other financial liabilities		-	-	9.05	9.05
		-	-	**265.18**	**265.18**

As at 31 March 2025

	Hierarchy	FVTPL	FVTOCI	Amortised cost	Total
Financial assets measured at fair value					
Investments	Level 1	209.60	-	-	209.60
Financial assets not measured at fair value					
Investments				10.12	10.12
Cash and cash equivalents		-	-	33.32	33.32
Bank balances other than cash and cash equivalents		-	-	44.75	44.75
Trade receivables		-	-	250.77	250.77
Other financial assets		-	-	23.74	23.74
		209.60	-	**362.21**	**572.30**
Financial liabilities not measured at fair value					
Lease liabilities		-	-	0.05	0.05
Trade Payables		-	-	135.46	135.46
Other financial liabilities		-	-	7.22	7.22
		-	-	142.73	142.73

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Bangalore - 99

P.K. RUNGTA & CO.
CHARTERED ACCOUNTANTS

Fair value hierarchy

The table below analyses financial instruments carried at fair

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

As of 31 March 2026, 31 March 2025, the fair value of cash and bank balances, trade receivables, other current financial assets and liabilities, borrowings, trade payables approximate their carrying amount largely due to the short term nature of these instruments.

For other financial assets and liabilities that are measured at amortised cost, the carrying amounts approximate the fair value. The carrying amounts of financial assets and liabilities are considered to be the same as their fair values.

B. Measurement of fair values

Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring fair values for financial instruments measured at fair value in the balance sheet, as well as the significant unobservable inputs used.

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Financial instruments measured at fair value			
Investment in mutual funds	The fair value of investment in quoted mutual funds is based on the current bid price of respective investment as at the Balance Sheet date.	Not applicable.	Not applicable.
Financial instruments not measured at fair value			
Other financial assets and liabilities*	***Discounted cash flows:*** The valuation model considers the present value of expected payment, discounted using a risk-adjusted discount rate.	Not applicable.	Not applicable.

*Other financial assets include trade receivables, loans to employees, security deposits, cash and cash equivalents, bank deposits and interest accrued. Other financial liabilities include trade payables, security deposits and payable towards capital creditors

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P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

C. Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:
-Credit risk
-Liquidity risk
-Market risk

Risk Management Framework:

The Company is exposed to various risks in relation to financial instruments. The Company's financial assets and liabilities by category are summarised in note 31. The main types of risks that the Company is exposed to are credit risk and liquidity risk.The Company's risk management is coordinated at its corporate office, in close cooperation with the board of directors, and focuses on actively securing the Company's short to medium-term cash flows by minimising the exposure to volatile financial markets. The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below.

i.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. Credit risk encompasses both, the direct risk of default and the risk of deterioration of credit worthiness as well as concentration of risks. The carrying amounts of financial assets represent the maximum credit risk exposure.

Credit risk on cash and cash equivalents and bank deposits is limited as the Company generally deals with banks and mutual fund investments with high credit ratings assigned by domestic credit rating agencies. Investments primarily include investment in mutual funds, equity shares and Fixed deposits held with banks. The credit risk associated with such deposits is relatively low.

The Company uses expected credit loss model to assess the impairment loss. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available internal credit risk factors such as the Company's historical experience for customers. The Company based upon past trends determine an impairment allowance for loss on receivables.

The Company's exposure to credit risk for trade receivables is as follows

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables	507.57	250.77
	507.57	**250.77**

The following table provides information about the exposure to credit risk and expected credit loss for trade receivables:

As at 31 March 2026

Particulars	Gross carrying amount	Weighted average loss rate	Loss allowance
Current (not past due)	-		
1-90 days past due	433.11	1%	5.27
91-180 days past due	56.18	0%	5.85
181-360 days past due	18.60	0%	5.99
More than 361 days past due	31.05	0%	14.25
	538.94	**1%**	**31.37**

As at 31 March 2025

Particulars	Gross carrying amount	Weighted average loss rate	Loss allowance
Current (not past due)	-		
1-90 days past due	211.08	1%	2.29
91-180 days past due	19.04	0%	1.83
181-360 days past due	23.04	0%	5.11
More than 361 days past due	11.58	0%	4.75
	264.74	**1%**	**13.97**

Movements in the allowance for impairment in respect of trade receivables:

The movement in the allowance for impairment in respect of trade receivables is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	13.97	5.60
Net measurement of loss allowance	17.40	8.37
Balance at the end of the year	**31.37**	**13.97**

VINIR ENGINEERING LIMITED Authorised Signatory Bengaluru

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

ii. 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 approach to 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.

The Company aims to maintain the level of its cash and cash equivalents at an amount in excess of expected cash outflows on financial liabilities (other than trade payables). The Company also monitors the level of expected cash inflows on trade receivables and loans together with expected cash outflows on trade payables and other financial liabilities.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting arrangements.

As at 31 March 2026

		Contractual cashflows				
Particulars	**Carrying amount**	**Total**	**Less than one**	**1-2 years**	**2-5 years**	**More than 5**
Lease Liabilities	23.89	23.89	5.30	7.21	11.38	
Borrowings	186.29	186.29	186.29			
Trade payables	232.24	232.24	222.49	7.97	1.79	-
Other financial liabilities	9.05	9.05	9.05	-	-	-
	451.47	**451.47**	**423.13**	**15.18**	**13.16**	**-**

As at 31 March 2025

		Contractual cashflows				
Particulars	**Carrying amount**	**Total**	**Less than one year**	**1-2 years**	**2-5 years**	**More than 5 years**
Lease Liabilities	0.05	0.05	0.02	0.01	0.02	
Borrowings	-	-	-			
Trade payables	135.46	135.46	108.31	2.77	24.38	-
Other financial liabilities	7.22	7.22	7.22	-	-	-
	142.73	**142.73**	**115.56**	**2.78**	**24.40**	**-**

VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

iii. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, which will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters

a. Interest rate risk

Interest rate risk is the risk that the future Standalone cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to its long-term debt obligations with floating interest rates.

Particulars	As at 31.Mär.26	As at 31.Mär.25
Variable-rate instruments:		
Floating rate borrowings	186.29	-
Total borrowings	**186.29**	**-**

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased /(decreased) profit /loss by the amounts as under.

	Profit/Loss	
Particulars	**1% Increase**	**1% decrease**
Floating rate borrowings as at March 31, 2026	(1.86)	1.86
Floating rate borrowings as at March 31, 2025	-	-

b. Foreign Currency Risk

The Company is exposed to currency risk on account of its operating activities. The functional currency of the Company is Indian Rupee. Our exposure are mainly denominated in U.S Dollars (USD) . The company's business model incorporates assumptions on currency risks and ensures any exposure is covered through the normal business operations. This intent has been achieved in all years presented. The company has put in place a financial risk management policy to identify the most effective and efficient ways of managing the currency risks.

Exposure to currency risk

The currency profile of financial assets and financial liabilities as at March 31, 2026, March 31, 2025 are as below:-

As at March 31, 2026

Financial assets	**₹**	**USD**
Trade receivables	74.18	0.79

As at March 31, 2025

Financial assets	**₹**	**USD**
Trade receivables	59.61	0.69

The company does not have any exposure to currency risk towards financial liabilities

Sensitivity analysis

A reasonably possible strengthening / (weakening) of the Indian Rupee against US (USD) dollars would have affected the measurement of financial instruments denominated in US dollars and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. In cases where the related foreign exchange fluctuation is capitalised to fixed assets or recognised directly in reserves, the impact indicated below may affect the company's income statement over the remaining life of the related fixed assets or the remaining tenure of the borrowing respectively.

Impact of movement on profit or (loss) :

	Profit or (loss)	
Effect in ₹ (before tax)	**Increase in rate**	**Decrease in rate**
For the year ended March 31, 2026		
1% movement		
USD	0.74	(0.74)

	Profit or (loss)	
Effect in ₹ (before tax)	**Increase in rate**	**Decrease in rate**
For the year ended March 31, 2025		
1% movement		
USD	0.60	(0.60)

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VINIR ENGINEERING LIMITED
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Bangalore - 99

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CHARTERED ACCOUNTANTS
1st Main, 15th Cross
HSR Layout, Sector 6
Bengaluru - 560 102.

32. Segment information

An operating segment is a component of the Company 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 Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Managing Director to make decisions about resources to be allocated to the segments and assess their performance. The Company is primarily engaged in the Manufacturings of all types of hot closed die forgings, open forgings, ring rolling, machine components & related products.

33. Post employment obligations

a) Provident fund

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund and Employee State Insurance Corporation which is a defined contribution plan. The company has no obligations other than to make the specified contributions. The contributions to defined contribution plans are recognised as an employee benefit expense in the Statement of Profit and Loss in the periods during which the related services are rendered by them.

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Bangalore - 99

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CHARTERED ACCOUNTANTS
Bengaluru - 560 102.

33. b) Assets and liabilities relating to employee benefits

Particulars	As at 31 March 2026	As at 31 March 2025
Net defined benefit liability - Gratuity plan	8.84	14.29
Total employee benefit assets (Non- current)	**8.84**	**14.29**
Provision for employee benefits		
Gratuity	8.84	14.29
Total employee benefit liabilities	**8.84**	**14.29**
Non-current	8.84	14.29
Current	-	-
Total	**8.84**	**14.29**

For details about the related employee benefit expenses, see Note 26

The Company operates the following post-employment benefit plans.

Post employment obligations

a) Provident fund

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund and Employee State Insurance Corporation which is a defined contribution plan. The company has no obligations other than to make the specified contributions. The contributions to defined contribution plans are recognised as an employee benefit expense in the Statement of Profit and Loss in the periods during which the related services are rendered by them.

b) Gratuity

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, employees who have completed five years of service are entitled to specific benefit. The level of benefit provided depends on the member's length of service, salary and retirement age. The employee is entitled to a benefit equivalent to 15 days salary last drawn for each completed year of service with part thereof in excess of six months. The same is payable on termination of service or retirement or death whichever is earlier.

This is a funded benefit plan for qualifying employees. The Company makes contributions to State Bank of India (SBI) Life Insurance Company Ltd to cover the liability of the

These plans typically expose the Company to actuarial risks such as: investment risk, inherent interest rate risk , longevity risk and salary risk.

Investment Risk	The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at
Interest Rate Risk	The defined benefit obligation calculation uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.
Longevity Risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary Risk	Higher than expected increase in salary will increase the defined benefit obligation.

The most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at March 31, 2026 by Mr. Kewal Krishnan Wadhwa (FIAI Membership no. 209), Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost, were measured using the Projected unit credit method.

i. Reconciliation of the net defined benefit liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit liability and its

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VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

33. b) Assets and liabilities relating to employee benefits

i. Reconciliation of present value of defined benefit obligation

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	14.29	16.08
Benefits paid directly by the enterprise	-	-
Current service cost	1.98	2.94
Past service cost	-	-
Interest cost	1.01	1.17
Actuarial gain/(loss) recognised in other comprehensive income	(8.43)	(0.90)
Contribution paid to the fund	-	(5.00)
Balance at the end of the year	**8.85**	**14.29**

ii. Expense recognised in profit or loss

	For the year ended 31 March 2026	For the year ended 31 March 2025
Current service cost	1.98	2.94
Interest cost	1.01	1.17
Balance at the end of the year	**2.99**	**4.11**

iii. Remeasurements recognised in other comprehensive income

	For the year ended 31 March 2026	For the year ended 31 March 2025
Actuarial (gain)/loss on defined benefit obligation		
- financial assumptions	(0.95)	0.32
- demographic assumptions	-	-
- experience adjustment	(7.47)	(1.19)
- asset	(0.01)	(0.03)
Balance at the end of the year	**(8.43)**	**(0.90)**

iv. The major categories of total plan assets are as follows:-

Gratuity	For the year ended 31 March 2026	For the year ended 31 March 2025
Investment Details	**Funded**	**Funded**
Investment with Insurer	99.01%	99.01%
Cash and cash equivalents	0.99%	0.99%

v. Actuarial assumptions
Principal actuarial assumptions at the reporting date:

Particulars	As at 31 March 2026	As at 31 March 2025
Discount rate	7.90%	7.04%
Future salary growth	7.00%	7.00%
Retirement age (years)	60 years	60 years
Withdrawal rate	5%	5%
Mortality		IALM 2012-14 ultimate

The actuarial valuation is carried annualy by an independent actuary. The discount rate used for determining the present value of obligation under the defined benefit plan is determined by reference to market yields at the end of the reporting period on Indian Government Bonds. The currency and the term of the government bonds is consistent with the currency and term of the defined benefit obligation.

VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.R. RUNGTA & CO. CHARTERED ACCOUNTANTS

33. b) Assets and liabilities relating to employee benefits

vi. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

	For the year ended 31 March 2026		For the year ended 31 March 2025	
	Increase	**Decrease**	**Increase**	**Decrease**
Discount rate (0.5% movement)	(0.51)	0.55	(0.77)	0.84
Future salary growth (0.5% movement)	0.53	(0.49)	0.73	(0.68)

vii .'Maturity profile of defined benefit obligation		
Year	**As at 31 March 2026**	**As at 31 March 2025**
0 to 1 year	2.29	2.73
1 to 2 year	0.99	1.32
2 to 3 year	1.68	1.24
3 to 4 year	0.95	1.99
4 to 5 year	0.46	1.22
5 to 6 year	0.80	0.57
6 Year Onwards	7.06	10.24
Total	**14.23**	**19.31**

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VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

34. Leases

Operating lease - Company as lessee

The Company has entered into operating lease arrangements for the leasing of factory land that are renewable on a periodic basis and cancellable at the Company's option.

i. Future minimum lease payments

At reporting date, the future mininum lease payments to be made under non-cancellable operating leases are as follows:

Contractual undiscounted cash flows	As at 31 March 2026	As at 31 March 2025
Less than 1 year	7.21	0.01
1-5 years	21.64	0.05
More than 5 years	-	-
Total	**28.85**	**0.06**

ii. Amounts recognised in profit or loss

Particulars	As at 31 March 2026	As at 31 March 2025
Lease expense - minimum lease payments	9.25	7.22

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P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

35. Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital to equity shareholders. The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities less cash and cash equivalents. Adjusted equity comprises all components of equity.

The Company's adjusted net debt to equity ratio at reporting date was as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Total liabilities	533.43	200.56
Less: cash and cash equivalents	0.92	33.32
Adjusted net debt	**532.51**	**167.24**
Total equity	1,580.23	1,331.25
Adjusted net debt to equity ratio	**0.34**	**0.13**

36. Contingent liabilities and commitments

(to the extent not provided for)

A. Claims disputed by the Company:

Contingent liabilities in INR (₹)	As at 31 March 2026	As at 31 March 2025
(i). Bank Guarantee (amount outstanding at close of the year)	23.93	14.73
(ii) Civil Case - Before Karnataka High Court	60.13	60.13
(iii) Goods & Service Tax	23.71	23.71
	107.77	**98.57**

Contingent liabilities in USD ($)	As at 31 March 2026	As at 31 March 2025
Civil Case - Before Addl District & Session Court	1.42	-
	1.42	**-**

B. Commitments

Particulars	As at 31 March 2026	As at 31 March 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-	-

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VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

37. Related parties

A. List of Enterprises over which Key Management Personnel exercise significant influence

Vinir Aerodefense Technologies (Formerly known as Vishnu Forge Hosur), India
Starttopia Hub International ,India
Metalkarma Engineering Technologies Pvt Ltd ,India
Metalkarma Construction Pvt Ltd ,India
Metalkarma Space Frame Structures Pvt Ltd ,India
Metalkarma AL-Khonaini Co., Saudi Arabia
MET Steel Industries Company, Saudi Arabia

B. List of Key Management Personnel

Name	Relationship
Nitesh Gupta	Managing Director
Naresh Chandra Gupta	Director
Ritesh Gupta	Director
Muthumanickam Matheswaran	Independent Director
Anita Sanghi	Independent Director
Madhikar Anand	Independent Director
Pradeep Chamaria	Company Secretary
Deepak Kacker (Appointed on 23rd July 2025)	Chief Executive Officer
Narasimha Kerur	Chief Financial Officer

C. List of Relatives of Key Management Personnel & their enterprises.

Name of the related party	Nature of relationship
Tina Gupta	Spouse of Mr. Nitesh Gupta
Veena Gupta	Spouse of Mr. Naresh Chandra Gupta
Kabambari Gupta	Spouse of Mr. Ritesh Gupta
Dhruv Gupta	Son of Mr. Nitesh Gupta

D. Transactions with related parties

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Rent Paid		
Vinir Aerodefense Technologies (Formerly known as Vishnu Forge Hosur)	7.20	7.20
Nitesh Gupta	0.01	0.01
Expenses paid on behalf of the firm		
Vinir Aerodefense Technologies (Formerly known as Vishnu Forge Hosur)	0.06	0.06
Sales		
Metalkarma Engineering Technologies Pvt Ltd	48.12	112.28
Labour Charges Paid		
Metalkarma Engineering Technologies Pvt Ltd	0.30	
Remuneration paid		
Nitesh Gupta	9.90	9.90
Director Sitting Fees		
Muthumanickam Matheswaran	0.13	0.03
Anita Sanghi	0.20	0.10
Madhikar Anand	0.20	0.10
Salaries paid		
Dhruv Gupta	2.70	3.60
Abhijith Baliga B	-	0.07
Pradeep Chamaria	1.20	0.50
Narasimha Kerur	2.11	2.11
Deepak Kacker	2.40	-
Recovery of Initial Public Offer (IPO) Expense		
Nitesh Gupta	7.47	32.20

E. Balance payable to related parties for the year ended

Particulars	For the year ended 31 March 2026	As at 31 March 2025
Balance outstanding		
Nitesh Gupta	7.55	0.41
Vinir Aerodefense Technologies (Formerly known as Vishnu Forge Hosur)	17.34	27.15

F. Balance receivable from related parties for the year ended

Particulars	For the year ended 31 March 2026	As at 31 March 2025
Balance receivable		
Vinir Aerodefense Technologies (Formerly known as Vishnu Forge Hosur)- Investment	14.85	10.12
Metalkarma Engineering Technologies Pvt Ltd	26.68	8.51

G. Note: All the related party transactions are in normal course of business and at arm's length price.
Related party relationship is as identified by the Company and relied upon by the Auditors

VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

38. Dues to micro and small enterprises

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro and Small Enterprises. On the basis of the information and records available with the management, the below amount stood as outstanding due to the Micro, Small and Medium Enterprises as at year end. As per the management, there is no outstanding dues to MSME above 45 days, hence provision for interest due is not made.

Particulars	As at 31 March 2026	As at 31 March 2025
- Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	10.26	21.44
- Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
- Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
- Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
- Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
- Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-
- Further interest remaining due and payable for earlier years	-	-

39. Value of imports calculated on C.I.F. basis in respect of

Particulars	As at 31 March 2026	As at 31 March 2025
Raw Materials	61.23	291.67

Imported and Indigenous Raw Materials Consumed

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Imported	61.23	291.67
Indigenous	855.53	535.63

Imported and Indigenous Stores and Packing Materials consumed

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Imported	-	-
Indigenous	149.12	88.47

40. Income/ Expenditure in foreign currency

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
A. Expenditure in foreign currency		
Import of Raw Materials	34.71	281.95
Foreign Travel, Subscription etc.	1.59	1.36
Books & Periodicals	0.04	
Capital Goods	-	11.07
Membership & Subcription	0.13	
Professional fees	3.60	1.53
Repairs & Maintenance	-	0.17
Commission	0.60	1.54
Advance for Fixed Assets	-	1.70
Advance for Raw Materials	3.24	2.95
Exhibition Charges	0.50	-
Total	**44.41**	**302.27**
B. Income in foreign currency		
Exports	193.86	160.84
Total	**193.86**	**160.84**

VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS

41. Corporate Social Responsibility

As per Section 135 of the Companies Act , 2013 the following is the details of the Corporate Social Responsibility expenses incurred by the company.

	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Amount required to be spent by the company	7.83	6.87
(b) Amount of expenditure incurred		
(i) Contruction/Acquisition of any asset		-
(ii) On purpose other than (i) above	7.98	6.91
(c) Shortfall at the end of the year	(0.15)	(0.05)
(d) Total of previous years shortfall	(0.42)	(0.37)
(e) Cumulative shortfall/(excess)	(0.57)	(0.42)
(f) Reason for Shortfall	Not applicable	Not applicable
(g) Nature of CSR activities	Donations	Donations
(h) Contribution to related party	-	-
(i) Provision for CSR	-	-

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VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

P.C. RUNGTA & CO CHARTERED ACCOUNTANTS

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Ind AS Financial Information
(All amounts in ₹ Million, unless otherwise stated)

42. Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	Variance (In %)
Current ratio*	Current Assets	Current Liabilities	2.57	4.54	-43%
Debt-Equity Ratio**	Total debt	Shareholders's equity	0.12	-	100%
Debt-Service Coverage Ratio **	EBITDA	Debt service	2.11	-	100%
Return on Equity Ratio****	Net profits after tax	Average shareholder's equity	0.15	0.05	207%
Inventory Turnover Ratio	Cost of goods sold	Average inventory	2.66	3.44	-23%
Trade Receivables Turnover Ratio******	Revenue from Operations	Average trade receivables	3.24	6.01	-46%
Trade Payables Turnover Ratio	Total Purchases	Average trade payables	5.51	6.66	-17%
Net capital turnover ratio	Revenue from Operations	Working Capital	2.73	3.39	-20%
Net profit ratio***	Net Profit	Revenue from Operations	0.12	0.13	-9%
Return on capital employed***	Earnings before interest and taxes	Capital employed	0.29	0.38	-24%
Return on Investment*****	Profit on investment	Cost of investments	0.02	0.08	-69%

* Increase in the short term borrowings
** Increase in the short term borrowings
***Increase in cost of goods sold
**** Increase in turnover
***** Decrease in investment & increase in losses
****** Increase in trade receivables

43. Subsequent events
There are no subsequent events impacting the financial statements.

44. The figures of previous year have been re-grouped, wherever necessary, to confirm to the current year classification

45. The Company holds immovable property and all the title deeds are held in the name of the company.

46. The Company has not revalued any of its Property, Plant and Equipment

47. The Company does not have any Intangible assets under development.

48. The Company has not granted any Loans and Advances in the nature of loans to its promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:
(a) repayable on demand or
(b) without specifying any terms or period of repayment

49. The Company was not holding any benami propery and no proceedings were initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

50. The Company has borrowings from any banks on the basis of security of current assets. The Company has not been declared a wilful defaulter by any bank or financial institution or other lender (as defined under Companies Act, 2013) or Consortium thereof, in accordance with the guilelines on wilful defaulters issued by the Reserve Bank of India.

51. As certified by the Management, The Company did not have any transactions with the struck off companies under Section 245 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

52. The Company did not have any charges or satisfaction which were yet to be registered with ROC beyond the statutory period.

53. The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

54. The Company has no scheme of Arrangements been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

55. The Company did not have any transaction 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).

56. The Company has not traded or invested in Crypto currency or virtual currency during the year ended March 31, 2026.

57. The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

58. The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

59. The Company has filed Criminal Complaint No.2027 of 2017 against Anand Teknow Aids Engineering India Limited and its Directors and other Officers before the Hon'ble Chief Judicial Magistrate at Bangalore for dishonour of 5 cheques in aggregate value of Rs.11.31 million. The directors of Anand Teknow viz. Dattatraya Narayan Ghandge and others ("the Petitioners") have filed a Criminal Petition No.883 of 2018 before the Hon'ble High Court of Karnataka at Bengaluru, praying to quash the Complaint in CC No.2027 of 2017 preferred by the Company against the Petitioners and quash the Order dated April 24, 2017 issuing non-bailable warrant against the Petitioners in the Court of Chief Judicial Magistrate Bengaluru, Rural District Bengaluru. An interim order was granted in Criminal Petition No.883 of 2018. The matter is pending.

VINIR ENGINEERING LIMITED Authorised Signatory Bangalore - 99

R.K. RUNGTA & CO. CHARTERED ACCOUNTANTS FRN : 001488S 1st Main, 19th Cross HSR Layout, Sector 6 Bengaluru - 560 102

60. Suprajit Engineering Limited ("Suprajit / Appellant") filed a complaint against the company alleging that operations at our Unit I caused vibration/noise pollution. This led the Karnataka State Pollution Control Board ("KSPCB") to issue a closure direction on December 19, 2018. The direction was stayed on December 28, 2018 and subsequently quashed by the Hon'ble High Court of Karnataka at Bengaluru ("Hon'ble High Court") on February 13, 2019, with instructions for KSPCB to reconsider the matter. Following a comprehensive review, KSPCB permitted the continuation of operations at Unit I. Moreover, in 2021, KSPCB renewed the Consent to Operate for Unit I for a period of 10 years. Separately, Suprajit initiated a civil suit (OS 60 of 2018) ("Suit") before the Principal Civil Judge & Judicial Magistrate of First Class at Anekal ("Civil Court") seeking inter alia a permanent injunction against certain hammering operations at Unit I. During the case proceedings, a series of submissions were made and pursuant to interim orders passed, only the hammering operations of Unit I were stopped from March 24, 2018 to May 9, 2018. Subsequently, the Civil Court dismissed the Suit stating that the plaint did not disclose the cause of action and clear right to sue and the Suit was also barred
under the Air (Prevention and Control of Pollution) Act, 1981 ("Air Act"). The Appellant filed appeal ("First Appeal") against this order of Civil Court, which was dismissed. A further appeal (R.S.A No. 173 of 2022) was then filed by the Appellant which is pending before the Hon'ble High Court. The Hon'ble High Court is considering, inter alia, the tenability of vibration claim and jurisdiction under pollution control law. No adverse orders or injunctions have been issued against the Company till date. The Company filed a civil suit bearing O.S.No.381 of 2020 ("Suit") against Suprajit, seeking to restrain unauthorized construction on Plot Nos. 100 and 101 in Bommasandra Industrial Area, Bengaluru, citing safety concerns. After the civil court declined to grant a temporary injunction, the Company appealed to the Hon'ble High Court, which imposed restrictions on further construction without proper approvals. Subsequently, the civil court permitted construction on Plot No. 100 but maintained restrictions on Plot No. 101 until the Suit is resolved or a building permit is obtained. The matter is currently pending. An additional application by the Company seeking penal action against Suprajit and its directors also remains pending. Further, the Company also filed a writ petition no. 5244 of 2025 before the Hon'ble High Court, seeking enforcement of demolition order by Karnataka Industrial Area Development Board against Suprajit's illegal construction on Plot Nos. 100 and 101. The petition also requests a stay on the Building Permit Certificate for Plot No. 100. The matter is pending.

For P.K.Rungta & Co.
Chartered Accountants
Firm Registration No: 003498S

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CA. Taran Rungta
Partner
Membership no: 537491
Place: Bengaluru
Date: 08/09/2026

For and on Behalf of Board of Directors of
M/s. Vinir Engineering Limited

Nitesh Gupta
Managing Director
DIN: 00532501
Place: Bengaluru
Date: 08/09/2026

Naresh Chandra Gupta
Chairman
DIN: 00532105
Place: Bengaluru
Date: 08/09/2026

Narasimha Kerur
Chief Financial Officer
Place: Bengaluru
Date: 08/09/2026

Pradeep Kumar Chamaria
Company Secretary
Membership No:F3294
Place: Bengaluru
Date: 08/09/2026

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INDEPENDENT AUDITOR'S REPORT

To the Members of M/s. Vinir Engineering Limited, Bengaluru

Report on the Audit of the Consolidated Ind AS Financial Statements.

Opinion

We have audited the accompanying Consolidated Ind AS Financial Statements of **M/s. Vinir Engineering Limited** (hereinafter referred to as the "Holding Company") and its subsidiary **M/s. Vinir Aerodefense Technologies** (the Holding Company and its subsidiary together referred to as the "Group"), which comprise the Consolidated Balance Sheet as at **31 March 2026**, the Consolidated Statement of Profit and Loss, including Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Ind AS Financial Statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS Financial Statements give the information required by the Companies Act, 2013 ("the Act"), in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2026, its consolidated profit and other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated Ind AS Financial Statements in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Act.

Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements section of our report.

We are independent of the Group in accordance with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Ind AS 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 ICAI's Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS Financial Statements.

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the Consolidated Ind AS Financial Statements and our auditor's report thereon.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Ind AS Financial Statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India.

The respective management and those charged with governance of the entities included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act and/or applicable laws for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Ind AS Financial Statements, the respective management and those charged with governance of the entities included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective management and those charged with governance of the entities included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS 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.

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

We also:

- Identify and assess the risks of material misstatement of the Consolidated Ind AS 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.

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- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting.
- Evaluate the overall presentation, structure and content of the Consolidated Ind AS Financial Statements, including the disclosures, and whether the Consolidated Ind AS Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Ind AS Financial Statements.

We are responsible for the direction, supervision and performance of the audit of the financial information of the Holding Company included in the Consolidated Ind AS Financial Statements. For the financial information of the subsidiary, namely M/s. Vinir Aerodefense Technologies, we have relied upon the unaudited financials as provided by the management.

We communicate with those charged with governance of the Holding Company 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 communicate with them all relationships and other matters that may reasonably be thought to bear on our independence.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Ind AS Financial Statements of the current period and are therefore the key audit matters.

Other Matters

The Consolidated Ind AS Financial Statements include the financial statements of M/s. Vinir Aerodefense Technologies, whose financial statements reflect total assets of ₹ 12.93 Million as at 31 March 2026, total revenues of ₹ 14.09 Million and net cash inflows/outflows of ₹ 0.01 Million for the year ended on that date.

The Consolidated Ind AS Financial Statements include the financial information of M/s. Vinir Aerodefense Technologies, a subsidiary of the Holding Company, whose financial statements/information have not been subjected to a separate audit by an independent auditor. The financial information of the said subsidiary has been considered by us for the purpose of audit of the Consolidated Ind AS Financial Statements and we have relied upon such financial information as provided by the management of the subsidiary.

Our opinion on the Consolidated Ind AS Financial Statements is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

(1) As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit, we give in the 'Annexure A' a statement on the matters specified in paragraph 3(xxi) of the Order.

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

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

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Ind AS Financial Statements have been kept so far as it appears from our examination of those books and the reports 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 and records.

(d) In our opinion, the aforesaid Consolidated Ind AS 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 31 March 2026, taken on record by the Board of Directors, none of the directors of the Holding Company is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure B**.

(g) In our opinion and according to the information and explanations given to us, the remuneration paid during the year by the Holding Company to its directors is in accordance with the provisions of Section 197 of the Act.

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

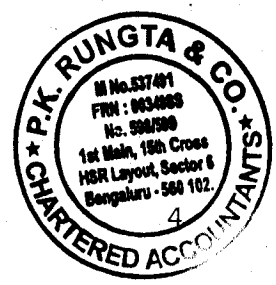
i. The Group has disclosed the impact of pending litigations on its consolidated financial position in its Consolidated Ind AS Financial Statements. Refer Note no 36 to the consolidated financial statements.

ii. the Group has not entered into any long-term contracts including derivative contracts. Accordingly, no provision is required for material foreseeable losses;

iii. there were no amounts required to be transferred to the Investor Education and Protection Fund by the Group;

iv.

(a) The Management of the Holding Company has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



P.K. RUNGTA & CO.
CHARTERED ACCOUNTANTS

No. 598/599
1st Main, 15th Cross
HSR Layout, Sector-6
Bengaluru-560102
Tel : 080-31197184
E-mail : capkrungta@gmail.com
Firm Registration No. : 003498S

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

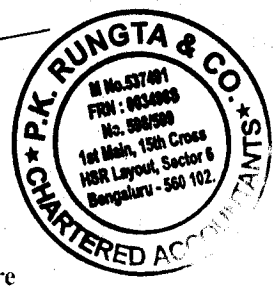
(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. the Holding Company has not declared or paid any dividend during the year. Hence provisions of section 123 of the companies Act, 2013 is not applicable; And

vi. the Consolidated financial statements and based on our examination which included test checks, the Holding Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility which has been enabled and operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail (edit log) related records are preserved as per the statutory requirements for record retention.

For P.K. RUNGTA & CO,
Chartered Accountants
Firm's Registration No. 003498S



CA TARAN RUNGTA
Partner
Membership No. 537491

Place of Signature: Bangalore
Date: September 08, 2026
UDIN: 26537491MCMFHD3670

P.K. RUNGTA & CO.
CHARTERED ACCOUNTANTS

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Firm Registration No. : 003498S

Annexure - A

REFERRED TO IN CLAUSE 1 OF PARAGRAPH ON THE 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS'OF OUR REPORT OF EVEN DATE

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

"There are no companies incorporated in India that are included in the consolidated financial statements. Accordingly, reporting under clause (xxi) of the Order is not applicable".

For P.K. RUNGTA & CO,
Chartered Accountants
Firm's Registration No. 003498S

CA TARAN RUNGTA
Partner
Membership No. 537491

Place of Signature: Bangalore
Date: September 08, 2026
UDIN: 26537491MCMFHD3670

P.K. RUNGTA & CO.
CHARTERED ACCOUNTANTS

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Firm Registration No. : 003498S

Annexure 'B' to Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1.We have audited the internal controls over financial reporting of Vinir Engineering Limited ("the holding company") as of March 31,2026 in conjunction with our audit of the consolidated Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Holding Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance With the Guidance Note on "Audit of Internal Financial Controls Over Financial Reporting" (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit Opinion on the Holding Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

P.K. RUNGTA & CO. ★ CHARTERED ACCOUNTANTS ★ M No.037401 FRN : 003498S No.598/599 1st Main, 15th Cross HSR Layout, Sector 6 Bengaluru - 560 102.

P.K. RUNGTA & CO.
CHARTERED ACCOUNTANTS

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Bengaluru-560102
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E-mail : capkrungta@gmail.com
Firm Registration No. : 003498S

Inherent Limitations of Internal Financial Controls Over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatement due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Holding Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For P.K. RUNGTA & CO,
Chartered Accountants
Firm's Registration No. 003498S

CA TARAN RUNGTA
Partner
Membership No. 537491

Place of Signature: Bangalore
Date: September 08, 2026
UDIN: 26537491MCMFHD3670

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Consolidated Ind AS Statement of Assets and Liabilities
(All amounts in ₹ Million, unless otherwise stated)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
Assets			
Non-current assets			
Property, plant and equipment	3	553.97	573.83
Capital work-in-progress (CWIP)	3b	2.75	-
Right of use assets	4	143.75	0.04
Other intangible assets	5	1.79	0.32
Deferred tax assets (net)	14	0.34	0.26
Income tax assets (net)		0.27	0.27
Financial assets			
Investments	6	110.38	209.60
Other financial assets	7	38.07	22.96
Total non-current assets		**851.32**	**807.29**
Current assets			
Inventories	8	384.87	348.23
Financial assets			
Trade receivables	9	507.57	250.77
Cash and cash equivalents	10A	0.98	33.39
Bank balances other than cash and cash equivalents	10B	258.24	44.75
Investments	6		-
Other financial assets	7	9.25	0.79
Current tax assets (net)		0.03	0.03
Other current assets	11	67.37	40.55
Total current assets		**1,228.31**	**718.51**
Total assets		**2,079.63**	**1,525.80**
Equity and liabilities			
Equity			
Equity share capital	12	425.26	425.26
Other equity	13	1,156.11	906.49
Non-controlling interests		5.20	19.96
Total equity		**1,586.57**	**1,351.71**
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease Liabilities	14	0.03	0.02
Provisions	15	8.84	14.29
Deferred tax liabilities (net)	16	28.45	27.56
Total non-current liabilities		**37.33**	**41.88**
Current liabilities			
Financial liabities			
Lease Liabilities	14	0.01	0.02
Borrowings	17	186.29	-
Trade Payables			
- Total outstanding dues of micro enterprises and small enterprises	18	10.25	21.44
-Total outstanding dues of creditors other than micro enterprises and small enterprises		204.68	86.90
Other financial liabilities	19	9.04	7.22
Other current liabilities	20	32.46	15.77
Provisions	15	-	-
Current tax liabilities (net)	21	13.02	0.85
Total current liabilities		**455.74**	**132.21**
Total liabilities		**493.07**	**174.09**
Total equity and liabilities		**2,079.63**	**1,525.80**

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

In terms of our report attached

For P.K.Rungta & Co.
Chartered Accountants
Firm Registration No: 003498S

P.K. RUNGTA & CO. M.No.537491 FRN: 003498S No. 8/8/299 1st Main, 15th Cross HSR Layout, Sector 6 Bengaluru - 560 102. CHARTERED ACCOUNTANTS

CA. Taran Rungta
Partner
Membership no: 537491
Place: Bengaluru
Date: 08/09/2026

For and on Behalf of Board of Directors of
M/s. Vinir Engineering Limited

Nitesh Gupta
Managing Director
DIN: 00532501
Place: Bengaluru
Date: 08/09/2026

Naresh Chandra Gupta
Chairman
DIN: 00532105
Place: Bengaluru
Date: 08/09/2026

Narasimha Kerur
Chief Financial Officer
Place: Bengaluru
Date: 08/09/2026

Pradeep Kumar Chamaria
Company Secretary
Membership No:F3294
Place: Bengaluru
Date: 08/09/2026

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Consolidated Ind AS Statement of Profit and Loss
(All amounts in ₹ Million, unless otherwise stated)

Particulars	Note	For the year ended 31 March 2026	For the year ended 31 March 2025
Income			
Revenue from operations	22	2,048.24	1,899.62
Other income	23	36.14	24.98
Total income		**2,084.38**	**1,924.59**
Expenses			
Cost of material consumed	24	1,065.88	915.74
Changes in inventories of finished goods, stock-in-trade and work-in-progress	25	(89.76)	(5.26)
Employee benefits expense	26	123.97	112.79
Finance costs	27	10.32	7.51
Depreciation and amortisation expense	28	53.32	52.39
Other expenses	29	585.17	502.67
Total expenses		**1,748.89**	**1,585.83**
Profit before tax for the year		**335.49**	**338.77**
Tax expense			
Current tax		91.55	87.45
Adjustment for earlier years		(0.72)	1.60
Deferred tax Charge		0.81	1.48
Total tax expense		**91.64**	**90.53**
Profit for the year		**243.84**	**248.24**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement (gains)/losses on defined benefit liability		(8.43)	(0.87)
Income tax related to items that will not be reclassified to profit or loss		2.12	0.22
Other comprehensive expense/ (income) for the year		**(6.31)**	**(0.65)**
Total comprehensive income for the year		**250.15**	**248.89**
Profit for the year attributable to:			
Owners of the Company		243.28	246.63
Non-controlling interests		0.56	1.61
Other comprehensive expense / (income) attributable to:			
Owners of the Company		(6.31)	(0.65)
Non-controlling interests		-	-
Total comprehensive income attributable to:			
Owners of the Company		249.59	247.28
Non-controlling interests		0.56	1.61
Earnings per equity share (Face value of INR 2 each)			
Basic and diluted (in ₹)	30	1.14	1.16

The accompanying notes form an integral part of these financial information.

For P.K.Rungta & Co.
Chartered Accountants
Firm Registration No: 003498S

P.K. RUNGTA & CO. ★ CHARTERED ACCOUNTANTS ★ M No.537491 FRN : 003498S No. 598/599 1st Main, 15th Cross HSR Layout, Sector 6 Bengaluru - 560 102.

CA. Taran Rungta
Partner
Membership no: 537491
Place: Bengaluru
Date: 08/09/2026

For and on Behalf of Board of Directors of
M/s. Vinir Engineering Limited

Nitesh Gupta
Managing Director
DIN: 00532501
Place: Bengaluru
Date: 08/09/2026

Naresh Chandra Gupta
Chairman
DIN: 00532105
Place: Bengaluru
Date: 08/09/2026

Narasimha Kerur
Chief Financial Officer
Place: Bengaluru
Date: 08/09/2026

Pradeep Kumar Chamaria
Company Secretary
Membership No:F3294
Place: Bengaluru
Date: 08/09/2026

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Consolidated Ind AS Statement of Cash Flows
(All amounts in ₹ Million, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Profit for the year	335.49	338.77
Adjustments for:		
Interest income	(13.12)	(3.47)
Share of Profit from Partnership firm	(0.00)	0.00
Dividend Received	(0.00)	(1.53)
(Profit)/Loss on sale of investments	-	(12.52)
Profit on fair valuation of investments	(11.14)	-
Loss on fair valuation of investments	-	12.83
Profit on sale of property, plant and euipmet	-	(0.56)
Liabilities written back	-	(0.37)
Finance cost	0.10	0.05
Depreciation and amortisation expense	53.32	52.39
Loss allowance on trade receivables	17.40	8.38
Operating cash profit before working capital changes	**382.04**	**393.96**
Changes in working capital:		
Decrease/ (Increase) in inventories	(36.64)	(167.53)
(Increase)/Decrease in trade receivables	(274.20)	121.76
(Increase)/ Decrease in other financial assets	(23.56)	(6.26)
(Increase)/Decrease in other assets	(26.94)	145.77
(Decrease)/ Increase in trade payables	106.59	(46.18)
(Decrease)/ Increase in lease liabilities	(0.01)	(0.05)
(Decrease)/Increase in other financial liabilities	1.82	(0.24)
(Decrease)/Increase in other liabilities	16.68	7.38
(Decrease)/Increase in provisions	0.86	(1.14)
Cash used in operating activities	**146.64**	**447.48**
Income taxes paid (net)	(80.11)	(100.29)
Net cash flow generated from operating activities (A)	**66.53**	**347.19**
Cash flows from investing activities		
Acquisition of property, plant and equipment	(179.83)	(31.51)
Sale of property, plant and equipment	-	2.40
Profit/(loss) on sale of investments	-	12.52
Increase in investments	110.36	(159.36)
Dividend Income	0.00	1.53
Share of Profit from Partnership firm	0.00	-0.00
Interest income	13.12	3.47
Net cash flow used in investing activities (B)	**(56.35)**	**(170.96)**
Cash flows from financing activities		
Finance cost	(0.10)	(0.05)
Receipt/(Repayment) of secured loan	186.29	(136.74)
Stampduty paid for increase in authorised capital	-	(3.75)
Payments to non-controlling interests (FY 2025-26: retiring partners; FY 2024-25: drawings) - paid by the Company on	(15.29)	(2.50)
Net cash flow used in financing activities (C)	**170.90**	**(143.04)**
Net (decrease)/increase in cash and cash equivalents (A+B+C)	**181.08**	**33.18**
Cash and cash equivalents at the beginning of the year	78.14	44.95
Cash and cash equivalents at the end of the year (refer Note 10A and 10B)	**259.22**	**78.14**

Reconciliation of liabilities arising from financing activities

	As at April 01, 2025	Cash flows	As at March 31, 2026
Lease Liabilities (including interest)	0.04	(0.01)	0.03
Borrowings	-	186.29	186.29

For P.K.Rungta & Co.
Chartered Accountants
Firm Registration No: 003498S

P.K. RUNGTA & CO. ★CHARTERED ACCOUNTANTS★ M No.537491 FRN: 003498S No. 506/599 1st Main, 15th Cross HSR Layout, Sector 6 Bengaluru - 560 102.

CA. Taran Rungta
Partner
Membership no: 537491
Place: Bengaluru
Date: 08/09/2026

For and on Behalf of Board of Directors of
M/s. Vinir Engineering Limited

Nitesh Gupta
Managing Director
DIN: 00532501
Place: Bengaluru
Date: 08/09/2026

Naresh Chandra Gupta
Chairman
DIN: 00532105
Place: Bengaluru
Date: 08/09/2026

Narasimha Kerur
Chief Financial Officer
Place: Bengaluru
Date: 08/09/2026

Pradeep Kumar Chamaria
Company Secretary
Membership No:F3294
Place: Bengaluru
Date: 08/09/2026

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Consolidated Ind AS Statement of Changes in Equity
(All amounts in ₹ Million, unless otherwise stated)

A Equity share capital:

Particulars	As at March 31, 2024	Changes during the year	As at March 31, 2025	Changes during the year	As at March 31, 2026
Issued, Subscribed and Paid up					
212,629,380 (31 March 2025: 212,629,380, 31 March 2024:14,175,292) equity shares of INR 2 each (31 March 2024: INR 10 each)	141.75	283.51	425.26	-	425.26
Total	**141.75**	**283.51**	**425.26**	**-**	**425.26**

B Other equity:

Particulars	Attributable to owners of the Company							Total	Non-controlling interests	Total equity
	Reserves and Surplus					Other comprehensive income				
	Retained earnings	General Reserve	Capital Reserve	Capital Redemption Reserve	Total reserves and surplus	Re-measurement gains on defined benefit liability	Total other comprehensive income			
Balance at March 31, 2024	**725.09**	**190.00**	**2.28**	**30.59**	**947.96**	**(1.50)**	**(1.50)**	**946.46**	**20.85**	**967.31**
Profit for the year	146.63	100.00	-	-	246.63	-	-	**246.63**	**1.61**	**248.24**
Stamp duty paid on increase in authorised capital		3.75			3.75			**3.75**	**-**	**3.75**
Amount utilised for issue of bonus shares		252.92		30.59	283.51			**283.51**	**-**	**283.51**
Other comprehensive income (net of tax)	-	-	-	-	-	0.65	0.65	**0.65**	**-**	**0.65**
Drawings by non-controlling interests									**(2.50)**	**(2.50)**
Balance at March 31, 2025	**871.73**	**33.33**	**2.28**	**-**	**907.34**	**(0.85)**	**(0.85)**	**906.49**	**19.96**	**926.45**
Profit for the year	143.28	**100.00**	-		243.28			**243.28**	**0.56**	**243.84**
Other comprehensive income (net of tax)						**6.31**	6.31	**6.31**	**-**	**6.31**
Retirement of partners of the subsidiary - NCI derecognised; differenc	**0**				**0**			**0.03**	**(15.32)**	**(15.29)**
Balance at March 31, 2026	**1,015.04**	**133.33**	**2.28**	**-**	**1,150.65**	**5.46**	**5.46**	**1,156.11**	**5.20**	**1,161.31**

For P.K.Rungta & Co.
Chartered Accountants
Firm Registration No: 003498S

CA. Taran Rungta
Partner
Membership no: 537491
Place: Bengaluru
Date: 08/09/2026

P.K. RUNGTA & CO. ★ CHARTERED ACCOUNTANTS ★
M No.537491
FRN : 003498S
No. 500/509
1st Main, 15th Cross
HSR Layout, Sector 6
Bengaluru - 560 102.

For and on Behalf of Board of Directors of
M/s. Vinir Engineering Limited

Nitesh Gupta
Managing Director
DIN: 00532501
Place: Bengaluru
Date: 08/09/2026

Naresh Chandra Gupta
Chairman
DIN: 00532105
Place: Bengaluru
Date: 08/09/2026

Narasimha Kerur
Chief Financial Officer
Place: Bengaluru
Date: 08/09/2026

Pradeep Kumar Chamaria
Company Secretary
Membership No:F3294
Place: Bengaluru
Date: 08/09/2026

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Consolidated Financial Statements for the year ended 31 March 2026
(Amounts in INR Million, unless otherwise stated)

1 General information

Vinir Engineering Limited (formerly Vinir Engineering Private Limited) ('the Company') bearing CIN Number - U74210KA1983PLC005477 is a company domiciled in India, with its registered office situated at 104, Bommasandra Industrial Area, Bangalore - 560 099. The Company has been incorporated under the provisions of Companies Act, 1956 on 31 August 1983. The Company is carrying on the business of manufacturing of all types of hot closed die forgings, open forgings, ring rolling, machine components & related products. The Company has a subsidiary, Vinir Aerodefense Technologies (formerly Vishnu Forge (Hosur)), a partnership firm constituted under a deed of partnership dated 31 March 2009, which the Company controls ('the Firm'). The Company and the Firm together are referred to as 'the Group'.

2a Basis of Consolidation

A. Statement of compliance

These special purpose consolidated financial statements of Vinir Engineering Limited (the "Company") and its subsidiary, Vinir Aerodefense Technologies (formerly Vishnu Forge (Hosur), a partnership firm controlled by the Company (the "Firm") (together, the "Group"), have been prepared by the management of the Company for its specific use.

These special purpose consolidated financial statements have been prepared in accordance with the recognition and measurement principles of Indian Accounting Standards ("Ind AS") as specified under the Companies (Indian Accounting Standards) Rules, 2015, notified under Section 133 of the Companies Act, 2013 (the "Act"), and other relevant provisions of the Act, to the extent applicable, as the special purpose financial reporting framework ("special purpose framework").

These special purpose consolidated financial statements are not intended to constitute general purpose financial statements prepared in accordance with all the presentation and disclosure requirements applicable to financial statements prepared under the Act. Accordingly, certain disclosures that would ordinarily be required in general purpose financial statements may not have been made where they are not relevant to the specific purpose for which these financial statements have been prepared.

B. Basis of preparation

These special purpose consolidated financial statements have been prepared under the historical cost convention, except for those items which are required to be measured at fair value or another measurement basis in accordance with the applicable Ind AS.

The financial statements of the Company and the Firm have been prepared using uniform accounting policies for like transactions and events in similar circumstances and with the same reporting date. The financial statements of the Firm have been adjusted, where necessary, to conform to the accounting policies adopted by the Company.

For the purpose of consolidation, the financial statements of the Company and the Firm are combined on a line-by-line basis by adding together like items of assets, liabilities, equity, income and expenses. The carrying amount of the Company's investment in the Firm is eliminated against the Company's share of the equity of the Firm, to the extent applicable, in accordance with the principles of consolidation under Ind AS 110, Consolidated Financial Statements.

Intra-group balances, transactions, income, expenses and unrealised gains and losses arising from intra-group transactions are eliminated in full, to the extent required by Ind AS 110. This includes, inter alia, rent income and corresponding rent expense, the Company's share of the Firm's profit and outstanding balances between the Company and the Firm.

Non-controlling interests represent the portion of the net assets and profit or loss of the Firm attributable to partners other than the Company. Non-controlling interests are presented separately within equity, distinct from equity attributable to the owners of the Company.

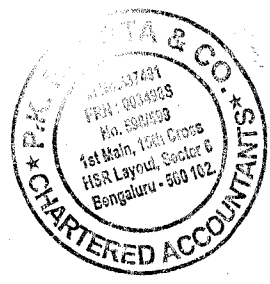
C. Functional and presentation currency

These consolidated financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

D. Basis of measurement

These consolidated financial statements have been prepared on the historical cost basis, except for the following items :

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Defined benefit liability	Present value of defined benefit obligations



E. Use of estimates and judgements

In preparing these consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements is included in the following notes:

- Income taxes
- Provisions and contingent liabilities
- Useful life of intangible assets and impairment test of intangible assets

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending is included in the following notes:

- measurement of defined benefit obligations: key actuarial assumptions;
- impairment of financial assets
- recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;
- Impairment test : key assumptions used in discounted cash flow projections

F. Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-
Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices)

ii. Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

iii. Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in the Statement of Profit and Loss.

The estimated useful life of software is 5 years

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

2B Material Accounting Policies

a. Financial instruments

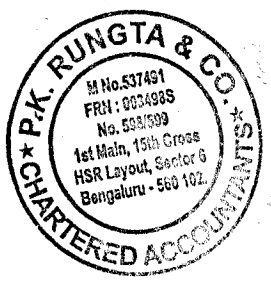
i. Recognition and initial measurement

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 or financial liability is initially measured at fair value plus transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

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

- amortised cost;
- Fair value through Other Comprehensive Income (FVOCI)– debt investment;
- Fair Value through Other Comprehensive Income – equity investment; or
- Fair Value through Profit or loss (FVTPL)



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

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:
– the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
– the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:
– the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
– the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:
– the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
– how the performance of the portfolio is evaluated and reported to the Company's management;
– the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
– how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
– the frequency, volume and timing of sales of financial assets in prior years, the reasons for such sales and expectations about future sales activity.

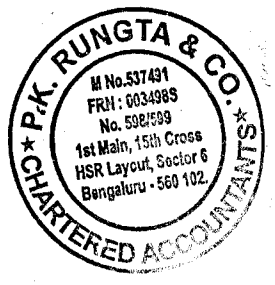
Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular year of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:
– contingent events that would change the amount or timing of cash flows;
– terms that may adjust the contractual coupon rate, including variable interest rate features;
– prepayment and extension features; and
– terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features)

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.



Financial assets: Subsequent measurement and gains and losses

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: Classification, subsequent measurement and gains and losses

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 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 is recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

iii. Derecognition

Financial assets

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

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

b. Property, plant and equipment

i. Recognition and measurement

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

iii. Depreciation

Depreciation is provided on the straight-line value method. The estimated useful life of each asset as prescribed under Schedule II of the Companies Act, 2013 and based on technical assessment of internal experts (after considering the expected usage of the asset, expected physical wear and tear, technical and commercial obsolescence and understanding of past practices and general industry experience) are as depicted below:



Deepreciation is being charged under straight-line value method and the useful life of the assets is considered as per Schedule II of the Companies Act 2013.
Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

c. Other intangible assets

i. Other intangible assets

Other intangible assets are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses. Costs relating to acquisition of initial software license fee and installation costs are capitalized in the year of purchase.

ii. Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

iii. Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in the Statement of Profit and Loss.

The estimated useful life of software is 5 years

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

d. Inventories

Inventories are valued at lower of cost and estimated realisable value, after providing for cost of obsolescence and other anticipated losses, whenever considered necessary and as certified by management. Value of finished goods includes cost of conversion and other costs incurred in bringing the inventories to their present location and condition as valued and as certified by the management. Scrap are valued at estimated realisable value.
Inventory includes cost directly incurred to bring the inventory to their present location and condition.

e. Impairment

i. Impairment of financial instruments

The Company recognises loss allowances for expected credit losses on:
- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit- impaired. A financial asset is 'credit- impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit- impaired includes the following observable data:
- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 90 days or more;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

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P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS
M No.537491
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No. 5001309
1st Main, 15th Cross
HSR Layout, Sector 6
Bengaluru - 560 102.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:
- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter year if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward- looking information.

The Company recognises loss allowances for expected credit loss on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit- impaired. A financial asset is 'credit-impaired' when one or more events that have detrimental impact on the estimated future cash flows of the financial assets have occurred. Evidence that the financial asset is credit-impaired includes the following observable data:
- significant financial difficulty of the borrower or issuer;
- the breach of contract such as a default or being past due for 90 days or more;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial re-organisation; or
- the disappearance of active market for a security because of financial difficulties.

Measurement of expected credit losses
Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

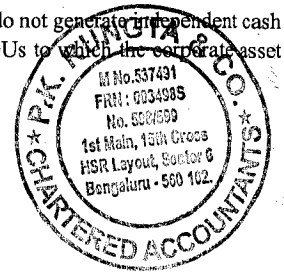
Presentation of allowance for expected credit losses in the balance sheet
Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.
For debt securities at FVOCI, the loss allowance is charged to profit or loss and is recognised in OCI.

Write-off
The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

ii. Impairment of non-financial instruments
The Company's non-financial assets, other than deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are Companyed together into cash-generating units (CGUs). Each CGU represents the smallest Company of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).
The Company's corporate assets (e.g., central office building for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.



An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or Company of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

f. Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee provident fund to Government administered provident fund scheme and family pension plan which is a defined contribution plan. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the year in which the employee renders the related service.

Compensated absences

As per the management of the company, the company provides 1 paid leave for every 20 working days which is included as part of Cost to the Company (CTC).

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount.

The Company provides for gratuity, a defined benefit plan covering all eligible employees. The present value of obligation under such defined benefit plan is determined based on actuarial valuation carried at the year-end using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of the estimated future cash flows. The discount rate used for determining the present value of the obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date having maturity periods approximating the term of the related obligation. Actuarial gains or losses are recognized immediately in the Statement of Other Comprehensive
Income/(Loss).

The plan provides a lump-sum payment to eligible employees at retirement or on termination of employment based on the salary of the respective employee and the years of employment with the Company.

Actuarial gains or losses are recognised in other comprehensive income. Remeasurement comprising actuarial gains or losses are not reclassified to the Statement of Profit and Loss in subsequent periods.

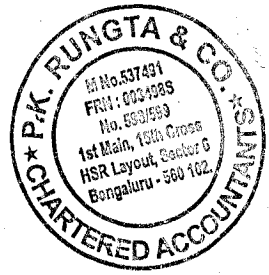
g. Revenue recognition

Revenue is recognised when goods/services are delivered and are recorded net of trade discounts, rebates, excise duties and sales tax. It does not include inter – divisional transfers.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Contract liabilities primarily relate to the consideration received from customers in advance for the Company's performance obligations which is classified as advance from customers.



Significant judgements

- The Company's contracts with customers could include promises to transfer multiple services to a customer. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

- The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how the customer consumes the benefits as services are rendered or who controls the asset as it is being created or the existence of enforceable right to payment for the performance to date and the alternate use of such service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

h. Leases

The Company lease assets consist of leases for property. The Company assesses whether a contract contains a lease, at inception of contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an asset, (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

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

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

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

Right-of-use of assets are depreciated from the commencement date on a straight line basis over the shorter of lease term and useful life of the underlying asset. Right of use of assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incrementally borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

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

The following is the summary of practical

1. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.
2. Excluded the initial direct costs from the measurement of the right-of-use of asset at the date if initial application.
3. Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.

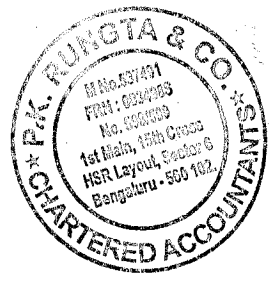
i. Recognition of dividend income, interest income or expense

Dividend income is recognised in profit or loss on the date on which the Company's right to receive payment is established.

Interest income or expense is recognised

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.



In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

j. Income tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii. Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax is not recognised for:
- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

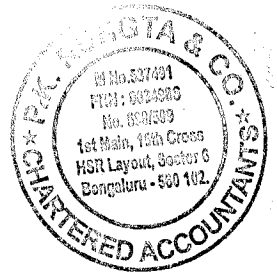
Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.
The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

k. Provisions, contingent liabilities and contingent assets

Provisions are recognised only when there is a present obligation as a result of past events and when a reasonable estimate of the amount of obligation can be made. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liabilities are disclosed for (i) possible obligations which will be confirmed only by future events not wholly within the control of the Company or (ii) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.



l. Earnings per share

The Company presents basic and diluted earnings per share ("EPS") for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

m Cash and cash equivalents

Cash and short-term deposits in the balance sheet comprise cash at banks and cash in 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.

Cash and cash equivalents includes bank overdrafts are form an integral part of Company's cash management.

n. Borrowings costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

o. Translation of Foreign Currency Items:

Foreign currency transactions are accounted for at the exchange rates prevailing at the transaction date. Monetary assets and Liabilities outstanding at the year-end denominated in Foreign Currency, is translated at the year-end closing rates. Gains and / losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are recognised in the profit & loss account. Exchange differences attributable to the acquisition of the fixed assets, if any, are adjusted to the cost of the respective assets.

2C Significant management judgement in applying accounting policies and estimation uncertainty

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policy. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The following are significant management estimation/uncertainty and judgement in applying the accounting policies of the Company that have the most significant effect on the financial statements:

(a) Recognition of deferred tax assets – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized.

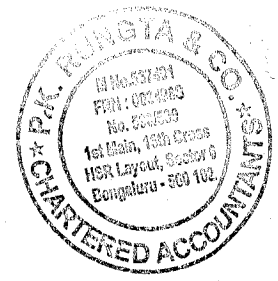
(b) Evaluation of indicators for impairment of assets – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

(c) Contingent liabilities – At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Company assesses the requirement of provisions against the outstanding contingent liabilities. However the actual future outcome may be different from this judgement.

(d) Impairment of financial assets – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit losses on outstanding receivables and advances.

(e) Useful lives of property, plant and equipment – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utilisation of assets.

(f) Expected Credit Loss- The impairment provisions for trade receivables is based on assumptions about risk of default and expected loss rates. The Company uses judgements in making certain assumptions and selecting inputs to determine impairment of these trade receivables, based on the Company's historical experience towards potential billing adjustments, delays and defaults at the end of each reporting period.



Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Consolidated Financial Statements for the year ended 31 March 2026
(All amounts in ₹ Million, unless otherwise stated)

3. Property, plant and equipment

	Freehold Land	Building	Plant and equipment	Electrical installation	Vehicles	Furniture and fixtures	Office equipment	Lab Equipments	Sewage Tratement	Computer	Total
Gross carrying value											
As at March 31, 2024	**11.14**	**72.10**	**566.39**	**17.58**	**15.05**	**2.87**	**1.64**	**2.36**	**0.18**	**2.26**	**691.57**
Additions	-	-	19.48	-	9.13	0.81	0.73	0.18	-	0.93	31.25
Disposals	-	-	-	-	(2.91)	-	-	-	-	-	(2.91)
As at March 31, 2025	**11.14**	**72.10**	**585.87**	**17.58**	**21.26**	**3.68**	**2.38**	**2.54**	**0.18**	**3.19**	**719.91**
Additions		4.05	16.56	8.50	-	1.04	0.68	0.35	-	0.99	32.18
Disposals											
As at March 31, 2026	**11.14**	**76.15**	**602.42**	**26.09**	**21.26**	**4.72**	**3.06**	**2.89**	**0.18**	**4.18**	**752.09**
Accumulated depreciation											
As at March 31, 2024	-	**6.33**	**79.45**	**3.86**	**2.37**	**0.61**	**0.46**	**0.64**	**0.10**	**1.03**	**94.85**
Depreciation for the year	-	3.16	43.34	2.04	2.20	0.31	0.35	0.32	-	0.60	52.31
Disposals	-	-	-	-	(1.08)	-	-	-	-	-	(1.08)
As at March 31, 2025	-	**9.49**	**122.79**	**5.90**	**3.49**	**0.92**	**0.81**	**0.96**	**0.10**	**1.63**	**146.09**
Depreciation for the year	-	3.26	41.96	2.28	2.66	0.43	0.52	0.30	-	0.64	52.04
Disposals	-										
As at March 31, 2026	-	**12.75**	**164.75**	**8.17**	**6.14**	**1.35**	**1.33**	**1.26**	**0.10**	**2.27**	**198.12**
Net Carrying Value											
As at March 31, 2025	**11.14**	**62.61**	**463.07**	**11.69**	**17.78**	**2.76**	**1.57**	**1.58**	**0.08**	**1.56**	**573.83**
As at March 31, 2026	**11.14**	**63.40**	**437.67**	**17.92**	**15.12**	**3.37**	**1.73**	**1.63**	**0.08**	**1.92**	**553.97**

Note:

3.1 Cash credit from State Bank of India is secured against mortgage of land and building and plant & machinery at Bommasandra industrial area Unit-1, Bengaluru.

3.2 All Property, Plant & Equipment are held in the name of the Company. The Title deeds of all immovable properties are in the name of the company.

3.3 Company has applied the optional exemption to measure its Property, Plant & Equipment at the date of transition at their previous GAAP carrying amount and used it as the deemed cost for such assets.



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3b. Capital work-in-progress (CWIP)

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning	-	-
Additions during the year	2.75	-
Capitalized during the year	-	-
Balance at the end	**2.75**	**-**

Ageing Schedule for Capital work–in–progress as at March 31, 2026

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1–2 years	2–3 years	More than 3 years	Total
Projects in Progress	2.75	-	-	-	2.75
Projects temporarily suspended	-	-	-	-	-
Total capital work-in-progress	**2.75**	**-**	**-**	**-**	**2.75**

Ageing Schedule for Capital work–in–progress as at March 31, 2025

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1–2 years	2–3 years	More than 3 years	Total
Projects in Progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total capital work-in-progress	**-**	**-**	**-**	**-**	**-**

*** There are no delayed and overrun projects.**

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P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS
M No.537491
FRN : 003499S
No. 8981899
1st Main, 15th Cross
HSR Layout, Sector 6
Bengaluru - 560 102.

4 .Right of use assets

	Right to use assets	Total
Reconciliation of carrying amount		
As at March 31, 2024	**0.06**	**0.06**
Additions	-	-
Disposals	-	-
As at March 31, 2025	**0.06**	**0.06**
Additions	144.90	144.90
Disposals	-	-
As at March 31, 2026	**144.96**	**144.96**
Accumulated depreciation		
As at March 31, 2024	**0.01**	**0.01**
Amortisation for the year	0.00	0.00
Disposals	-	-
As at March 31, 2025	**0.02**	**0.02**
Amortisation for the year	1.19	1.19
Disposals		
As at March 31, 2026	**1.21**	**1.21**
Net Carrying Value		
As at March 31, 2025	**0.04**	**0.04**
As at March 31, 2026	**143.75**	**143.75**

B. Amounts recognised in the statement of profit and loss

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation expense on right-of-use assets (refer note 28)	1.19	0.01
Interest expense on lease liabilities (refer note 27)	0.00	0.01
Expense relating to short-term leases (refer note 29)	-	0.00
	1.20	**0.02**

C. Amounts recognised in the statement of cash flows

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Payment of lease liabilities (including interest)	(0.01)	(0.05)
	(0.01)	**(0.05)**

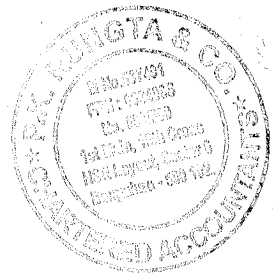
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5. Other intangible assets

	Computer software	Total
Reconciliation of carrying amount		
Gross carrying value		
As at March 31, 2024	**0.75**	**0.75**
Additions	0.26	0.26
Disposals	-	-
As at March 31, 2025	**1.01**	**1.01**
Additions	**1.56**	**1.56**
Disposals		
As at March 31, 2026	**2.57**	**2.57**
Accumulated depreciation		
As at March 31, 2024	**0.63**	**0.63**
Amortisation for the year	0.06	0.06
Disposals	-	-
As at March 31, 2025	**0.70**	**0.70**
Amortisation for the year	**0.09**	0.09
Disposals	-	-
As at March 31, 2026	**0.78**	**0.78**
Net Carrying Value		
As at March 31, 2025	**0.32**	**0.32**
As at March 31, 2026	**1.79**	**1.79**

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6. Investments

	As at 31 March 2026	As at 31 March 2025
Non- Current investments carried at fair value through profit and loss		
Quoted mutual funds and PMS account		
Anand Rathi Wealth Limited		
(31 March 2026 :1683180.15 units, 31 March 2025 :1042379.7 units)	110.38	110.96
Spark PWM Private Limited -PMS Account	-	98.64
	110.38	**209.60**
	110.38	**209.60**
Aggregate book value of quoted investments	108.54	218.90
Aggregate market value of quoted investments	110.38	209.60
Aggregate value of unquoted investments	(0.00)	(0.00)
Aggregate amount of impairment in value of investments	-	9.29

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7. Other financial assets

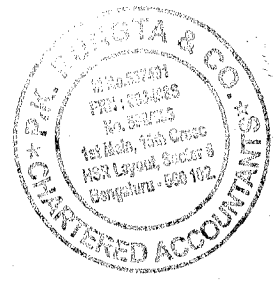
	As at 31 March 2026	As at 31 March 2025
(Unsecured and considered good)		
Non-Current		
Security deposits	38.07	22.96
	38.07	**22.96**
Current		
Interest accrued		
on fixed deposits	8.35	0.24
on EB deposits	0.90	0.55
Security deposits (Vinir Aerodefense Technologies)	0.00	0.00
	9.25	**0.79**

8. Inventories

	As at 31 March 2026	As at 31 March 2025
-Raw Materials	277.94	333.62
-Fuel and Diesel	0.73	1.71
-Stores and Consumable	4.15	0.61
-Work-in-progress	100.15	11.42
-Scrap	1.91	0.87
	384.87	**348.23**

Note:
8.1 Inventories is as certified by the Management.
8.2 The management has estimated that there is no slow moving and non moving inventories.
8.3 Working capital facilities are secured by hypothecation of inventories of the Company, both present and future.

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Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Consolidated Financial Statements for the year ended 31 March 2026
(All amounts in ₹ Million, unless otherwise stated)

9. Trade receivables

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good	538.94	264.74
Less : Allowance for expected credit loss	31.37	13.97
	507.57	**250.77**

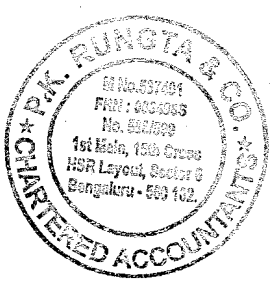
Trade receivables are non-interest bearing and are generally on terms of 0 to 90 days.

Trade Receivables ageing schedule as at 31 March 2026

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables -considered good	489.29	18.60	31.05	-	-	538.94
Less: Expected credit loss allowance	11.13	5.99	14.25	-	-	31.37
Undisputed Trade receivables which has significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivables -credit impaired	-	-	-	-	-	
Disputed Trade receivables -considered good	-	-	-	-	-	-
Disputed Trade receivables which has significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivables -credit impaired	-	-	-	-	-	-
	478.17	**12.61**	**16.80**	**-**	**-**	**507.57**

Trade Receivables ageing schedule as at 31 March 2025

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables -considered good	230.12	23.04	11.58	-	-	264.74
Less: Expected credit loss allowance	4.12	5.11	4.75	-	-	13.97
Undisputed Trade receivables which has significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivables -credit impaired	-	-	-	-	-	
Disputed Trade receivables -considered good	-	-	-	-	-	-
Disputed Trade receivables which has significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivables -credit impaired	-	-	-	-	-	-
	226.00	**17.93**	**6.83**	**-**	**-**	**250.77**



10A.Cash and cash equivalents

	As at 31 March 2026	As at 31 March 2025
Cash on hand	0.67	0.60
Balance with bank		
- On current accounts	0.06	0.69
- On cash credit accounts	0.26	32.10
	0.98	**33.39**

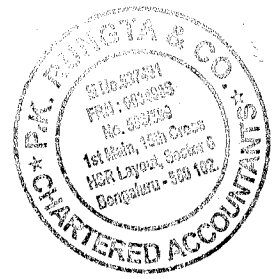
10B. Bank balances other than cash and cash equivalents

	As at 31 March 2026	As at 31 March 2025
Bank deposits (due to mature within 12 months of the reporting date)	258.24	44.75
	258.24	**44.75**

11. Other current assets

	As at 31 March 2026	As at 31 March 2025
Prepaid expenses	0.45	0.98
Balance with government authorities	37.78	19.66
Advance to suppliers	29.14	19.91
	67.37	**40.55**

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12. Equity share capital

	As at 31 March 2026	As at 31 March 2025
Authorised		
300,000,000 (31 March 2025: 30,000,000) equity shares of INR 2 each	600.00	600.00
	600.00	**600.00**
Issued, subscribed and paid-up		
212,629,380 (31 March 2025: 21,26,29,380) equity shares of INR 2 each	425.26	425.26
	425.26	**425.26**

(i) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year

	As at 31 March 2026		As at 31 March 2025	
	Number of shares	Amount	Number of shares	Amount
Equity shares of INR 2 each (31 March 2025: INR 2 each, 31 March 2024: INR 10 each)				
Outstanding at the beginning of the year	212,629,380	425.26	14,175,292	141.75
Sub-division of shares from INR 10 to INR 2 each	-	-	56,701,168	-
Bonus issue during the year	-	-	141,752,920	283.51
Outstanding at the end of the year	**212,629,380**	**425.26**	**212,629,380**	**425.26**

(ii) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of INR 2 per share. Each shareholder is eligible to one vote per share held. The dividend proposed, if any, by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting except in case of interim dividend. The repayment of equity share capital in the event of liquidation and buy back of shares are subject to prevalent regulations. In the event of liquidation, normally the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount in proportion to their shareholding.

(ii) Increase in authorised capital

The Company has vide its resolution passed at the Extra Ordinary General Meeting of shareholders of the Company held on 21st November 2024 has accorded to increase the authorized share capital of the company from INR 30,00,00,000/- (Rupees Thirty Crores) divided into 3,00,00,000 (Three Crore Only) Equity Shares of INR 10/- each to INR 60,00,00,000/- (Rupees Sixty Crores) divided into 6,00,00,000 (Six Crore Only) of INR 10/- each.

(iii) Sub division of shares

The Company has vide its resolution passed at the Extra Ordinary General Meeting of shareholders of the Company held on 30th November 2024 has accorded approval for sub-division of 6,00,00,000 (Six crore) equity shares of face value of INR. 10/- each to 30,00,00,000 (Thirty Crore) equity shares of face value of INR 2/- each.

(iv) Bonus issue of shares

The Company has vide its resolution passed at the Extra Ordinary General Meeting of shareholders of the Company held on 30th November 2024 has accorded approval for capitalizing a sum of INR 28,35,05,840/- out of free reserves for issue and allotment of 14,17,52,920 equity shares of face value of INR 2/- each as bonus shares in the proportion of 2 bonus equity shares for every 1 held.

(v)Particulars of shareholders holding more than 5% equity shares

	As at 31 March 2026		As at 31 March 2025	
	Number of shares	% of holding	Number of shares	% of holding
Equity shares, fully paid up held				
Naresh Chandra Gupta	12,757,770	6.00%	12,757,770	6.00%
Nitesh Gupta	178,608,375	84.00%	178,608,375	84.00%
Ritesh Gupta	21,262,635	10.00%	21,262,635	10.00%

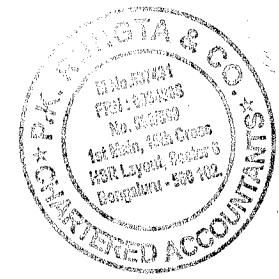
(vi) Aggregate number of shares issued for consideration other than cash during the year of five years immediately preceeding the reporting date

The Company has not issued any Equity shares pursuant to contract without payment being received in cash during the year.

(vii) Particulars of shareholding of Promoters

	As at			As at		
Promoter Name	Number of shares	% of holding	% change	Number of shares	% of holding	% change
Equity shares, fully paid up held						
Naresh Chandra Gupta	12,757,770	6.00%	-	12,757,770	6.00%	-
Nitesh Gupta	178,608,375	84.00%	-	178,608,375	84.00%	-
Ritesh Gupta	21,262,635	10.00%	-	21,262,635	10.00%	-

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Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Consolidated Financial Statements for the year ended 31 March 2026
(All amounts in ₹ Million, unless otherwise stated)

13. Other equity

	As at 31 March 2026	As at 31 March 2025
A. Reserves and surplus		
i. Retained earnings		
Balance at the commencement of the year	871.73	725.09
Add: Profit during the period/year	243.28	246.63
Less: Transferred to General reserve	100.00	100.00
Closing Balance	**1,015.04**	**871.73**
ii. General reserve		
Balance at the commencement of the year	33.33	190.00
Add: Transferred from retained earnings	100.00	100.00
Less: Stampduty paid on increasing in authorised capital	-	3.75
Less: Amount Utilised for issue of Bonus shares	-	252.92
Closing Balance	**133.33**	**33.33**
iii. Capital reserve		
Balance at the commencement of the year	2.28	2.28
Add: Created during the year		-
Closing Balance	**2.28**	**2.28**
iv. Capital redemption reserve		
Balance at the commencement of the year	-	30.59
Add: Created on account of buyback of equity shares		-
Less: Amount Utilised for issue of Bonus shares		30.59
Closing Balance	-	-
Total reserves and surplus (A) [i+ii+iii+iv]	**1,150.65**	**907.34**
B. Other comprehensive income		
Re-measurement gains/(losses) on defined benefit liability		
Balance at the commencement of the year	(0.85)	(1.50)
Re-measurement (gains)/losses on defined benefit liability for the year/period	6.31	0.65
Closing Balance	**5.46**	**(0.85)**
Total other comprehensive income (B)	**5.46**	**(0.20)**
Total other equity (A+B)	**1,156.11**	**906.49**

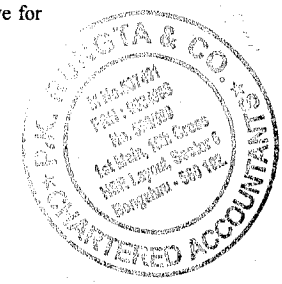
Nature and purpose of reserves

Retained earnings
Retained earnings are the profits/(losses) that the Company has earned/incurred till date, less any transfers to other reserves, dividends or other distributions paid to shareholders. Retained earnings includes remeasurement gain/(loss) on defined benefit plans, net of taxes that will not be reclassified to statement of profit and loss. Retained earnings is a free reserve available to the Company and eligible for distribution to shareholders, in case where it is having positive balance representing net earnings till date

General Reserve
General Reserve represents appropriation of retained earnings and are available for distribution to shareholders.

Capital Reserve
Capital Reserve is not available for distribution and can be utilised only for capital purposes..

Capital Redemption Reserve :
During the financial year 2023-24, the company has initiated a buy back of 30,58,823 equity shares from it's existing shareholders at the valuation of Rs 85 per share for an aggrgate consideration of Rs 2600 lakhs as per the provisions of Article 41 of the Articles of Association of the Company and the provisions of Sections 68, 69 and 70 and all other applicable provisions, if any , of the Companies Act, 2013, the Companies (Share Capital and Debentures) Rules, 2014, to the extent applicable, as amended from time to time. The Capital redemption reserve equivalent to the face value of the 30,58,823 equity shares bought back has been created as per the provisions of the Companies Act, 2013. Further, the company has utilised the capital redemption reserve for issue of bonus shares during the financial year 2024-25.



14. Lease Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Non-current		
Lease liabilities	0.03	0.02
	0.03	**0.02**
Current		
Lease liabilities	0.01	0.02
	0.01	**0.02**

The Company has entered into various lease arrangements relating to factory land. These lease contracts of factory land have lease terms ranging up to ninety nine years. The Company has elected to apply the recognition exemption for leases with a lease term (or remaining lease term) of twelve months or less. Payments associated with short-term leases and low-value assets are recognised on a straight-line basis as an expense in the consolidated statement of profit and loss over the lease term.

(i) Movement of lease liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Opening lease liabilities	0.05	0.10
Additions during the period/year	0.00	-
Interest expense on lease liabilities	0.00	0.01
Payment of lease liabilities	(0.01)	(0.06)
Terminations during the period/year	-	-
Closing lease liabilities	**0.04**	**0.05**

Refer Note no 34 for maturity analysis of lease liablities, Also Refer Note no 4 for right to use assets.

15. Provisions

Particulars	As at 31 March 2026	As at 31 March 2025
Non-current		
Gratuity (Refer Note 33)	8.84	14.29
	8.84	**14.29**
Current		
Gratuity (Refer Note 33)	-	-
	-	-

The company has transferred INR 5.05 Million to its gratuity fund M/s. Vinir Engineering Pvt Ltd Employees Group Gratuity Trust during the financial year 2024-25.

16. Deferred tax liabilities (net)

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred Tax Liabilties (net)	28.45	27.56
	28.45	**27.56**

16A. Income tax

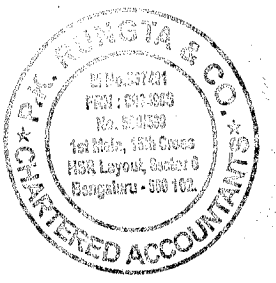
A. Amounts recognised in profit or loss

	As at 31 March 2026	As at 31 March 2025
Current tax		
Current year	91.55	87.45
Deferred tax		
Origination and reversal of temporary differences	0.81	1.48
Tax expense	**92.36**	**88.93**
Earlier year tax		
Tax pertaining to previous year	-0.72	1.60
Tax expense	**91.64**	**90.53**

B. Income tax recognised in other comprehensive income

	As at 31 March 2026	As at 31 March 2025
Remeasurements of defined benefit liability(asset)		
Before tax	-8.43	-0.87
Tax expense	2.12	0.22
Net of tax	-6.31	-0.65
Tax expense	**2.12**	**0.22**

*** The Company's weighted average tax rates for the period ended March 31, 2026 and year ended March 31, 2025 were 25.168%



C. Recognised deferred tax assets and liabilities

	As at 31 March 2026	As at 31 March 2025
Deferred tax asset		
Loss allowance on trade receivables	7.90	3.52
Provision for gratuity	2.23	3.60
Bonus	0.45	0.30
Lease liabilities	0.01	0.00
Total	**10.59**	**7.41**
Deferred tax liabilities		
Property, plant and equipment and intangibles	38.89	35.53
Fair valuation of investments	0.46	(0.23)
Lease liabilities -Right to use asset	0.01	-
Total	**39.36**	**35.30**
Offsetting of deferred tax assets and liabilities	28.77	27.89
Net deferred tax assets	**0.34**	**0.26**
Net deferred tax liabilities	**28.77**	**27.89**

Movement of Deferred Tax

Particulars	Balance as at March 31, 2025	Accounted through information of profit and loss and OCI	Balance as at March 31, 2026
Deferred Tax Assets			
Loss allowance on trade receivables	3.52	4.38	7.90
Provision for gratuity	3.60	(1.37)	2.23
Expenses allowable on payment basis	-		-
Bonus	0.30	0.16	0.45
Lease liabilities	-	0.01	0.01
Total Defered Tax Assets	**7.41**	**3.18**	**10.59**
Deferred Tax Liablities			
Property, plant and equipment and intangibles	35.53	3.35	38.89
Fair valuation of investments	(0.23)	0.70	0.46
Lease liabilities -Right to use asset	-	0.01	0.01
Total Deferred Tax Liablities	**35.30**	**4.06**	**39.36**
Net Deferred Tax Liablities	**27.89**		**28.77**

Reconciliation of deferred tax (liabilities) / assets (net):

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	27.78	26.30
Tax income/(expense) during the period recognised in profit or loss	0.81	1.48
Balance at the end of the year	**28.59**	**27.78**

D. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate

	As at 31 March 2026	As at 31 March 2025
Accounting profit before income tax (A)	335.49	338.77
Applicable tax rate (B)	25.17%	25.17%
Computed tax expense at statutory rate (C = A*B)	**84.44**	**85.26**
Tax effect of:-		
Non deductible expenses	27.95	22.41
deductible expenses	(22.45)	(21.00)
Deferred tax & tax for earlier year	0.09	3.08
Tax expenses as per statement of profit & loss (D)	**90.02**	**89.75**
Effective Tax Rate E=D/A	**26.83%**	**26.49%**

17. Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Current		
Secured		
Loans from Banks	186.29	-
	186.29	**-**

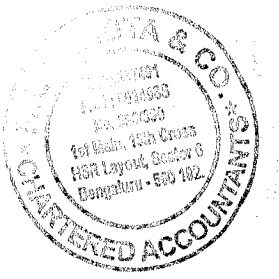
Cash credit from State Bank of India amounting to INR 125.73 Million (March 31, 2025 INR NIL) is secured against mortgage of land and building and plant & machinery at Bommasandra industrial area Unit-1, Bengaluru and hypothecation of inventories, book debts and other current assets.

Over Draft from State Bank of India amounting to INR 60.56 Million (March 31, 2025 INR NIL) is secured against fixed deposits held with the bank

18. Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of micro enterprises and small enterprises	10.25	21.44
Total outstanding dues of creditors other than micro enterprises and small enterprises	204.68	86.90
	214.92	**108.33**

* Refer Note 38 for details schedule of MSMED



Trade Payables ageing schedule: As at 31 March 2026

Particulars	Outstanding for following periods from due date of payment			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
(i) Micro enterprises and small enterprises	10.25	-	-	-
(ii) Others	194.92	7.97	1.79	-
(iii) Disputed dues- Micro enterprises and small enterprises	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-
	205.16	7.97	1.79	-

Trade Payables ageing schedule: As at 31st March 2025

Particulars	Outstanding for following periods from due date of payment			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
(i) Micro enterprises and small enterprises	21.44	-	-	-
(ii) Others	59.74	2.77	6.08	18.31
(iii) Disputed dues- Micro enterprises and small enterprises	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-
	81.18	2.77	6.08	18.31

Note: Trade payables are generally on credit terms of 0 to 45 days.

19.Other financial liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Current		
Payable to employees	9.04	7.22
	9.04	7.22

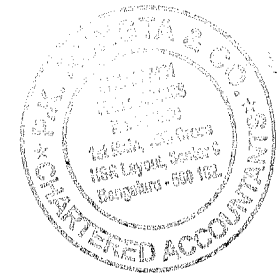
20. Other current liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Contract liability (advance from customers)	24.05	13.09
Statutory dues payable	8.40	2.69
	32.46	15.77

21. Current tax liabilities (net)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for Income tax (Net of advance tax)	13.02	0.85
	13.02	0.85

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22. Revenue from operations

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Sale of products		
Manufactured goods	2,022.31	1,878.10
	2,022.31	**1,878.10**
Sale of services		
Die Development Charges	0.65	12.53
Processing Charges received	25.28	2.21
Job Work Charges received	-	6.77
	25.93	**21.52**
Total revenue from operations	**2,048.24**	**1,899.62**

Reconciliation of revenue recognised with contract price:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Contract price(Gross)	2,050.16	1,901.22
Adjustments for		
Discount, rebates and Incentives as per contract	1.92	1.60
Revenue from operations	**2,048.24**	**1,899.62**

Contract liabilities primarily relate to the consideration received from customers in advance for the Company's performance obligations which is classified as advance from customers.

23. Other income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income		
on fixed deposits with banks	11.78	2.85
others	1.34	0.62
Profit on Fair value of investments	11.14	-
Profit on sale of investments	-	12.52
Share of Profit from partnership firm	0.00	-0.00
Profit on sale of property, plant and equipment	-	0.56
Liabilities written back/Advance forfeited	-	0.37
Export Incentives	1.37	0.31
Sale of Duty Scripts	1.49	-
Bad Debts	0.11	-
Dividend income	0.00	1.53
Foreign Exchange Fluctuation (Net)	8.90	6.22
	36.14	**24.98**

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24. Cost of material consumed

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Inventory of materials at the beginning of the year	334.23	172.32
Add: Purchases	1,013.74	1,077.67
Less: Inventory of materials at the end of the year	(282.08)	(334.26)
Cost of materials consumed	**1,065.88**	**915.74**

25. Changes in inventories of finished goods, stock-in-trade and work-in-progress

	For the year ended 31 March 2026		
	Opening inventory	Closing inventory	(Increase)/decrease in inventory
Work-in-progress	11.42	100.15	(88.73)
Scrap	0.87	1.91	(1.04)
	12.29	**102.05**	**(89.76)**

	For the year ended 31 March 2025		
	Opening inventory	Closing inventory	(Increase)/decrease in inventory
Work-in-progress	2.54	11.42	(8.88)
Scrap	4.49	0.87	3.62
	7.03	**12.29**	**(5.26)**

26. Employee benefits expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries, wages and bonus	110.96	96.40
Contribution to provident and other funds	4.96	5.02
Staff welfare expenses	7.18	7.48
Gratuity	0.86	3.89
	123.97	**112.79**

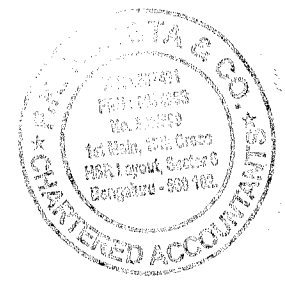
27. Finance costs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense on		
on Cash credit	5.56	4.02
on Bill Discounting	2.17	1.35
on Lease liablities	0.00	0.01
on Delayed payment of income tax / TDS	0.09	0.04
Bank charges	2.49	2.09
	10.32	**7.51**

28. Depreciation and amortisation expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation of property, plant and equipment (refer note 3)	52.04	52.31
Depreciation of right to use assets (refer Note 4)	1.19	0.01
Amortisation of intangible assets (refer note 5)	0.09	0.06
	53.32	**52.39**

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29.Other expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Building Maintenance	5.22	3.60
Contract Labour Chrages	88.57	82.79
Job work Charges	79.95	42.26
Power and fuel	280.95	271.10
Rent	-	0.00
Commission	0.60	1.54
Repair to Machinery	12.98	6.54
Auditor's remuneration *	1.16	1.06
Business promotion	3.12	2.58
Communication expenses	0.65	0.65
Insurance	2.53	2.00
Legal and pofessional	25.12	16.96
Printing & Stationery	1.63	1.57
Rates & Taxes	7.02	5.26
Security Charges	4.81	4.63
Rebates & Discounts	7.20	4.84
Shipping Charges outward	0.05	0.14
Testing Charges	2.97	2.63
Transportation charges paid	9.16	5.73
Travelling and Conveyance	12.08	9.82
Corporate social responsibility expenses**	7.98	6.91
Loss on fair valuation of investments	-	12.83
Loss allowance on trade receivables	17.40	8.38
Loss on sale of investments	5.38	-
Vehicle Maintenance	0.52	0.53
Water Charges	0.53	0.57
Miscellaneous Expenses	7.59	7.76
	585.17	**502.67**

*Auditor's remuneration	For the year ended 31 March 2026	For the year ended 31 March 2025
Audit fees	1.16	1.00
In other capacity:		
other matters	-	0.01
	1.16	**1.01**

** Refer note 41

30. Earnings per share (EPS)

Issue of split & bonus shares:

Pursuant to the approval of shareholders in their extra-ordinary general meeting held on November 30, 2024, the Company has subdivided the equity shares of face value of Rs. 10/- each into equity shares of face value of Rs. 2/- with effect from January 04,2025 and has issued and allotted fully paid-up equity shares of ₹ 2 each as bonus shares on January 08, 2025 in the ratio of two equity shares for every one equity share held. The earnings per share has been adjusted for issue of these sub-division & bonus shares and is as below:-

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit attributable to owners of the Company (A)	243.28	246.63
Weighted average number of equity shares oustanding during the year (in numbers) (B)	212,629,380	212,629,380
Basic and diluted earnings per share (A/B) at Face value Rs. 2 per share	**1.14**	**1.16**

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31. Financial instruments - Fair values and risk management

A Accounting classifications and fair values

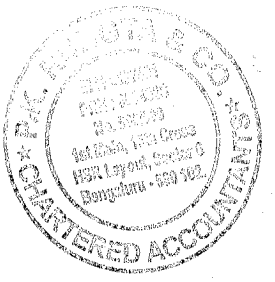
The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

As at 31 March 2026

	Hierarchy	FVTPL	FVTOCI	Amortised cost	Total
Financial assets measured at fair value					
Investments	Level 1	110.38	-	-	110.38
Financial assets not measured at fair value					
Investments				(0.00)	(0.00)
Cash and cash equivalents		-	-	0.98	0.98
Bank balances other than cash and cash equivalents		-	-	258.24	258.24
Trade receivables		-	-	507.57	507.57
Other financial assets		-	-	47.31	47.31
		110.38	-	814.10	924.48
Financial liabilities not measured at fair value					
Lease liabilities		-	-	0.04	0.04
Trade Payables		-	-	214.92	214.92
Other financial liabilities		-	-	9.04	9.04
		-	-	224.01	224.01

As at 31 March 2025

	Hierarchy	FVTPL	FVTOCI	Amortised cost	Total
Financial assets measured at fair value					
Investments	Level 1	209.60	-	-	209.60
Financial assets not measured at fair value					
Investments				(0.00)	(0.00)
Cash and cash equivalents		-	-	33.39	33.39
Bank balances other than cash and cash equivalents		-	-	44.75	44.75
Trade receivables		-	-	250.77	250.77
Other financial assets		-	-	23.75	23.75
		209.60	-	352.17	562.26
Financial liabilities not measured at fair value					
Lease liabilities		-	-	0.05	0.05
Trade Payables		-	-	108.33	108.33
Other financial liabilities		-	-	7.22	7.22
		-	-	115.61	115.61



Fair value hierarchy

The table below analyses financial instruments carried at fair value, by valuation

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

As of 31 March 2026, 31 March 2025, the fair value of cash and bank balances, trade receivables, other current financial assets and liabilities, borrowings, trade payables approximate their carrying amount largely due to the short term nature of these instruments.
For other financial assets and liabilities that are measured at amortised cost, the carrying amounts approximate the fair value. The carrying amounts of financial assets and liabilities are considered to be the same as their fair values.

B. Measurement of fair values

Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring fair values for financial instruments measured at fair value in the balance sheet, as well as the significant unobservable inputs used.

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Financial instruments measured at fair value			
Investment in mutual funds	The fair value of investment in quoted mutual funds is based on the current bid price of respective investment as at the Balance Sheet date.	Not applicable.	Not applicable.
Financial instruments not measured at fair value			
Other financial assets and liabilities*	Discounted cash flows: The valuation model considers the present value of expected payment, discounted using a risk-adjusted discount rate.	Not applicable.	Not applicable.

*Other financial assets include trade receivables, loans to employees, security deposits, cash and cash equivalents, bank deposits and interest accrued. Other financial liabilities include trade payables, security deposits and payable towards capital creditors

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C. Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:
-Credit risk
-Liquidity risk
-Market risk

Risk Management Framework:

The Company is exposed to various risks in relation to financial instruments. The Company's financial assets and liabilities by category are summarised in note 31. The main types of risks that the Company is exposed to are credit risk and liquidity risk.The Company's risk management is coordinated at its corporate office, in close cooperation with the board of directors, and focuses on actively securing the Company's short to medium-term cash flows by minimising the exposure to volatile financial markets. The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below.

i.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. Credit risk encompasses both, the direct risk of default and the risk of deterioration of credit worthiness as well as concentration of risks. The carrying amounts of financial assets represent the maximum credit risk exposure.

Credit risk on cash and cash equivalents and bank deposits is limited as the Company generally deals with banks and mutual fund investments with high credit ratings assigned by domestic credit rating agencies. Investments primarily include investment in mutual funds, equity shares and Fixed deposits held with banks. The credit risk associated with such deposits is relatively low.

The Company uses expected credit loss model to assess the impairment loss. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available internal credit risk factors such as the Company's historical experience for customers. The Company based upon past trends determine an impairment allowance for loss on receivables.
The Company's exposure to credit risk for trade receivables is as follows

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables	507.57	250.77
	507.57	**250.77**

The following table provides information about the exposure to credit risk and expected credit loss for trade receivables:

As at 31 March 2026

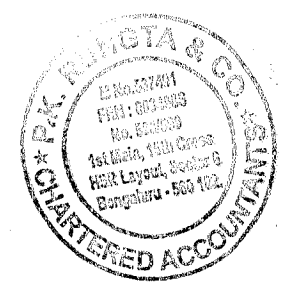
Particulars	Gross carrying amount	Weighted average loss rate	Loss allowance
Current (not past due)	-		
1-90 days past due	433.11	1%	5.27
91-180 days past due	56.18	0%	5.85
181-360 days past due	18.60	0%	5.99
More than 361 days past due	31.05	0%	14.25
	538.94	**1%**	**31.37**

As at 31 March 2025

Particulars	Gross carrying amount	Weighted average loss rate	Loss allowance
Current (not past due)	-		
1-90 days past due	211.08	1%	2.29
91-180 days past due	19.04	0%	1.83
181-360 days past due	23.04	0%	5.11
More than 361 days past due	11.58	0%	4.75
	264.74	**1%**	**13.97**

Movements in the allowance for impairment in respect of trade receivables:
The movement in the allowance for impairment in respect of trade receivables is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	13.97	5.60
Net measurement of loss allowance	17.40	8.37
Balance at the end of the year	**31.37**	**13.97**



ii. 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 approach to 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.

The Company aims to maintain the level of its cash and cash equivalents at an amount in excess of expected cash outflows on financial liabilities (other than trade payables). The Company also monitors the level of expected cash inflows on trade receivables and loans together with expected cash outflows on trade payables and other financial liabilities.

Exposure to liquidity risk

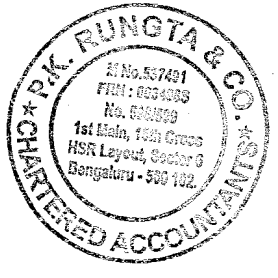
The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting arrangements.

As at 31 March 2026

		Contractual cashflows				
Particulars	**Carrying amount**	**Total**	**Less than one**	**1-2 years**	**2-5 years**	**More than 5**
Lease Liabilities	0.04	0.04	0.01	7.21	(7.18)	
Borrowings	186.29	186.29	186.29			
Trade payables	214.92	214.92	205.16	7.97	1.79	-
Other financial liabilities	9.04	9.04	9.04	-	-	-
	410.30	**410.30**	**400.50**	**15.19**	**(5.39)**	**-**

As at 31 March 2025

		Contractual cashflows				
Particulars	**Carrying amount**	**Total**	**Less than one year**	**1-2 years**	**2-5 years**	**More than 5 years**
Lease Liabilities	0.05	0.08	0.02	0.01	0.04	
Borrowings	-	-	-			
Trade payables	108.33	108.33	81.18	2.77	24.38	-
Other financial liabilities	7.22	7.22	7.22	-	-	-
	115.61	**115.63**	**88.43**	**2.78**	**24.42**	**-**



iii. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, which will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters

a. Interest rate risk

Interest rate risk is the risk that the future Consolidated cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to its long-term debt obligations with floating interest rates.

Particulars	As at 31-Mar-26	As at 31-Mar-25
Variable-rate instruments:		
Floating rate borrowings	186.29	-
Total borrowings	**186.29**	**-**

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased /(decreased) profit /loss by the amounts as under.

	Profit/Loss	
Particulars	**1% Increase**	**1% decrease**
Floating rate borrowings as at March 31, 2026	(1.86)	1.86
Floating rate borrowings as at March 31, 2025	-	-

b. Foreign Currency Risk

The Company is exposed to currency risk on account of its operating activities. The functional currency of the Company is Indian Rupee. Our exposure are mainly denominated in U.S. Dollars (USD) . The company's business model incorporates assumptions on currency risks and ensures any exposure is covered through the normal business operations. This intent has been achieved in all years presented. The company has put in place a financial risk management policy to identify the most effective and efficient ways of managing the currency risks.

Exposure to currency risk
The currency profile of financial assets and financial liabilities as at March 31, 2026, March 31, 2025 are as below:-

As at March 31, 2026

Financial assets	**₹**	**USD**
Trade receivables	74.18	0.79

As at March 31, 2025

Financial assets	**₹**	**USD**
Trade receivables	59.61	0.69

The company does not have any exposure to currency risk towards financial liablities

Sensitivity analysis

A reasonably possible strengthening / (weakening) of the Indian Rupee against US (USD) dollars would have affected the measurement of financial instruments denominated in US dollars and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. In cases where the related foreign exchange fluctuation is capitalised to fixed assets or recognised directly in reserves, the impact indicated below may affect the company's income statement over the remaining life of the related fixed assets or the remaining tenure of the borrowing respectively.

Impact of movement on profit or (loss) :

	Profit or (loss)	
Effect in ₹ (before tax)	**Increase in rate**	**Decrease in rate**
For the year ended March 31, 2026		
1% movement		
USD	0.74	(0.74)

	Profit or (loss)	
Effect in ₹ (before tax)	**Increase in rate**	**Decrease in rate**
For the year ended March 31, 2025		
1% movement		
USD	0.60	(0.60)

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P.K. RUNGTA & CO. ★ CHARTERED ACCOUNTANTS ★
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Bengaluru - 560 102.

32. Segment information

An operating segment is a component of the Company 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 Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Managing Director to make decisions about resources to be allocated to the segments and assess their performance. The Company is primarily engaged in the Manufacturings of all types of hot closed die forgings, open forgings, ring rolling, machine components & related products.

33. Post employment obligations

a) Provident fund

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund and Employee State Insurance Corporation which is a defined contribution plan. The company has no obligations other than to make the specified contributions. The contributions to defined contribution plans are recognised as an employee benefit expense in the Statement of Profit and Loss in the periods during which the related services are rendered by them.

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P.K. KUNGTA & CO. * CHARTERED ACCOUNTANTS *

33. b) Assets and liabilities relating to employee benefits

Particulars	As at 31 March 2026	As at 31 March 2025
Net defined benefit liability - Gratuity plan	8.84	14.29
Total employee benefit assets (Non- current)	**8.84**	**14.29**
Provision for employee benefits		
Gratuity	8.84	14.29
Total employee benefit liabilities	**8.84**	**14.29**
Non-current	8.84	14.29
Current	-	-
Total	**8.84**	**14.29**

For details about the related employee benefit expenses, see Note 26

The Company operates the following post-employment benefit plans.

Post employment obligations

a) Provident fund

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund and Employee State Insurance Corporation which is a defined contribution plan. The company has no obligations other than to make the specified contributions. The contributions to defined contribution plans are recognised as an employee benefit expense in the Statement of Profit and Loss in the periods during which the related services are rendered by them.

b) Gratuity

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, employees who have completed five years of service are entitled to specific benefit. The level of benefit provided depends on the member's length of service, salary and retirement age. The employee is entitled to a benefit equivalent to 15 days salary last drawn for each completed year of service with part thereof in excess of six months. The same is payable on termination of service or retirement or death whichever is earlier.

This is a funded benefit plan for qualifying employees. The Company makes contributions to State Bank of India (SBI) Life Insurance Company Ltd to cover the liability of the

These plans typically expose the Company to actuarial risks such as: investment risk, inherent interest rate risk , longevity risk and salary risk.

Investment Risk	The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at
Interest Rate Risk	The defined benefit obligation calculation uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.
Longevity Risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary Risk	Higher than expected increase in salary will increase the defined benefit obligation.

The most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at March 31, 2026 by Mr. Kewal Krishnan Wadhwa (FIAI Membership no. 209), Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost, were measured using the Projected unit credit method.

i. Reconciliation of the net defined benefit liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit liability and its

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33. b) Assets and liabilities relating to employee benefits

i. Reconciliation of present value of defined benefit obligation

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	14.29	16.08
Benefits paid directly by the enterprise	-	-
Current service cost	1.98	2.94
Past service cost	-	-
Interest cost	1.01	1.17
Actuarial gain/(loss) recognised in other comprehensive income	(8.43)	(0.90)
Contribution paid to the fund	-	(5.00)
Balance at the end of the year	**8.84**	**14.29**

ii. Expense recognised in profit or loss

	For the year ended 31 March 2026	For the year ended 31 March 2025
Current service cost	1.98	2.94
Interest cost	1.01	1.17
Balance at the end of the year	**2.98**	**4.11**

iii. Remeasurements recognised in other comprehensive income

	For the year ended 31 March 2026	For the year ended 31 March 2025
Actuarial (gain)/loss on defined benefit obligation		
- financial assumptions	(0.95)	0.32
- demographic assumptions	-	-
- experience adjustment	(7.47)	(1.19)
- asset	(0.01)	-
Balance at the end of the year	**(8.43)**	**(0.87)**

iv. The major categories of total plan assets are as follows:-

Gratuity	For the year ended 31 March 2026	For the year ended 31 March 2025
Investment Details	**Funded**	**Funded**
Investment with Insurer	99.01%	99.01%
Cash and cash equivalents	0.99%	0.99%

v. Actuarial assumptions

Principal actuarial assumptions at the reporting date:

Particulars	As at 31 March 2026	As at 31 March 2025
Discount rate	7.90%	7.04%
Future salary growth	7.00%	7.00%
Retirement age (years)	60 years	60 years
Withdrawal rate	5%	5%
Mortality		IALM 2012-14 ultimate

The actuarial valuation is carried annualy by an independent actuary. The discount rate used for determining the present value of obligation under the defined benefit plan is determined by reference to market yields at the end of the reporting period on Indian Government Bonds. The currency and the term of the government bonds is consistent with the currency and term of the defined benefit obligation.

The future salary growth rate takes into account inflation, seniority, promotion and other relevant factors on long-term basis.



vi. Sensitivity analysis

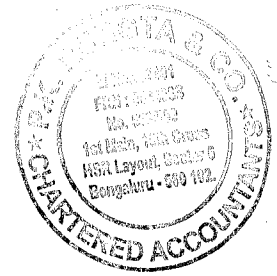
33. b) Assets and liabilities relating to employee benefits

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

	For the year ended 31 March 2026		For the year ended 31 March 2025	
	Increase	**Decrease**	**Increase**	**Decrease**
Discount rate (0.5% movement)	(0.51)	0.55	(0.77)	0.84
Future salary growth (0.5% movement)	0.53	(0.49)	0.73	(0.68)

vii .'Maturity profile of defined benefit obligation		
Year	**As at 31 March 2026**	**As at 31 March 2025**
0 to 1 year	2.29	2.73
1 to 2 year	0.99	1.32
2 to 3 year	1.68	1.24
3 to 4 year	0.95	1.99
4 to 5 year	0.46	1.22
5 to 6 year	0.80	0.57
6 Year Onwards	7.06	10.24
Total	**14.24**	**19.32**

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34. Leases

Operating lease - Company as lessee

The Company has entered into operating lease arrangements for the leasing of factory land that are renewable on a periodic basis and cancellable at the Company's option.

i. Future minimum lease payments

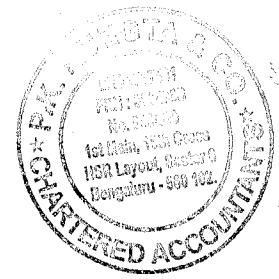
At reporting date, the future mininum lease payments to be made under non-cancellable operating leases are as follows:

Contractual undiscounted cash flows	As at 31 March 2026	As at 31 March 2025
Less than 1 year	0.01	0.01
1-5 years	0.04	0.05
More than 5 years	-	-
Total	**0.05**	**0.06**

ii. Amounts recognised in profit or loss

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Lease expense - minimum lease payments	1.20	0.02
	1.20	**0.02**

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35. Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital to equity shareholders. The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities less cash and cash equivalents. Adjusted equity comprises all components of equity.

The Company's adjusted net debt to equity ratio at reporting date was as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Total liabilities	493.07	174.09
Less: cash and cash equivalents	0.98	33.39
Adjusted net debt	**492.08**	**140.70**
Total equity	1,586.57	1,351.71
Adjusted net debt to equity ratio	**0.31**	**0.10**

36. Contingent liabilities and commitments

(to the extent not provided for)

A. Claims disputed by the Company:

Contingent liabilities in INR (₹)	As at 31 March 2026	As at 31 March 2025
(i). Bank Guarantee (amount outstanding at close of the year)	23.93	14.73
(ii) Civil Case - Before Karnataka High Court	60.13	60.13
(iii) Goods & Service Tax	23.71	23.71
	107.77	**98.57**

Contingent liabilities in USD ($)	As at 31 March 2026	As at 31 March 2025
Civil Case - Before Addl District & Session Court	1.42	-
	1.42	**-**

B. Commitments

Particulars	As at 31 March 2026	As at 31 March 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-	-
	-	-

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37. Related parties

A. List of Enterprises over which Key Management Personnel exercise significant influence

Vinir Aerodefense Technologies (Formerly known as Vishnu Forge Hosur), India (subsidiary;
Starttopia Hub International ,India
Metalkarma Engineering Technologies Pvt Ltd ,India
Metalkarma Construction Pvt Ltd ,India
Metalkarma Space Frame Structures Pvt Ltd ,India
Metalkarma AL-Khonaini Co., Saudi Arabia
MET Steel Industries Company, Saudi Arabia

B. List of Key Management Personnel

Name	Relationship
Nitesh Gupta	Managing Director
Naresh Chandra Gupta	Director
Ritesh Gupta	Director
Muthumanickam Matheswaran	Independent Director
Anita Sanghi	Independent Director
Madhikar Anand	Independent Director
Pradeep Chamaria	Company Secretary
Deepak Kacker (Appointed on 23rd July 2025)	Chief Executive Officer
Narasimha Kerur	Chief Financial Officer

C. List of Relatives of Key Management Personnel & their enterprises.

Name of the related party	Nature of relationship
Tina Gupta	Spouse of Mr. Nitesh Gupta
Veena Gupta	Spouse of Mr. Naresh Chandra Gupta
Kabambari Gupta	Spouse of Mr. Ritesh Gupta
Dhruv Gupta	Son of Mr. Nitesh Gupta

D. Transactions with related parties

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Rent Paid		
Vinir Aerodefense Technologies (Formerly known as Vishnu Forge Hosur)	7.20	-
Nitesh Gupta	0.01	0.01
Expenses paid on behalf of the firm		
Vinir Aerodefense Technologies (Formerly known as Vishnu Forge Hosur)	0.00	-0.00
Sales		
Metalkarma Engineering Technologies Pvt Ltd	48.12	112.28
Labour Charges Paid		
Metalkarma Engineering Technologies Pvt Ltd	0.30	
Remuneration paid		
Nitesh Gupta	9.90	9.90
Director Sitting Fees		
Muthumanickam Matheswaran	0.13	0.03
Anita Sanghi	0.20	0.10
Madhikar Anand	0.20	0.10
Salaries paid		
Dhruv Gupta	2.70	3.60
Abhijith Baliga B	-	0.07
Pradeep Chamaria	1.20	0.50
Narasimha Kerur	2.11	2.11
Deepak Kacker	2.40	-
Recovery of Initial Public Offer (IPO) Expense		
Nitesh Gupta	7.47	32.20

E. Balance payable to related parties for the year ended

Particulars	As at 31 March 2026	As at 31 March 2025
Balance outstanding		
Nitesh Gupta	7.55	0.41
Vinir Aerodefense Technologies (Formerly known as Vishnu Forge Hosur)	(0.00)	0.00

F. Balance receivable from related parties for the year ended

Particulars	As at 31 March 2026	As at 31 March 2025
Balance receivable		
Vinir Aerodefense Technologies (Formerly known as Vishnu Forge Hosur)- Investment	(0.00)	(0.00)
Metalkarma Engineering Technologies Pvt Ltd	26.68	8.51

G. Note: All the related party transactions are in normal course of business and at arm's length price.
Related party relationship is as identified by the Company and relied upon by the Auditors

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38. Dues to micro and small enterprises

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro and Small Enterprises. On the basis of the information and records available with the management, the below amount stood as outstanding due to the Micro, Small and Medium Enterprises as at year end. As per the management, there is no outstanding dues to MSME above 45 days, hence provision for interest due is not made.

Particulars	As at 31 March 2026	As at 31 March 2025
- Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	10.25	21.44
- Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
- Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
- Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
- Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
- Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-
- Further interest remaining due and payable for earlier years	-	-

39. Value of imports calculated on C.I.F. basis in respect of

Particulars	As at 31 March 2026	As at 31 March 2025
Raw Materials	61.23	291.67

Imported and Indigenous Raw Materials Consumed

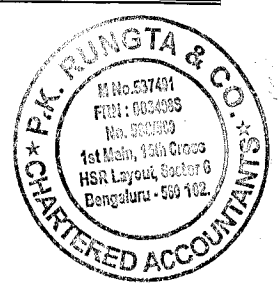
Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Imported	61.23	291.67
Indigenous	855.53	535.63

Imported and Indigenous Stores and Packing Materials consumed

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Imported	-	-
Indigenous	149.12	88.44

40. Income/ Expenditure in foreign currency

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
A. Expenditure in foreign currency		
Import of Raw Materials	34.71	281.95
Foreign Travel, Subscription etc.	1.59	1.36
Books & Periodicals	0.04	
Capital Goods	-	11.07
Membership & Subcription	0.13	
Professional fees	3.60	1.53
Repairs & Maintenance	-	0.17
Commission	0.60	1.54
Advance for Fixed Assets	-	1.70
Advance for Raw Materials	3.24	2.95
Exhibition Charges	0.50	-
Total	**44.40**	**302.27**
B. Income in foreign currency		
Exports	193.86	160.84
Total	**193.86**	**160.84**



41. Corporate Social Responsibility

As per Section 135 of the Companies Act , 2013 the following is the details of the Corporate Social Responsibility expenses incurred by the company.

	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Amount required to be spent by the company	7.83	6.87
(b) Amount of expenditure incurred		
(i) Contruction/Acquisition of any asset		-
(ii) On purpose other than (i) above	7.98	6.91
(c) Shortfall at the end of the year	(0.15)	(0.05)
(d) Total of previous years shortfall	(0.42)	(0.37)
(e) Cumulative shortfall/(excess)	(0.57)	(0.42)
(f) Reason for Shortfall	Not applicable	Not applicable
(g) Nature of CSR activities	Donations	Donations
(h) Contribution to related party	-	-
(i) Provision for CSR	-	-

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P.K. RUNGTA & CO. CHARTERED ACCOUNTANTS
M No.537491
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Bengaluru - 560 102

Vinir Engineering Limited
Corporate Identification Number (CIN) : U74210KA1983PLC005477
Notes to Consolidated Financial Statements for the year ended 31 March 2026
(All amounts in ₹ Million, unless otherwise stated)

42. Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	Variance (In %)
Current ratio*	Current Assets	Current Liabilities	2.70	5.43	-50%
Debt-Equity Ratio**	Total debt	Shareholders's equity	0.12	-	100%
Debt-Service Coverage Ratio **	EBITDA	Debt service	2.09	-	100%
Return on Equity Ratio****	Net profits after tax	Average shareholder's equity	0.15	0.05	207%
Inventory Turnover Ratio	Cost of goods sold	Average inventory	2.66	3.44	-23%
Trade Receivables Turnover Ratio******	Revenue from Operations	Average trade receivables	3.24	6.01	-46%
Trade Payables Turnover Ratio	Total Purchases	Average trade payables	6.27	6.66	-6%
Net capital turnover ratio	Revenue from Operations	Working Capital	2.65	3.39	-22%
Net profit ratio***	Net Profit	Revenue from Operations	0.12	0.13	-8%
Return on capital employed***	Earnings before interest and taxes	Capital employed	0.29	0.38	-24%
Return on Investment*****	Profit on investment	Cost of investments	(0.02)	0.08	-119%

* Increase in the short term borrowings
** Increase in the short term borrowings
***Increase in cost of goods sold
**** Increase in turnover

43. Subsequent events
There are no subsequent events impacting the financial statements.

44. The figures of previous year have been re-grouped, wherever necessary, to confirm to the current year classification

45. The Company holds immovable property and all the title deeds are held in the name of the company.

46. The Company has not revalued any of its Property, Plant and Equipment

47. The Company does not have any Intangible assets under development.

48. The Company has not granted any Loans and Advances in the nature of loans to its promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:
(a) repayable on demand or
(b) without specifying any terms or period of repayment

49. The Company was not holding any benami propery and no proceedings were initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

50. The Company has borrowings from any banks on the basis of security of current assets. The Company has not been declared a wilful defaulter by any bank or financial institution or other lender (as defined under Companies Act, 2013) or Consortium thereof, in accordance with the guilelines on wilful defaulters issued by the Reserve Bank of India.

51. As certified by the Management, The Company did not have any transactions with the struck off companies under Section 245 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

52. The Company did not have any charges or satisfaction which were yet to be registered with ROC beyond the statutory period.

53. The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

54. The Company has no scheme of Arrangements been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

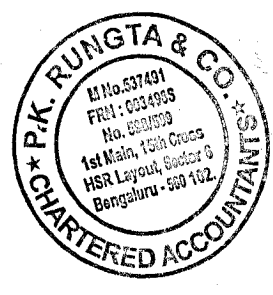
55. The Company did not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

56. The Company has not traded or invested in Crypto currency or virtual currency during the year ended March 31, 2026.

57. The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

58. The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

59. The Company has filed Criminal Complaint No.2027 of 2017 against Anand Teknow Aids Engineering India Limited and its Directors and other Officers before the Hon'ble Chief Judicial Magistrate at Bangalore for dishonour of 5 cheques in aggregate value of Rs.11.31 million. The directors of Anand Teknow viz. Dattatraya Narayan Ghandge and others ("the Petitioners") have filed a Criminal Petition No.883 of 2018 before the Hon'ble High Court of Karnataka at Bengaluru, praying to quash the Complaint in CC No.2027 of 2017 preferred by the Company against the Petitioners and quash the Order dated April 24, 2017 issuing non-bailable warrant against the Petitioners in the Court of Chief Judicial Magistrate Bengaluru, Rural District Bengaluru. An interim order was granted in Criminal Petition No.883 of 2018. The matter is pending.



60. Suprajit Engineering Limited ("Suprajit / Appellant") filed a complaint against the company alleging that operations at our Unit I caused vibration/noise pollution. This led the Karnataka State Pollution Control Board ("KSPCB") to issue a closure direction on December 19, 2018. The direction was stayed on December 28, 2018 and subsequently quashed by the Hon'ble High Court of Karnataka at Bengaluru ("Hon'ble High Court") on February 13, 2019, with instructions for KSPCB to reconsider the matter. Following a comprehensive review, KSPCB permitted the continuation of operations at Unit I. Moreover, in 2021, KSPCB renewed the Consent to Operate for Unit I for a period of 10 years. Separately, Suprajit initiated a civil suit (OS 60 of 2018) ("Suit") before the Principal Civil Judge & Judicial Magistrate of First Class at Anekal ("Civil Court") seeking inter alia a permanent injunction against certain hammering operations at Unit I. During the case proceedings, a series of submissions were made and pursuant to interim orders passed, only the hammering operations of Unit I were stopped from March 24, 2018 to May 9, 2018. Subsequently, the Civil Court dismissed the Suit stating that the plaint did not disclose the cause of action and clear right to sue and the Suit was also barred
under the Air (Prevention and Control of Pollution) Act, 1981 ("Air Act"). The Appellant filed appeal ("First Appeal") against this order of Civil Court, which was dismissed. A further appeal (R.S.A No. 173 of 2022) was then filed by the Appellant which is pending before the Hon'ble High Court. The Hon'ble High Court is considering, inter alia, the tenability of vibration claim and jurisdiction under pollution control law. No adverse orders or injunctions have been issued against the Company till date. The Company filed a civil suit bearing O.S.No.381 of 2020 ("Suit") against Suprajit, seeking to restrain unauthorized construction on Plot Nos. 100 and 101 in Bommasandra Industrial Area, Bengaluru, citing safety concerns. After the civil court declined to grant a temporary injunction, the Company appealed to the Hon'ble High Court, which imposed restrictions on further construction without proper approvals. Subsequently, the civil court permitted construction on Plot No. 100 but maintained restrictions on Plot No. 101 until the Suit is resolved or a building permit is obtained. The matter is currently pending. An additional application by the Company seeking penal action against Suprajit and its directors also remains pending. Further, the Company also filed a writ petition no. 5244 of 2025 before the Hon'ble High Court, seeking enforcement of demolition order by Karnataka Industrial Area Development Board against Suprajit's illegal construction on Plot Nos. 100 and 101. The petition also requests a stay on the Building Permit Certificate for Plot No. 100. The matter is pending.

For P.K.Rungta & Co.
Chartered Accountants
Firm Registration No: 003498S

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Bengaluru - 560 102

CA. Taran Rungta
Partner
Membership no: 537491
Place: Bengaluru
Date: 08/09/2026

For and on Behalf of Board of Directors of
M/s. Vinir Engineering Limited

Nitesh Gupta
Managing Director
DIN: 00532501
Place: Bengaluru
Date: 08/09/2026

Naresh Chandra Gupta
Chairman
DIN: 00532105
Place: Bengaluru
Date: 08/09/2026

Narasimha Kerur
Chief Financial Officer
Place: Bengaluru
Date: 08/09/2026

Pradeep Kumar Chamaria
Company Secretary
Membership No:F3294
Place: Bengaluru
Date: 08/09/2026