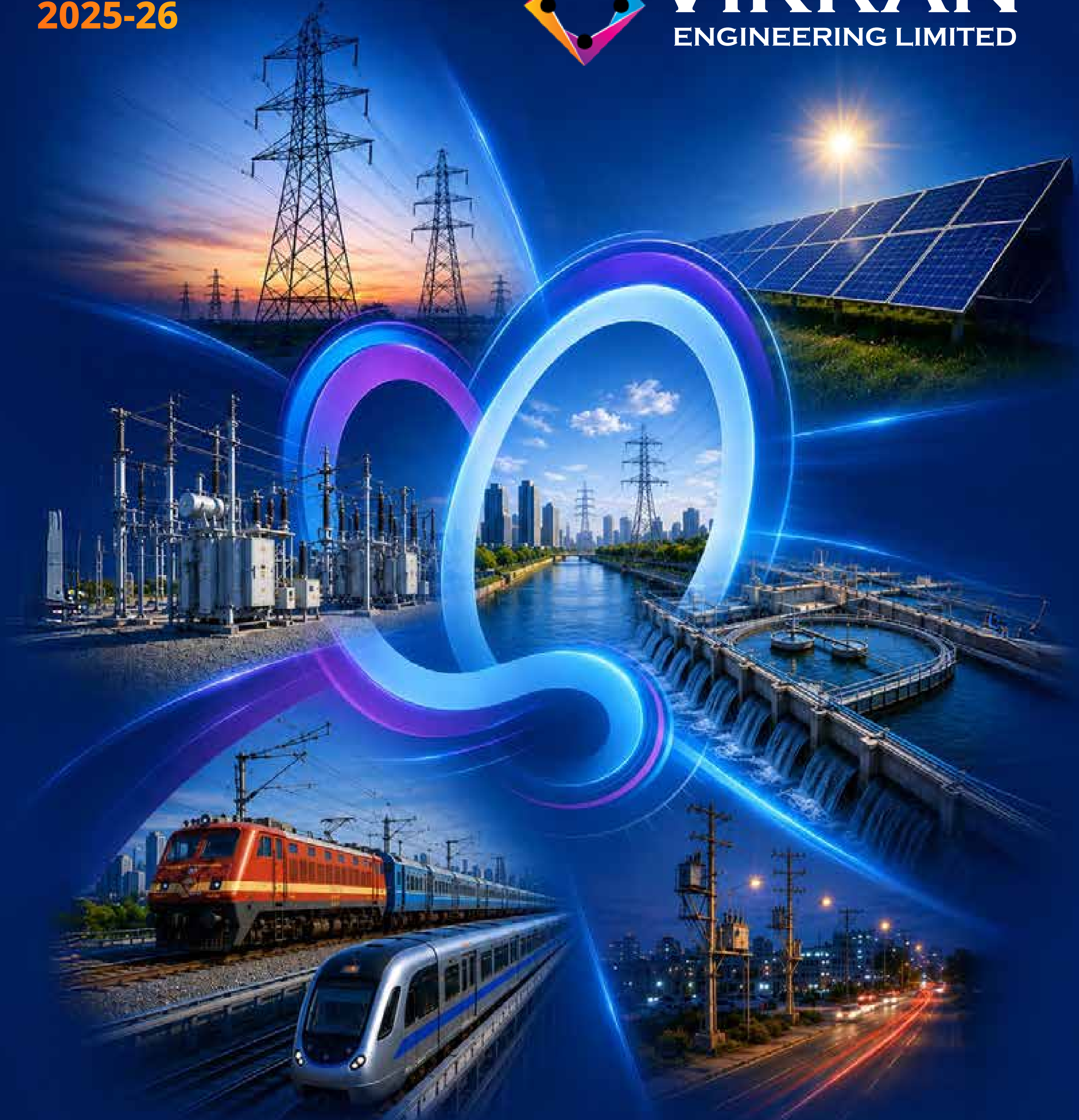
ANNUAL REPORT
2025-26

VIKRAN
ENGINEERING LIMITED



# POWERING
INDIA'S **INFRASTRUCTURE,**
BUILDING THE FUTURE

# BUILDING TOMORROW'S INFRASTRUCTURE, TODAY

VIKRAN
ENGINEERING LIMITED

At VIKRAN, we build infrastructure that powers progress. With engineering excellence, execution discipline and an unwavering commitment to quality, we are contributing to a stronger, cleaner and more connected India.

Strengthening the Power Grid

Accelerating the Clean Energy Transition

Building Sustainable Water Infrastructure

Enabling Faster, Greener Mobility

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### Forward-looking statements

Some information in this report may contain forward-looking statements relating to VIKRAN Engineering Limited's expected financial position and results of operations, business plans and prospects. These statements are generally identified by forward-looking words such as 'believe', 'plan', 'anticipate', 'continue', 'estimate', 'expect', 'may', 'will' or other similar expressions.

Forward-looking statements are dependent on certain assumptions and the basis underlying such statements. VIKRAN Engineering Limited has considered these assumptions in good faith and believes that they are reasonable in all material respects. However, readers are cautioned that actual results, performance, or achievements may differ materially from those expressed or implied in such forward-looking statements.

VIKRAN Engineering Limited undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.

To know more about us in digital mode, scan this QR code in your QR mobile application

BSE scrip code:
**544496**

NSE Trading Symbol:
**VIKRAN**

# POWERING INDIA'S INFRASTRUCTURE, BUILDING THE FUTURE

Engineering today| Empowering tomorrow
Delivering the backbone of a stronger India

POWER TRANSMISSION EHV (GIS/AIS) SUBSTATIONS & TRANSMISSION LINES

POWER DISTRIBUTION

SOLAR POWER

RAILWAY ELECTRIFICATION

WATER INFRASTRUCTURE





## EVERY MILESTONE REFLECTS OUR COMMITMENT

### TO BUILD, DELIVER AND TRANSFORM

Every so often, an infrastructure company arrives at a moment that redefines what it is. For VIKRAN Engineering Limited, FY 2025-26 has been that moment.

For more than a decade, VIKRAN has built its reputation the hard way - executing projects across some of India's most challenging terrain, from dense forests and mountain ranges to river crossings and desert landscapes, for the country's most demanding public sector clients: Power Grid Corporation of India (PGCIL), NTPC, state power transmission and distribution utilities, and central and state water departments. The work spans extra-high-voltage (EHV) substations, transmission lines, power and water distribution networks, and railway electrification projects.

In September 2025, that foundation carried VIKRAN onto the main board of the NSE and BSE – and the Company wasted no time putting the listing to work. And almost immediately, a second, equally significant shift began: VIKRAN's entry into the renewable energy sector. What started as a strategic diversification in 2025 has, within months, become the single largest driver of VIKRAN's order book, anchored by large-format solar wins from NTPC Renewable Energy. Also, the Company has won a major EPC order of over 2000 Cr for Solar EPC from a private party to develop 600 MW Solar project of NOPL Solar Projects Private Limited (to be mentioned as "NOPL Solar") - a transformation that marks FY 2025-26 as a genuine turning point. Yet the foundation beneath it remains unchanged: an EPC company applying eleven years of design, procurement, and execution discipline - proven across power, water, and railway infrastructure - to an ever-wider slice of what India needs to keep building, backed by a strong balance sheet and the agility to move where the market moves.

VIKRAN has never defined itself by a single sector - and that is precisely its strength. The Company's real asset is it's execution capability: the discipline to design, procure, and execute at scale, and the agility to point that capability wherever India's infrastructure demand rises next - a substation today, a water network tomorrow, an electrified rail corridor, a utility-scale solar plant. Powering India's Infrastructure, Building the Future is a statement of exactly that conviction. VIKRAN's job is to build the physical backbone this country runs on, one project at a time - and as India's infrastructure ambitions multiply in form and scale, so does VIKRAN's addressable opportunity. Where the nation builds next, VIKRAN intends to be already there, delivering.

### IPO & LISTING MILESTONE

# ACCELERATING GROWTH THROUGH LISTING

During the Financial Year 2025–26, the Company achieved a significant milestone by entering the Indian capital markets through its Initial Public Offering ("IPO"), marking its transition into a publicly listed company with the listing of its equity shares.


### PRE- IPO PLACEMENT

Prior to the IPO, the Company successfully raised approximately **₹185.54 crore** through a pre-IPO placement from marquee investors, including Mr. Ashish Kacholia with Mr. Mukul Agrawal and IIOF reflecting strong confidence in the Company's business model, execution capabilities and long-term growth prospects.

### LEAD MANAGERS & REGISTRAR

Pantomath Capital Advisors Private Limited and Systematix Corporate Services Limited acted as the Book Running Lead Managers to the Issue, while Bigshare Services Private Limited acted as the Registrar to the Issue.

### BOOK- BUILDING PROCESS

The IPO was launched through the book-building process in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

### PRICE BAND

**₹92-97**
PER EQUITY SHARE FACE VALUE OF ₹ 1 EACH

### SUBSCRIPTION

**26TH – 28TH**
AUGUST 2025
23.59X
OVERSUBSCRIBED

### ISSUE SIZE

**₹772 CRORE**

### ISSUE PRICE

**₹97 PER**
EQUITY SHARE
INCLUDING A SECURITIES PREMIUM OF ₹96 PER EQUITY SHARE

### OBJECT OF ISSUE

FUNDING WORKING CAPITAL REQUIREMENTS AND GENERAL CORPORATE PURPOSES


The net proceeds of the Fresh Issue are proposed to be utilised towards funding the Company's working capital requirements and for general corporate purposes, in accordance with the objects of the Issue set out in the Prospectus.

**The utilisation of the net proceeds is monitored by the Audit Committee and disclosed periodically to the Stock Exchanges in compliance with the applicable regulatory requirements.**

## STRONGER TOMORROW

The successful listing has strengthened the Company's presence in the capital markets, enhanced its corporate profile, diversified its shareholder base and reinforced its commitment to the highest standards of corporate governance, transparency and timely disclosures as a listed entity.


BSE NSE
**₹772 Cr**
Total Issue Size

# ABOUT VIKRAN ENGINEERING LIMITED

VIKRAN Engineering Limited is a Thane - headquartered, multi-sector Engineering, Procurement, and Construction (EPC) company built to deliver infrastructure end-to-end. From conceptualisation and detailed engineering through procurement, installation, testing, and commissioning, VIKRAN takes complete turnkey ownership of every project it undertakes- a single point of accountability that gives clients execution certainty, and gives the Company command over quality, cost, and timelines at every stage of delivery. It is this full-spectrum capability, deployed across multiple sectors, that allows VIKRAN to move decisively into whichever segment of India's infrastructure build-out offers the strongest growth - and to deliver once it gets there.

Incorporated in 2008, the Markhedkar family acquired the business in November 2014 and gave it a new identity - VIKRAN Engineering & Exim Private Limited. The acquisition brought more than new ownership; it brought a new name, purpose and a leadership that has driven every phase of growth since. In 2015, the Company secured orders worth - ₹157 crore, the start of a trajectory that would carry the Company from a privately held EPC business to the main board of the NSE and BSE in a short span of 10 years.

In September 2024, the Company converted to a public limited company under its current name, VIKRAN Engineering Limited, ahead of its eventual listing. September 3, 2025 marked a significant milestone in the Company's growth journey with the successful completion of its ₹772 crore Initial Public Offering (IPO) and the listing of its equity shares on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

As of March 2026, the Company had completed 47 projects with a total executed contract value exceeding ₹1,928 crore. By March 2026, its operational footprint had expanded further, with active projects spanning 18 states and over 190+ active sites, more than 881+ employees supported by a network of more than 3,500+ suppliers - all delivered through an asset-light execution model that keeps capital deployed in growth rather than owned equipment.

## OUR BUSINESS AT A GLANCE

**2008**
Year of Incorporation

**2014**
Acquired by Markhedkar Family

**₹772 CR**
IPO Size (September 2025)

**47**
Projects Completed

**₹1,928CR+**
Total Executed Contract Value

**18**
States Presence

**190+**
Active Sites

**881+**
Employees

**3500+**
Suppliers Network





## OUR BUSINESS AT A GLANCE

VIKRAN operates across four core infrastructure verticals, each reflecting a distinct but complementary engineering capability:

### POWER TRANSMISSION & DISTRIBUTION

Extra-high-voltage (EHV) substations up to 765 kV, transmission lines up to 400 kV, and distribution network projects for state and central utilities.

### SOLAR ENERGY

The Company's newest business segment, comprising its Independent Power Producer (IPP) platform and utility-scale solar EPC, has emerged as the largest contributor to its order book.

### WATER INFRASTRUCTURE

Underground water distribution, surface water extraction, overhead tanks, and distribution network projects.

### RAILWAY ELECTRIFICATION

Railway electrification and associated track works, including traction substation and Packaged Sub Station for railway.

This diversification - most recently accelerated by the solar pivot - gives VIKRAN a broader base of revenue visibility than a single-vertical EPC player, while letting each vertical draw on the same underlying engineering and project execution discipline.

## OUR VISION

To be recognized as a leading infrastructure solutions company and India's premier fast-track EPC partner, delivering complex and critical projects across power, renewable energy, water, transportation, data center and telecommunication sectors through engineering excellence, innovation and sustainable development.

## OUR MISSION

Our mission is to help our clients create such high levels of value that together we set new standards of excellence in our respective industries.

## OUR VALUES

At VIKRAN, values are not statements on a wall - they are the operating discipline behind every project the Company delivers.

**Customer First, Always**
Customer satisfaction is the ultimate measure of performance

**World-Class Quality, Uncompromising Safety**
Zero accident motive with world-class quality standards

**Trust and Integrity**
We do what we commit to, every time

**Anger-Free Environment**
Performance flows from people who are respected, calm organisations execute better.

**Result Orientation**
Building infrastructure for the future in a sustainable way

Together, these values explain why clients return, why talent stays, and why VIKRAN delivers project after project, sector after sector.

# WHAT SETS US APART

# OUR DIFFERENTIATORS YOUR ADVANTAGE

### END-TO-END TURNKEY EPC CAPABILITY

From design and engineering through to procurement, construction, and commissioning, under a single point of accountability

### AN ASSET-LIGHT EXECUTION MODEL

Execution model that preserves capital for growth rather than equipment ownership, while still enabling delivery at scale across 190+ active sites.

### DEEP, LONG-STANDING RELATIONSHIPS

With major PSU and government clients, including NTPC, Power Grid Corporation of India, and multiple state transmission, distribution, and water utilities.

### DEMONSTRATED TRACK RECORD OF EARLY PROJECT COMPLETION

Reinforced by recognition from clients such as the Government of Bihar for executing ahead-of-schedule village electrification under the Saubhagya Yojna.

### RAPIDLY SCALING PRESENCE IN RENEWABLE SECTOR

Demonstrating how readily the Company's engineering capabilities, built over a decade, extend into new categories of infrastructure as opportunities arise.

# BUSINESS VERTICALS IN FOCUS

VIKRAN's business segments share a common engineering foundation even as each serves a different part of India's infrastructure landscape. Power and Railway represent the long-standing core that built VIKRAN's credibility over more than a decade; Water extends that same execution discipline to a different kind of public infrastructure; and Solar, the Company's newest segment, has scaled rapidly this year, reflecting how readily VIKRAN's engineering capability transfers to new categories of infrastructure as opportunities arise.

POWER TRANSMISSION & DISTRIBUTION | SOLAR & RENEWABLE ENERGY | WATER INFRASTRUCTURE | RAILWAY ELECTRIFICATION

## SOLAR ENERGY

VIKRAN'S entry into solar EPC in 2025 represents the Company's most significant strategic diversification and is the fastest-growing business line by a wide margin.

### MAJOR PROJECT WINS, FY 2025–26:

- **NTPC Renewable Energy Limited:** EPC contract (Balance of System) for a 400 MW AC grid-connected solar project worth ₹ 459.20 crores in Chitrakoot, Uttar Pradesh (awarded December 24, 2025).
- **NOPL Solar Projects Private Limited:** During the year, the Company secured a turnkey EPC contract worth ₹ 2,035 crore from end client NOPL Solar for the development of 600 MW AC of solar power projects across multiple locations in Maharashtra. Awarded on December 23, 2025, this is among the largest single EPC orders in the Company's history, reinforcing its position as a preferred EPC partner in India's renewable energy sector and strengthening its order book in the solar power vertical Later, the Company acquired 100% stakes in NOPL Solar Projects Private Limited and now in the developer mode for the 969 MW Solar project across Maharashtra state.
- **MP Urja Vikas Nigam Limited:** The Company received an order to implement grid-connected solar power plants aggregating 45.75 MW AC in Madhya Pradesh, further expanding it's footprint in renewable energy space as a power infrastructure owner/developer.

## ORDER BOOK TRANSFORMATION

Solar has rapidly become the single largest driver of VIKRAN's order book. The Company's consolidated order book grew from ₹2,044 crore as of March 2025 to ₹5,206 crore as of March 2026 - with the Power Transmission & Distribution and Solar verticals together now representing 87% of the total order book. Chairman and Managing Director Rakesh Markhedkar has described FY 2025-26 as a turning period for the Company, with large solar contracts strengthening its position in the renewable energy EPC space and enhancing long-term revenue visibility.

### New Entities & Project Structures

- **VIKRAN MP Solar Private Limited:** Incorporated on January 22, 2026 as a wholly owned subsidiary to support the Company's expanding solar EPC activities in Madhya Pradesh. This will take up the task to develop the 45.75MW project that MP Urja Vikas Nigam Limited has entrusted us with.
- **VIKRAN Renewable Private Limited:** Incorporated on May 4, 2026 as a wholly owned subsidiary to pursue integrated renewable energy projects, including solar power generation, EPC activities, and broader infrastructure development.
- **NOPL Solar Projects Private Limited (New Acquisition):** The Company acquired the entire equity share capital of NOPL Solar in two phases, with the final acquisition completed on May 20, 2026, resulting in NOPL Solar becoming a Wholly Owned Subsidiary.

## WHY THIS MATTERS

Solar EPC has emerged as one of the fastest-growing categories of infrastructure demand in India, and VIKRAN's rapid entry into the segment demonstrates how directly its existing engineering capabilities extend into new infrastructure categories as they emerge. Building on this strength, the Company is now taking a step further by entering solar as a developer in its own right - moving beyond an execution-only role to owning and operating solar assets. This shift is expected to create a more resilient, annuity-like cash flow base for the Company, reducing dependence on third-party debtors and strengthening earnings visibility over the long term. It is one more proof point of the same underlying strength: an EPC company that can execute wherever the next major infrastructure build is happening, while also capturing greater value across the chain as a developer.

# POWER TRANSMISSION & DISTRIBUTION

Power Transmission & Distribution remains VIKRAN'S founding and most established business vertical, built over more than a decade of execution for India's largest public sector power clients.

- Capabilities spanning extra-high-voltage (EHV) substations up to 765 kV AIS, 400 KV GIS substations, transmission lines up to 400 kV, and comprehensive power distribution network projects.
- Long-standing relationships with leading central and state utilities. Serving key clients including NTPC and PGCIL. Strong presence across MPPTCL, TSTRANSCO, and MSETCL projects.
- A demonstrated track record of early and on-schedule project delivery, including recognition from the Government of Bihar for completing village electrification under the Saubhagya Yojna ahead of schedule.
- Together with Solar, this vertical remains VIKRAN's core revenue engine, reinforcing its leadership in India's power infrastructure.

Together with Solar, this vertical now represents **87%** of the Company's total order book.

# WATER INFRASTRUCTURE

VIKRAN's Water Infrastructure vertical delivers turnkey solutions for both underground and surface water systems, serving state water and sanitation missions and municipal clients.

**UNDERGROUND WATER DISTRIBUTION NETWORK PROJECTS**
Design and execution of reliable underground pipelines and distribution networks.

**SURFACE WATER EXTRACTION SYSTEMS**
Efficient surface water intake and extraction solutions.

**OVERHEAD TANKS AND DISTRIBUTION NETWORK INFRASTRUCTURE**
Construction of storage tanks and robust distribution infrastructure.

**PROJECT RELATIONSHIPS WITH STATE WATER & SANITATION MISSIONS**
Strong partnerships with State Water & Sanitation Missions across multiple Indian states.

# RAILWAY ELECTRIFICATION

Railway electrification represents one of VIKRAN's specialized capabilities, dating back to its first such order in 2020.

- Railway electrification and associated track works, including traction substation and PSS projects.
- First Railway Electrification order secured from the Central Organisation for Railway Electrification (CORE) in October 2020.

# PROJECT SHOWCASE & EXECUTION HIGHLIGHTS

**POWER DISTRIBUTION**

### 132 kV Transmission Line

Design, supply and construction of a 132 kV transmission line in the North Eastern Region and Sikkim for PGCIL.

**LOCATION** Arunachal Pradesh

**SUBSTATION**

### 765 kV AIS & GIS and 400 kV GIS

AIS and GIS substations, seamlessly integrated to power reliability for PGCIL

**LOCATION** Punjab, MP & Chhattisgarh

**POWER DISTRIBUTION**

### RDSS_NTPC

11kV Segregation Harie Meelyal feeder in Kupwara Division of 13KM line

**LOCATION** Kupwara, Jammu & Kashmir

**SUBSTATION**

### SS-99 (II) Augmentation

Augmentation by 1 x 500 MVA, 400/220 kV ICT and 1 x 500 MVA transformation capacity.

**LOCATION** Pavagada, Karnataka





# PROJECT SHOWCASE & EXECUTION HIGHLIGHTS

**TRANSMISSION**

### 90 km, 400 kV DCDS Line

Ashta-Ujjain transmission line using twin Moose conductor for MPPTCL.

**LOCATION** Ujjain, Madhya Pradesh


**RURAL ELECTRIFICATION**

### Village Electrification

Full-scale village electrification on a turnkey basis under RGGVY.

**LOCATION** Bihar

**POWER DISTRIBUTION**

### RDSS_APDCL

Design, supply & construction of 33/11 KV substations, lines and terminal bays for distribution enhancement and loss reduction in Dibrugarh Circle.

**LOCATION** Assam

**POWER DISTRIBUTION**

### RDSS_MGVCL

Medium Voltage Covered Conductors (MVCC) under scheme of Vanbandhu Kalyan Yojana – 2

**LOCATION** Chhotaudepur Gujarat

## PROJECT SHOWCASE & EXECUTION HIGHLIGHTS

### 50 MW Solar projects commissioned across Maharashtra under PM Kusum Yojana

Solar Module installed at Chatrapati shambhaji nagar district

**LOCATION** Maharashtra

33/11 KV SUBSTATION SIDE in Ahilyanagar district

**LOCATION** Maharashtra

HT/LT panels at solar plant in Ahilyanagar district

**LOCATION** Maharashtra

IDT (Inverter Duty Transformer) at Nanded district

**LOCATION** Maharashtra





## PROJECT SHOWCASE & EXECUTION HIGHLIGHTS

**WATER PROJECT**

### Azamgarh Multi-Village Scheme

EPC, testing, commissioning, trial run and 10-year O & M of water-supply components on a turnkey basis.

**LOCATION** Azamgarh, UP

**WATER PROJECT**

### Drinking Water Supply Scheme - MP JNM

Construction of Intake Well & Raw Water Pumping Station for continuous water abstraction and distribution.

**LOCATION** Betul, MP

**RAILWAY ELECTRIFICATION**

### First Railway Electrification

Executed in one of Indian Railways' most challenging ghat sections

**LOCATION** Tamil Nadu

**RAILWAY ELECTRIFICATION**

### OHE 25 kV, 50 Hz AC

Railway electrification between Sengottai and Punalur sections for CORE.

**LOCATION** Tamil Nadu

# CHAIRMAN'S LETTER TO SHAREHOLDERS



## Powering India's Infrastructure, Building the Future

"Every milestone we achieve today strengthens the infrastructure that will empower generations tomorrow. Our vision extends beyond delivering projects - it is about enabling progress, empowering communities, and transforming possibilities into reality. As we move forward, we remain committed to building a stronger India with purpose, integrity, and innovation."

**Dear Fellow Shareholders,**

It is with immense pride and a deep sense of responsibility that I present the inaugural Annual Report of VIKRAN Engineering Limited as a publicly listed company. Our successful listing on BSE Limited (544496) and the National Stock Exchange of India Limited (VIKRAN) on September 3, 2025, following a ₹772 crore Mainboard IPO that was subscribed 24.87 times, marks a defining milestone in our journey. It is a testament to years of engineering excellence, disciplined execution, and the unwavering trust placed in us by our clients, partners, employees, and investors.

This achievement is not the culmination of our journey - it is the beginning of a far more ambitious chapter. As we step into the public markets, we do so with greater accountability, stronger conviction, and an unwavering commitment to creating sustainable long-term value. On behalf of the entire VIKRAN family, I extend a warm welcome to all our shareholders as partners in this exciting journey of growth and transformation.

When we took over the Company in 2014, we recognized that India's infrastructure challenges were far more than temporary gaps-they were structural opportunities that would shape the nation's growth for decades to come. Whether in power transmission, water supply, or rail connectivity, we saw sectors poised for sustained investment and transformation. With this conviction, we set out to build VIKRAN Engineering into a company that would not merely participate in India's infrastructure journey, but actively help shape it through engineering excellence, disciplined execution, and an unwavering commitment to quality.

### Years of Building India

In 2015, we secured our first power sector order in Madhya Pradesh - a single contract that marked the beginning of what has become a relentless growth trajectory. In the years since, VIKRAN Engineering Limited has evolved into one of India's fastest-growing, diversified Engineering, Procurement and Construction (EPC) companies, with a footprint that today spans the critical infrastructure sectors powering the nation's next phase of growth: power transmission and distribution, renewable energy, water infrastructure, and railway infrastructure.

What began as a single-order entry into the power sector has become a diversified, multi-sector platform - built deliberately, sector by sector, to capture opportunity wherever India's infrastructure demand emerges next.

### Scale That Speaks for Itself

As of March 31, 2026, VIKRAN Engineering operates 190 active project sites across 18 states - a footprint built on 3,500+ supplier relationships and a team of professionals bringing decades of combined design and engineering expertise to every mandate.

- **47 projects completed** with total executed contract value of ₹ 1,928 crore - a track record of execution at scale.
- **Order book** of ~₹5,206 crore as on March 31, 2026 - the strongest forward-revenue visibility in our Company's history, and a clear signal of the demand pipeline ahead.
- **33.43% Revenue** CAGR (FY 2022-23 to FY 2025-26) - sustained, compounding growth across market cycles.
- **Industry-leading EBITDA margins** of 14% in FY 2025-26 - profitability that outpaces EPC peers, even as we scale.

FY 2026: The Solar EPC Inflection

FY 2025-26 will be remembered as the year VIKRAN Engineering Limited made its most decisive strategic pivot. After establishing our credentials in Power T&D and Water infrastructure over the preceding decade, we entered the **Solar EPC vertical at scale**, and the response has been extraordinary.

During the year, we secured our first Solar EPC order - a landmark 400 MW solar project from NTPC Renewable Energy - followed subsequently by the largest solar EPC order in our Company's history a 600 MW project valued at ₹2,035 crore, with NOPL Solar as the end client. Together, these wins propelled our Power T&D & Solar combined order book from ₹1,237.4 crore in March 2025 to ₹ 4,530.9 crore by March 2026 - a 3.5x surge in just nine months, and among the fastest order-book expansions in our sector.

Solar EPC is not merely a new revenue stream; it is a transformational vertical for Vikran. The vertical aligns with our existing competencies in high-voltage systems, civil structures, and turnkey project management. It also opens the private sector client universe: our order book client mix has now shifted to 58% private sector (primarily solar IPPs), 21% PSUs, and 21% Government, a healthy diversification that reduces our traditional Government payment cycle exposure.

I want to be transparent about the near-term margin dynamics. As is typical in the EPC business, the second half of the year, particularly Q4, contributes a significantly larger share of revenue due to execution ramp-up and milestone-based billing. As these large solar projects progress into their advanced execution phases, management expects operating leverage to restore and improve blended margins.

### The Macro Environment: Record Tailwinds

Amid the evolving macroeconomic environment globally, the power transmission and distribution sector continued to witness strong momentum, driven by grid modernization, renewable energy integration, and rising electricity demand supported by urbanization and industrial growth. Across global markets, particularly in high-growth regions such as Asia-Pacific, sustained policy support for energy transition has further strengthened investment in transmission and distribution infrastructure.

At the same time, the Solar EPC vertical continued its growth journey, supported by long-term structural drivers such as decarbonization commitments, policy incentives, and improving project economics. While the pace of global solar installations moderated in certain regions due to policy changes and trade-related disruptions, emerging economies remained at the forefront of capacity additions, supported by strong economic growth and increasing demand for clean and reliable energy solutions.

According to the Union Budget 2026-27 (Ministry of Finance, February 1, 2026), India's infrastructure CAPEX stands at a record ₹12.2 Lakh crore. The Ministry of Railways received ₹2.93 Lakh crore. The Jal Jeevan Mission received ₹67,670 crore (extended to 2028). Power Grid Corporation commissioned 62,005 MVA of new transformation capacity in FY26 alone, the highest ever. India's installed renewable energy capacity must grow from 250 GW to 500 GW by 2030, requiring an unprecedented grid expansion investment of ₹29-30 Trillion in the power sector alone during FY26-29 (CRISIL). The opportunity set for VIKRAN has never been larger.

### Governance: Our New Responsibility as a Listed Company

Listing on the NSE and BSE marked more than a capital markets milestone for VIKRAN Engineering - it marked a fundamental shift in accountability. As a newly listed entity, we recognize that our responsibilities to shareholders, lenders, and the public now carry the full weight of public market scrutiny, and we hold ourselves to that standard without exception.

All Board Committees mandated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are constituted and fully functional. We are committed to the highest standards of financial reporting, timely and accurate disclosures, and transparent, consistent communication with our shareholders - the foundation on which durable investor trust is built.

### Looking Forward

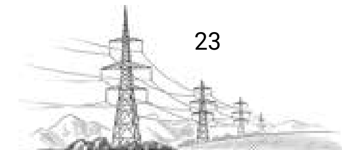
The outlook for the infrastructure and energy sectors remains highly encouraging, supported by strong policy momentum and rising investment across power, renewables, water, and railways. India's transmission and distribution sector is witnessing significant expansion, driven by grid modernization, renewable energy integration, and rising power demand, with substantial investments planned under the National Electricity Plan and Green Energy Corridor initiatives.

With a ₹5,206 Crore order book providing multi-year revenue visibility, a transformed balance sheet post-IPO, and structural demand tailwinds across Power T&D, Solar, Water, and Railways, VIKRAN Engineering stands at the most promising juncture in its history. We intend to continue our disciplined growth, expanding solar capacity, deepening railway capabilities, and selectively evaluating opportunities in Africa and the Middle East.

**To our dedicated employees, our valued clients across the public and private sectors, our trusted banking partners, and our esteemed investors - thank you for your unwavering trust, confidence, and support. Your partnership has been the cornerstone of our journey and our continued success. Together, we are not merely executing projects; we are building the infrastructure that will power the vision of Viksit Bharat. As we move forward, we remain committed to delivering excellence, creating sustainable value for all stakeholders, and contributing meaningfully to India's growth story - one project, one milestone, and one achievement at a time.**

With warm regards,
**Rakesh Ashok Markhedkar**
Chairman and Managing Director
VIKRAN Engineering Limited
Thane, Maharashtra | FY 2025-26





OUR JOURNEY

# THE VIKRAN STORY

## POWERING INDIA'S INFRASTRUCTURE, BUILDING THE FUTURE

VIKRAN'S growth has unfolded in distinct phases - each building the foundation for the next. From its inception, the Company has consistently leveraged expertise, innovation, and strategic foresight to scale new heights. Over the years, VIKRAN has transformed challenges into opportunities, delivering complex infrastructure projects across power, water, and transportation sectors. Every phase of growth has laid the groundwork for the next, ensuring that the Company remains agile, resilient, and future-ready as India's infrastructure landscape evolves.

### 2008

**FOUNDATION**

Company Incorporated the foundation is laid

### 2014

**A NEW BEGINNING**

The Markhedkar family acquires the Company.

### 2015

**FIRST STEP**

VIKRAN secures its first EHV substation order worth ₹157 crore from Madhya Pradesh Power Transmission Company, founding its presence in power infrastructure.

### 2019

**EXPANDING FOOTPRINTS**

VIKRAN completes Bhagalpur Electrification project – 3000 tollas, 3,50,000 energy meters, 8170 kms HT lines

Also wins its first 500 MVA / 400 kV Power Transformer Substation order from Power Grid Corporation of India Limited (PGCIL) at Muzaffarpur.

### 2020

**MARCHING AHEAD**

Secured an EPC order of 400 kV-500 MVA reactors including bay works from PowerGrid;

Secured first overhead railway electrification order

Secured first 132 kV GIS substation order

### 2021

**DIVERSIFYING SECTORS**

Awarded VIKRAN's first project in water vertical by Madhya Pradesh Jal Nigam Limited at Betul district, Madhya Pradesh for ₹246 Cr as a part of Prime Minister's Har Ghar Jal Yojana.

### 2024

**PUBLIC COMPANY CONVERSION**

The Company converts to a public limited company under its current name - VIKRAN Engineering Limited.

### 2025

**IPO & ENTRY INTO RENEWABLE SECTOR**

VIKRAN completed its ₹772 crore main-board IPO and listed on the NSE and BSE on September 3, 2025. During the year, the Company also secured major solar EPC orders worth ₹2,494 crore, making renewable energy its largest order book vertical.

### 2026

**A TURNING POINT**

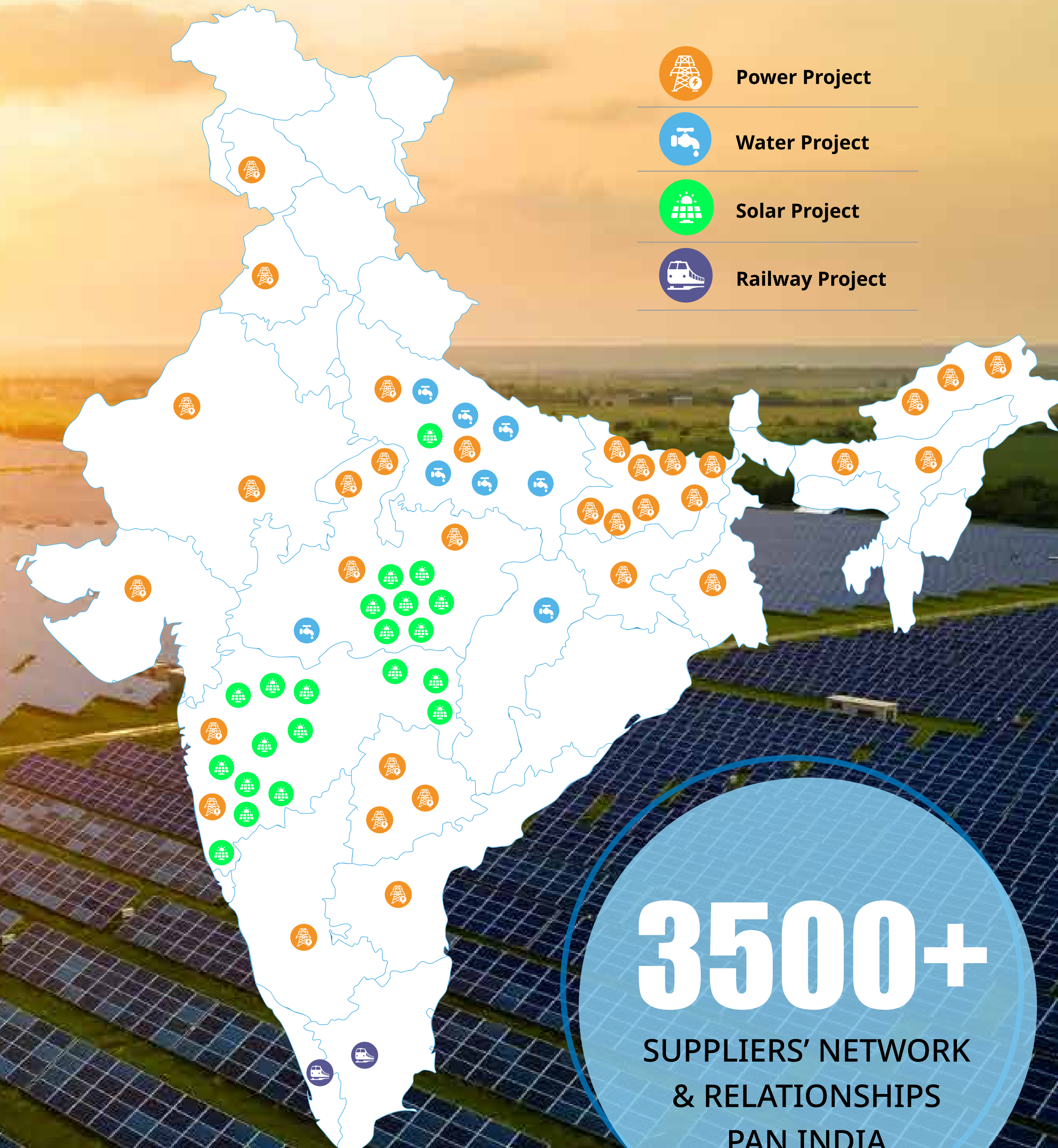
The Company's consolidated order book grows from ₹2,044 crore to ₹5,206 crore year-on-year, with the Power T&D and Solar verticals together representing 87% of the total - a transformation Chairman Rakesh Markhedkar has described as a turning point for the Company.

# GEOGRAPHICAL PRESENCE

**18**
STATES PRESENCE

**190**
ACTIVE SITES AS ON 31ST MARCH 2026

**ASSET LIGHT**
MODEL FOR EQUIPMENT AND MACHINERIES




**3500+**
SUPPLIERS' NETWORK & RELATIONSHIPS PAN INDIA

# BOARD OF DIRECTORS & LEADERSHIP

**Mr. Rakesh Ashok Markhedkar**

**Chairman and Managing Director**

Mr. Rakesh Ashok Markhedkar has been serving as the Founder, Promoter, Chairman & Managing Director of the Company since joining the Board on November 20, 2015. An Electrical Engineer with advanced qualifications from BITS Pilani and IIM Bangalore, he brings over 35 years of experience in the power and infrastructure sectors, having held leadership roles at Larsen & Toubro, EMCO, KEI Industries, ERA Infra, and Bajaj Electricals. He has been honoured with the World's Best Emerging Leader (2023), Leading Director (2021), and Most Promising Business Leader of Asia (2017) awards.

**Mr. Avinash Ashok Markhedkar**

**Whole-Time Director**

Mr. Avinash Ashok Markhedkar has been on the Board of Directors of our Company since November 02, 2015. He has passed bachelor's in engineering (mechanical). He has also passed the Master of Business Administration exam from IGNOU. He has completed the program on leading and managing from the IIM, Calcutta. Prior to joining our Company, he worked at Grasim Cement, UltraTech Cement Limited, Larsen & Toubro Limited, FLSmidth Private Limited, JK Cement, Abhijeet Cement Limited, and Reliance Cement Company Private Limited. He has over 34 years of experience.

**Mr. Nakul Markhedkar**

**Whole-Time Director**

Mr. Nakul Markhedkar served on the Board of Directors of the Company from November 18, 2014, to December 1, 2019, and was re-appointed to the Board on February 1, 2024. He also served as the Procurement Director of the Company. He holds a Bachelor's degree in Technology (Electronics and Communication Engineering) from Manav Rachna International University and has also completed the Senior Leadership Programme (SLP) at the Indian Institute of Management (IIM) Lucknow. He has over 10 years of experience in the engineering and infrastructure sector.

> VIKRAN Engineering's Board brings together promoter continuity with independent oversight, reflecting the Company's transition from a family-led EPC business into a publicly listed, professionally governed organisation.

**Mr. Rakesh Kumar Sharma**

**Independent Director**

Mr. Rakesh Kumar Sharma holds a bachelor's degree in science in engineering (mechanical) from Punjab Engineering College, Punjab University and a master's degree in marketing management from Jamnalal Bajaj Institute of Management Studies, University of Bombay. Prior to joining our Company as Independent Director, he worked at TATA Iron and Steel Company Limited, ACC-Babcock Limited, The Associated Cement Companies Limited, Punj Lloyd Private Limited, H.M. Electricals Private Limited and Larsen & Toubro Limited. He has approximately 35 years of experience.

**Mr. Arun Bhagwan Unhale**

**Independent Director**

Mr. Arun Bhagwan Unhale holds a bachelor's degree in science (agriculture) from Mahatma Phule Agricultural University and a bachelor's degree in law (general) from Shivaji University. He also holds a master's degree in law from Shivaji University and a master's degree in arts (history) from Shivaji University. He joined employment under Indian Administrative Services in 1984 and retired in 2023. He has experience of over 40 years.

**Ms. Priti Paras Savla**

**Independent Director**

Ms. Priti Paras Savla holds a bachelor's degree in commerce (financial accounting and auditing) from University of Mumbai. She is an associate member of The Institute of Chartered Accountants of India. She is a practicing chartered accountant since 2002. She has experience of about 22 years.

# KEY MANAGERIAL PERSONNEL

The Company's Key Managerial Personnel provide strategic direction and operational leadership across key functions. Their collective expertise drives execution excellence, strong governance, and sustainable business growth.

## Ms. Kanchan Markhedkar

**Chief Human Resource Officer**

Leading the Human Resources and Administration functions across the Head Office and project sites.

Msc in Statistics and 1-year Computer Diploma from Indore University. She has good exposure in Finance and HR Management.

She supervises the administration team and ensures seamless completion of their tasks.

## Mr. Vipul Markhedkar

**Chief Business Officer**

Mr. Vipul Markhedkar has completed B.E in Mechanical Engineering & MBA (Finance) from NMIMS, Mumbai,

Plays a pivotal role in driving the Company's business growth initiatives, operational strategy, and process optimization

Proven ability to identify new opportunities, build strategic partnerships, and streamline operations, he has been instrumental in strengthening the Company's market position

## Mr. Ashish Bahety

**Chief Financial Officer**

Currently working as a CFO and associated with the company for over 4 years.

With over 21 years of experience in Finance & Commercial roles; previously associated with R Kabra & Co., A.F. Ferguson & Co (Deloitte), E&Y, CRISIL, NSL Sugars, Hindustan National Glass & Industries, S.V. Refineries and JMC Projects.

An Associate member of The Institute of Chartered Accountants of India (ICAI), Diploma in business finance (DBF), MBA in Finance, B.Com. Also completed his Executive Leadership certification from IIM Ahmedabad.

## Mr. Dibyendu Ray

**Chief Operating Officer**

Mr. Dibyendu Ray is a Gold Medallist in Electrical Engineering from Jadavpur University and an alumnus of IIM Calcutta. With over 39 years of experience across power, solar, water, railways, metros, and infrastructure, he has held leadership roles at BARC, GE T&D, Siemens, KEC International, and Sterling & Wilson. He joined VIKRAN in May 2024 as COO (Chief Operating Officer). He is also a Member of the Institution of Engineers (India) and a Chartered Engineer accredited by IET, London.

## Ms. Kajal Rakholiya

**Company Secretary and Compliance Officer**

Ms. Kajal Rakholiya has been serving as the Company Secretary & Compliance Officer of the Company since May 6, 2024. An Associate Member of the Institute of Company Secretaries of India (ICSI), she holds degrees in Business Administration (BBA) and L.L.B, along with a Post Graduate Diploma in Intellectual Property Rights. With over 11 years of experience, she has previously been associated with HJT & Associates, Walchand Peoplefirst Limited, and Majestic Research Services & Solutions Limited, and is responsible for overseeing the Company's secretarial and compliance functions.

# SENIOR MANAGEMENT PERSONNEL

Our Senior Management Personnel bring diverse expertise and deep industry experience, driving operational excellence, strategic execution, and sustainable growth across the Company's businesses.

## Mr. Animesh Meshram

**Associate Vice President**

Animesh Meshram serves as the Assistant Vice President – Finance of our Company and has been associated with the Company since September 1, 2023. He holds a B.Tech. in Mechanical Engineering from IIT Madras and a PGDM from IIM Calcutta. Prior to joining the Company, he worked with SBI Capital Markets Limited, Macrotech Developers Limited (Lodha), and Reliance Infrastructure Limited. He has over 17 years of experience in corporate and project finance, capital raising, funding, and business acquisitions.

## Mr. Vaibhav Kapoor

**General Manager**

Vaibhav Kapoor serves as the General Manager – Contracts and Legal of our Company and has been associated with the Company since March 22, 2023. He holds a B.Com., LLB, PG Diploma in Human Resource Management.
Prior to joining the Company, he was associated with Mahindra & Mahindra Financial Services Limited, Mundra Port and Special Economic Zone Limited, JMC Projects (India) Ltd, Capacit'e Infraprojects Limited, and other legal firms. He has over 22 years of professional experience, including more than 15 years in the infrastructure sector.

## Mr. Ravindra Ved

**Senior General Manager**

Ravindra Ved -Senior General Manager – Commercial. He is leading Commercial & Insurance Department.
He has been associated with our Company since June 01, 2017. He has passed bachelor's degree in commerce (advanced accounting and auditing) and a master's degree in business administration. Prior to joining our Company, he was associated with Chhabi Electricals Private Limited, Emco Limited and Isolux Corsan India Engineering & Construction Private Limited. He has over 33 years of experience.

## Mr. Atul Gore

**General Manager**

Atul Gore serves as the General Manager – Human Resources & Administration Department of our Company and has been associated with the Company since August 19, 2019. He holds a B.Sc., a Master's degree in Human Resources Development Management from the University of Mumbai, and postgraduate qualifications in labour studies and training & development. Prior to joining the Company, he held HR leadership roles at Borosil Glass Works, Everstone Investment Advisors, Future Value Retail, Karamtara Engineering, and other organizations. He has approximately 26 years of experience in human resources and administration.

## Mr. Jatashanker Singh

**General Manager**

Jatashanker Singh is the General Manager – Execution of our Company. He has been associated with our Company since February 1, 2018. He holds a bachelor's degree in engineering (mechanical engineering) from Rajiv Gandhi Proudyogiki Vishwavidyalaya, Bhopal. Prior to joining our Company, he was associated with A2Z Maintenance & Engineering Services Private Limited and Godrej & Boyce Mfg. Co. Ltd. and other organizations. He has over 24 years of experience.

## PROUD VIKRANIAN

# VOICES OF OUR PEOPLE

Behind every substation energised, every pipeline commissioned, and every kilometer of railway track electrified is a team that chose to build their careers at VIKRAN - and stayed. As the Company marks its first Annual Report as a publicly listed entity, we asked some of our longest-serving and most dedicated colleagues to share what that journey has meant to them.

**MS. SHRUTIKA LANJEKAR**
Deputy Manager, Accounts & Commercial

My journey at VIKRAN has been a roller coaster ride. I have seen this organisation grow from a single-digit headcount to almost four figures now. People have grown in all aspects here, and many have rejoined after having left, which speaks volumes about our culture, leadership, and best practices. I am a proud VIKRANian.

**MR. KHEMCHAND RANE**
Deputy Manager, Execution

What makes VIKRAN stand out is its culture of recognising individual ideas and aligning personal growth with a larger national purpose. Every employee is encouraged to innovate, collaborate, and deliver excellence while contributing to the nation's infrastructure development.

**MS. PRIYA PATIL**
Deputy Manager, HR & Administration

Nine wonderful years filled with learning, growth, challenges, and achievements. What makes this journey special is VIKRAN Engineering's strong culture of integrity, teamwork, innovation, and continuous learning. I am proud to be part of the VIKRAN family.

**MR. ANIL PATIL**
Senior General Manager, Execution

VIKRAN is a proven EPC contractor with a strong track record of completing projects ahead of schedule. Our consistent performance has earned recognition from Power Grid, Indian Railways, and NTPC. Backed by proactive leadership, deep industry expertise, and an execution-focused culture, we consistently deliver reliable project outcomes.

**MR. KAILAS LOHAR**
Deputy General Manager, Design & Engineering (T&D)

Having led the Design Engineering Team at VIKRAN for more than five years, I have experienced firsthand what makes this organisation truly exceptional - visionary leadership, a culture where innovation and continuous improvement are deeply ingrained, and a commitment to people that strengthens the organisation's collective capability.

**MR. ASHISH SHINDE**
Deputy General Manager, Accounts & Commercial

A defining milestone was being part of VIKRAN's IPO journey - an incredible experience and a tremendous learning opportunity. I am grateful for the trust and opportunities that have shaped my journey and look forward to contributing to many more milestones.

**MR. PRATEEK DAS**
Assistant General Manager, Corporate Project & Monitoring Group

What I value most about VIKRAN is its culture of collaboration, ownership, and continuous learning. It encourages people to take initiative, embrace new ideas, and grow professionally while working toward a shared vision. I am proud to be part of the VIKRAN family as we build infrastructure that creates lasting value and contributes to nation building.

**MR. GAURAV SHRIVASTAVA**
Assistant General Manager, Execution

Looking back at ten years, what has kept me here is the culture of continuous learning and the incredible people I get to work with every day. I've had the privilege of witnessing the organisation evolve, tackle new challenges, and scale new heights. Proud to be part of the VIKRAN family for 10+ years.

**MS. PRITI DESHMUKH**
Assistant Company Secretary

Being part of VIKRAN Engineering is one of the most rewarding chapters of my professional journey. I am proud to be among the youngest members of the IPO team and to be associated with an organisation driven by integrity, innovation, and an unwavering commitment to excellence.

**MR. VIVEK KUMAR**
Deputy General Manager, Execution

VIKRAN Engineering has provided me with exceptional opportunities to work on challenging infrastructure projects and grow both professionally and personally. I extend heartfelt gratitude to the management for their trust and guidance. I look forward to embracing new opportunities and achieving even greater milestones together.

**MR. ATIVEER JAIN**
Assistant General Manager, Material Control

The company has provided a positive work environment and valuable learning opportunities. I truly appreciate the trust of management and the experiences that have helped shape my career.

**MS. AARTI CHOGALE**
Manager, CMD Office

Being part of VIKRAN Engineering for six years has been a truly fulfilling experience. VIKRAN is more than a workplace - it values its people and nurtures their potential. I am proud to be part of an organisation building a brighter future with integrity, innovation, and purpose.

# GROWTH AND FINANCIAL EXCELLENCE

VIKRAN Engineering, driven financial performance reflects the strength of its platform and the growing market acceptance of its premium brands. With consistent revenue growth, expanding profit margins, and a growing return on capital, the company is positioned for continued success.

## REVENUE
(in ₹ Cr.)

| | |
|---|---|
| FY 25-26 | 1249.31 |
| FY 24-25 | 915.85 |
| FY 23-24 | 785.95 |

## NETWORTH
(in ₹ Cr.)

| | |
|---|---|
| FY 25-26 | 1237.37 |
| FY 24-25 | 463.49 |
| FY 23-24 | 291.29 |

## NET PROFIT
(in ₹ Cr.)

| | |
|---|---|
| FY 25-26 | 91.70 |
| FY 24-25 | 77.81 |
| FY 23-24 | 74.85 |

## EBITDA
(in ₹ Cr.)

| | |
|---|---|
| FY 25-26 | 175.13 |
| FY 24-25 | 160.23 |
| FY 23-24 | 133.31 |

## NET PROFIT MARGIN
(%)

| | |
|---|---|
| FY 25-26 | 7.24% |
| FY 24-25 | 8.44% |
| FY 23-24 | 9.46% |

## CURRENT RATIO

| | |
|---|---|
| FY 25-26 | 1.98 |
| FY 24-25 | 1.48 |
| FY 23-24 | 1.37 |

## DEBT TO EQUITY RATIO

| | |
|---|---|
| FY 25-26 | 0.24 |
| FY 24-25 | 0.58 |
| FY 23-24 | 0.63 |

## DEBT SERVICE COVERAGE RATIO

| | |
|---|---|
| FY 25-26 | 0.58 |
| FY 24-25 | 0.54 |
| FY 23-24 | 0.62 |

## INTEREST COVERAGE RATIO

| | |
|---|---|
| FY 25-26 | 3.96 |
| FY 24-25 | 4.65 |
| FY 23-24 | 5.69 |

## ROE
(%)

| | |
|---|---|
| FY 25-26 | 10.76% |
| FY 24-25 | 20.50% |
| FY 23-24 | 35.44% |

## EBITDA MARGIN
(%)

| | |
|---|---|
| FY 25-26 | 14.02% |
| FY 24-25 | 17.50% |
| FY 23-24 | 16.96% |

## FIXED ASSETS TURNOVER RATIO

| | |
|---|---|
| FY 25-26 | 102.36 |
| FY 24-25 | 82.32 |
| FY 23-24 | 68.05 |

# MEDIA COVERAGE & PUBLIC RECOGNITION

As a newly listed company, VIKRAN Engineering's growing visibility in the financial and trade press reflects both its market momentum and its emergence as a name to watch in India's EPC and clean energy space. From regulatory newspaper publications required at each major corporate milestone, to independent coverage of its solar order wins, the Company's public profile has expanded considerably over FY 2025-26.

## Selected Media Coverage

Coverage of the Company's ₹2,035 crore solar project awarded to VIKRAN, for the end client NOPL Solar Projects Pvt. Ltd., including reporting on the share price impact of the announcement (December 2025).

Coverage of the ₹459 crore NTPC Renewable Energy solar order and its significance for the Company's renewable energy positioning (December 2025).

Reporting on the Company's Q2 FY 2025-26 results, highlighting a 339% year-on-year jump in profit after tax alongside its largest-ever order win at the time.

Chairman and Managing Director Rakesh Markhedkar's appearances on financial news platforms, including NDTV Profit, discussing major order wins and the Company's growth trajectory.

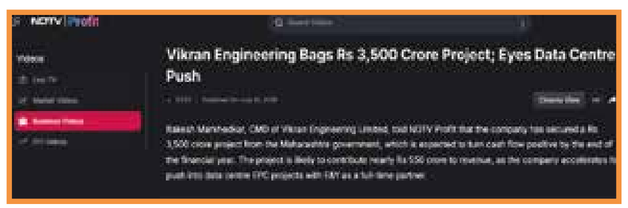
BUSINESS STANDARD


Business Standard
HOME MARKETS IPO STOCK MARKET NEWS THE SMART I Subscribe
Home / Markets / Capital Market News / Vikran Engineering ...
Vikran Engineering acquires 51% stake in NOPL Solar Projects

ET ENERGY WORLD


Vikran Engineering wins ₹530 crore power distribution projects in Maharashtra

NDTV PROFIT


Vikran Engineering Bags Rs 3,500 Crore Project; Eyes Data Centre Push

MONEYCONTROL

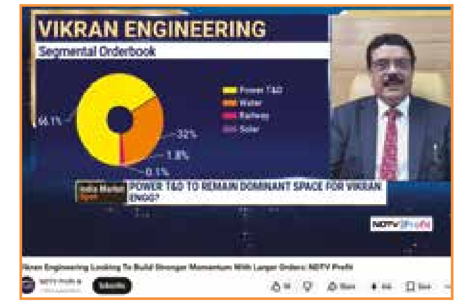

Vikran Engineer Consolidated March 2026 Net Sales at Rs 647.40 crore, up 82.19% Y-o-Y

ET NOW – TV INTERVIEW


THE HINDU BUSINESSLINE


businessline.
Vikran Engineering shares rise 3.85% on strong Q2 results, major solar order wins

NDTV PROFIT – TV INTERVIEW




NDTV PROFIT – TV INTERVIEW

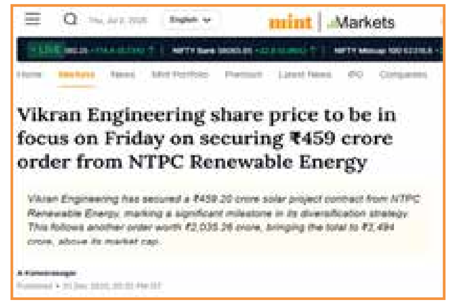

FREE PRESS JOURNAL


Vikran Engg bags ₹2,000 cr solar projects order in Maha

THE ECONOMIC TIMES


The Economic Times Markets
Vikran Engineering shares zoom 15% on Rs 2,035 crore solar EPC order win

MINT


mint | Markets
Vikran Engineering share price to be in focus on Friday on securing ₹459 crore order from NTPC Renewable Energy

VYAPAR


EPC Company With A Difference

ET NOW


MAHARASHTRA TIMES


अवजड अभियांत्रिकी क्षेत्रातील मूर्तिमंत विश्वासार्हता

# CORPORATE SOCIAL RESPONSIBILITY

VIKRAN Engineering has taken a formal step toward structuring its social impact commitments during FY 2025–26, with the incorporation of a dedicated CSR vehicle. This initiative reflects the Company's long-term vision of creating meaningful and sustainable social value beyond its core business operations. Through the establishment of a structured framework for CSR activities, VIKRAN aims to strengthen its focus on healthcare, education, skill development, and rural empowerment while partnering with credible institutions to deliver measurable impact.

## VIKRAN FOR GOOD FOUNDATION

On May 4, 2026, VIKRAN Engineering Limited incorporated a wholly owned subsidiary under Section 8 to drive its CSR initiatives. The subsidiary will undertake structured social welfare programmes focused on supporting underprivileged communities, reinforcing the Company's long-term commitment to sustainable and inclusive growth.

- BUSINESS EXECUTION
- SOCIAL RESPONSIBILITY
- SUSTAINABLE COMMUNITY IMPACT

## OUR CSR FOCUS AREAS

**HEALTHCARE**
Improving Access to Quality Treatment
Contribution
₹ 76.33 LAKH
Sri Venkateswara Pranadana Trust

**HEALTHCARE EDUCATION**
Building Skilled Healthcare Professionals
Contribution
₹ 50.00 LAKH
Sai Nursing Institute

**RURAL EMPOWERMENT**
Strengthening Communities & Livelihoods
Contribution
₹ 12.00 LAKH
Gram Pukar Foundation

**CSR INVESTMENT SNAPSHOT**
TOTAL CSR EXPENDITURE
₹1.38 CRORE
FY 2025-26

# ADVANCING HEALTHCARE, EDUCATION AND RURAL EMPOWERMENT THROUGH CSR

At VIKRAN Engineering Limited, CSR reflects our commitment to creating sustainable social value through inclusive growth and responsible practices. By partnering with credible institutions, we focus on healthcare, education, skill development, and rural empowerment to strengthen communities and contribute to India's sustainable development goals.

### 01 STRENGTHENING ACCESS TO QUALITY HEALTHCARE

As part of our commitment to enhancing access to quality healthcare, the Company contributed ₹7,633,101 to Sri Venkateswara Pranadana Trust, an institution dedicated to providing free advanced medical treatment to economically disadvantaged patients suffering from critical illnesses such as cardiac diseases, cancer, kidney disorders, neurological conditions, and other life-threatening ailments. The Trust enables underprivileged individuals to access specialized healthcare services that would otherwise remain beyond their financial reach, thereby improving health outcomes and bringing hope to thousands of families.

### 02 BUILDING THE HEALTHCARE WORKFORCE OF TOMORROW

To strengthen healthcare education and promote skilled human capital, VIKRAN Engineering extended a CSR contribution of ₹5,000,000 to Sai Nursing Institute. The Institute is committed to nurturing competent and compassionate nursing professionals through quality education, modern infrastructure, practical clinical training, and community healthcare programmes. This support contributes towards developing a highly skilled healthcare workforce capable of delivering quality patient care and addressing the growing healthcare needs of society.

### 03 EMPOWERING RURAL COMMUNITIES

VIKRAN Engineering also contributed ₹1,200,000 to Gram Pukar Foundation, reaffirming its commitment to sustainable rural development and community empowerment. The Foundation works closely with rural entrepreneurs, women artisans, farmers, and underserved communities by providing skill development programmes, entrepreneurship training, livelihood opportunities, mentoring, and market linkages. These initiatives promote self-reliance, women's empowerment, innovation, and inclusive economic growth while strengthening the socio-economic fabric of rural India.

# PEOPLE & CULTURE

With operations spanning over 190 active project sites, VIKRAN's success is driven by the capabilities and commitment of its people. The Company promotes a customer-centric culture focused on delivering superior quality, operational excellence, and uncompromising safety standards. By embedding robust health, safety, and environmental practices into every project, VIKRAN strives to create a safe workplace while consistently delivering value to its stakeholders.



Great Place To Work. Certified

JAN 2026-JAN 2027

INDIA

This is to certify that Vikran Engineering Limited has successfully completed the assessment conducted by Great Place To Work®, India, and is certified as a great workplace.

Category: Mid-Size Organizations

This certificate is valid from January 2026 till January 2027.

Balbir Singh

Chief Executive Officer

Great Place To Work®, India

Note: The certificate is valid subject to the terms and conditions agreed to by the Organization.

## WORKFORCE DISTRIBUTION

TOTAL **881** EMPLOYEES

- 23.7% HEAD OFFICE — 209 EMPLOYEES
- 76.3% PROJECT SITES — 672 EMPLOYEES

## GREAT PLACE TO WORK (GPTW)

At VIKRAN Engineering, our people are at the heart of everything we do. To understand the pulse of our workforce and strengthen our employee-centric culture, we conducted the Great Place to Work (GPTW) Employee Engagement Survey in association with the Great Place to Work Institute.

The valuable insights and feedback shared by our employees played a significant role in shaping a more inclusive, engaging, and high-performance workplace. We are proud to have been recognized as a Great Place to Work Certified™ organization, reaffirming our commitment to fostering a culture built on trust, respect and excellence.

> Empowering Progress Through Our People — A skilled workforce and strong engineering talent driving Vikran's excellence and growth.


### 01 DISTRIBUTED EXECUTION WORKFORCE

VIKRAN's nationwide project footprint requires a skilled workforce capable of executing complex infrastructure projects across diverse geographies and terrains.

### 02 ASSET-LIGHT OPERATING MODEL

The Company focuses investment on in-house engineering, design, and project management capabilities, enabling flexibility and scalable growth.

### 03 ENGINEERING-LED EXECUTION

Strong internal technical capabilities support early project completion and seamless integration between planning and execution.

## EXPERIENTIAL LEARNING & TEAM ENGAGEMENT

# BUILDING CAPABILITY THROUGH LEARNING


SEBI LODR & PIT REGULATIONS TRAINING BY INTERNATIONAL INSTITUTE OF BUSINESS INTELLIGENCE

BEHAVIOURAL TRAINING AT ROING, REGIONAL OFFICE AT ARUNACHAL PRADESH

INTERNAL PRICE VARIATION TECHNICAL TRAINING

CROSS FUNCTIONAL TEAM ATTENDED A SESSION AT THE HO FOR BUILDING CAPABILITY AND COMPETENCY FRAMEWORK.

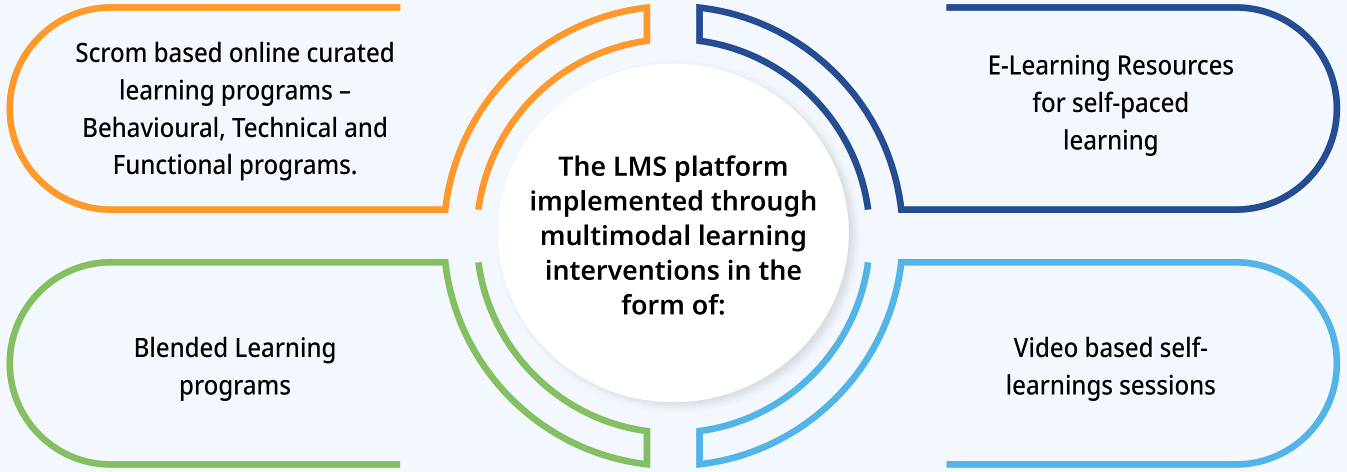
POSH AWARENESS TRAINING


FUNCTIONAL TRAINING ON “MS PROJECTS”

# LEARNING MANAGEMENT SYSTEM [LMS] AT VIKRAN:

At VIKRAN, we believe in developing future leaders under the VIKRAN ASPIRE philosophy. VIKRAN provides all its employees a unique Learning Management System platform for upskilling, continual Learnings be it Functional, Behavioural or Technical.

The learning strategy at VIKRAN is based on the principle of providing customized learning experience to every employee by means of curating 70+ hours Learning program.




Our LMS has over 70 hours of digital learning content, accessible to all our 881+ employees, with access to it anytime, anywhere on the go.

## TOP 5 EMPLOYEES, WHO USED LMS PLATFORM FOR LEARNING:

Mr. Sushanshu Sakharkar

Mr. Irulandi Iruappan

Mr. Mobin Ansari

Mr. Pavan Mishra

Mr. Sheikh Bashir

# QUALITY ASSURANCE PROGRAM

**01** SOP Development & implementation for Cross functional department

**02** Training & Development with standard training modules

**03** Certification of Internal Auditor for Cross functional Team for ISO Implementation and Internal Audit

**04** Surveillance Periodic Audit/ ISO re-certification Audit by External Auditor

**05** Quality Month Celebration Program for Quality Awareness, Engagement & Implementation

**06** Technical training to workers with Demo Model to avoid rework

## ISO CERTIFICATES


Certificate of Registration
VIKRAN ENGINEERING LIMITED
ISO 14001:2015
Environmental Management System


Certificate of Registration
VIKRAN ENGINEERING LIMITED
ISO 9001:2015
Quality Management System


Certificate of Registration
VIKRAN ENGINEERING LIMITED
ISO 45001:2018
Occupational Health and Safety Management System





# SAFETY CULTURE ON PROJECT SITES

VIKRAN's Zero Accident Commitment is not a statement - it is an embedded operating standard backed by a formal, documented safety architecture spanning all project verticals: Transmission, Distribution, Substation, and Solar EPC.

**ZERO ACCIDENT COMMITMENT**



## SAFETY INITIATIVES & ENVIRONMENT RESPONSIBILITY

**LIVE LINE SAFETY CAMPAIGN**

Live line concerns, promote safety-first mindset within and above-grounds to prevent electric accidents.

**DIGITAL PERMIT-TO-WORK (PTW) SYSTEM**

Online PTW system through issuance, tracking, review process ensures real-time authorization of high-risk work activities.

**HEAD OFFICE FIRE SAFETY**

Comprehensive fire safety measures have been implemented at the HO ensuring enhanced emergency preparedness and employee safety.

**NATIONAL SAFETY WEEK**

National Safety Week was celebrated across all project sites through safety quizzes, slogan competitions and various safety awareness initiatives.

**ENVIRONMENTAL RESPONSIBILITY**

Tree plantation drives conducted at project sites to promote environmental stewardship.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

## GLOBAL ECONOMIC OVERVIEW

The global economy in 2025 demonstrated resilience amidst a moderating growth trajectory and a complex geopolitical environment. Global GDP growth was estimated at approximately 3.2%, marginally lower than 3.3% in 2024, reflecting the combined impact of trade tensions, policy uncertainties, and uneven regional economic performance. Growth in advanced economies remained subdued at around 1.5%–1.6%, while emerging market and developing economies continued to outperform with an expansion of nearly 4%, thereby driving a significant share of global infrastructure demand.

Inflationary pressures eased, with global consumer price inflation averaging approximately 3.7%. While inflation moderated across most regions, it remained relatively persistent in certain advanced economies. In response, major central banks adopted a more accommodative monetary stance. The European Central Bank implemented multiple policy rate cuts during the year, while the Federal Reserve reduced interest rates towards the latter part of 2025. Other key central banks, including the Bank of England, also followed a calibrated easing approach. This shift towards lower borrowing costs created a supportive financing environment for capital-intensive infrastructure projects globally.

Against this macroeconomic backdrop, the power transmission and distribution (T&D) vertical witnessed robust growth, supported by grid modernization initiatives, renewable energy integration, and increasing electricity demand driven by urbanization and industrialization. The global T&D ecosystem continued to benefit from strong policy support for energy transition, particularly in high-growth regions across Asia-Pacific.The solar EPC vertical sustained its expansion trajectory, supported by structural drivers such as decarbonization goals,

policy incentives, and improving cost economics. While global solar installations continued to grow, the pace of expansion moderated compared to previous years due to policy adjustments and trade-related disruptions in certain markets. Nevertheless, emerging economies remained key contributors to capacity additions, supported by favorable economic growth and increasing energy demand. The water and wastewater treatment EPC vertical exhibited steady growth, underpinned by rising water scarcity, stricter environmental regulations, and increasing industrial activity. Investments in municipal and industrial water infrastructure, particularly in emerging markets, continued to drive demand. While the sector did not witness the same pace of expansion as the energy verticals, it maintained a stable growth trajectory supported by sustainability imperatives and long-term policy focus.

## INDIAN ECONOMIC OVERVIEW

The Indian economy continued to demonstrate strong resilience and growth momentum during FY 2025–26, emerging as one of the fastest-growing major economies globally. Real GDP growth was estimated at approximately 7.4%, improving from 6.5% in the previous fiscal year, supported by robust domestic consumption, sustained investment activity, and healthy performance across the services and manufacturing sectors. The growth trajectory remained broad-based, with quarterly momentum peaking at over 8% during the year.

A key macroeconomic highlight was the sharp moderation in inflation, with consumer price inflation declining significantly to levels well below the medium-term target of the Reserve

Bank of India. Inflation remained in the range of approximately 0.25%–2% towards the latter part of the year, creating space for a supportive monetary policy environment. In response, the RBI implemented cumulative policy rate cuts of around 125 basis points, bringing the repo rate down to 5.25% by December 2025, while maintaining a neutral policy stance.

The Union Budget 2025–26 reinforced the government's continued focus on infrastructure-led growth. Increased allocations towards renewable energy, including solar manufacturing, Green Energy Corridor projects, and emerging technologies such as small modular reactors (SMRs), provided a strong impetus to the power EPC ecosystem. Furthermore, sustained investments in water and sanitation infrastructure, supported by schemes such as the Jal Jeevan Mission and Namami Gange Programme, continued to drive demand in the water treatment EPC verticals.

Within the power transmission and distribution verticals, the sector witnessed significant growth momentum driven by the National Electricity Plan and large-scale renewable integration targets. The government's ambitious plan to achieve 500 GW of non-fossil fuel capacity necessitated substantial investments in transmission infrastructure, resulting in a strong pipeline of EPC opportunities.

# INDUSTRIAL OVERVIEW

### SOLAR PANELS EPC SECTOR OUTLOOK

India's solar EPC market is poised for a transformational boom in 2026 and sustained double-digit growth through 2030, underpinned by the country's trajectory toward the 500 GW non-fossil fuel target. Annual solar capacity additions are projected at ~42.5 GW in calendar year 2026 (32.5 GW utility-scale, 8.5 GW rooftop, 1.5 GW off-grid), with solar continuing to dominate RE additions. The sector benefits from falling module costs, policy-driven domestic manufacturing, and strong investor confidence, positioning India as the world's second-largest solar market in 2026 (behind China). Long-term EPC demand will remain robust as solar forms the bulk of the ~160 GW additional RE needed by 2030.

## Key Government Initiatives

**01 UNION BUDGET 2026-27**

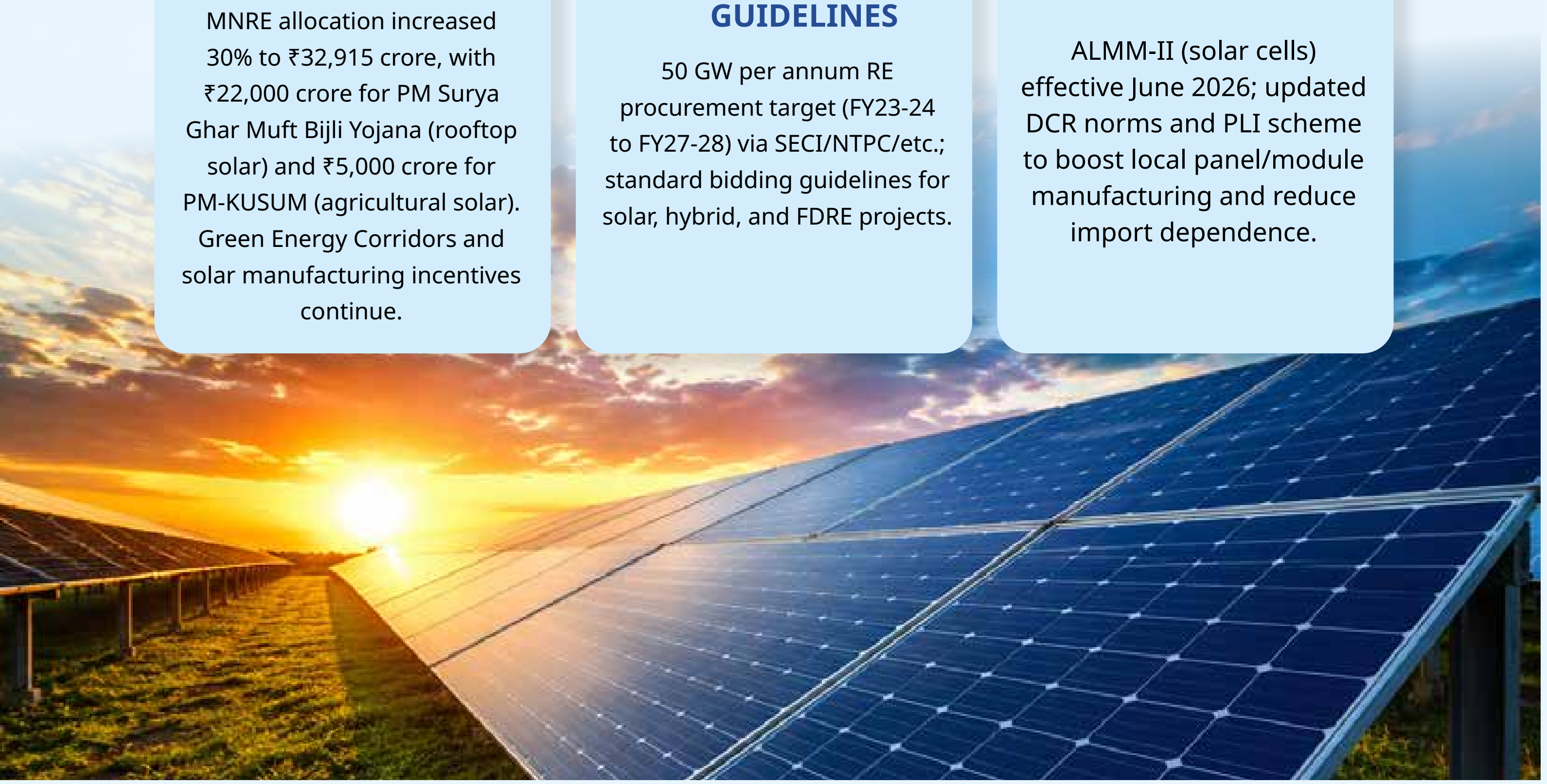
MNRE allocation increased 30% to ₹32,915 crore, with ₹22,000 crore for PM Surya Ghar Muft Bijli Yojana (rooftop solar) and ₹5,000 crore for PM-KUSUM (agricultural solar). Green Energy Corridors and solar manufacturing incentives continue.

**02 MNRE BIDDING TRAJECTORY & GUIDELINES**

50 GW per annum RE procurement target (FY23-24 to FY27-28) via SECI/NTPC/etc.; standard bidding guidelines for solar, hybrid, and FDRE projects.

**03 DOMESTIC CONTENT PUSH**

ALMM-II (solar cells) effective June 2026; updated DCR norms and PLI scheme to boost local panel/module manufacturing and reduce import dependence.







### ORDER PIPELINE

32+ GW of utility-scale projects in advanced stages, plus 32 GW in bidding phase. Hybrid and solar+BESS tenders are accelerating execution in 2026. Rooftop and off-grid verticals add diversified EPC opportunities under PM Surya Ghar and PM-KUSUM. Pending PSA/PSA backlog is being addressed through demand-linked bidding.

### GROWTH DRIVERS & OUTLOOK

Utility-scale EPC will lead in 2026, with the overall market becoming more competitive and technology-driven (BESS integration, digital tools). Expected CAGR in solar EPC remains 8–12% through 2030, supported by RE integration needs and transmission upgrades. Risks include offtake resolution and transmission readiness, but policy momentum and 7%+ GDP growth provide a strong tailwind.

## POWER TRANSMISSION & DISTRIBUTION (T&D) EPC SECTOR OUTLOOK

The India Power T&D EPC market is on an exponential growth path, valued at ~USD 14.68 billion in 2025 and projected to reach USD 35.20 billion by 2035 (CAGR 9.34%). This is driven by the need to evacuate 500 GW non-fossil capacity, industrial demand, and grid modernization. PGCIL's aggressive capex signals accelerated execution, with the National Electricity Plan (NEP) targeting massive network expansion by 2032.

- **TRANSMISSION LINES GROWTH**

  The NEP plans a massive addition of 1,91,474 circuit kilometers (ckm) of transmission lines (220 kV and above) between 2023 and 2032. This will expand the national transmission network from approximately 4.91–5 lakh ckm (as of early 2026) to 6.48 lakh ckm by 2032.

- **RECENT EXECUTION MOMENTUM:** January 2026 alone saw a record 2,315 ckm added (highest in 21 months). PGCIL contributed significantly, commissioning 4,239 ckm during FY26 (up to March 2026), including major 765 kV lines.

- **KEY FOCUS AREAS:** High-voltage lines (765 kV, 400 kV) and HVDC for long-distance RE evacuation; Green Energy Corridor Phase-III (expected Cabinet approval soon) will add ~10,750 ckm for ~20 GW RE integration across seven states, with Phases III & IV targeting overall 150 GW evacuation capacity.
- **EPC implications:** Strong order pipeline through ISTS/TBCB projects (84 under-implementation TBCB projects alone target 37,994 ckm). Intra-state lines are also ramping up under state transmission utility plans.

### SUBSTATIONS GROWTH

Transformation capacity is slated to grow by 1,274 GVA by 2032, taking the cumulative capacity (220 kV and above) from ~1,290 GVA in 2024 to 2,342–2,345 GVA.

- **RECENT PROGRESS:** In H1 FY26, 44,645 MVA was added (74% YoY growth). Cumulative capacity reached ~1.407 million MVA recently. PGCIL alone added 60,370 MVA and commissioned 8 new substations in FY26 (up to March).
- **TECHNOLOGY PUSH:** Emphasis on plug-and-play substations, GIS, dynamic line rating, and FACTS devices under Draft NEP 2026 for faster deployment and congestion management.
- **EPC IMPLICATIONS:** TBCB pipeline includes ~320,000 MVA in ongoing projects; intra-state and RE-specific substations (e.g., Mandsaur augmentation) are creating steady EPC awards. Reactive compensation and bay additions further boost substation EPC scope.

## INCREASE IN POWER DEMAND

Power demand has shown resilience despite some weather-related moderation in FY26.

- **Recent trends:** All-India peak demand touched a record 250 GW in FY25 (fully met). In FY26 (up to February 2026), peak met was ~245 GW with near-zero shortfall. Energy requirement grew steadily, though actual FY26 peak was below the initial 270 GW projection due to milder conditions.
- **CEA forecasts (National Generation Adequacy Plan 2026–27 to 2035–36):** Peak demand is projected to rise at a 5.58% CAGR to 289 GW in 2026–27, scaling to 388 GW by 2031–32 and 459 GW by 2035–36. Annual electricity requirement is expected to grow at 6.41% CAGR from 1,929 BU in 2026–27 to 3,365 BU in 2035–36.



## KEY GOVERNMENT INITIATIVES

### NATIONAL ELECTRICITY PLAN (TRANSMISSION) & DRAFT NEP 2026

₹9.15–9.16 lakh crore total investment by 2032; addition of ~1,91,474 ckm lines and 1,274 GVA transformation capacity (2022–32). Emphasis on intra-state strengthening, plug-and-play substations, competitive bidding (TBCB default), and consumer-oriented planning.

### GREEN ENERGY CORRIDOR PHASE-II

10,750 ckm lines + 27,500 MVA substations for RE evacuation.

### RDSS & BUDGET SUPPORT

Continued funding for distribution reforms and state-level projects; Power Ministry allocation up 39% in 2026-27.

### ORDER PIPELINE

PGCIL raised FY26 capex guidance to ₹35,000 crore (capitalisation ₹25,000 crore), with ₹82,000 crore planned for FY27–28. Under implementation: 84 TBCB projects (₹2.36 lakh crore, 37,994 ckm + 320,000 MVA) and 80 RTM projects. CTUIL's rolling plan identifies ~67,263 ckm ISTS additions up to FY31 (₹4.86 lakh crore total capex).

### GROWTH DRIVERS & OUTLOOK

RE integration and peak demand growth (projected 388 GW by FY32) will drive mid-to-high single-digit annual capex growth. Intra-state focus and advanced technologies (dynamic line rating, FACTS) create EPC opportunities. Execution risks (ROW, clearances) remain, but policy reforms and stable cash flows support resilient growth. The sector is credit-positive for EPC players with strong order books.

### WASTEWATER (WATER TREATMENT PLANT) EPC SECTOR OUTLOOK

The wastewater EPC vertical is set for steady, policy-backed expansion at 8–10% CAGR, with the broader water & wastewater treatment technology market growing from ~USD 2.73 billion in 2025 to USD 4.73 billion by 2031 (CAGR 9.59%). Urbanization, industrial compliance (ZLD), and river rejuvenation drive demand for STPs, reuse plants, and decentralized systems. JJM 2.0 shifts focus toward sustainable O&M, unlocking long-term EPC visibility.

### KEY GOVERNMENT INITIATIVES

- **Jal Jeevan Mission (JJM) 2.0**: ₹67,670 crore allocation in 2026-27; ~₹8.7 lakh crore overall push (including O&M market of ₹3 lakh crore) for rural water supply and wastewater management.
- **AMRUT 2.0**: ₹8,000 crore budgeted; focus on sewerage, septage, and 500 MLD STP capacity addition under SBM-Urban 2.0.

- **Namami Gange Phase II**: 218 sewerage projects (₹35,794 crore, 6,610 MLD capacity); 173 STPs already commissioned (3,976 MLD operational as of early 2026); continued river rejuvenation funding.

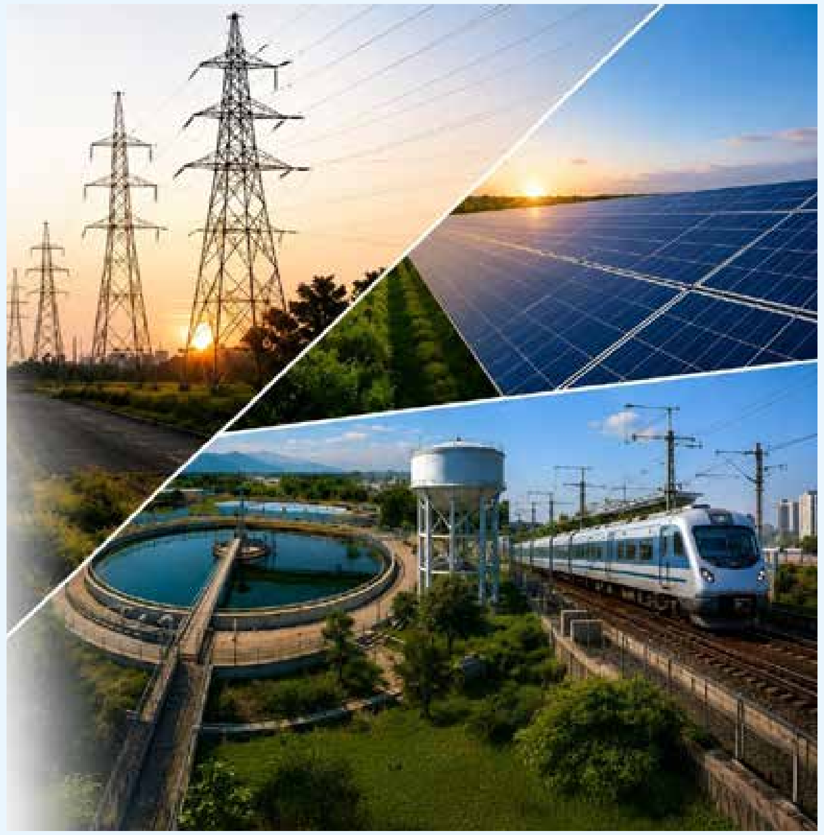
### Order Pipeline

Multi-year and diversified: Ongoing STP commissions under Namami Gange (9+ projects operationalized in FY26 so far), AMRUT-funded urban sewerage, and JJM-linked wastewater infrastructure. Industrial ZLD and reuse projects add private-sector EPC demand. Sanctioned capacity under Namami Gange alone exceeds 6,000 MLD, with more in pipeline.

### Growth Drivers & Outlook

Water scarcity, stricter norms, and reuse mandates (treated wastewater 20–40% cheaper than freshwater) will sustain demand. Municipal EPC (JJM/AMRUT) provides volume, while industrial (pharma, chemicals, F&B) drives high-tech/ZLD opportunities. Growth is execution-focused; budgetary increases and O&M shift ensure visibility through 2030. The sector offers stable, lower-volatility EPC play compared to power/renewables.

## ABOUT THE COMPANY



Vikran Engineering Limited is one of India's fast-growing, diversified Engineering, Procurement and Construction (EPC) companies, providing end-to-end, concept-to-commissioning solutions across critical infrastructure sectors including power transmission and distribution, renewable energy (solar EPC), water infrastructure, and railway electrification.

With a PAN-India footprint, the Company has successfully completed 47 projects and is currently executing projects in 18 states through an extensive network of over 190 project and store locations. It operates on an asset-light model supported by a robust ecosystem of more than 3,500+ suppliers and strong cost-control mechanisms. Backed by promoters with over 70 years of cumulative industry experience and a professional management team, Vikran Engineering has built a strong execution track record, including landmark assignments for PGCIL, MPPTCL, state utilities, and major government schemes such as Jal Jeevan Mission (Har Ghar Jal Yojana), RDSS, RGGVY, and DDUGJY.

## BUSINESS OVERVIEW

## TRANSMISSION AND DISTRIBUTION VERTICAL

Vikran Engineering is one of India's leading power transmission EPC players, delivering reliable grid-to-ground infrastructure with a strong focus on high-voltage networks. The vertical encompasses the design, engineering, procurement, construction, testing, and commissioning of high-voltage transmission lines (up to 400 kV), air-insulated (AIS) (upto 765 kV) and gas-insulated (GIS) substations (up to 400 kV), underground EHV cables (132-220 kV, 2500 sq.mm), high-voltage switching & distribution substations, feeder bay augmentations, rural/remote electrification, and smart metering solutions.

### Core Capabilities

- High-voltage transmission lines up to 765kV across diverse terrains.
- AIS Sybstation upto 765 and GIS substations up to 400 kV with power transformers and reactors.
- Power distribution networks (33 kV/11 kV), rural electrification under schemes like RGGVY and DDUGJY, and system strengthening under RDSS.
- Integration of smart meters for real-time monitoring and efficient billing.

### KEY ACHIEVEMENTS & LANDMARK PROJECTS

The Company has executed over 7 EHV transmission line & substation projects, 3 major AIS/GIS substation packages, and 30 power distribution network projects, plus 30,000+ smart metering connections. Notable executions include:

- 90 km 400 kV DCDS Ashtha–Ujjain–Indore line for MPPTCL.
- Multiple PGCIL packages: 132 kV Khonsa–Deomali (45 km, completed in 12 months), 132 kV lines in Arunachal Pradesh (Miao–Namsai 41 km and Changlang–Jairampur 60 km), 400 kV substations in Bihar (500 MVA transformer) and Punjab (Jalandhar, Patiala, Samba).
- 765 kV AIS bays / 400 kV bays at Raipur substation for PGCIL.
- 400 kV Bina substation (80 MVA reactor) and 220 kV GIS at Muzaffarpur for PGCIL.

## SOLAR VERTICAL

Over the years, the company has diversified its EPC portfolio to include solar EPC & IPP projects, where it executes utility-scale and balance-of-system (BoS) projects.

### Core Capabilities

- Ground-mounted solar PV projects up to 2 GWp.
- Balance-of-System (BoS) projects for solar power plants up to 1 GWp.
- Water-pump solar installations and hybrid/ renewable energy solutions.

During the financial year the Company has secured multiple high-value, large-format solar EPC orders totaling over ₹2,400 crore, significantly establishing company's foothold in Solar EPC space.

### KEY ORDER WINS

- **December 23, 2025: ₹2,035.26 crore from end Client NOPL Solar Projects Pvt. Ltd. (SPV)**

  Landmark turnkey EPC order for 600 MW AC solar power projects across multiple locations in Maharashtra. Scope includes end-to-end design, engineering, procurement, supply (including solar PV modules and inverters), erection, testing, and commissioning. Execution timeline: 12 months. This remains one of the largest single solar EPC wins for the Company and was widely reported as a major scale-up in renewables.

- **December 24, 2025: ₹459.20 crore from NTPC Renewable Energy Limited**

  EPC contract (Balance of System / BoS package) for a 400 MW AC grid-connected solar project at Chitrakoot in Uttar Pradesh. Scope includes inland transportation, insurance, installation, testing, commissioning, and guarantee tests (12-month timeline). This marquee PSU order further validates Vikran's execution credentials with top-tier clients and strengthens its renewable credentials.

### Strategic Importance

This vertical diversifies the portfolio away from traditional power T&D, capitalizes on falling module costs and government incentives (PM Surya Ghar, PM-KUSUM, Green Energy Corridor), and positions the Company for higher-margin, lower-working-capital opportunities. Large-format orders secured in FY26 have significantly enhanced revenue visibility. The vertical is expected to grow rapidly with India's solar capacity addition targets

## WATER INFRASTRUCTURE VERTICAL

The water vertical delivers turnkey solutions for sustainable drinking water and wastewater infrastructure, aligned with Jal Jeevan Mission (Har Ghar Jal) and Namami Gange initiatives. It covers surface and underground water projects with emphasis on efficiency, automation, and long-term O&M.

### Core Capabilities

- Design, supply, and construction of water treatment plants (WTPs).
- Overhead service reservoirs (OHSR), intake wells, and distribution pipe networks (surface & underground).
- Rainwater harvesting and multi-village water supply schemes.
- Automation, SCADA, and electro-mechanical systems.

### Key Achievements & Landmark Projects

- ₹246 crore multi-village scheme in Betul, Madhya Pradesh (Har Ghar Jal Yojana, including 10-year O&M).
- ₹87.41 crore project in Baloda Bazar, Chhattisgarh (Har Ghar Jal Yojana).
- Multiple drinking water supply schemes in Uttar Pradesh (Azamgarh, Sultanpur, Raebareli districts) and other JJM projects in Madhya Pradesh and Chhattisgarh.

### Government Initiatives

- **Namami Gange Programme (Phase II)**

  Key Highlights (2025–26 Progress):

  - 524 projects sanctioned (₹43,030 crore total); 355 completed (68%).
  - 218 sewerage infrastructure projects sanctioned (₹35,794 crore) targeting 6,610 MLD treatment capacity.
  - In 2025: 25 new STPs commissioned (530 MLD capacity) ₹ total operational STPs reached 173 (3,977 MLD).
  - 17 additional STPs commissioned; 9 projects operationalised in Q3 alone, pushing Phase-II commissioned capacity to 3,976 MLD.

**Budgetary Support:**

National Ganga Plan allocation in Budget 2026-27 increased to ₹3,100 crore.

- **Jal Jeevan Mission (JJM) & JJM 2.0**

  **Objective:** Provide safe tap water to all rural households while mandating source sustainability through greywater management, reuse, and wastewater treatment.

**Key Highlights:**

- Shift from asset creation to citizen-centric service delivery, O&M, and long-term sustainability.
- Unlocks ₹3 lakh crore O&M market; introduces "Sujalam Bharat" digital framework for asset mapping and monitoring.
- Mandatory integration of greywater treatment, rainwater harvesting, and reuse in all schemes.
- STPs and decentralised wastewater systems are now central to the 2025+ vision for preventing pollution and enabling reuse for irrigation/industry.

  **Budgetary Support:** Continued high priority; Budget 2026-27 reinforces focus on quality infrastructure and O&M.

- **Atal Mission for Rejuvenation and Urban Transformation (AMRUT 2.0)**

  **Objective:** Achieve 100% sewerage/septage coverage in 500+ cities, promote treated wastewater reuse, and rejuvenate water bodies.

**Key Highlights:**

- 583 sewerage projects approved (₹66,117 crore) ₹ 6,649 MLD sewage treatment capacity.
- Reuse targets: 20% of municipal demand and 40% of industrial demand met through recycled treated water.
- "Jal Hi AMRIT" initiative incentivises efficient STP operations and resource recovery (Water Resource Recovery Cells set up in 25 States/UTs).
- Over 6,535 MLD treated water already being reused; additional 1,931 MLD reuse capacity approved.
- Legacy from AMRUT 1.0: ~4,700 MLD STP capacity created + 21,700 km sewer networks.

  **Budgetary Support:** ₹8,000 crore in Budget 2026-27 (steady allocation).

  **Overall Budget 2026-27 Signal:** Increased emphasis on sewage management, drainage, sanitation, and river conservation, with steady-to-higher allocations across Jal Shakti and urban missions.

**Summary Impact on Wastewater EPC Sector**

These initiatives have created a multi-year, visible order pipeline exceeding tens of thousands of MLD in treatment capacity, plus associated sewer networks, reuse plants, and O&M contracts. The shift toward reuse, digital monitoring, and performance-based contracts (e.g., hybrid annuity, O&M focus in JJM 2.0) offers EPC players stable, long-term revenue visibility aligned with national goals of water security and Viksit Bharat 2047.

## RAILWAY INFRASTRUCTURE VERTICAL

This vertical supports India's railway modernization and electrification drive (including high-speed rail projects) through specialized electrification and signaling solutions. It contributes to diversification while leveraging synergies with the core power T&D expertise.

## CORE CAPABILITIES

- Overhead Electrification (OHE) – 25 kV, 50 Hz AC systems.
- Underground EHV cabling for railway projects.
- Signaling & Telecommunication systems for safe and efficient operations

### Key Achievements & Landmark Projects

- 220 kV Vondh–Bhachau TSS (Western Railway) – 16 km OHE + 8.1 km underground cable.
- Sengottai–Punalur section (Tamil Nadu) – full OHE and TSS electrification for CORE.
- 132 kV transmission line for Banka TSS, Bihar.
- 132 kV line under RE Project Danapur (35 km route).
- Underground cabling projects in Bhachau, Gujarat, and others.

### Overall Portfolio Diversification

Vikran Engineering is actively expanding beyond core vertical into renewable energy hybrids, railway infrastructure, and industrial EPC projects. This balanced, asset-light model—supported by a 3,500+ supplier network, PAN-India presence across 18 states, and promoters with 70+ years of experience—ensures resilience against cyclical shifts while aligning with national priorities in energy transition, water security, and transport infrastructure. Backed by promoters and a senior management team with over seven decades of cumulative industry experience, Vikran Engineering has built strong execution capabilities and a track record of delivering complex projects within stipulated timelines. Its consistent focus on operational excellence, disciplined bidding, and risk management has enabled the Company to achieve strong growth momentum and position itself as an emerging player in India's EPC landscape.

### Financial Performance

Vikran Engineering Limited delivered steady revenue growth during FY26, underpinned by healthy order execution across its diversified EPC portfolio. Consolidated revenue from operations increased 36.41% year-on-year to ₹1,249 crore in FY26. In Q4 FY26, revenue stood at ₹647.4 crore, up 82% year-on-year and registering a strong 143% sequential growth over Q3 FY26, reflecting accelerated project momentum.

The performance was supported by a robust and growing order book, which crossed ₹5206 crore as on 31 March 2026, up significantly from ₹2044 crore as on 31 March 2025), with Power T&D and Solar vertical accounting for 87% of the total. FY26 has been a pivotal year for the Company, marked by its successful entry and scaling in the Solar EPC vertical through multiple large-format orders.

| Particulars (₹ Cr) | FY26 | FY25 | YoY (%) |
|---|---|---|---|
| Revenue from Operations | 1,249.31 | 915.85 | 36.41% |
| Total Income | 1,266.27 | 922.36 | 37.29% |
| EBITDA | 175.12 | 160.23 | 9.29% |
| EBITDA Margins (%) | 14.02 | 17.50 | -19.88% |
| PAT | 91.70 | 77.81 | 17.86% |
| PAT Margins (%) | 7.34 | 8.50 | -13.60% |
| EPS | 4.05 | 4.35 | -6.90% |

### Key Ratios

| Particulars | FY26 | FY25 | YoY (%) |
|---|---|---|---|
| Debtor Turnover | 1.49 | 1.67 | -10.65% |
| Inventory Turnover | 13.13 | 11.64 | 12.80% |
| Current Ratio | 1.98 | 1.48 | 33.31% |
| Debt Equity Ratio | 0.24 | 0.58 | -59.51% |
| Return on Capital Employed (%) | 13.11 | 23.34 | -43.84% |
| Return on Equity (%) | 10.76 | 20.50 | -47.53% |

### Order Book and Revenue Visibility

As on 31 March 2026, the consolidated order book stood at ₹5,206 crore with Power T&D & Solar contributing 87%. This provides healthy revenue visibility for the next two years and positions the Company to benefit from India's infrastructure momentum in power transmission, renewables, water, and railway sectors.



### Risk Management

### Human Resources

Human capital remains a cornerstone of Vikran Engineering Limited's execution capabilities in the highly specialised and project-intensive EPC sector. The Company's ability to deliver complex turnkey projects across Power T&D, Solar, Water Infrastructure, and Railway vertical is underpinned by a skilled, experienced, and agile workforce supported by a professional management team and promoters with over 70 years of cumulative industry expertise.

The Company continues to operate on an asset-light model while maintaining a lean yet competent core team of project managers, design engineers, site supervisors, and technical personnel capable of handling high-voltage transmission lines, GIS/AIS substations, ground-mounted solar installations, and water treatment infrastructure. Emphasis is placed on attracting and retaining talent with domain expertise in EPC execution, safety compliance, and quality control — critical factors that enable timely project delivery and cost optimisation.

Looking ahead, the Company's strategic focus on geographical and sectoral diversification — including selective evaluation of international opportunities in Africa and the Middle East — will necessitate continued investment in talent development, leadership succession planning, and building cross-functional capabilities. Management remains committed to fostering a performance-oriented culture that aligns employee objectives with the Company's long-term vision of sustainable and scalable growth while ensuring the highest standards of health, safety, and operational excellence on all project sites.

This disciplined approach to human resource management has been instrumental in enabling Vikran Engineering to more than double its order book within a year and positions the organisation well to capitalise on India's robust infrastructure and energy transition pipeline in the coming years.

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

| | |
|---|---|
| Mr. Rakesh Ashok Markhedkar | Chairman and Managing Director |
| Mr. Avinash Ashok Markhedkar | Whole-Time Director |
| Mr. Nakul Markhedkar | Whole-Time Director |
| Ms. Priti Paras Savla | Independent Director |
| Mr. Rakesh Kumar Sharma | Independent Director |
| Mr. Arun Bhagwan Unhale | Independent Director |

## CHIEF FINANCIAL OFFICER

Mr. Ashish Dinesh Bahety

## STATUTORY AUDITORS

M/s. Walker Chandiok & Co LLP, Chartered Accountants (FRN-001076N/N500013)

## SECRETARIAL AUDITORS

M/s. Geeta Canabar & Associates, Practicing Company Secretary

## REGISTERED OFFICE

B-2 & B-3, B Wing, 3rd Floor, Ashar IT Park, Road No. 16-Z, Wagle Industrial Estate, Thane, Maharashtra, India, 400604.

## REGISTRAR & SHARE TRANSFER AGENT

**Bigshare Services Private Limited**

Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Center, Mahakali Caves Road, Andheri (East), Mumbai – 400093

## COMPANY SECRETARY AND COMPLIANCE OFFICER

Ms. Kajal Sagar Rakholiya

## INTERNAL AUDITORS

M/s. RSM Astute Consulting Private Limited

## COST AUDITORS

M/s R. R. Ahirwar & Associates

## BANKERS TO THE COMPANY

Union Bank of India
Bank of Maharashtra
Punjab National Bank
Central Bank of India
Canara Bank
Karnataka Bank
Bank of India
Bank of Baroda

## CIN

L93000MH2008PLC272209

## WEBSITE

www.vikrangroup.com





# NOTICE

**NOTICE** is hereby given that the **Eighteenth (18th) Annual General Meeting** ("AGM") of the Shareholders ("the Shareholders" or "the Members") of **VIKRAN ENGINEERING LIMITED** ("the Company") will be held on Friday, September 11, 2026, at 11:30 A.M.(IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following business:

The proceedings of the AGM shall be deemed to be conducted at the registered office of the Company at B-2 & B-3, B Wing, 3rd Floor, Ashar IT Park, Road No. 16-Z, Wagle Industrial Estate, Thane, Maharashtra, India, 400604.

**ORDINARY BUSINESS:**

1. To Consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolutions as **Ordinary Resolutions:**

   a) "**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

   b) "**RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint Mr. Nakul Markhedkar (DIN: 07028044), who retires by rotation, as a Director and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Nakul Markhedkar (DIN: 07028044), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

3. To declare dividend on equity shares for the financial year ended March 31, 2026 and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** in terms of the recommendation of the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company, for payment of final dividend of ₹ 0.18 (Rupees Zero point One Eight Only) per equity share of face value of Re. 1/- each for the financial year ended March 31, 2026 and that the said dividend be paid out of the profits of the Company."

**SPECIAL BUSINESS:**

4. To approve amendment of the Object Clause of the Memorandum of Association of the Company and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** pursuant to the provision of Section 4, 13 and other applicable provisions, if any of the Companies Act, 2013 read with applicable Rules and Regulation made there under (including any statutory modification or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to the Company, to alter the Clause 3 of the Memorandum of Association of the Company such that the existing Clause 3(A)(I) shall continue and be re-numbered as Clause 3(A)(I)(a) and the following additional object clauses be inserted as Clause 3(A)(I)(b) and Clause 3(A)(I)(c):

   ***Clause 3(A)(I)(b):*** *To build, establish, maintain, operate, lease or transfer Projects comprising Substations, Transmission Lines, Distribution Networks, Renewable Energy, Data Centres, Telecom Infrastructure, Smart Metering and Water Infrastructure (including canals and irrigation projects) in and outside India, under various schemes including Build, Operate and Transfer (BOT), Build, Operate, Lease and Transfer (BOLT), Build, Operate, Own and Transfer (BOOT) and Hybrid Annuity Model (HAM) including mechanical, electrical, structural and civil engineering services, including design, survey, supply, foundation, erection, stringing and commissioning, on an Engineering, Procurement and Construction (EPC) basis, for Power Transmission and Distribution Lines, Substations, Railway and Metro Electrification, Solar Power Plants, Battery Energy Storage Systems (BESS), Data Centres, Telecom Infrastructure, Advance Metering, Water Infrastructure and such other ancillary business in and outside India.*

   ***3(A)(I)(c):*** *To carry on the business of generating, distributing, supplying, transmitting, purchasing, selling and dealing in conventional and non-conventional* *energy resources in any and all forms, including renewable energy and to develop, construct, own, operate, maintain, lease or transfer power plants and power generating stations of every kind, including solar, wind, hydro/hydel, thermal, nuclear, energy storage and other renewable energy systems, together with all associated buildings, structures, machinery, equipment, cables and energy-saving devices and to act as developers, contractors, distributors, dealers, service providers, installers, designers and operators and to manufacture, fabricate, own, lease, hire, import, export, supply and deal in all apparatuses, equipment, machinery and plant required for or capable of being used in connection with the generation, transmission, distribution, application, accumulation, supply and employment of electricity, power, energy and related Infrastructure and to undertake all activities ancillary or incidental to the above objects in and outside India.*

**RESOLVED FURTHER THAT** Object Clause 3 of the Memorandum of Association of the Company be and is hereby altered accordingly.

**RESOLVED FURTHER THAT** any of the Directors of the Company and/or the Company Secretary & Compliance Officer of the Company be and are hereby jointly and/or severally authorised on behalf of the Company to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient for the purpose of giving effect to this Resolution, including signing and executing all necessary applications, forms, documents and writings and to file necessary e-Forms with the Ministry of Corporate Affairs and to comply with all other statutory requirements in this regard."

5. To approve alteration of the Articles of Association of the Company and in this regard, to consider and if thought fit, to pass the following resolution as **a Special Resolution:**

"**RESOLVED THAT** pursuant to Section 14 of Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the 'Act') and rules made thereunder, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with relevant circulars issued by SEBI from to time, (including any amendment(s), statutory modification(s), variation(s) and/or re-enactment(s) to any of the foregoing and other applicable guidelines, directions or laws), approval of the members of the Company be and is hereby accorded to the Company, to alter the Nominee Director Clause 137 (e) in the Articles Of Association of the Company and include the following clause:

**Clause 137 (e) Nominee Director**

*"A person nominated by the Debenture Trustee as a Nominee Director on the Board of the Company in accordance with clause (e) of sub-regulation (1) of Regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 read with Regulation 23(6) of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and other applicable laws, regulations and guidelines, as amended from time to time, shall be appointed as a Nominee Director on the Board of the Company. The Debenture Trustee shall have the right to remove such Nominee Director and, in the event of death, resignation or vacancy for any reason whatsoever of such Nominee Director, to nominate another person as Nominee Director. The right of the Debenture Trustee to nominate and/or remove the Nominee Director shall subsist for so long as such debentures remain outstanding, subject to applicable laws and the terms of the relevant Debenture Trust Deed."*

**RESOLVED FURTHER THAT** for giving effect to above resolution, the Board of Directors of the Company (hereinafter referred to as 'Board', which term shall be deemed to include any duly authorised Committee thereof, which the Board may have constituted or hereinafter constitute from time to time by whatever name called to exercise its power conferred by this resolution) be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose including but not limited to execution of all necessary and required agreements, documents, instruments, writings and papers, and settle all difficulties, doubts and questions that may arise in regard to implementation of the aforesaid resolution, without being required to seek any further consent or approval of the members of the Company."

6. To approve limits under Section 180(1)(a) of the Companies Act, 2013 and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

**"RESOLVED THAT** supersession of the earlier resolution passed by the Members of the Company at the Extra-Ordinary General Meeting of the Company held on 30th April, 2025, whereby the Members had approved the limits of the Company up to ₹ 1,000 Crore (Rupees One Thousand Crore only) towards Fund Based facilities and up to ₹ 2,000 Crore (Rupees Two Thousand Crore only) towards Non-Fund Based facilities, and pursuant to the provisions of Section 180 (1) (a) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Memorandum and Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorised by the Board) to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, for the purpose of due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company in respect of such borrowings and in such form, manner and with such ranking and on such terms & conditions, as the Board may deem fit, in favour of the Lenders/ Security Trustee, provided that the aggregate indebtedness secured by the assets/properties of the Company shall not at any time exceed ₹ 3,500 Crore (Rupees Three Thousand Five Hundred Crore only), comprising Fund Based facilities up to ₹ 1,500 Crore (Rupees One Thousand Five Hundred Crore only), being an enhancement from the existing limit of ₹ 1,000 Crore (Rupees One Thousand Crore only) and Non-Fund Based facilities up to ₹ 2,000 Crore (Rupees Two Thousand Crore only) which shall remain unchanged.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, execute such documents as may be considered necessary, desirable or expedient for giving effect to this Resolution.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified to be true by any Director or the Company Secretary and Compliance Officer of the Company, be forwarded to the concerned authorities for necessary action."

7. To approve borrowing limits under Section 180(1) (c) of the Companies Act, 2013 and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

**"RESOLVED THAT** supersession of the earlier resolution passed by the Members of the Company at the Extra-Ordinary General Meeting of the Company held on 30th April, 2025, whereby the Members had approved the limits of the Company up to ₹ 1,000 Crore (Rupees One Thousand Crore only) towards Fund Based facilities and up to ₹ 2,000 Crore (Rupees Two Thousand Crore only) towards Non-Fund Based facilities, and pursuant to the provisions of Section 180 (1) (c) of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and in accordance with the Memorandum and Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred on the Board of Directors by this Resolution) to borrow any sum or sums of monies, from time to time, in any form including but not limited to by way of loans, bonds, financial facility, through the issuance of debentures (listed/unlisted, secured/unsecured, rated, taxable, redeemable, non-convertible debentures) including market linked debentures or such structured bonds/ debentures, commercial paper or such other form, upon such terms and conditions as to interest, repayment, or otherwise and with or without security, as the Board may think fit for the purposes of the Company's business notwithstanding that the money or monies to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves, provided however, the total amount so borrowed (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business) shall not, at any point in time, exceed a sum of ₹ 1,500 Crore (Rupees One Thousand Five Hundred Crore only) in respect of Fund Based facilities, while the limit in respect of Non-Fund Based facilities shall remain unchanged at ₹ 2,000 Crore (Rupees Two Thousand Crore only).

**RESOLVED FURTHER THAT** any of the Director and/ or Company Secretary and Compliance officer of the Company be and is hereby authorised and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise, howsoever, as it may think fit and to do all such acts, deeds and things as may be necessary and incidental for giving effect to the above, including execution of all such documents, instruments and writings, as may be required.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified to be true by any Director or the Company Secretary and Compliance Officer of the Company, be forwarded to the concerned authorities for necessary action."

8. To approve limits under Section 186 of the Companies Act, 2013 for giving loans, guarantees, securities and making investments and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 186 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary and in supersession of the earlier resolutions, if any, passed by the Members of the Company in this regard, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of ₹ 1500 Crores (Fund based) (Rupees One Thousand Five Hundred Crore only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities.

**RESOLVED FURTHER THAT** any of the Director and/ or Company Secretary and Compliance officer of the Company be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified to be true by any Director or the Company Secretary and Compliance Officer of the Company, be forwarded to the concerned authorities for necessary action."

9. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2027 and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration, as approved by the Board of Directors and set out in the statement annexed to this Notice, to be paid to the Cost Auditors appointed by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2027, be and is hereby ratified."

10. To grant approval for payment of remuneration to Mrs. Kanchan Markhedkar, Key Managerial Personnel (KMP) and Chief Human Resource Officer (CHRO) of the Company, being a related party for holding an office or place of profit in the Company and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 177, 188 (1) (f) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 ("Act") (including any statutory modification(s) or re-enactments thereof for the time being in force), and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary and as per the recommendation of Nomination & Remuneration Committee and Audit Committee and pursuant to approval of the Board of the Company dated 11th August 2026, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), to renew /enter into new/ further contracts/ arrangements/ agreements/ transactions (including any modifications, alterations, amendments or renewal thereto), in the ordinary course of business for Mrs. Kanchan Markhedkar, Key Managerial Personnel (KMP) and Chief Human Resource Officer (CHRO) of the Company, being related party, for the continuation of her appointment to hold an office or place of profit in the Company during the Financial Year 2026-27 on terms and conditions as may be approved by the Board and subject to the maximum remuneration not exceeding ₹ 3,67,73,205 (Rupees Three Crores Sixty Seven Lakhs Seventy Three Thousand Two Hundred Five only) per annum and such other perquisite, allowances, incentives, benefits, facilities, schemes, reimbursements, leave encashment, provident fund contribution, gratuity, health and other insurances, vehicle or any other kind of benefit as granted to senior employees of the Company as per rules and policies of the Company, as applicable, from time to time.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation in the Act and or the Rules in this regard, the Board of Directors (and any committee thereof, if so, required by law) be and are hereby authorised to act in accordance with such applicable law without further reference to, or requirement to seek approval of the members of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to alter, modify and vary the terms and conditions of employment of, and the remuneration, including salary, allowances, perquisites, incentives and benefits payable to Mrs. Kanchan Markhedkar, to the extent the Board may deem fit, and to do all such acts, deeds, matters and things as it may, in its sole and absolute discretion deem necessary, expedient, usual or proper to give effect to this Resolution and to sign and file necessary documents, e-form with the Ministry of Corporate Affairs."

11. To grant approval for payment of remuneration to Mr. Vipul Markhedkar, Key Managerial Personnel (KMP) and Chief Business Officer (CBO) of the Company, being a related party for holding an office or place of profit in the Company and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Section 177, 188 (1) (f) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 ("Act") (including any statutory modification(s) or re-enactments thereof for the time being in force) and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary and as per the recommendation of Nomination & Remuneration Committee and Audit Committee and pursuant to approval of the Board of the Company dated 11th August 2026, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), to renew /enter into new/ further contracts/ arrangements/ agreements/ transactions (including any modifications, alterations, amendments or renewal thereto), in the ordinary course of business for Mr. Vipul Markhedkar, Key Managerial Personnel (KMP) and Chief Business Officer (CBO) of the Company, being related party, for the continuation of his appointment to hold an office or place of profit in the Company during the Financial Year 2026-27 on terms and conditions as may be approved by the Board and subject to the maximum remuneration not exceeding ₹ 2,19,83,280 (Rupees Two Crores Nineteen Lakhs Eighty-Three Thousand Two Hundred Eighty only) per annum and such other perquisite, allowances, incentives, benefits, facilities, schemes, reimbursements, leave encashment, provident fund contribution, gratuity, health and other insurances, vehicle or any other kind of benefit as granted to senior employees of the Company as per rules and policies of the Company, as applicable, from time to time.

**RESOLVED FURTHER THAT** in the event of any statutory amendment, modification or relaxation in the Act and or the Rules in this regard, the Board of Directors (and any committee thereof, if so, required by law) be and are hereby authorised to act in accordance with such applicable law without further reference to, or requirement to seek approval of the members of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to alter, modify and vary the terms and conditions of employment of, and the remuneration, including salary, allowances, perquisites, incentives and benefits payable to Mr. Vipul Markhedkar, to the extent the Board may deem fit, and to do all such acts, deeds, matters and things as it may, in its sole and absolute discretion deem necessary, expedient, usual or proper to give effect to this Resolution and to sign and file necessary documents, e-form with the Ministry of Corporate Affairs."

12. To Issue Senior, Secured/Unsecured, Rated, Listed/ Unlisted, Taxable, Redeemable, Non-Convertible Debentures/Market Linked Debentures ("NCDs") or other Debt Securities, on a Private Placement and/ or Public Issue Basis for an amount not exceeding Rs. 1000 Crores and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 42, 71, 179, 180 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, including any statutory modifications or re-enactments thereof for the time being in force (the "Act"), the rules, regulations, guidelines, notifications, clarifications and circulars, if any, prescribed by the Government of India, all applicable regulations, directions, guidelines, circulars and notifications of the Reserve Bank of India ("RBI"), the Securities and Exchange Board of India ("SEBI") the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Debt Securities) Regulations, 2021, or any other regulatory authority, whether in India or abroad, and in accordance with the Memorandum of Association and the Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be required from any statutory or regulatory authority, approval of the members of the Company, be and is hereby accorded for issuance of Senior, Secured/Unsecured, Rated, Listed/Unlisted, Taxable, Redeemable Non-Convertible Debentures/ Market Linked Debentures ("NCDs") or other debt securities, on a private placement basis and/or public issue basis, in one or more tranches/series at par/ premium/ discount by way of fresh ISIN including by way of reissuance or commercial papers/debt securities, for an aggregate amount not exceeding ₹ 1000 Crores (Rupees One Thousand Crores only), on such terms and conditions as may be determined by the Board or any duly constituted committee thereof.

**RESOLVED FURTHER THAT** Mr. Rakesh Ashok Markhedkar, Chairman and Managing Director and Mr. Nakul Markhedkar, Whole-Time Director and Ms. Kajal Rakholiya, Company Secretary and Compliance Officer of the Company (the "Authorised Persons") be and are hereby severally authorised to do all such acts, deeds and things as they deem necessary or desirable in connection with the finalisation of the terms of, and completing all applicable requirements for the issue, offer and allotment of the Debentures, including, without limitation the following:

a) seeking, if required, any approval, consent or waiver from any/all concerned governmental and regulatory authorities, that may be required in connection with the issue, offer and allotment of the Debentures;

b) execute the term sheet in relation to the Debentures;

c) execute, file and deliver all necessary documents, instruments and do all acts necessary including for the obtainment of the in-principle listing approvals and final listing approvals and the listing thereof on (NSE/BSE), if required;

d) finalise the terms and conditions of the appointment of an arranger, a debenture trustee, a registrar and transfer agent, a credit rating agency, a legal counsel, the depository(ies) and such other intermediaries including their successors and their agents, as may be required in relation to the issue, offer and allotment of the Debentures;

e) take all such actions as for setting up of recovery expense fund/debenture redemption reserve;

f) negotiating, approving and deciding the terms of the issue, offer and allotment of the Debentures and all other related matters;

g) creating and perfecting the security as required in accordance with the terms of the Transaction Documents (as defined below) over [identified receivables, fixed assets and current assets] of the Company or pledge of shares held by the company in its subsidiary as more particularly set out in the Transaction Documents in relation to the issue, offer and allotment of the Debentures;

h) approving, amending, varying or modifying finalising the private placement offer cum application letter ("PPOA"), general information document, key information document or information documents ("**Disclosure Documents**") in accordance with all applicable laws, rules, regulations and guidelines for each tranche of Debentures;

i) entering into arrangements with the depository(ies) in connection with the issue, offer and allotment of the Debentures in dematerialised form;

j) opening a fixed deposit and marking a lien on the fixed deposit;

k) to take all steps and do all things and give such directions as may be required, necessary, expedient or desirable for giving effect to the Transaction Documents, the transactions contemplated therein and the resolutions mentioned herein, including without limitation, to approve, negotiate, finalise, sign, execute, ratify, amend, supplement and/or issue the following, including any amendments, modifications, supplements, restatements or novations thereto (now or in the future):

   (i) the PPOA or Disclosure Documents for the issue, offer and allotment of the Debentures;

   (ii) the debenture trust deed, the debenture trustee agreement, the deed of hypothecation, the deed of personal guarantee, the demand promissory note, lien letter, escrow agreement, pledge agreement, and any other documents required for the creation of security interest over the movable fixed assets and currents assets of the Company, or the issue, offer and allotment of the Debentures (including any powers of attorney in connection thereto), and any other document/undertakings/agreements in relation thereto (collectively, the "Transaction Documents");

   (iii) any other documents required for the purposes of the issue, offer and allotment of the Debentures and the transactions contemplated thereby, including but not limited to letters of undertaking, declarations, agreements, reports; and

   (iv) any other document designated as a Transaction Document by the debenture trustee/holders of the Debentures.

   (v) Creation of pledge of shares held by the company in its subsidiary in favour of debenture trustee to secure the issuance of Debentures, negotiating, executing, filing and delivering any documents, instruments, deeds, amendments, papers, applications, notices or letters, opening of bank account (if required) as may be required in connection with the issue, offer and allotment of the Debentures and dealing with regulatory authorities in connection with the issue, offer and allotment of the Debentures including but not limited to the RBI, the relevant registrar of companies, the Central Registry of Securitisation Asset Reconstruction and Security Interest, the Ministry of Corporate Affairs, or National Securities Depository Limited, Central Depository Services (India) Limited, and such other authorities as may be required.

l) Take all steps for listing of the Debentures/NCDs including all post listing work as per applicable regulations.

**RESOLVED FURTHER THAT** the contents of the Transaction Documents including the general information document and the key information document have been perused by the Board of Directors and the final and ultimate responsibility of the contents mentioned herein shall also lie with the board of directors.

The following shall be the authorised persons to approve the general information document/key information document:

i. Executive Chairperson and Compliance Officer; or

ii. Managing Director or Chief Executive Officer and Compliance Officer; or

iii. Chief Financial Officer and Compliance Officer; or

iv. Whole-Time Director and Compliance Officer; or

v. any two Key Managerial Personnel.

they are duly authorised to attest as per this clause by the board of directors or the governing body, as the case may be, by a resolution, a copy of which should also disclosed in the offer document."

**RESOLVED FURTHER THAT** the Authorised Persons be and are hereby severally authorised to make all such submissions and filings in relation to the issue, offer and allotment of the Debentures with the relevant registrar of companies, the Ministry of Corporate Affairs, or the depository(ies), depository participant, and/or any other relevant governmental authorities.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby severally authorized to delegate the powers to any other employee/representative/ agent as may be deemed necessary to do all such acts, execute such documents and pay all stamp duty as may be required in connection with any of the matters relating to the issue, offer and allotment of the Debentures.

**RESOLVED FURTHER THAT** Board delegate its power to Corporate Affairs Committee to issue and allot Debentures to the investors as per the terms and conditions determined in Debenture Trustee Deed.

**RESOLVED FURTHER THAT** copies of the foregoing resolutions certified to be true copies by any Director or the Company Secretary and Compliance Officer of the Company be furnished to such persons as may be deemed necessary."

**By Order of the Board**
**Vikran Engineering Limited**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**

**Sd/-**
**Rakesh Ashok Markhedkar**
**Chairman and Managing Director**
**DIN: 07009284**

**Registered Office:** B-2 & B-3, B Wing, 3rd Floor,
Ashar IT Park, Road No. 16-Z,
Wagle Industrial Estate, Thane, 400604.
**Email:** info@vikrangroup.com

**Place:** Thane
**Date:** August 11, 2026

**Notes:**

1. The Ministry of Corporate Affairs ("MCA") vide its initial General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, and General Circular No. 03/2025 dated September 22, 2025, being the latest and such other relevant circulars issued from time to time in between (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") vide Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024, being the latest and other applicable circulars issued in this regard (collectively referred to as the "SEBI Circulars") has permitted companies to conduct Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") without the physical presence of members at a common venue, subject to compliance with the framework prescribed under the MCA Circulars, SEBI Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). Accordingly, the AGM of the Company is scheduled to be held through VC/ OAVM. The deemed venue for the AGM will be the Registered Office of the Company.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.vikrangroup.com . The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

8. A statement pursuant to Section 102 (1) of the Companies Act, 2013 ("the Act") setting out the material facts concerning each item of special business i.e. Item Nos. 4 to 12 set out in the Notice is annexed hereto.

9. The relevant details with respect to "Director seeking re-appointment at this AGM" are provided as Annexure I. [Regulation 36(3) of the SEBI Listing Regulations and

Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India]

10. The cut-off date for determining the eligibility of shareholders to exercise remote e-Voting rights and attendance at AGM is 4th September 2026. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the above-mentioned cut-off date, shall be entitled to avail the facility of remote e-Voting or voting at the meeting through electronic mode. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date. A person who is not a Member as on the cutoff date should treat this Notice for information purpose only.

11. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Bigshare Services Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Bigshare Services Private Limited.

12. 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 at the AGM.

13. To support the Green Initiative, members who have not registered their e-mail address are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.

14. Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013 read with its rule made thereunder along with all the documents referred to in the Notice will be available for inspection by the members in electronic mode at the Annual General Meeting, and also from the date of circulation of this Notice up to the date of AGM, i.e. 11th September 2026 without any payment of fee by the members. Members seeking to inspect such documents can send an email to Companysecretary@vikrangroup.com.

15. Pursuant to Section 112 and 113 of the Companies Act, 2013, representative of members may be appointed for the purpose of voting through remote e-voting or for participation and voting in the meeting held through Video conference.

16. Authorized Representatives of Corporate Members and Representatives appointed in pursuance of Section 112 of the Companies Act, 2013 intending to attend the meeting are requested to send/present to the Company a Certified Copy of the Board Resolution/ Authority Letter authorizing them to attend and vote on their behalf at the meeting in electronic mode to the following email address Companysecretary@vikrangroup.com; if they have voted from individual tab and not uploaded same in the NSDL e-voting system for the scrutinizer's verification;

17. Member are requested to address all correspondences, including dividend matters, to the Registrar and Share Transfer Agents, Bigshare Services Private Limited, "Bigshare", Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai-400093, Maharashtra, India.

    Telephone: 022-6263 8200
    Email: investor@bigshareonline.com

18. Members seeking any information or clarifications on the Annual Report are requested to send in written queries to the Company at least one week before the meeting to enable the Company to compile the information and provide replies at the meeting.

19. Since the AGM will be held through Video Conferencing, the Route Map is not annexed to this Notice.

20. The Record Date for the purpose of payment of dividend for the financial year ended 31st March 2026, is 28th August 2026. The dividend of ₹ 0.18/- per equity share of ₹ 1 each, (18%) if approved by the Members at the AGM, will be paid subject to deduction of tax at source ('TDS'), on or after 14th September 2026, by way of electronic mode.

21. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Members, and the Company is required to deduct TDS from the dividend paid to the Members at rates prescribed in the Income-tax Act, 1961 ('IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and/ or update their Residential Status, Permanent Account Number ('PAN'), Category as per the IT Act with their DPs by 26th August 2026.

22. Updating of mandate for receiving dividend directly in bank account through Electronic Mode or any other means in a timely manner: Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, PAN, mandates, nomination, power of attorney, bank details, bank account number, MICR code, IFSC, etc.

23. Members holding shares in electronic form may please note that their bank details as furnished by the respective DPs to the Company will be considered for remittance of dividend as per the applicable regulations of the DPs and the Company will not be able to accede to any direct request from such Members for change/addition/deletion in such bank details. Accordingly, Members holding shares in electronic form are requested to ensure that their Electronic Bank Mandate is updated with their respective DPs by 26th August 2026.

24. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP, and holdings should be verified from time to time.

25. SEBI vide Circular dated 31st July 2023, read with Master Circular dated 28th December 2023, has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to above mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login)

26. Ms. Geeta Canabar (Certificate of Practice No. 8330), M/s. Geeta Canabar & Associates, Practicing Company Secretaries has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding 3 (three) working days from the conclusion of the e-voting period unblock the votes in the presence of at least 2 (two) witness not in the employment of the Company and make a Scrutinizer's report of the votes cast in favor or against, if any, forthwith the Chairperson of the Company.

27. The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizer's report shall be placed on the Company's website www.vikrangroup.com and on the website of NSDL immediately after the result is declared by the Chairperson. The Company shall simultaneously forward the results to BSE Limited and National Stock Exchange of India Limited (NSE), where the shares of the Company are listed.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING**

The remote e-voting period commences at 09:00 AM (IST) on 7th September 2026 and ends at 05:00 PM (IST) on 10th September 2026. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. September 4, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on E-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access E-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | 1) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br>2) Existing **IDeAS** user can visit the e-Services website of NSDL viz. https:// eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under "**Login**" which is available under '**IDeAS**' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br>3) If you are not registered for IDeAS e-Services, option to register is available at https:// eservices.nsdl.com. Select "**Register Online for IDeAS Portal**" or click at https:// eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<br>4) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https:/ / www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br>5) Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.<br>NSDL Mobile App is available on<br>App Store Google Play |
| Individual Shareholders holding securities in demat mode with CDSL | 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.<br>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.<br>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.comand click on login & New System Myeasi Tab and then click on registration option.<br>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| Individual Shareholders (holding securities in demat mode) login through their DPs | You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or **e-Voting service provider-NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

| Login type | Helpdesk details |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 |

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below:

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|---|---|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID<br>For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12************** then your user ID is 12************** |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders/Corporate Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to upload their Board Resolution / Power of Attorney / Authority Letter by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in your login or send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to geetacan@gmail.com with a copy marked to evoting@nsdl.com.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the E-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to (Pallavi Mhatre-DVP) at evoting@nsdl.com.

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-Voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email companysecretary@vikrangroup.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to companysecretary@vikrangroup.com If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-Voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -**

1. The procedure for e-Voting on the day of the AGM is the same as the instructions mentioned above for remote e-Voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at companysecretary@vikrangroup.com The same will be replied by the company suitably.
6. Members can raise questions during the meeting only if they have registered themselves as a speaker shareholder by emailing in advance at companysecretary@vikrangroup.com.

However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.

**By Order of the Board**
**Vikran Engineering Limited**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**

**Sd/-**
**Rakesh Ashok Markhedkar**
**Chairman and Managing Director**
**DIN: 07009284**

**Registered Office:** B-2 & B-3, B Wing, 3rd Floor,
Ashar IT Park, Road No. 16-Z,
Wagle Industrial Estate, Thane, 400604.
**Email:** info@vikrangroup.com

**Place:** Thane
**Date:** August 11, 2026

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CIRCULARS ISSUED THEREUNDER**

The following Statement sets out all material facts relating to the special business proposed in this Notice**:**

**ITEM NO. 4:**

The Company proposes to alter the Objects Clause of its Memorandum of Association ("MOA") to align the same with its present and proposed business activities and to enable the Company to undertake additional business operations that are incidental or conducive to its growth and expansion.

The proposed amendment is intended to provide greater operational flexibility and to facilitate the Company in pursuing new business opportunities in accordance with its long-term business strategy. The alteration will enable the Company to carry on such additional activities as may be considered advantageous in the future.

The Object clause 3 of the Memorandum of Association of the Company is being amended by inserting the new sub-clauses therein. The Board at its meeting held on May 22, 2026 has approved alteration of the MOA of the Company and the Board now seek Members' approval for the same.

The draft Copy of the Memorandum of Association of the Company is available for inspection at the registered office of the Company on any working day during Business Hours till the date of Annual General Meeting. The Amendment shall be effective upon the registration of the resolution with the Registrar of the Companies.

The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

The Board recommends the Special Resolution set forth in Item No. 4 of the Notice for approval of the Members.

None of the Directors, senior management personnel and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution.

**ITEM NO. 5:**

The Company proposes to raise funds through the issuance of listed debt securities/debentures from time to time. In accordance with Regulation 23(6) of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, the Articles of Association of the Company are required to contain provisions relating to the appointment of a person nominated by the Debenture Trustee as a Nominee Director. Such nomination is governed by clause (e) of sub-regulation (1) of Regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended from time to time.

Accordingly, it is proposed to amend the existing Articles of Association of the Company by inserting a suitable provision relating to appointment of a Nominee Director nominated by the Debenture Trustee, in accordance with the applicable provisions of the aforesaid SEBI regulations.

Accordingly, it is proposed to insert the following provision in the Articles of Association of the Company:

**Clause 137 (e) Nominee Director**

*"A person nominated by the Debenture Trustee as a Nominee Director on the Board of the Company in accordance with clause (e) of sub-regulation (1) of Regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 read with Regulation 23(6) of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and other applicable laws, regulations and guidelines, as amended from time to time, shall be appointed as a Nominee Director on the Board of the Company. The Debenture Trustee shall have the right to remove such Nominee Director and, in the event of death, resignation or vacancy for any reason whatsoever of such Nominee Director, to nominate another person as Nominee Director. The right of the Debenture Trustee to nominate and/or remove the Nominee Director shall subsist for so long as such debentures remain outstanding, subject to applicable laws and the terms of the relevant Debenture Trust Deed."*

A copy of the existing Articles of Association and the proposed amended Articles of Association will be available for inspection by the Members electronically, without any fee, from the date of circulation of this Notice up to the date of the AGM.

The Board recommends the passing of resolution set out at item no. 5 for your approval by way of a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is/are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.

### ITEM NO. 6 & 7:

At the Extra-Ordinary General Meeting ("EOGM") of the Company held on April 30, 2025, the Members had accorded their consent under Sections 180(1)(a) and 180(1)(c) of the Companies Act, 2013, inter alia, for borrowing of monies (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) up to ₹ 1,000 Crore (Rupees One Thousand Crore Only) under Fund Based facilities and ₹ 2,000 Crore (Rupees Two Thousand Crore Only) under Non-Fund Based facilities and for creation of charges, mortgages and hypothecations over the movable and immovable properties of the Company, both present and future, for securing such borrowings.

Further, in view of the increase in business activities and the future plans and strategic requirements of the Company, the Board of Directors, at its meeting held on May 22, 2026, considered and approved the revision of the existing borrowing limits and proposed to increase the Fund Based borrowing limit from ₹ 1,000 Crore (Rupees One Thousand Crore Only) to ₹ 1,500 Crore (Rupees One Thousand Five Hundred Crore Only), subject to the approval of the Members of the Company.

Accordingly, it is proposed to revise the existing limits approved by the Members, so as to enable the Company to avail Fund Based facilities up to ₹ 1,500 Crore (Rupees One Thousand Five Hundred Crore Only), apart from temporary loans obtained from the Company's bankers in the ordinary course of business and to create such charges, mortgages and hypothecations over the movable and immovable properties of the Company, both present and future, in favour of lenders, security trustees, banks and/or financial institutions, as may be required for securing such borrowings.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, where the money to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), exceeds the aggregate of its paid-up share capital, free reserves and securities premium, the Company is required to obtain the consent of the Members by way of a Special Resolution.

Further, pursuant to Section 180(1)(a) of the Companies Act, 2013, the Board is required to obtain the consent of the Members by way of a Special Resolution for selling, leasing or otherwise disposing of the whole or substantially the whole of the undertaking of the Company. In connection with the borrowings, the Company may be required to create security over its assets and properties, both present and future, in favour of the lenders/security trustees, on such terms and conditions as may be agreed with the lenders.

Accordingly, the approval of the Members is sought for revision of the existing borrowing and security limits approved at the EOGM held on April 30, 2025, including enhancement of the Fund Based borrowing limit from ₹ 1,000 Crore (Rupees One Thousand Crore Only) to ₹ 1,500 Crore (Rupees One Thousand Five Hundred Crore Only), and for securing such borrowings by creation of charges, mortgages and hypothecations over the assets and properties of the Company, as set out in the resolutions at Item Nos. 6 and 7 of the accompanying Notice.

The Board of Directors therefore recommends the resolutions as set out in Item Nos. 6 and 7 of the Notice for approval of members of the Company by way of Special Resolutions.

None of the Directors, senior management personnel and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolutions.

### ITEM NO. 08:

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate or as and when required.

Pursuant to the provisions of section 186(3) of the Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval of shareholders / members by way of special resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than the higher of sixty percent of the paid-up share capital, free reserves and securities premium account or one hundred percent of free reserves and securities premium account.

Accordingly, the Board of Directors of the Company proposes to obtain approval of shareholders by way of special resolution as contained in the notice of the Annual General Meeting for an amount not exceeding ₹ 1500 Crores (Fund based) (Rupees One Thousand Five Hundred Crore only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

The Board of Directors therefore recommends the resolution as set out in Item No. 8 of the Notice for approval of members of the Company by way of Special Resolution.

None of the Directors, senior management personnel and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution.

### ITEM NO. 9:

The Board of Directors, upon recommendation of the Audit Committee, approved the appointment of M/s. R.R, Ahirwar & Associates, Cost Accountants (Firm Registration No. 103745), Cost Accountants as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2026-2027 at the remuneration of ₹ 4,00,000/- (Rupees Four Lakh Only) per annum plus all applicable taxes & re-imbursement of out–of– pocket expenses.

In accordance with the provisions of Section 148 of the Act read with Rule 14 (a) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company. Accordingly, consent of the Members is being sought for ratification of the remuneration payable to the Cost Auditors for the financial year 2026-2027.

The Board of Directors therefore recommends the resolution as set out in Item No. 9 of the Notice for approval of members of the Company by way of Ordinary Resolution.

None of the Directors, senior management personnel and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution.

### ITEM NO. 10:

The Company proposes to continue the appointment of Mrs. Kanchan Markhedkar, Key Managerial Personnel (KMP) and Chief Human Resource Officer (CHRO) of the Company, being a related party, to hold an office or place of profit in the Company during the Financial Year 2026-27.

Pursuant to Section 188(1)(f) of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, appointment of a related party to any office or place of profit in the Company at a monthly remuneration exceeding ₹2.50 lakhs requires prior approval of the Audit Committee, the Board of Directors and the Members of the Company.

Accordingly, based on the recommendations of the Nomination and Remuneration Committee and the Audit Committee, the Board of Directors at its meeting held on 11th August 2026 approved the continuation of the appointment of Mrs. Kanchan Markhedkar for the Financial Year 2026-27, subject to approval of the Members of the Company.

Mrs. Kanchan Markhedkar holds an M.Sc. in Statistics and possesses key competencies in business planning, value generation and creative thinking. In her capacity as Chief Human Resource Officer, she is responsible for various aspects of the Company's human resource function and contributes to areas including human resource strategy, talent management, employee engagement, organisational development and performance management. Considering her qualifications, experience, competencies and contribution to the Company, the Board is of the view that her continued association is in the interest of the Company.

The information as required pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, Section 102 of the Companies Act, 2013 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is set out below:

| Name of the Related Party | Mrs. Kanchan Markhedkar |
|---|---|
| **Name of the Director or Key Managerial Personnel who is related, if any;** | 1. Mr. Rakesh Ashok Markhedkar-Chairman & Managing Director,<br>2. Mr. Nakul Markhedkar-Whole Time Director,<br>3. Mr. Avinash Ashok Markhedkar--Whole Time Director and<br>4. Mr. Vipul Markhedkar- Key Managerial Personnel |
| **Nature of Relationship** | Wife of Mr. Rakesh Ashok Markhedkar- Chairman & Managing Director, Mother of Mr. Nakul Markhedkar Whole Time Director & Mr. Vipul Markhedkar Key Managerial Personnel of the Company and sister-in-law of Mr. Avinash Ashok Markhedkar – Whole-Time Director. |
| **Nature, material terms, monetary value and particulars of the Contract or arrangement** | Continuation of appointment to hold an office or place of profit in the Company during FY 2026-27, with maximum remuneration of ₹3,67,73,205 (Rupees Three Crores Sixty Seven Lakhs Seventy Three Thousand Two Hundred Five only) per annum, together with annual increments and such perquisites, allowances, bonus/special incentives, benefits, facilities and reimbursements as may be determined in accordance with the Company's policies and applicable laws. |
| **The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction** | The maximum proposed remuneration represents approximately 0.29% of the Company's Annual Consolidated Turnover of the Company as on March 31, 2026. |
| **If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:** | Not Applicable |
| **Justification as to why the RPT is in the interest of the listed entity and any other information relevant or important for the members to take a decision on the proposed resolution** | Considering the role entrusted to Mrs. Kanchan Markhedkar, her qualifications, experience, competencies and contribution towards the Company's human resource function, the proposed arrangement is considered beneficial for the continued management and development of the Company's human capital and is in the interest of the Company |

The Board of Directors therefore recommends the resolution as set out in Item No. 10 of the Notice for approval of members of the Company by way of Ordinary Resolution.

Mrs. Kanchan Markhedkar is concerned or interested in the proposed resolution to the extent of the remuneration payable to her.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except Mr. Rakesh Ashok Markhedkar, Mr. Nakul Markhedkar, Mr. Avinash Ashok Markhedkar and Mr. Vipul Markhedkar and their respective relatives, to the extent of their respective interest, if any, in the Company.





### ITEM NO. 11:

The Company proposes to continue the appointment of **Mr. Vipul Markhedkar, Key Managerial Personnel (KMP) and Chief Business Officer of the Company**, being a related party, to hold an office or place of profit in the Company during the Financial Year 2026-27.

Pursuant to Section 188(1)(f) of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, appointment of a related party to any office or place of profit in the Company at a monthly remuneration exceeding ₹2.50 lakhs requires prior approval of the Audit Committee, the Board of Directors and the Members of the Company.

Accordingly, based on the recommendations of the Nomination and Remuneration Committee and the Audit Committee, the Board of Directors at its meeting held on August 11, 2026, approved the continuation of the appointment of Mr. Vipul Markhedkar for the Financial Year 2026-27, subject to approval of the Members of the Company.

Mr. Vipul Markhedkar holds a Master's degree in Business Administration and possesses key competencies in strategic partnering, business planning and development, leadership, strategic sourcing, financial acumen, branding and networking. In his capacity as Chief Business Operations, he is responsible for various aspects of the Company's business operations and contributes to the Company's business development and strategic initiatives. Considering his qualifications, experience, competencies and contribution to the Company, the Board is of the view that his continued association is in the interest of the Company.

The information as required pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, Section 102 of the Companies Act, 2013 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is set out below:

| Name of the Related Party | Mr. Vipul Markhedkar |
|---|---|
| **Name of the Director or Key Managerial Personnel who is related, if any;** | 1. Mr. Rakesh Ashok Markhedkar-Chairman & Managing Director,<br>2. Mr. Nakul Markhedkar-Whole Time Director,<br>3. Mr. Avinash Ashok Markhedkar-Whole Time Director and<br>4. Mrs. Kanchan Markhedkar- Key Managerial Personnel |
| **Nature of Relationship** | Son of Mr. Rakesh Ashok Markhedkar – Chairman & Managing Director and Mrs. Kanchan Markhedkar – Key Managerial Personnel of the Company; and brother of Mr. Nakul Markhedkar – Whole-Time Director and nephew of Mr. Avinash Ashok Markhedkar – Whole-Time Director of the Company. |
| **Nature, material terms, monetary value and particulars of the Contract or arrangement** | Continuation of appointment to hold an office or place of profit in the Company during FY 2026-27, with maximum remuneration of ₹2,19,83,280 (Rupees Two Crores Nineteen Lakhs Eighty-Three Thousand Two Hundred Eighty only) per annum, together with annual increments and such perquisites, allowances, bonus/special incentives, benefits, facilities and reimbursements as may be determined in accordance with the Company's policies and applicable laws. |
| **The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction** | The maximum proposed remuneration represents approximately 0.18% of the Company's Annual Consolidated Turnover of the Company as on March 31, 2026. |
| **If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:** | Not Applicable |
| **Justification as to why the RPT is in the interest of the listed entity and any other information relevant or important for the members to take a decision on the proposed resolution** | Considering the role entrusted to Mr. Vipul Markhedkar and his contribution towards the Company's business operations and strategic initiatives, the proposed arrangement is considered beneficial for the continued growth and development of the Company's business and is in the interest of the Company. |

The Board of Directors therefore recommends the resolution as set out in Item No. 11 of the Notice for approval of the Members of the Company by way of Ordinary Resolution.

Mr. Vipul Markhedkar is concerned or interested in the proposed resolution to the extent of the remuneration payable to him.

None of the other Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except Mr. Rakesh Ashok Markhedkar, Mr. Nakul Markhedkar, Mr. Avinash Ashok Markhedkar and Mrs. Kanchan Markhedkar and their respective relatives, to the extent of their respective relationship with Mr. Vipul Markhedkar.

### ITEM NO. 12:

The Board of Directors of the Company, at its meeting held on August 11, 2026, considered and approved the proposal for raising funds through issuance of Senior, Secured/ Unsecured, Rated/unrated, Listed/Unlisted, Taxable, Redeemable Non-Convertible Debentures/Market Linked Debentures ("NCDs") or other debt securities, on a private placement and/or public issue basis, in one or more tranches/series at par/premium/ discount by way of fresh ISIN including by way of reissuance or commercial papers/ debt securities, for an aggregate amount not exceeding ₹ 1000 Crores (Rupees One Thousand Crores only) within the overall borrowing limits of the Company.

The proposed issuance of Debentures is intended to meet the Company's long-term funding requirements, strengthen its financial position and support its business operations, growth plans and other general corporate purposes of the Company. The Debentures shall be issued on such terms and conditions, including tenure, coupon rate, redemption terms, security creation, listing and other matters, as may be determined by the Board of Directors or its authorised Committee.

Pursuant to the provisions of Sections 42, 71, 180 and other applicable provisions of the Companies Act, 2013 read with applicable rules made thereunder and SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, wherever applicable, approval of the Members of the Company is required for the proposed issue of Debentures.

The Board of Directors shall be authorised to take all necessary actions, execute necessary documents, appoint intermediaries, make statutory filings and complete all regulatory compliances in connection with the issue, offer and allotment of the Debentures.

**Disclosures as required under Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules 2014 and Rule 13(2) of the companies (share capital and debentures) rules 2014, to the extent applicable, the material facts in relation to the above issue of NCDs and other debt securities are as follows:**

| | |
|---|---|
| Particulars of the offer including date of passing of Board resolution | Senior, Secured/Unsecured, Rated/Unrated, Redeemable, Listed/unlisted Non-Convertible Debentures ("Debentures") or other debt securities, on a private placement and/or public issue basis in one or more series or tranches.<br>Date of Board Meeting: August 11, 2026 |
| Kinds of securities offered and the price at which security is being offered | Not yet finalised |
| Basis or justification for the price (including premium, if any) at which the offer or invitation is being made | Not yet finalised |
| Name and address of valuer who performed valuation | Not applicable |
| Amount which the company intends to raise by way of such securities | For an amount not exceeding ₹ 1000 Crore (Rupees One Thousand Crore only) in aggregate |
| Material terms of raising of securities: Duration, if applicable, Rate of dividend or rate of interest, mode of payment and repayment | As the issuance would be in one or more tranches, material terms will be determined by the Board/ Committee(s) duly authorised by the Board, in accordance with the applicable provisions of the Act and the Rules framed thereunder and other applicable law for the time being in force. |
| Proposed time schedule for which the offer letter is valid | One year from the date of passing of special resolution by the Members. |
| Purposes and objects of the offer | To finance the business operations and increased working capital requirements of the Company. |
| Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects | Not yet finalised |
| Principal terms of assets charged as security, if applicable | Not yet finalised |

The Board of Directors recommends the Special Resolution as set out in Item No. 12 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

**By Order of the Board**
**Vikran Engineering Limited**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**

**Sd/-**
**Rakesh Ashok Markhedkar**
**Chairman and Managing Director**
**DIN: 07009284**

**Registered Office:** B-2 & B-3, B Wing, 3rd Floor,
Ashar IT Park, Road No. 16-Z,
Wagle Industrial Estate, Thane, 400604.
**Email:** info@vikrangroup.com

**Place:** Thane
**Date:** August 11, 2026

## ANNEXURE I

### DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE 18TH ANNUAL GENERAL MEETING

***(IN PURSUANCE OF REGULATION 36(3) OF THE LISTING REGULATIONS AND SECRETARIAL STANDARD – II ON GENERAL MEETINGS)***

| | |
|---|---|
| Name of Director | Mr. Nakul Markhedkar |
| DIN | 07028044 |
| Date of Birth<br>Age | November 29, 1992<br>33 Years |
| Date of Appointment and Designation: | Appointed as an Additional Director on February 01, 2024<br>Appointed as Executive, Whole-Time Director on June 17, 2024 |
| Terms and Conditions of appointment / reappointment | Re-appointment sought in view of retirement by rotation. Terms continue as per the approval obtained in the Extra Ordinary General Meeting held on 25th September 2024. |
| Qualification | Bachelor's degree in technology (electronics and communication engineering) from Manav Rachna International University and he completed Senior Leadership Programme (SLP) from Indian Institute of Management (IIM) Lucknow. |
| Brief profile and expertise in specific functional areas | Mr. Nakul Markhedkar served on the Board of Directors of the Company from November 18, 2014, to December 1, 2019, and was re-appointed to the Board on February 1, 2024. He also served as the Procurement Director of the Company. He holds a Bachelor's degree in Technology (Electronics and Communication Engineering) from Manav Rachna International University and has also completed the Senior Leadership Programme (SLP) at the Indian Institute of Management (IIM) Lucknow. He has over 10 years of experience in the engineering and infrastructure sector. |
| Listed entities from which the person has resigned in the past three years | Nil |
| NRC & Board's consideration for appointment | Appointment due to retirement by rotation |
| Directorship in other Companies (excluding Foreign and Section 8 Companies) | 1. Vikran MP Solar Private Limited<br>2. Power and Control Transformer Industries Private Limited<br>3. Vikran Global Infraprojects Private Limited<br>4. Vikran Renewable Private Limited<br>5. NOPL Solar Projects Private Limited<br>6. Maternia Private Limited |
| Chairmanship/ Membership of the Committee across companies (only Statutory Committees as required to be Constituted under the Act considered) | Vikran Engineering Limited:<br>1. Audit Committee -Members<br>2. Risk Management Committee – Chairman<br>3. Stakeholders Relationship Committee -Member |
| Shareholding in the listed entity, including shareholding as a beneficial owner | 1,33,10,210 |
| Number of Board Meeting attended during the year | During the previous FY 2025-2026, he attended 08 Board Meetings. |
| Relationship with other Directors, Managers / Key Managerial Personnel of the Company | Son of Mr. Rakesh Ashok Markhedkar, Chairman and Managing Director of the Company and Mrs. Kanchan Rakesh Markhedkar, Key Managerial Personnel of the Company and Brother of Vipul Rakesh Markhedkar, Key Managerial Personnel of the Company |
| Remuneration last drawn (including sitting fees, if any) | – |
| Remuneration proposed to be paid | Not applicable |
| Other Disclosure | Pursuant to BSE Circular No. LIST/ COMP/ 14/ 2018-19 dated June 20, 2018, it is also declared that he has not been debarred from holding office of a director by virtue of any order passed by the SEBI or any other such authority. |

**By Order of the Board**
**Vikran Engineering Limited**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**

**Sd/-**
**Rakesh Ashok Markhedkar**
**Chairman and Managing Director**
**DIN: 07009284**

**Registered Office:** B-2 & B-3, B Wing, 3rd Floor,
Ashar IT Park, Road No. 16-Z,
Wagle Industrial Estate, Thane, 400604.
**Email:** info@vikrangroup.com

**Place:** Thane
**Date:** August 11, 2026

# DIRECTORS' REPORT FOR FINANCIAL YEAR 2025-26

To,
**The Members,**
**VIKRAN ENGINEERING LIMITED**

**(Formerly Known as Vikran Engineering & Exim Private Limited)**

Your Directors have pleasure in presenting their 18th Annual Report on the business and operations of Vikran Engineering Limited (Formerly Known as Vikran Engineering & Exim Private Limited) ("The Company") together with the Audited Financial statements of the Company for the Financial Year ended March 31, 2026.

## 1. FINANCIAL STATEMENTS & RESULTS:

**Financial Results**

The Company's performance during the year ended March 31, 2026 as compared to the previous financial year, is summarized below:

**(Rs. in Lakhs.)**

| *Particulars* | Standalone | | Consolidated | |
|---|---|---|---|---|
| | For the financial year ended March 31, 2026 | For the financial year ended March 31, 2025 | For the financial year ended March 31, 2026 | For the financial year ended March 31, 2025 |
| Total Income | 1,26,627 | 92,236 | 1,26,627 | 92,236 |
| Less: Expenses | 1,14,403 | 81,217 | 1,14,403 | 81,217 |
| Profit before exceptional and extraordinary items and tax | 12,224 | 11,019 | 12,224 | 11,019 |
| Exceptional items | (121) | - | (121) | - |
| Profit before tax | 12,103 | 11,019 | 12,103 | 11,019 |
| Less: Tax Expenses | 2,933 | 3,238 | 2,933 | 3,238 |
| Exception Income | - | - | - | - |
| Exception expenditure | - | - | - | - |
| Profit after Tax | 9,170 | 7,781 | 9,170 | 7,781 |

## 2. OPERATIONAL REVIEW AND THE STATE OF COMPANY'S AFFAIRS:

**STANDALONE & CONSOLIDATED BASIS:**

- The Company has reported Total Revenue of Rs. 1,26,627 lakhs as compared to Rs. 92,236 lakhs in previous year.
- The Company experienced a Profit after Tax of Rs. 9,170 lakhs as compared to Rs. 7,781 lakhs in previous year.
- There was tax expense of Rs. 2,933 lakhs for the year ended March 31, 2026 as compared to Rs. 3,238 lakhs in previous year.

  Your Directors are continuously looking for avenues for future growth of the Company.

## 3. CREDIT RATING:

During the year under review, the Company's credit ratings were reviewed by the rating agencies.

Infomerics Valuation and Rating Limited(Infomerics), vide its rating rationale dated **December 22, 2025**, upgraded the Company's **Long-Term/Short Term Bank Facilities** aggregating to **₹420.40 crore** from **IVR BBB+/Stable** to **IVR A-/Stable**, and **Short-Term Bank Facilities** aggregating to **₹40.00 crore** from **IVR A2** to **IVR A2+**. The cumulative amount rated by Infomerics stands at ₹460.4 crore. The rating upgrade was driven by the Company's improved scale of operations and substantial growth in its order book, while continuing to reflect the strength of its experienced management, comfortable capital structure and financial risk profile.

In addition to the above, India Ratings and Research Private Limited, vide its rating rationale dated April 07, 2026, has reaffirmed the credit rating of the Company's Non-Convertible Debentures and Bank Loan Facilities at **IND A-**; however, the outlook has been revised from *Stable* to *Negative*. The short-term rating for bank loan facilities continues to be **IND A2+**.

The details of the ratings are as under:

- Non-Convertible Debentures aggregating to INR 500 million (reduced from INR 900 million): **IND A- / Negative** (earlier: IND A- / Stable)
- Bank Loan Facilities aggregating to INR 4,700 million: **IND A- / Negative / IND A2+** (earlier: IND A- / Stable / IND A2+)
- The reaffirmation of the credit ratings reflects the rating agency's continued confidence in the Company's financial strength and its ability to meet its long-term and short-term financial obligations in a timely manner.

## 4. INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

During the year under review, the provisions of Section 125(2) of the Companies Act, 2013 are not applicable as there was no unclaimed dividend till date.

## 5. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:

The Management's Discussion and Analysis Report for the year under review, prepared in accordance with Regulation 34(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided in a separate section (Corporate Overview) and forms an integral part of this Annual Report.

## 6. SHARE CAPITAL STRUCTURE:

- **AUTHORISED SHARE CAPITAL**

  During the period under review, there were no change in the Authorised Share Capital of the Company.

  The Authorised Share Capital of the Company as on March 31, 2026, is Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 30,00,00,000 Equity Shares of Rs. 1/- each.

- **ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL**

  During the financial year 2025-26, the capital structure of the Company underwent a change pursuant to its Initial Public Offer ("IPO") comprising an initial public offering of up to 79,587,627 equity shares of face value of Re. 1/- each, including a fresh issue of up to 74,329,896 equity shares at an issue price of Rs. 97 per equity share (including a securities premium of Rs. 96 per equity share), aggregating up to Rs. 72,100.00 lakhs, and an Offer for Sale of up to 5,257,731 equity shares aggregating up to Rs. 5,100.00 lakhs. The equity shares were allotted to the successful applicants on September 01, 2025 and were listed on BSE Limited and the National Stock Exchange of India Limited with effect from September 03, 2025.

  Consequent to the aforesaid allotment under the Fresh Issue, the issued, subscribed and paid-up equity share capital of the Company increased from Rs. 18,35,81,130/- (divided into 18,35,81,130 equity shares of face value of Re. 1/- each) to Rs. 25,79,11,026/- (divided into 25,79,11,026 equity shares of face value of Re. 1/- each).

  The Company has only one class of equity shares having a face value of Re. 1 each.

## 7. EMPLOYEE STOCK OPTION SCHEME:

During the financial year under review, the Company doesn't have any Employees Stock Option Scheme for its employees/ directors and hence no information as per the provisions of Section 62(1) (b) of the Companies Act, 2013 read with applicable rules is furnished.

## 8. DIVIDEND:

The Board of Directors is pleased to recommend a final dividend of Rs. 0.18 (Rupees Zero Point One Eight Only) per equity share of face value of Re. 1/- each, representing 18% of the face value, for the financial year ended March 31, 2026. The proposed dividend is subject to the approval of the Members at the ensuing Annual General Meeting ("AGM") and shall be paid to the eligible Members after deduction of tax at source, as applicable under the provisions of the Income-tax Act, 1961.

**DIVIDEND DISTRIBUTION POLICY**

Pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company has voluntarily adopted a Dividend Distribution Policy, which sets out the parameters and circumstances to be considered by the Board while recommending or declaring dividends.

The Dividend Distribution Policy is available on the Company's website at https://www.vikrangroup.com/investors-relation/financials.

The Board has recommended the dividend for the financial year 2025-26 after considering the principles and parameters set out in the said Policy. There were no changes to the Dividend Distribution Policy during the year under review.

## 9. TRANSFER TO RESERVES:

Pursuant to Section 71 of the Companies Act, 2013 read with Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014, the Company was required to maintain a Debenture Redemption Reserve (DRR) up to the date on which it became a listed company. Upon listing of the Company's equity shares on BSE Limited and the National Stock Exchange of India Limited on September 03, 2025, the requirement to maintain the Debenture Redemption Reserve ceased to be applicable to the Company. Accordingly, no further amount was transferred to the Debenture Redemption Reserve during the financial year under review.

## 10. NON-CONVERTIBLE DEBENTURES:

a. During the financial year 2025-26, the Company raised funds through the issuance of Secured, Rated, Redeemable, Unlisted, Non-Convertible Debentures ("NCDs") on a private placement basis, aggregating to Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only). The NCDs were issued for cash consideration in the following tranches:

| Sr. No. | Date of Allotment | Mode of allotment | No. of Debentures | Face Value per Debenture (₹) | Amount in ₹ | Rate of Interest |
|---|---|---|---|---|---|---|
| 1. | April 17, 2025 | Private Placement | 20 | 50,00,000/- | 10,00,00,000/- | 12% |
| 2. | April 24, 2025 | Private Placement | 30 | 50,00,000/- | 15,00,00,000/- | 12% |

During the financial year 2025-26, the Company redeemed its 50 Secured, Rated, Redeemable, Unlisted, Non-Convertible Debentures aggregating to Rs. 25,00,00,000/- (Rupees Twenty-Five Crore Only) on January 23, 2026, in accordance with the terms of issue and the applicable provisions of the Companies Act, 2013 and other applicable laws. The principal amount due to the debenture holder(s) was paid on the scheduled redemption date i.e. January 23, 2026 and the redemption process was completed without any default.

**Accordingly, as on March 31, 2026, the total outstanding NCDs stands at ₹ 50,00,00,000/- (Rupees Fifty Crores Only) comprising 100 NCDs of the face value of ₹ 50,00,000/-(Rupees Fifty Lakhs Only).**

## 11. INITIAL PUBLIC OFFER (IPO) OF EQUITY SHARES

The financial year 2025-26 marked a significant milestone in the Company's journey with the successful completion of its Initial Public Offer ("IPO") and the listing of its equity shares on BSE Limited and the National Stock Exchange of India Limited on September 03, 2025.

The IPO, aggregating to approximately Rs. 77,200.00 lakhs, comprised a fresh issue of equity shares amounting to Rs. 72,100.00 lakhs and an Offer for Sale aggregating to Rs. 5,100.00 lakhs by the selling shareholders. The public issue was launched through the book-building process in August 2025 and received an encouraging response from institutional, non-institutional and retail investors. The equity shares were allotted to the successful applicants on September 01, 2025.

The proceeds from the Fresh Issue are being utilised towards funding the Company's working capital requirements and for general corporate purposes, in accordance with the objects of the issue set out in the Prospectus.

The listing of the Company's equity shares on the recognised stock exchanges has enhanced the Company's visibility and credibility in the capital markets, broadened its shareholder base and strengthened its corporate governance and disclosure framework. The IPO has also provided the Company with improved financial flexibility to support its long-term growth strategy while reinforcing stakeholder confidence in the Company's business model and future prospects.





## 12. MATERIAL CHANGES BETWEEN THE END OF FINANCIAL YEAR AND DATE OF THE BOARD REPORT:

**a) Issue of Debentures on Private Placement basis:**

During the financial year under review, the Company raised Rs. 50,00,00,000/- (Rupees Fifty Crores Only) through the issuance of Secured, Rated, Redeemable, Unlisted, Non-Convertible Debentures ("NCDs") on a private placement basis. The NCDs were issued for cash consideration in two tranches, the details of which are provided below:

| Sr. No. | Date of Allotment | Type of allotment | No. of Debentures | Face Value | Amount in Rs. | Form of consideration |
|---|---|---|---|---|---|---|
| 1. | April 24, 2026 | Private Placement | 40 | 50,00,000 | 20,00,00,000/- | Cash |
| 2. | April 29, 2026 | Private Placement | 60 | 50,00,000 | 30,00,00,000/- | Cash |
| | | | 100 | | 50,00,00,000 | |

**b) Redemption of Debentures issued on Private Placement basis:**

The Company redeemed its outstanding 50 Secured, Rated, Redeemable, Unlisted, Non-Convertible Debentures aggregating to Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only) on April 10, 2026 in accordance with the terms of issue and the applicable provisions of the Companies Act, 2013 and other applicable laws. The principal amount due to the debenture holder(s) was paid on the scheduled redemption date i.e. April 10, 2026 and the redemption process was completed without any default.

**c) Incorporation of Wholly Owned Subsidiary – Vikran Renewable Private Limited:**

As part of its business expansion strategy, the Company incorporated Vikran Renewable Private Limited as its Wholly Owned Subsidiary on May 04, 2026, in the State of Maharashtra. The Wholly Owned Subsidiary was incorporated with an authorised share capital of Rs. 15,00,000/- (Rupees Fifteen Lakhs Only) and an initial paid-up share capital of Rs. 1,00,000/- (Rupees One Lakhs Only). The Company holds 100% of the equity share capital of the said Wholly Owned Subsidiary.

**d) Incorporation of Section 8 Wholly Owned Subsidiary for CSR Initiatives – Vikran for Good Foundation:**

With the objective of strengthening the implementation of its Corporate Social Responsibility ("CSR") initiatives, the Company incorporated **Vikran for Good Foundation**, a wholly owned subsidiary incorporated under Section 8 of the Companies Act, 2013, on May 04, 2026, in the State of Maharashtra. The Wholly Owned Subsidiary was incorporated with an authorised share capital of Rs. 5,00,000/- (Rupees Five Lakhs Only) and an initial paid-up share capital of Rs. 1,00,000/- (Rupees One Lakhs Only). The Company holds the 100% paid-up share capital of the Foundation.

**e) Acquisition of 100% stake in NOPL Solar Projects Private Limited:**

The Company completed the acquisition of the entire equity share capital of NOPL Solar Projects Private Limited in two phases. The Company initially acquired a 49% equity stake on May 15, 2026 for an aggregate consideration of Rs. 4.90 crore. Thereafter, on May 20, 2026, it acquired the remaining 51% equity stake comprising 5,100 equity shares for an aggregate consideration of Rs. 5.10 crore.

Consequent to the aforesaid acquisitions, NOPL Solar Projects Private Limited became a Wholly Owned Subsidiary of the Company with effect from May 20, 2026. The acquisition is aligned with the Company's long-term strategy of strengthening its presence in the renewable energy sector and expanding its solar power portfolio.

**f) Closure of Loan Facility Extended to Onix Renewable Limited:**

Pursuant to the Composite Amendment and Supplement Agreement dated May 20, 2026 executed amongst the concerned parties, the outstanding loan receivable of approximately

Rs. 49.15 crore from Onix Renewable Limited was fully settled through the agreed settlement mechanism. Out of the said amount, Rs. 10.00 crore was adjusted towards the consideration payable for the acquisition of equity shares of NOPL Solar Projects Private Limited, while the balance amount of Rs. 39.15 crore was adjusted as an unsecured loan in NOPL Solar Projects Private Limited towards promoter's contribution for project requirements.

## 13. SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES:

As on March 31, 2026, Company has One (1) Wholly Owned Subsidiary and Four (4) Joint Ventures which are as follows:

**Wholly Owned Subsidiary:**

Vikran MP Solar Private Limited (VMSPL) is a Private Limited Company incorporated on 22nd January 2026 as a Wholly Owned Subsidiary of Vikran Engineering Limited. The Wholly Owned Subsidiary has an authorized share capital of Rs. 15,00,000 and a paid-up share capital of Rs. 1,00,000.

The Wholly Owned Subsidiary was incorporated to undertake the business of setting up solar power projects and generating solar energy.

Since it was incorporated during the financial year, the Wholly Owned Subsidiary had not commenced commercial operations and, accordingly, did not generate any operating revenue for the year ended March 31, 2026. The Wholly Owned Subsidiary reported a loss after tax of Rs. 0.25 Lakhs for the year. Refer **"Annexure E"** attached to the report.

**Joint Ventures**

The Company is engaged in project-specific joint ventures in the form of an unincorporated "association of persons" as defined under the Income-tax Act, 1961 established to target and execute certain projects. These JV's are treated as an extension of the Company itself as in substance the Company assumes all the risk and rewards related to such arrangements including managing operations of such projects.

| Sr. No. | Name of Joint Venture | Nature of Project |
|---|---|---|
| 1. | Vikran – M/s EMRE Ray Enerji Insaat San. Ve Tic. A.S. JV | Railway Electrification (Southern Railway) |
| 2. | Vikran – M/s R & B Infra Project Limited JV | Water Supply Infrastructure (MP Jal Nigam) |
| 3. | Vikran – Vishnu Prakash R Punglia Limited JV | Rural Water Supply Projects (Uttar Pradesh) |
| 4. | Vikran Engineering Limited – M/s RCP Engineering Consortium | Solar Water Pumping Systems (PM-KUSUM Scheme, Maharashtra) |

**1. Vikran-M/s Emre Ray Enerji Insaat San.Ve Tic. A.S. ("VIKRAN - EREI JV")**

Your Company entered into an agreement dated December 21, 2021 with M/s Emre Ray Enerji Insaat San.Ve Tic. A.S. to constitute a joint venture for the purpose of executing the contract of Design, Supply, Erection, Testing & Commissioning of 25 kV, 50 Hz, Single Phase, AC Electrification Works including OHE & TSS as Composite Electrical Work" in Sengottai (Excl.) - Punalur (Excl.) Section Gr 276A of Madurai Division of Southern Railway, under RE Project Chennai, Total 50 RKM/ 55 TKM through EPC contract. The agreement shall remain valid and in force for the entire period of the completion/extended period of completion of the work including maintenance/ guarantee period and can be extended by mutual agreement.

Percentage participation:

| Partner | Share in the joint venture |
|---|---|
| Company | 74% |
| M/s Emre Ray Enerji Insaat San. Ve Tic. A.S. | 26% |

**2. Vikran-M/s R & B Infra Project Limited ("VIKRAN - RBIPL JV")**

Your Company entered into a memorandum of understanding dated June 16, 2022 ("MOU") with M/s R & B Infra Project Limited to constitute a joint venture for the purpose of participating in various bids/ tenders floated/ to be floated by MP Jal Nigam of MP, India. One of them being for the purposes of participating in the bidding process for executing the contract of Engineering, Procurement, Construction, Testing, Commissioning, Trial Run and Operation & Maintenance of Various Components of Ghogri Multi-Village Scheme, District Betul in Single Package on 'Turn-Key Job Basis' including Trial Run and Operation & Maintenance of the Entire Water Supply Scheme for 10 Year on behalf of MP Jal Nigam on EPC basis ("Project"). The agreement provides that both the parties be jointly and severally responsible for all obligations and liabilities relating to the aforesaid project.

Percentage Participation:

As per the terms of the MOU, there is no percentage participation agreed to between the parties. However, pursuant to the MOU, our Company shall be the lead partner/lead member/ member-in-charge and M/s R & B Infra Project Limited shall be the other partner / member partner. Further, as per the terms of the MOU, our Company shall, inter alia, be responsible for the execution of the Project and pre and post investment in the Project.

**3. Vikran-Vishnu Prakash R Punglia Limited ("VIKRAN - VPRPL JV")**

Your Company entered into an agreement dated September 19, 2022 with Vishnu Prakash R Punglia Limited to constitute a joint venture for the purpose of participating in the tender invited for Empanelment of Contractors for implementation of various rural water supply projects comprising of tube well/Intake Well, WTP, rising/ pressure mains, CWRs, overhead tanks, distribution pipe networks, individual house connections, public stand posts, Retrofitting etc. including O&M for 10 years, located in the State of Uttar Pradesh on EPC basis. Subsequently, the contract was awarded to VIKRAN - VPRPL JV, and hence our Company entered into a revised internal agreement dated March 06, 2023 with VPRPL. As per the terms of the agreement, our Company has sub-contracted the work to VPRPL.

Percentage participation:

| Partner | Share in the joint venture |
|---|---|
| Company | 95% |
| Vishnu Prakash R Punglia Limited | 5% |

**Associate Companies:**

The Company did not have any Associate Company within the meaning of Section 2(6) of the Companies Act, 2013, as on March 31, 2026.

## 14. DEPOSITS:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

## 15. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS AND SECURITIES:

The detail of the Loans, Guarantees and Investments covered under the provision of Section 186 of Companies Act, 2013 are given in the notes to the Financial Statements. (Please refer Note No. 7 & 8 of the Financial Statement).

## 16. CORPORATE SOCIAL RESPONSIBILITY:

The Company remains committed to conducting its business in a socially responsible and sustainable manner and continues to undertake initiatives that create a positive impact on the communities in which it operates. The Company's Corporate Social Responsibility ("CSR") initiatives are guided by its CSR Policy, which is in line with the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

During the financial year 2025-26, the Company was required to spend an amount of Rs. 1,85,45,199/- (Rupees One Crore Eighty-Five Lakh Forty-Five Thousand One Hundred Ninety-Nine Only) towards CSR activities. The Annual Report on CSR activities, containing the disclosures prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014, forms part of this Report as **Annexure B**.

The Company also incorporated **Vikran for Good Foundation**, a wholly owned subsidiary incorporated under Section 8 of the Companies Act, 2013, to facilitate the implementation of its CSR programmes in a structured and focused manner.

The CSR Policy is available on the Company's website and can be accessed at https://www.vikrangroup.com/investors-relation/financials

## 17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All Related Party Transactions (RPTs), along with any subsequent modifications, are submitted to the Audit Committee for review and approval. For transactions that are repetitive in nature or conducted in the ordinary course of business at arm's length, prior omnibus approval is obtained from Audit Committee. Additionally, all RPTs undergo independent review and verification by the Statutory Auditors of the Company to ensure compliance with applicable regulations.

During the period under review, all transactions entered into by the Company with the RPTs were at arm's length and ordinary course of business and adhered to all applicable provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. There were no materially significant related party transactions made by your Company with Promoters, Directors or Key Managerial Personnel, etc. which had a potential conflict of interest and which are not disclosed to and approved by the Audit Committee.

Accordingly, the disclosure of Related Party Transactions in Form AOC-2, pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, is annexed to this Report as **Annexure F.**

The Company has also made full disclosure of transactions with the related parties as set out in Note. 42 of Standalone Financial Statement, forming part of the Annual Report.

The policy on Related Party Transactions as approved by the Board is available on the website of the Company at https://www.vikrangroup.com/investors-relation/financials.

## 18. RISK MANAGEMENT:

The Company has constituted a Risk Management Committee of the Board to oversee the identification, assessment, monitoring and mitigation of risks that may impact its business operations, financial performance and strategic objectives. The Committee periodically reviews key business, operational, financial, regulatory and other emerging risks and evaluates the adequacy of the measures implemented to address such risks.

As per Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the requirement to adopt a formal Risk Management Policy is applicable to the top 100 listed entities based on market capitalisation. Accordingly, the Company is not required to adopt a Risk Management Policy under the said regulation. The Company however remains committed to maintaining an effective risk management framework and believes that the existing mechanisms are adequate and commensurate with the nature and scale of the Company's operations.

## 19. INTERNAL CONTROL SYSTEMS:

The Board has adopted policies and procedures for ensuring orderly and efficient conduct of its business including adherence to the Company's Policies, the safeguarding of its assets, the prevention and detection of Frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial disclosures.

The Company's internal control system is commensurate with its size, scale and complexities of its operations. The Board of Directors actively reviews the adequacy and effectiveness of the internal control system and suggests improvements to strengthen the same.

## 20. DETAILS OF DIRECTORS & KEY MANAGERIAL PERSONNEL:

The Board of Directors of the Company is duly constituted. None of the Directors is disqualified from being appointed as such under the provision of Section 164 of the Companies Act, 2013. There was no change in Directors during the year under review

**a. The Composition of Board of Directors as on March 31, 2026 is as follows:**

| Sr No. | Name of Director | Designation | Date of Appointment |
|---|---|---|---|
| 1. | Mr. Rakesh Ashok Markhedkar | Chairman & Managing Director | 20/11/2015 |
| 2. | Mr. Avinash Ashok Markhedkar | Whole Time Director | 02/11/2015 |
| 3. | Mr. Nakul Markhedkar | Whole Time Director | 01/02/2024 |
| 4. | Ms. Priti Paras Savla | Independent Director | 24/09/2024 |
| 5. | Mr. Rakesh Kumar Sharma | Independent Director | 24/09/2024 |
| 6. | Mr. Arun Bhagwan Unhale | Independent Director | 24/09/2024 |

**b. In terms of Section 203 of the Companies Act, 2013, the following are the Key Managerial Personnel (KMP) of the Company as on March 31, 2026.**

| Sr No. | Name of Key Managerial Personnel | Designation | Date of Appointment |
|---|---|---|---|
| 1. | Mr. Ashish Dinesh Bahety | Chief Financial Officer | 21/08/2023 |
| 2. | Mr. Dibyendu Ray | Chief Operating Officer | 23/05/2024 |
| 3. | Ms. Kajal Sagar Rakholiya | Company Secretary & Compliance Officer | 06/05/2024 |
| 4. | Mrs. Kanchan Rakesh Markhedkar | Key Managerial Personnel | |
| 5. | Mr. Vipul Markhedkar | Key Managerial Personnel | |

***During the Financial Year under review, following are the changes in the Composition of Key Managerial Personnel:***

*i. Mrs. Kanchan Rakesh Markhedkar was appointed as a Key Managerial Personnel of the Company With effect from September 22, 2025, and her position was elevated from Head – Human Resources and Administration to Chief Human Resources Officer, reflecting the enhanced strategic responsibilities entrusted to her in leading the Company's human capital and organisational development initiatives.*

*ii. Mr. Vipul Markhedkar was appointed as a Key Managerial Personnel of the Company With effect from September 22, 2025, and his position was elevated from Head – Business Operations to Chief Business Officer, reflecting his expanded leadership responsibilities in driving the Company's operational excellence, business execution and strategic growth initiatives.*

**c. Re-appointment of Director(s) retiring by rotation:**

In accordance with the provisions of Section 152 of the Companies Act, 2013 with rules made thereunder and the Articles of Association of the Company, Mr. Nakul Markhedkar (DIN: 07028044), Whole time Executive Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends the re-appointment.

Brief details as required under Secretarial Standard - 2 are provided in the Notice of the Annual General Meeting being sent to the shareholders along with the Annual Report.

## 21. DECLARATION OF INDEPENDENT DIRECTORS:

The Independent Directors of the Company have submitted the requisite declarations confirming that they continue to meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Independent Directors have also confirmed that they have complied with the provisions of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 relating to registration with the Independent Directors' Databank, wherever applicable.

In the opinion of the Board, all the Independent Directors fulfil the conditions of independence as specified under the Companies Act, 2013 and the SEBI Listing Regulations and are independent of the management. The Board is satisfied that the Independent Directors possess the requisite integrity, expertise, experience and proficiency required to effectively discharge their duties and responsibilities.

The composition of the Board is in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations relating to Independent Directors.

## 22. PERFORMANCE EVALUATION:

The Company has a policy for performance evaluation of the Board, Committees and other Individual Directors (including independent directors) which includes criteria for performance evaluation of Non-executive Directors and Executive Directors. In accordance with the manner of evaluation specified by the NRC, the Board carried out annual performance evaluation of the Board, its Committees and Individual Directors. The independent directors carried out annual performance evaluation of the Chairman, the non-independent directors and the Board as a whole. The Chairperson of the respective Committees shared the report on evaluation with the respective Committee members. The performance of each Committee was evaluated by the Board, based on the report of evaluation received from respective Committees.

The Performance Evaluation Policy is available on the Company's website and can be accessed at https://www.vikrangroup.com/investors-relation/financials .

## 23. REMUNERATION POLICY AND CRITERIA FOR SELECTION OF CANDIDATES FOR APPOINTMENT AS DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR LEADERSHIP POSITIONS:

The Company has a Board-approved policy in place for the remuneration of Directors, Key Managerial Personnel and senior leadership, along with clear criteria for their selection. The policy outlines the guiding principles, approach, and basis for determining remuneration—covering executive and non-executive Directors (through sitting fees) and Key Managerial Personnel. The selection criteria include various factors assessed by the Nomination & Remuneration Committee and the Board. This policy, along with the selection criteria, is available on the Company's website at https://www.vikrangroup.com/investors-relation/financials.

## 24. DISCLOSURES RELATED TO BOARD:

**a. BOARD MEETINGS:**

The Board of Directors met 8 times during the financial year ended on March 31, 2026 in accordance with the provisions of the Companies Act, 2013 and rules made there under. The intervening gap between the meetings was within the period as prescribed under the Companies Act, 2013.

The maximum gap between any two Board Meetings was less than One Hundred and Twenty days.

The names of members of the Board, their attendance in the Board Meetings are as under:

| Sr. No. | Name of Directors | Designation | No. of Meetings attended | Total Meetings Held |
|---|---|---|---|---|
| 1. | Mr. Rakesh Ashok Markhedkar | Chairman & Managing Director | 8 | 8 |
| 2. | Mr. Avinash Ashok Markhedkar | Whole-time Director | 8 | 8 |
| 3. | Mr. Nakul Markhedkar | Whole-time Director | 8 | 8 |
| 4. | Ms. Priti Paras Savla | Independent Director | 8 | 8 |
| 5. | Mr. Rakesh Kumar Sharma | Independent Director | 8 | 8 |
| 6. | Mr. Arun Bhagwan Unhale | Independent Director | 8 | 8 |

The date of meetings of the Board that each Director attended is provided in the Report on Corporate Governance, appended to, and forming part of, this Report.

**b. Directors' RESPONSIBILITY STATEMENT:**

In terms of Section 134(3)(C) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2026, the Board of Directors hereby confirms that:

a) in the preparation of the annual accounts, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;

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

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

d) the Directors have prepared the annual accounts on a "going concern basis".

e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

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

## 25. AUDITORS:

**(a) STATUTORY AUDITORS**

In the Annual General Meeting for the F.Y 2023-24 held on 26th August, 2024, M/s. Walker Chandiok & Co LLP, Chartered Accountants (FRN-001076N/N500013) were re-appointed as the Statutory Auditors of the Company to hold office for a term of 5 (Five) years from the conclusion of the Annual General Meeting till the conclusion of the Annual General Meeting to be held for the financial year 2028-29.

**EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATION OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE STATUTORY AUDITOR IN THEIR REPORT.**

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

Pursuant to the circular dated January 7, 2026 issued by the National Financial Reporting Authority, the Company has adopted a 'Framework for Effective Communication between Statutory Auditors and Those Charged with Governance' for the purpose of audit of financial statements of the relevant financial year.

**(b) INTERNAL AUDITORS**

M/s. Shetty & Shetty, Chartered Accountants (Firm Registration No. 140140W), who had been appointed as the Internal Auditors of the Company for a term of five financial years commencing from FY 2021-22, tendered their resignation with effect from February 13, 2026.

The resignation was on account of health-related reasons affecting the senior audit professional leading the engagement, which impacted the firm's ability to commence and complete the internal audit assignments within the envisaged timelines.

Consequent to the said resignation and based on the recommendation of the Audit Committee, the Board of Directors appointed **RSM Astute Consulting Private Limited** as the Internal Auditors of the Company to fill the casual vacancy. The appointment is effective from January 01, 2026 and shall continue up to March 31, 2029, subject to the applicable provisions of the Companies Act, 2013.

Prior to the appointment, **RSM Astute Consulting Private Limited** confirmed its eligibility, independence and consent to act as the Internal Auditors of the Company in accordance with the applicable provisions of the Companies Act, 2013.

**EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATION OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE INTERNAL AUDITOR IN THEIR REPORT:**

The Internal Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer.

**(c) SECRETARIAL AUDITOR**

M/s. Geeta Canabar & Associates (M. No. 8702), Company Secretaries in practice, have been appointed as the Secretarial Auditor of the Company for a period of 5 consecutive years, commencing from FY 2025-26 to FY 2029-30, at the Annual General Meeting held on August 25, 2025, based on the recommendations of the Audit Committee and the approval of the Board of Directors.

The Secretarial Audit Report for the financial year ended March 31, 2026 is annexed and marked as "Annexure A" to this Report.

**EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATION OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE SECRETARIAL AUDITOR IN THEIR REPORT:**

The Secretarial Audit Report confirms that the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines and that there were no deviations or non-compliances.

However the Secretarial Auditor of the Company have made the following observation in their report:

During the financial year, there was a delay of one day in filing the disclosure of a Related Party Transaction for the half year ended September 30, 2025 under the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**DIRECTORS' RESPONSE:**

The Board noted the delay in compliance and further noted that the applicable penalty was duly paid by the Company on April 16, 2026. The delay was inadvertent and isolated in nature. The Company has since strengthened its internal compliance monitoring and review mechanisms to enhance regulatory oversight and ensure timely statutory disclosures going forward.

**(d) COST AUDITOR**

The Company has voluntarily appointed M/s. R.R, Ahirwar & Associates, Cost Accountants (Firm Registration No. 103745), as the Cost Auditor of the Company for conducting the audit of the cost records of the Company for the financial year 2025-2026.

Further, in accordance with the provisions of Section 148(1) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Company has maintained cost records.





## 26. REPORTING OF FRAUD:

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013. Further, no case of Fraud has been reported to the Management from any other sources.

## 27. CORPORATE GOVERNANCE:

Pursuant to Regulation 34 of the SEBI Listing Regulations, Report on Corporate Governance along with the certificate from a Practicing Company Secretary certifying compliance with conditions of Corporate Governance is attached as **"Annexure D"** to this Report.

## 28. COMMITTEES:

**1. AUDIT COMMITTEE:**

The Company constituted Audit Committee in compliance with the requirements of the Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013.

**Composition:**

| Name of Directors | Nature of Directorship | Designation in Committee |
|---|---|---|
| Ms. Priti Paras Savla | Independent Director | Chairperson |
| Mr. Rakesh Kumar Sharma | Independent Director | Member |
| Mr. Nakul Markhedkar | Whole Time Director | Member |

**The attendance of members of the Audit Committee is as under:**

| Name of Directors | No. of Meetings attended | Total Meetings Held |
|---|---|---|
| Ms. Priti Paras Savla | 7 | 7 |
| Mr. Rakesh Kumar Sharma | 7 | 7 |
| Mr. Nakul Markhedkar | 7 | 7 |

**2. NOMINATION AND REMUNERATION COMMITTEE:**

The Company constituted Nomination and Remuneration Committee in compliance with the requirements of the Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of Companies Act, 2013.

**Composition:**

| Name of Directors | Nature of Directorship | Designation in Committee |
|---|---|---|
| Mr. Rakesh Kumar Sharma | Independent Director | Chairman |
| Ms. Priti Paras Savla | Independent Director | Member |
| Mr. Arun Bhagwan Unhale | Independent Director | Member |

**The attendance of members of the Nomination and Remuneration Committee is as under:**

| Name of Directors | No. of Meetings attended | Total Meetings Held |
|---|---|---|
| Mr. Rakesh Kumar Sharma | 3 | 3 |
| Ms. Priti Paras Savla | 3 | 3 |
| Mr. Arun Bhagwan Unhale | 3 | 3 |

3. **RISK MANAGEMENT COMMITTEE:**

The Board of Directors decided to voluntarily constitute Risk Management Committee in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Composition:**

| Name of Directors | Nature of Directorship | Designation in Committee |
|---|---|---|
| Mr. Nakul Markhedkar | Whole Time Director | Chairman |
| Mr. Rakesh Ashok Markhedkar | Chairman and Managing Director | Member |
| Mr. Rakesh Kumar Sharma | Independent Director | Member |

**The attendance of members of the Risk Management Committee is as under:**

| Name of Directors | No. of Meetings attended | Total Meetings Held |
|---|---|---|
| Mr. Nakul Markhedkar | 2 | 2 |
| Mr. Rakesh Ashok Markhedkar | 2 | 2 |
| Mr. Rakesh Kumar Sharma | 2 | 2 |

4. **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:**

The Company has reconstituted its Corporate Social Responsibility Committee in accordance with section 135 of Companies Act, 2013. The Details of reconstituted Corporate Social Responsibility Committee are given herein below:

**Composition:**

| Name of Directors | Nature of Directorship | Designation in Committee |
|---|---|---|
| Mr. Avinash Ashok Markhedkar | Whole Time Director | Chairman |
| Mr. Arun Bhagwan Unhale | Independent Director | Member |
| Mr. Rakesh Ashok Markhedkar | Chairman and Managing Director | Member |

**The attendance of members of the Corporate Social Responsibility Committee are as under:**

| Name of Directors | No. of Meetings attended | Total Meetings Held |
|---|---|---|
| Mr. Avinash Ashok Markhedkar | 1 | 1 |
| Mr. Rakesh Ashok Markhedkar | 1 | 1 |
| Mr. Arun Bhagwan Unhale | 1 | 1 |

5. **STAKEHOLDERS' RELATIONSHIP COMMITTEE:**

The Company formulated Stakeholders' Relationship Committee in compliance with the with the requirements of the Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the provisions of Section 178 of the Companies Act, 2013.



**Composition:**

| Name of Directors | Nature of Directorship | Designation in Committee |
|---|---|---|
| Mr. Arun Bhagwan Unhale | Independent Director | Chairman |
| Mr. Rakesh Ashok Markhedkar | Chairman and Managing Director | Member |
| Mr. Nakul Markhedkar | Whole Time Director | Member |

**The attendance of members of the Stakeholders' Relationship Committee is as under:**

| Name of Directors | No. of Meetings attended | Total Meetings Held |
|---|---|---|
| Mr. Arun Bhagwan Unhale | 2 | 2 |
| Mr. Nakul Markhedkar | 2 | 2 |
| Mr. Rakesh Ashok Markhedkar | 2 | 2 |

6. **CORPORATE AFFAIRS COMMITTEE:**

The Company formulated the Corporate Affairs Committee pursuant to provisions of section 179 and other applicable provisions of Companies Act, 2013.

**Composition:**

| Name of Directors | Nature of Directorship | Designation in Committee |
|---|---|---|
| Mr. Rakesh Ashok Markhedkar | Chairman and Managing Director | Chairman |
| Mr. Avinash Ashok Markhedkar | Whole Time Director | Member |
| Mr. Nakul Markhedkar | Whole Time Director | Member |

**The attendance of members of the Corporate Affairs Committee is as under:**

| Name of Directors | No. of Meetings attended | Total Meetings Held |
|---|---|---|
| Mr. Rakesh Ashok Markhedkar | 19 | 19 |
| Mr. Avinash Ashok Markhedkar | 19 | 19 |
| Mr. Nakul Markhedkar | 19 | 19 |

7. **INITIAL PUBLIC OFFERING COMMITTEE:**

The Company has formulated the Initial Public Offering Committee to undertake an initial public offer of the equity shares of the Company. The Details of Initial Public Offering Committee are given herein below:

**Composition:**

| Name of Directors | Nature of Directorship | Designation in Committee |
|---|---|---|
| Mr. Rakesh Ashok Markhedkar | Chairman and Managing Director | Chairman |
| Mr. Avinash Ashok Markhedkar | Whole Time Director | Member |
| Mr. Arun Bhagwan Unhale | Independent Director | Member |

**The attendance of members of the Initial Public Offering Committee is as under:**

| Name of Directors | No. of Meetings attended | Total Meetings Held |
|---|---|---|
| Mr. Rakesh Ashok Markhedkar | 7 | 7 |
| Mr. Avinash Ashok Markhedkar | 7 | 7 |
| Mr. Arun Bhagwan Unhale | 7 | 7 |

During the year, all recommendations of the Board Committees, which were mandatorily required, were accepted by the Board. Details of the meetings and terms of reference of the Board Committees are provided in the Corporate Governance Report forming part of this Annual Report. The composition and terms of reference of the Board Committees are in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### 29. INDEPENDENT DIRECTORS MEETING:

As required under Clause VII (1) of Schedule IV to the Companies Act 2013, a meeting of the Independent Directors held without the presence of Non-Independent Directors and members of the management, thereby ensuring a free and impartial environment for the Independent Directors to discuss matters pertaining to the overall functioning and performance of the Board, as well as to evaluate the quality, quantity, and timeliness of information received from the management.

| Sr. No. of Meeting | Date of Independent Director Meeting |
|---|---|
| 1. | August 18, 2025 |
| 2. | February 13, 2026 |

### 30. VIGIL MECHANISM/WHISTLE-BLOWER POLICY:

Your Company believes in promoting a fair, transparent, ethical and professional work environment. The Board of Directors of the Company pursuant to the provisions of Section 177 of the Companies Act, 2013 and Regulation 22 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has framed "Vigil Mechanism" for Directors and employees of the Company for reporting the genuine concerns or grievances or cases of actual or suspected, fraud or violation of the Company's code of conduct and ethics policy.

The Whistle-blower Policy is available on the Company's website and can be accessed at https://www.vikrangroup.com/investors-relation/financials.

### 31. INSIDER TRADING PREVENTION AND COMPLIANCE:

The Board of Directors has duly adopted a comprehensive Code of Conduct for Prevention of Insider Trading in accordance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015. This Code outlines the framework for regulating, monitoring, and reporting trading in securities of the Company by individuals who may have access to Unpublished Price Sensitive Information (UPSI). The Code is applicable to all Directors, members of the senior management team, and other designated employees who are likely to have access to UPSI in the normal course of business. It aims to ensure that such individuals adhere to the highest standards of transparency and integrity, and do not engage in trading activities that could potentially misuse such sensitive information.

The Code has been published and is accessible to all stakeholders' on the Company's official website at:

https://www.vikrangroup.com/investors-relation/financials.

During the year under review, the Company has maintained strict compliance with the Code. No instances of violations were reported, and all persons covered under the Code have confirmed adherence to its provisions, thereby reinforcing the Company's commitment to ethical corporate governance and regulatory compliance.

### 32. STRUCTURED DIGITAL DATABASE COMPLIANCE (PURSUANT TO SECURITIES AND EXCHANGE BOARD OF INDIA (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015):

The Company has established a robust framework for the identification, handling and preservation of Unpublished Price Sensitive Information ("UPSI") in accordance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

Pursuant to Regulation 3(5) and Regulation 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company maintains a Structured Digital Database ("SDD") through an internally implemented software solution. The system enables the recording and monitoring of the sharing of UPSI on a need-to-know basis, along with the details of persons with whom such information is shared, thereby ensuring appropriate audit trails and regulatory compliance.

The Company confirms that the Structured Digital Database was maintained throughout the financial year in accordance with the applicable provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and that adequate internal controls and processes are in place to safeguard UPSI and prevent insider trading.

### 33. CODE OF CONDUCT:

The Company is committed to maintaining the highest standards of ethical business practices, integrity and corporate governance. To uphold these principles, the Company has adopted a Code of Conduct applicable to the Directors and Senior Management Personnel, which provides the framework for ethical conduct, regulatory compliance and responsible decision-making across the organisation.

The Code of Conduct is available on the Company's website, and a detailed overview of its implementation forms part of the Corporate Governance Report forming part of this Annual Report.

### 34. MATERIAL DEVIATIONS IN UTILISATION OF FUNDS:

There has been no deviation or variation in the utilization of proceeds from the objects stated in the offer document.

### 35. THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION AND REDRESSAL) ACT, 2013:

In accordance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 (POSH Act) and the Rules made thereunder, the Company has in place a policy which mandates no tolerance against any conduct amounting to sexual harassment of women at workplace. The Company has constituted Internal Complaints Committee(s) (ICCs) to redress and resolve any complaints arising under the POSH Act.

| Particulars | Cases |
|---|---|
| No. of Sexual Harassment Complaints Received | Nil |
| No. of Complaints Disposed of | Nil |
| No. of Cases pending for more than 90 Days | Nil |

### 36. MATERNITY BENEFITS AS PER MATERNITY BENEFIT ACT, 1961:

In compliance with the provisions of the Maternity Benefit Act, 1961 and the Rules framed thereunder, the Company has implemented a comprehensive Maternity Benefit Policy. This policy outlines employee entitlements related to maternity leave, salary, benefits, and other associated provisions and the Company has duly complied with the same during the period under review. The Company confirms that all eligible women employees received the required benefits, including paid leave, continued salary and service, and post-maternity support like nursing breaks and flexible work options.

### 37. PARTICULARS OF EMPLOYEES:

The particulars of remuneration to Directors and employees and other related information required to be disclosed under Section 197 (12) and sub rule 1 of rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Companies Act, 2013 and the Rules made thereunder are given in "**Annexure C**" to this Report.

The statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report. In terms of Section 136 of the Companies Act, 2013, the Annual Report is being sent to the Members excluding the aforesaid statement. Any Member interested in obtaining a copy of the same may write to the Company Secretary at companysecretary@vikrangroup.com.

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

**(a) Conservation of Energy**

| | | |
|---|---|---|
| (i) | the steps taken or impact on conservation of energy | The provisions relating to conservation of energy under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are not materially applicable to the nature of the Company's operations. Nevertheless, the Company remains committed to the efficient utilisation of energy resources and continues to adopt measures for the optimum use of electricity and other utilities across its operations. During the financial year under review, no capital investment was incurred towards energy conservation initiatives. |
| (ii) | the steps taken by the Company for utilizing alternate sources of energy | |
| (iii) | the capital investment on energy conservation equipment | |

**(b) Technology Absorption**

| | | |
|---|---|---|
| (i) | the efforts made towards technology absorption | Considering the nature of the Company's business, there were no significant activities relating to technology absorption requiring disclosure under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014. During the financial year ended March 31, 2026, the Company did not import any technology and no expenditure was incurred on research and development activities. |
| (ii) | the benefits derived like product improvement, cost reduction, product development or import substitution | |
| (iii) | in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- | |
| | (a) the details of technology imported | |
| | (b) the year of import | |
| | (c) whether the technology been fully absorbed | |
| | (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof | |
| (iv) | the expenditure incurred on Research and Development | |

**(c) FOREIGN EXCHANGE EARNINGS AND OUTGO**

There was no foreign exchange inflow & outflow during the financial year under review.

## 39. ANNUAL RETURN:

Pursuant to Section 92(3) of the Companies Act, 2013 and read with Section 134(3)(a) and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, Annual Return in MGT–7 for the FY 2025-26 can be accessed at our website - https://www.vikrangroup.com/investors-relation/financials

## 40. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE IF ANY:

During the financial year under review, there are no material orders passed by the Regulators or Courts or Tribunals Impacting the going concern status and Company's operations in future.

## 41. DISCLOSURE UNDER SECTION 54(1)(d) OF THE COMPANIES ACT, 2013:

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.





## 42. GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

i. There has been no change in the nature of business of the Company.

ii. There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

iii. There was no instance of one-time settlement with any Bank or Financial Institution.

## 43. EQUITY SHARES WITH DIFFERENTIAL RIGHTS:

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

## 44. SECRETARIAL STANDARDS

The Company has complied with the applicable provisions of Secretarial Standards, i.e. SS-1 and SS-2 relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, issued by the Company Secretaries of India (ICSI).

## 45. SEBI COMPLAINTS REDRESS SYSTEM (SCORES):

The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are a centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies, and online viewing by investors of actions taken on the complaint and its current status. Your Company has been registered on SCORES and makes every effort to resolve all investor complaints received through SCORES or otherwise within the statutory time limit from the receipt of the complaint.

The Company received 3 complaints through the SEBI Complaints Redress System (SCORES) Portal during FY 2025–26. The Company has duly addressed and resolved all such complaints, and no complaints were pending as at March 31, 2026.

## 46. ACKNOWLEDGEMENTS AND APPRECIATION:

Your Directors take this opportunity to thank the customers, shareholders, employees, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company.

**For and on behalf of the Board**
**VIKRAN ENGINEERING LIMITED**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**

**Sd/-**
**Rakesh Ashok Markhedkar**
**Chairman & Managing Director**
**DIN: 07009284**

**Place: Thane**
**Date: May 22, 2026**

# Annexure - I (to the Directors' Report)

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED *March 31, 2026**

***[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]***

To,
The Members,
**VIKRAN ENGINEERING LIMITED**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**
B-2 & B-3, B Wing, 3rd Floor, Ashar IT Park,
Road No. 16-Z, Wagle Industrial Estate,
Thane, 400604

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **VIKRAN ENGINEERING LIMITED (Formerly Known as Vikran Engineering & Exim Private Limited)** (herein after called "**the Company**") having CIN **L93000MH2008PLC272209**. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

****The Company got listed on BSE Limited and National Stock Exchange of India Limited with effect from 03rd September, 2025. Accordingly, the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 became applicable to the Company from the date of listing.***

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

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

i. The Companies Act, 2013 (the Act) and the rules made there under;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. Foreign Exchange Management Act, 1999 ("FEMA") and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(*not applicable to the Company during the period under review*)**

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;

   d. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

   e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(not applicable to the Company during the Audit period)**

   f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(not applicable to the Company during the Audit period)**

   g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with clients; **(not directly applicable to the Company. However, the Company has appointed a SEBI-registered Registrar and Share Transfer Agent and is complying with the applicable provisions in this regard)**

   h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(not applicable to the Company during the Audit period)** and

   i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(not applicable to the Company during the Audit period)**

   I have also examined compliance with the applicable clauses of the following:

   1. Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI);

   2. The Listing Agreements entered into by the Company with National Stock Exchange of India Ltd ("NSE Ltd.");

   3. The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited ("BSE Ltd.");

   4. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

I further report that the Company has, in my opinion, complied with the provisions of other Laws applicable to the Company namely:

- The Electricity Act, 2003
- The Indian Electricity Rules, 1956
- Employees State Insurance Act, 1948
- Employees Provident Fund and Miscellaneous Provisions Act, 1952
- Sexual Harassment of Women at work place (Prevention, Prohibition and Redressal) Act 2013.
- The Maternity Benefits Act, 1961
- All other Labour, Employee and Industrial Laws to the Extent applicable to the Company.
- In case of Direct and Indirect Tax Laws like Income Tax Act, 1961, Goods and Services Tax Law, Excise & Custom Laws, I have relied on the Reports given by the Statutory Auditors of the Company.

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

There was a delay of one day in filing the disclosure of a Related Party Transaction for the half year ended 30th September, 2025 under the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has since filed the requisite disclosure and taken corrective measures to prevent recurrence of such delay.

**I further report that: -**

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors.

2. Adequate notice is given to all Directors to schedule the Board Meetings (including Committees Meetings). Agenda and detailed notes on agenda were sent as per the applicable provisions. Further, where the notice, agenda and notes to agenda were given at a shorter period of time for meetings schedule to transact the

urgent business, the requirement of the secretarial standards were complied with and presence of atleast one Independent Director was ensured and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting

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

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

I further report that, during the period under review the Company has done the following transactions in due compliance above referred laws, rules, regulations, guidelines, standards etc;

1. The Company has issued the Prospectus for its initial public offer comprising a fresh issue of up to 74,329,896 equity shares aggregating up to Rs. 7,210.00 million and an offer for sale of up to 5,257,731 equity shares aggregating up to Rs. 510 million. The equity shares of the Company were listed on the BSE Limited and National Stock Exchange of India Limited on 03rd September, 2025, in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
2. During the period under review, Vikran MP Solar Private Limited, a wholly owned subsidiary company was incorporated on January 22, 2026 as a Special Purpose Vehicle (SPV) for undertaking the execution of EPC works of a 400 MW (AC) solar power project.
3. The Company has redeemed its 50 Unlisted, Secured, Non-Convertible Debentures (NCDs) aggregating to Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only) in accordance with the terms and conditions of issuance and the applicable provisions of the Companies Act, 2013 and other relevant laws.
4. The Borrowing limit was raised wherein the total outstanding borrowings shall not exceed Rs. 1,000 Crore (Rupees One Thousand Crore only) in respect of fund-based facilities and Rs. 2,000 Crore (Rupees Two Thousand Crore only) in respect of non-fund-based facilities.
5. Declared the final dividend of Rs. 0.2119/- per Equity Shares of Face Value of Rs. 1/- each for the Financial Year ended 31st March, 2025.

**For Geeta Canabar& Associates**
***Company Secretaries***
**UIN: S2009MH114800**
**PR No: 2569/2022**

**Sd/-**
**Geeta Canabar**
**Proprietor**
**CP No. 8330**
**FCS No. 8702**
**UDIN: F008702H000530707**

**Place: Mumbai**
**Date: May 22, 2026**

***Note: This report is to be read with my letter which is annexed as 'ANNEXURE A' and forms an integral part of this report.***





# ANNEXURE A

**To,**
The Members,
**VIKRAN ENGINEERING LIMITED**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**
B-2 & B-3, B Wing, 3rd Floor, Ashar IT Park,
Road No. 16-Z, Wagle Industrial Estate, Thane, 400604

My report is to be read along with this letter:

1) Maintenance of secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3) I have relied on report of Statutory Auditors, Tax auditors and Cost Auditors for compliances of the applicable Financial Laws including Direct and Indirect Tax Laws, Accounting Standards, the correctness and appropriateness of Financial Records, Cost Records and Books of Accounts of the Company since the same have been subject to review by respective Auditors and other designated professionals.
4) Wherever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
5) The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.
6) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.
7) The audit was conducted based on the verification of the Company's books, papers, minutes books, forms and returns filed, documents and other records furnished by them or obtained from the Company electronically and also the information provided by the Company and its officers by audio and/or visual means.

**For Geeta Canabar& Associates**
***Company Secretaries***
**UIN: S2009MH114800**
**PR No: 2569/2022**

**Sd/-**
**Geeta Canabar**
**Proprietor**
**CP No. 8330**
**FCS No. 8702**
**UDIN: F008702H000530707**

**Place: Mumbai**
**Date: May 22, 2026**

# Annexure -B

**Annual Report on CSR Activities to be Included in the Board's Report for Financial Year ending March 31, 2026.**

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

   The Company had framed a CSR policy in compliance with the provision of the Companies Act, 2013 and covers CSR Philosophy, activities to be undertaken by the Group, scope and applicable resources, identification and approval process, implementation and monitoring etc.

2. **Composition of CSR Committee**:

| Sr. No. | Name of Director | Designation / Nature of Directorship | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---|---|---|---|---|
| 1. | Mr. Avinash Ashok Markhedkar | Chairman of Committee & Whole Time Director | 1 | 1 |
| 2. | Mr. Rakesh Ashok Markhedkar | Managing Director & Member | 1 | 1 |
| 3. | Mr. Arun Bhagwan Unhale | Independent Director & Member | 1 | 1 |

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

   https://www.vikrangroup.com/

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 (attach the report):

   **Not Applicable as the Company does not have an average CSR Obligation of Rs. 10 Crores or more during the immediately 3 preceding financial years.**

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

| Sr. No. | Financial Year | Amount available for set-off from preceding financial years (in ₹) | Amount required to be set-off for the financial year, if any (in ₹) |
|---|---|---|---|
| **1** | **2024-25** | **43,20,849** | *Not Applicable* |
| **2** | **2023-24** | **8,153/-** | *Not Applicable* |
| **3** | **2022-23** | **47,163/-** | *Not Applicable* |
| | **Total** | **43,76,165/-** | *Not Applicable* |

6. Average net profit of the company as per section 135(5): ₹ **92,72,59,94,080/-**

7. (a) Two percent of average net profit of the company as per section 135(5): ₹ **1,85,45,19,882/-**

   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **Not Applicable**

   (c) Amount required to be set off for the financial year, if any: **Not Applicable**

   (d) Total CSR obligation for the financial year (7a+7b-7c): ₹ **1,85,45,198.82/-**



8. (a) CSR amount spent or unspent for the financial year:

| Total Amount Spent for the Financial Year. (in ₹) | Amount Unspent (in ₹) | | | | |
|---|---|---|---|---|---|
| | Total Amount transferred to Unspent CSR Account as per section 135(6). | | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5). | | |
| 2025-26 | Amount. | Date of transfer. | Name of the Fund | Amount. | Date of transfer. |
| Rs. 1,38,33,101/- | Rs. 47,12,098/- | April 19, 2026 | - | - | - |

(b) Details of CSR amount spent against ongoing projects for the financial year:

| (1) | (2) | (3) | (4) | (5) | | (6) | (7) | (8) | (9) | (10) | (11) | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Sl. No. | Name of the Project. | Item from the list of activities in Schedule VII to the Act. | Local area (Yes/ No). | Location of the project. | | Project duration. | Amount allocated for the project (in ₹). | Amount spent in the current financial Year (in ₹). | Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹). | Mode of Implementation - Direct (Yes/No). | Mode of Implementation - Through Implementing Agency | |
| | | | | State. | District. | | | | | | Name | CSR Registration number. |
| 1. | | | | | | | | | | | | |
| 2. | | | | | | *Not Applicable* | | | | | | |
| 3. | | | | | | | | | | | | |
| | Total | | | | | | | | | | | |

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

| (1) | (2) | (3) | (4) | (5) | | (6) | (7) | (8) | |
|---|---|---|---|---|---|---|---|---|---|
| Sl. No. | Name of the Project | Item from the list of activities in schedule VII to the Act. | Local area (Yes/ No). | Location of the project. | | Amount spent for the project (in ₹). | Mode of implementation - Direct (Yes/No) | Mode of implementation - Through implementing agency. | |
| | | | | State. | District. | | | Name | CSR registration number. |
| 1. | Healthcare Support to Poor Patients | (i) | No | Andhra Pradesh | Chittoor | 76,33,101/- | No | Sri Venkateswara Pranadana Trust | CSR00017334 |
| 2. | Support for Healthcare Facilities | (i) | No | Goa | North Goa | 50,00,000/- | No | Sai Nursing Institute | CSR00016606 |
| 3. | Coding Education in Government Schools | (ii) | No | Madhya Pradesh | Vidisha | 12,00,000/- | No | Gram Pukar Foundation | CSR00085291 |
| | | **Total** | | | | **1,38,33,101/-** | | | |

(d) Amount spent in Administrative Overheads: **Not Applicable**

(e) Amount spent on Impact Assessment, if applicable: **Not Applicable**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): **Rs. 1,38,33,101/-**

(g) Excess amount for set off, if any:

| Sl. No. | Particular | Amount (in Rs.) |
|---|---|---|
| (i) | Two percent of average net profit of the Company as per section 135(5) | **₹ 1,85,45,19,882/-** |
| (ii) | Total amount spent for the Financial Year | **₹ 1,38,33,101/-** |
| (iii) | Excess amount spent for the financial year [(ii)-(i)] | -- |
| (iv) | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | -- |
| (v) | Amount available for set off in succeeding financial years [(iii)-(iv)] | -- |

**9.** (a) Details of Unspent CSR amount for the preceding three financial years:

| Sl. No. | Preceding Financial Year. | Amount transferred to Unspent CSR Account under section 135 (6) (in ₹) | Amount spent in the reporting Financial Year (in ₹). | Amount transferred to any fund specified under Schedule VII as per section 135(6), if any. | | | Amount remaining to be spent in succeeding financial years. (in ₹) |
|---|---|---|---|---|---|---|---|
| | | | | Name of the Fund | Amount (in ₹). | Date of transfer. | |
| 1. | | | | | | | |
| 2. | | | | ***Not Applicable*** | | | |
| 3. | | | | | | | |
| | Total | | | | | | |

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

| (1) | (2) | (3) | (4) | (5) | (6) | (7) | (8) | (9) |
|---|---|---|---|---|---|---|---|---|
| Sl. No. | Project ID. | Name of the Project. | Financial Year in which the project was commenced. | Project duration. | Total amount allocated for the project (in ₹). | Amount spent on the project in the reporting Financial Year (in ₹). | Cumulative amount spent at the end of reporting Financial Year. (in ₹) | Status of the project - Completed /Ongoing. |
| 1 | | | | | | | | |
| 2 | | | | | ***Not Applicable*** | | | |
| 3 | | | | | | | | |
| | Total | | | | | | | |





**10.** In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: **Not Applicable**

**(asset-wise details).**

(a) Date of creation or acquisition of the capital asset(s).

(b) Amount of CSR spent for creation or acquisition of capital asset.

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

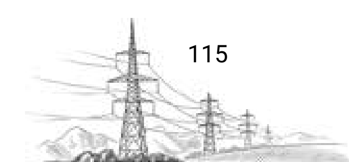
(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

**11.** Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): **The Company has transferred ₹ 47,12,098/-, allocated for an ongoing project, to the Unspent CSR Account. The project is expected to be completed within the timelines prescribed under the Companies Act, 2013.**

**For and on behalf of Board of Directors**
**VIKRAN ENGINEERING LIMITED**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**

**Sd/-**
**Rakesh Ashok Markhedkar**
**Chairman & Managing Director**
**DIN: 07009284**

**Place: Thane**
**Date: May 22, 2026**



# ANNEXURE C

**Details pertaining to remuneration as required under section 197(12) read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

1. Ratio of the remuneration of each Director to the median remuneration of the employees for the FY 2025-26 and percentage change in the remuneration of each Director in the FY 2025-26:

| Name of the Director | Designation | Ratio of remuneration of the Director to the median remuneration**** | % Increase & Decrease in Remuneration |
|---|---|---|---|
| Mr. Rakesh Markhedkar | Chairman & Managing Director | 51.50 : 1 | 5% |
| Mr. Nakul Markhedkar | Whole Time Director | 39.07 : 1 | 5% |
| Mr. Avinash Markhedkar | Whole Time Director | 17.49 : 1 | 10% |

2. Percentage increase in the remuneration of Chief Executive Officer, Chief Financial Officer and Company Secretary in the FY 2025-26:

| Name | Designation | % Increase & Decrease in Remuneration (Per annum) |
|---|---|---|
| Mr. Ashish Bahety | Chief Financial Officer | 18% |
| Ms. Kajal Rakholiya | Company Secretary | 25% |

3. The percentage increase in the median remuneration of employees in the FY 2025-26 is 9.50%
4. The average increase in remuneration of employees other than managerial personnel in the financial year 2025-2026 was 5.92%, whereas the change in the managerial remuneration during the financial year 2025-26 is shown in the table above.
5. Affirmation: Remuneration paid to Directors, KMP and other employees is as per the remuneration policy of the Company.

**For and on behalf of Board of Directors**
**VIKRAN ENGINEERING LIMITED**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**

**Sd/-**
**Rakesh Ashok Markhedkar**
**Chairman & Managing Director**
**DIN: 07009284**

**Place: Thane**
**Date: May 22, 2026**





# ANNEXURE D

## REPORT ON CORPORATE GOVERNANCE

**(Pursuant to the Listing Agreement and Regulation 34 (3) and Schedule V (C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015).**

*"Corporate governance refers to the set of principles, values, and processes that guide the management and board of a Company. It is essential for the long-term success of a business, as it ensures accountability, transparency, and ethical decision-making. The foundation of a successful enterprise is built on excellent corporate governance practices and strong leadership is vital to this end."*

Our corporate governance is a reflection of our value system, encompassing our culture, policies, and relationships with our stakeholders. Integrity and transparency are key to our corporate governance practices and performance and ensure that we gain and retain the trust of our stakeholders at all times.

Corporate governance is an ethically-driven business process that is committed to values aimed at enhancing an organization's capacity to create wealth. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholders' expectations. At Vikran Engineering Limited ("the Company"), it is imperative that our Company affairs are managed in a fair and transparent manner.

In compliance with Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time, the Company submits the Corporate Governance Report for the year ended March 31, 2026.

### 1. Company's philosophy on Code of Governance:

The Company is committed to the letter and spirit of corporate governance and is in compliance with the corporate governance norms as prescribed by SEBI. The Company has laid a strong foundation for Corporate Governance by constituting a Board with a balanced mix of experts of eminence and integrity, forming a core group of top-level executives, inducting competent professionals across the organization and putting in place appropriate systems, process and technology.

The detailed report on Corporate Governance as per the format prescribed by SEBI (LODR) Regulations, 2015 as applicable to the Company is set out as below:

### 2. Board of Directors:

a. The Company is fully compliant with the Corporate Governance Norms in terms of constitution of the Board which is well blended with a good combination of Executive and Independent Directors. The Board has complete access to any information within the Company & to any employee of the Company. Pursuant to SEBI (LODR) Regulations, 2015, the Board meets at least once in every quarter to review quarterly/annual results and other items on the agenda and the gap between two board meetings is not more than 120 days. The Board is apprised and informed of all important information relating to the business of the Company.

As on March 31, 2026, strength of the Board of Directors was six and the composition is given below:

Promoter, Chairman & Managing Executive Director - 1

Executive Directors - 2

Independent Directors – 3

During the financial year ended March 31, 2026, 8 (Eight) Board Meetings were held. The dates of board meeting held during the year are as follows: April 25, 2025, June 09, 2025, July 18, 2025, August 18, 2025, August 30, 2025, September 22, 2025, November 10, 2025, and February 13, 2026.

b. Attendance of Directors at Board Meetings during the financial year and the last AGM and Number of Directorships / Committee positions of Directors as on March 31, 2026, are stated below:

| Name of Director(s) | Category | Number of meetings of the board of directors / Attended | Relationship between Directors inter-se. | Attendance at last AGM held on August 25, 2025 | No. of Directorships in other public limited companies* | No. of Committee positions held in other Public Companies of which Member/ Chairman** | Names of the listed entities where the person is a director and the category of directorship | Number of shares and convertible instruments held by directors; |
|---|---|---|---|---|---|---|---|---|
| Mr. Rakesh Ashok Markhedkar | Promoter – Chairman & Managing Director | 8/8 | Father of Mr. Nakul Markhedkar – Whole Time Director of the Company | Yes | 0 | 0 | -- | **10,33,18,499 equity shares** |
| Mr. Avinash Ashok Markhedkar | Whole-Time Director | 8/8 | Brother of Mr. Rakesh Ashok Markhedkar – Chairman and Managing Director of the Company | Yes | 0 | 0 | -- | **300 equity shares** |
| Mr. Nakul Markhedkar | Whole-Time Director | 8/8 | Son of Mr. Rakesh Ashok Markhedkar – Chairman and Managing Director of the Company | Yes | 0 | **0** | -- | **1,33,10,210 equity shares** |
| Ms. Priti Paras Savla | Independent Director | 8/8 | NA | No | 6 | **6/3** | 1. IRB Infrastructure Developers Limited – Independent Director<br>2. Pitti Engineering Limited - Independent Director<br>3. Apcotex Industries Limited - Independent Director | -- |
| Mr. Rakesh Kumar Sharma | Independent Director | 8/8 | NA | Yes | 0 | **0** | -- | -- |
| Mr. Arun Bhagwan Unhale | Independent Director | 8/8 | NA | Yes | 0 | **0** | -- | -- |

*Directorships in private limited companies, foreign companies and Section 8 companies are not considered

**Only Audit Committee and Stakeholders' Relationship Committee of public limited companies are considered for reckoning the committee positions. Membership Includes Chairmanship.

c. The Familiarization program for Independent Directors is available at the link-

www.vikrangroup.com/storage/uploads/33gPOPlL6kJ3LkV8oiRjmAqLe1Vnn82Ixq966vJq.pdf





d. Representation of Core Skills / Expertise / Competencies:

| Sr. No. | Particulars | Rakesh Ashok Markhedkar | Avinash Ashok Markhekar | Nakul Markhedkar | Priti Paras Savla | Rakesh Kumar Sharma | Arun Bhagwan Unhale |
|---|---|---|---|---|---|---|---|
| 1. | Industry Knowledge/ Expertise | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| 2. | Operational Knowledge/ Expertis | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| 3. | Leadership Attributes | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| 4. | Strategic Planning | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| 5. | Risk Management | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| 6. | Financial | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| 7. | Stakeholder Engagement | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| 8. | Legal/ regulatory Expertise | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| 9. | Human Resources | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |

The Board comprises qualified Members who bring in the required skills, competence, and expertise that allow them to make effective contributions to the Board and its committees. These Directors are nominated based on well-defined selection criteria.

The Nomination and Remuneration Committee considers, inter alia, key skills, qualifications, expertise, and competencies, whilst recommending to the Board, the candidature for appointment of Director.

The Board of Directors have, based on the recommendations of the NRC, identified the following core key skills/expertise/ competencies of Directors as required in the context of the business of the Company and the sector in which the Company functions for its effective functioning which is currently possessed by the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstances or situations which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties. The Board based on the declarations received from the Independent Directors, has verified the veracity of such disclosures.

In the opinion of the Board, all the Independent Directors fulfil the conditions specified in the Listing Regulations and they are independent of the management of the Company.

In accordance with the provisions of Section 150 of the Companies Act,2013 read with the applicable Rules framed thereunder, the Independent Directors of the Company have registered themselves in the Independent Directors data bank maintained by the Indian Institute of Corporate Affairs ("IICA").

The Independent Directors have passed the online proficiency self-assessment test conducted by IICA within two years from the date of their registration on the IICA databank.

Note: Independent Directors have the same meaning as interpreted in the SEBI (LODR) Regulation, 2015 and Companies Act 2013.

e. The Independent Directors have affirmed at the beginning of the financial year to the compliance with the conditions of Independence & their continued compliance to those conditions as required under the regulations. Based on the affirmations on record in the opinion of the board, all independent Directors have fulfilled the conditions specified in the regulations and are independent of the management.

f. None of the Non-Executive Directors hold any shares or convertible instruments in the Company.

## 3. Audit Committee:

a. Brief description of terms of reference:

The Audit Committee consists of Members who possesses adequate knowledge of Accounts, Audit, Finance, etc. The Composition of Audit Committee meets the requirement of Section 177 of Companies Act, 2013 and Regulation 18(3) and Part C of Schedule II of the SEBI (LODR) Regulations, 2015. The primary role of Audit Committee, inter alia, is:

i. 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;

ii. 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;

iii. approval of payment to statutory auditors for any other services rendered by the statutory auditors;

iv. formulation of a policy on related party transactions, which shall include materiality of related party transactions;

v. reviewing, at least on a quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approvals given; examining and reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

a. matters required to be included in the directors' responsibility statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;

b. changes, if any, in accounting policies and practices and reasons for the same;

c. major accounting entries involving estimates based on the exercise of judgment by management;

d. significant adjustments made in the financial statements arising out of audit findings;

e. compliance with listing and other legal requirements relating to financial statements;

f. disclosure of any related party transactions; and

g. modified opinion(s) in the draft audit report.

vi. reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;

vii. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the Board to take up steps in this matter;

viii. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

ix. 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 prescribe; Explanation: The term "related party transactions" shall have the same meaning as provided in Clause 2(zc) of the SEBI Listing Regulations and/or the applicable Accounting Standards and/or the Companies Act, 2013.

x. approval of related party transactions to which the subsidiary of the Company is a party; if any;

xi. scrutiny of inter-corporate loans and investments;

xii. valuation of undertakings or assets of the Company, wherever it is necessary;

xiii. evaluation of internal financial controls and risk management systems;

xiv. reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;

xv. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

xvi. discussion with internal auditors of any significant findings and follow-up thereon;

xvii. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

xviii. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as postaudit discussion to ascertain any area of concern;

xix. recommending to the board of directors the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services;

xx. looking into the reasons for substantial defaults in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

xxi. reviewing the functioning of the whistle blower mechanism;

xxii. monitoring the end use of funds through public offers and related matters;

xxiii. overseeing the vigil mechanism established by the Company, with the chairman of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;

xxiv. approval of appointment of chief financial officer (i.e., the whole-time finance Director or any other person heading

the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

xxv. to formulate, review and make recommendations to the Board to amend the Terms of Reference of Audit Committee from time to time;

xxvi. reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding ₹1,000,000,000 or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/ investments existing as on the date of coming into force of this provision; and

xxvii. considering and commenting on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders;

xxviii. approving the key performance indicators for disclosure in the offer documents;

xxix. carrying out any other functions required to be carried out by the Audit Committee as may be decided by the Board and/or as provided under the Companies Act, 2013, the SEBI Listing Regulations or any other applicable law, as and when amended from time to time;

xxx. reviewing compliance with the provisions of the SEBI PIT Regulations, at least once in a financial year and shall verify that the systems for internal control under the said regulations are adequate and are operating effectively;

xxxi. To make available its terms of reference and review periodically those terms of reference and its own effectiveness and any necessary changes to the Board;

xxxii. Such other matters as may be prescribed under the applicable laws from time to time; and

xxxiii. The aforesaid shall be governed by the applicable provisions/limits/threshold provided in Companies Act, 2013, as amended from time to time.

The Statutory Auditors of the Company are invited to attend Audit Committee Meetings, to discuss and review the quarterly / half yearly unaudited results, the annual audited accounts, internal audit, matters relating to the compliance with accounting standards, Auditor's observations arising from the audit of the Company's accounts and other related matters.

Composition, Name of members, Chairman, Meeting and Attendance:

During the financial year ended March 31, 2026, Audit Committee Meetings were held on June 09, 2025, July 18, 2025, August 07, 2025, August 18, 2025, September 22, 2025, November 10, 2025, and February 13, 2026 totalling to 7 (Seven) meetings during the year. The names of the Committee Members and number of Meetings attended during the year are as follows:

| Name of the Members | Category | Total Meetings Attended |
|---|---|---|
| Ms. Priti Paras Savla | Chairperson, Non-Executive-Independent Director and Member | 7 |
| Mr. Rakesh Kumar Sharma | Non-Executive-Independent Director and Member | 7 |
| Mr. Nakul Markhedkar | Executive Whole Time Director and Member | 7 |

During the year, the Board has accepted all the recommendations of the Audit Committee.

## 4. Nomination and Remuneration Committee:

a. Brief description of terms of reference:

The Nomination and Remuneration Committee's Constitution and terms of reference are in Compliance with the provision of Section 188 of Companies, 2013 and Regulation 19 and Part D of the Schedule II of the SEBI (LODR) Regulations, 2015.

The terms of reference of the Committee are as follows:

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

The Nomination and Remuneration Committee, while formulating the Remuneration Policy, should ensure that-

a. the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;

b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

ii. For appointment of an independent directors, evaluation of the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, preparation of a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Nomination and Remuneration Committee may:

a. use the services of an external agencies, if required;

b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

c. consider the time commitments of the candidates.

iii. Formulation of criteria for evaluation of independent directors and the Board;

iv. Devising a policy on Board diversity;

v. 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 directors);

vi. Analysing, monitoring and reviewing various human resource and compensation matters;

vii. 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;

viii. Determining the Company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;

ix. Recommend to the board, all remuneration, in whatever form, payable to non-executive directors and the senior management, as may be deemed necessary;

x. Carrying out any other functions required to be carried out by the Nomination and Remuneration Committee as contained in the Companies Act, 2013 or any other applicable law, as and when amended from time to time;

xi. Reviewing and approving the Company's compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;

xii. 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, if applicable

xiii. Construing and interpreting the employee stock option scheme/plan approved by the Board and shareholders of the Company in accordance with the terms of such scheme/plan ("ESOP Scheme") and any agreements defining the rights and obligations of the Company and eligible employees under the ESOP Scheme, and prescribing, amending and/or rescinding rules and regulations relating to the administration of the ESOP Scheme;

xiv. Administering the ESOP Scheme including the following:

a. Determining the eligibility of employees to participate under the ESOP Scheme;

b. Determining the quantum of option to be granted under the ESOP Scheme per employee and in aggregate;

c. Date of grant;

d. Determining the exercise price of the option under the ESOP Scheme;

e. The conditions under which option may vest in employee and may lapse in case of termination of employment for misconduct;

f. The exercise period within which the employee should exercise the option and that option would lapse on failure to exercise the option within the exercise period;

g. The specified time period within which the employee shall exercise the vested option in the event of termination or resignation of an employee;

h. The right of an employee to exercise all the options vested in him at one time or at various points of time within the exercise period;

i. Re-pricing of the options which are not exercised, whether or not they have been vested if stock option rendered unattractive due to fall in the market price of the equity shares;

j. The grant, vest and exercise of option in case of employees who are on long leave;

k. Allow exercise of unvested options on such terms and conditions as it may deem fit;

l. The procedure for cashless exercise of options;

m. Forfeiture/ cancellation of options granted;

n. Formulating and implementing the procedure for making a fair and reasonable adjustment to the number of options and to the exercise price in case of corporate actions such as rights issues, bonus issues, merger, sale of division and others. In this regard following shall be taken into consideration:

- the number and the price of stock option shall be adjusted in a manner such that total value of the option to the employee remains the same after the corporate action;
- for this purpose, global best practices in this area may be considered; and the vesting period and the life of the option shall be left unaltered as far as possible to protect the rights of the employee who is granted such option.

xv. frame suitable policies, procedures and systems to ensure that there is no violation of securities laws, as amended from time to time, including:

a. the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

b. the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003, by the trust, the Company and its employees, as applicable, and

c. SEBI LODR Regulations by the Company and its employees, as applicable.

xvi. Specifying the manner for effective evaluation of performance of the Board and independent directors to be carried out by the Nomination and Remuneration Committee; and

xvii. Perform such other activities as may be delegated by the Board or specified / provided under the Companies Act, 2013 to the extent notified and effective, as amended or by any other applicable law or regulatory authority.

Composition, Name of members, Chairman, Meeting and Attendance:

The recommendations of the Committee are put up to the Board of Directors and Shareholders of the Company. The Nomination and Remuneration Committee met 3 (Three) times in the year 2025-26 on April 25, 2025, August 18, 2025 and September 22, 2025.

The names of the Committee Members, and the composition are as follows:

| Name of the Members | Category | Total Meetings Attended |
|---|---|---|
| Mr. Rakesh Kumar Sharma | Chairman, Non-Executive- Independent Director and Member | 3 |
| Ms. Priti Paras Savla | Non-Executive-Independent Director and Member | 3 |
| Mr. Arun Bhagwan Unhale | Non-Executive-Independent Director and Member | 3 |

c. Performance Evaluation Criteria for Independent Directors:

Assessment criteria to be considered in the performance evaluation of the Independent Directors:

| Sr. No. | Assessment Criteria |
|---|---|
| 1. | Attendance at meetings of the Board and Committees. |
| 2. | Participation at the Board Meeting and Committee Meetings. |
| 3. | Understanding of the Company and the external environment in which it operates and contribution to strategic direction and governance, regulatory, financial, fiduciary and ethical requirements of the Board / Committee. |
| 4. | Adherence to ethical standards and Code of Conduct of Company and disclosure of non – independence, as and when it exists and disclosure of interest. |
| 5. | Raising of valid concerns to the Board and constructive contribution to resolution of issues at meetings. |
| 6. | Contribution towards growth of the Company including actual vis- a-vis budgeted performance and positive inputs into development of strategy, better governance practices and to risk management of the Company |
| 7. | Interpersonal relations with other directors and management. |
| 8. | Objective evaluation of Board's performance, rendering independent, unbiased opinion. |
| 9. | Safeguarding of confidential information. |
| 10. | Contribution to the enhancement of brand image of the Company. |

## 5. Stakeholders' Relationship Committee:

a. Composition, Name of members, Chairman, Meeting and Attendance:

The names of the Committee Members and meetings attended during the year are as follows:

| Name of the Members | Category | Total Meetings Attended |
|---|---|---|
| Mr. Arun Bhagwan Unhale | Chairman, Non-Executive- Independent Director and Member | 2 |
| Mr. Rakesh Ashok Markhedkar | Executive Managing Director and Member | 2 |
| Mr. Nakul Markhedkar | Executive Whole Time Director and Member | 2 |

During the financial year ended March 31, 2026, 2 (Two) Stakeholders Relationship Committee Meetings were held on November 10, 2025, and February 13, 2026.

The Stakeholders' Relationship Committee's Constitution and terms of reference are in compliance with provisions of the Companies Act, 2013 and Regulation 20 and Part D of Schedule II of the SEBI (LODR) Regulations, 2015.

**Name and designation of Compliance Officer:**

Kajal Sagar Rakholiya

Company Secretary and Compliance Officer

Details of investor complaints received and redressed during FY 2026 are as follows:

| Opening as on April 1, 2025 | Received during the year | Resolved during the year | Closing as on March 31, 2026 |
|---|---|---|---|
| Nil | 64* | 64* | Nil |

* Include three Complaints received from SEBI SCORE Portal

**b. Brief description of terms of reference:**

i. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares or debentures, including non-receipt of share or debenture certificates and review of cases for refusal of transfer/transmission of shares and debentures, non-receipt of annual report or balance sheet, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc. and assisting with quarterly reporting of such complaints and formulating procedures in line with statutory guidelines to ensure speedy disposal of various requests received from shareholders;

ii. review of measures taken for effective exercise of voting rights by shareholders;

iii. Investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities;

iv. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the registrar and share transfer agent of the Company and to recommend measures for overall improvement in the quality of Bidder services;

v. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company:

vi. To approve allotment of shares, debentures or any other securities as per the authority conferred / to be conferred to the Committee by the Board of Directors from time to time;

vii. To approve requests for transfer, transposition, deletion, consolidation, sub- division, change of name, dematerialization, rematerialisation etc. of shares, debentures and other securities;

viii. To monitor and expedite the status and process of dematerialization and rematerialisation of shares, debentures and other securities of the Company;

ix. To further delegate all or any of the power to any other employee(s), officer(s), representative(s), consultant(s), professional(s) or agent(s);

x. Carrying out such other functions as may be specified by the Board from time to time or specified/ provided under the Companies Act, or by any other regulatory authority, and

xi. Such terms of reference as may be prescribed under the Companies Act.

## 6. Risk Management Committee:

a. Brief description of terms of reference:

The Risk Management Committee's constitution and terms of reference are in line with provisions of Regulation 21 and Part D of Schedule II of the SEBI (LODR) Regulations, 2015.

The committee is constituted and a Policy on Risk Management is adopted solely on voluntarily basis in accordance with the particulars mentioned in the terms of reference under Para C of Part D of the Schedule II of the SEBI(LODR) Regulations, 2015. This proactive initiative has been undertaken even though the Company does not fall within the top 1000 listed entities based on market capitalization, as per the latest available data published by stock exchanges as on December 31, 2025. The Company holds privilege of being a Top 2000 Listed Entity as per the latest available data published by stock exchanges as on December 31, 2025. During the year, 2 (Two) Risk Management Committee meeting was held on November 10, 2025 and February 13, 2026.

b. Composition, Name of members, Chairman, Meeting and Attendance:

| Name of the Members | Category | Total Meetings Attended |
|---|---|---|
| Mr. Nakul Markhedkar | Chairman & Executive Whole Time Director and Member | 2 |
| Mr. Rakesh Ashok Markhedkar | Executive Managing Director and Member | 2 |
| Mr. Rakesh Kumar Sharma | Non-Executive- Independent Director and Member | 2 |

## 7. IPO Committee

During FY 2025-26, 7 (Seven) meetings of the IPO Committee were held on August 01, 2025, August 07, 2025, August 16, 2025, August 21, 2025, August 25, 2025, September 01, 2025 and March 31, 2026.

Composition, Name of members, Chairman, Meeting and Attendance:

| Name of the Members | Category | Total Meetings Attended |
|---|---|---|
| Mr. Rakesh Ashok Markhedkar | Chairman & Executive Managing Director and Member | 7 |
| Mr. Avinash Ashok Markhedkar | Executive Whole Time Director and Member | 7 |
| Mr. Arun Bhagwan Unhale | Non-Executive- Independent Director and Member | 7 |

## 8. Corporate Affairs Committee

During FY 2025-26, 19 (Nineteen) meetings of the Corporate Affairs Committee were held on April 17, 2025, April 24, 2025, May 12, 2025, May 22, 2025, May 30, 2025, June 24, 2025, July 03, 2025, July 18, 2025, August 22, 2025, September 01, 2025, September 22, 2025, October 08, 2025, October 18, 2025, November 19, 2025, December 26, 2025, January 30, 2026, February 16, 2026, March 18, 2026, March 27, 2026.

Composition, Name of members, Chairman, Meeting and Attendance:

| Name of the Members | Category | Total Meetings Attended |
|---|---|---|
| Mr. Rakesh Ashok Markhedkar | Chairman & Executive Managing Director and Member | 19 |
| Mr. Avinash Ashok Markhedkar | Executive Whole Time Director and Member | 19 |
| Mr. Nakul Markhedkar | Executive Whole Time Director and Member | 19 |

## 9. Remuneration of Directors:

The remuneration /sitting fee given to the Directors during the year 2025-26 is as follows:

**i. Executive Directors:**

| Sr. No. | Name | Salary per Month (in Rs.) | Benefits, Perquisites & Allowances (in Rs.) | Commission (in Rs.) | Employee Stock Purchase Scheme |
|---|---|---|---|---|---|
| 1 | Mr. Rakesh Ashok Markhedkar | Rs. 3,08,98,500 | - | - | - |
| 2 | Mr. Avinash Ashok Markhedkar | Rs. 1,04,92,500 | - | - | - |
| 3 | Mr. Nakul Markhedkar | Rs. 2,34,40,000 | - | - | - |

The Company has not given any stock options or any kind of benefit apart from Salary/ Sitting fees/ out of pocket Expenses as applicable to the Directors of the Company.

The Executive Directors on the Board serve in accordance with the terms of their contracts of service with the Company as decided upon the appointments of respective Directors.

**ii. Non-Executive Directors:**

i. Pecuniary Relationship or Transactions of Non-Executive Directors

Except for the payment of sitting fees, the Non-Executive Directors had no other pecuniary relationship or transactions with the Company during the financial year.

ii. Criteria for Making Payments to Non-Executive Directors

The Non-Executive Directors are paid sitting fees for attending meetings of the Board and Committees thereof within the limits prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations. The Company may also pay commission to Non-Executive Directors, subject to the approval of shareholders and within the statutory limits. The policy on remuneration of Directors, including the criteria for making payments to Non-Executive Directors, is available on the Company's website at https://www.vikrangroup.com/investors-relation/financials

iii. Details of remuneration paid to Non-Executive Directors during the Financial Year 2025-2026

| Sr. No. | Name of the Director | Remuneration | Sitting fees (in ₹) |
|---|---|---|---|
| 1. | Mr. Rakesh Kumar Sharma | - | 3,73,500 |
| 2. | Ms. Priti Paras Savla | - | 3,73,500 |
| 3. | Mr. Arun Bhagwan Unhale | - | 2,65,500 |

iv. Details of equity shares of the Company held by the Directors as on March 31, 2026 are given below:

| Name | Number of Equity Shares |
|---|---|
| Mr. Rakesh Ashok Markhedkar | 10,33,18,499 |
| Mr. Avinash Ashok Markhedkar | 300 |
| Mr. Nakul Markhedkar | 1,33,10,210 |



**Particulars of Senior Management Personnel ("SMP")**

The details of SMP as per SEBI Listing Regulations, including changes therein, since the close of the previous financial year are as under:

| Name of SMP | Designation |
|---|---|
| Mr. Ravindra Ved | Sr. General Manager-Commercial |
| Mr. Animesh Meshram | Sr. General Manager-Finance |
| Mr. Atul Gore | General Manager-HR & Administration |
| Mr. Jata Shanker Singh | General Manager-Execution |
| Mr. Mukesh Nandan Jha | General Manager-Procurement |
| Mr. Vaibhav Kapoor | General Manager-Contracts & Legal |

**Particulars of change in Senior Management Personnel during the year:**

| Name of SMP | Designation | Date of appointment/ Change in designation/ cessation | Nature of change (Appointment/ Cessation) |
|---|---|---|---|
| Mr. Vimal Choudhary | Vice President (Water & Irrigation) | April 25, 2025 | Appointment |
| Mr. Dipak Chattopadhyay | Associate Vice President (Execution) | April 25, 2025 | Appointment |
| Mr. Vinod Mohandass | General Manager (Business Development & Execution) | April 25, 2025 | Appointment |
| Mr. Sanjay Sherekar | Sr. General Manager-Execution | May 31, 2025 | Cessation |
| Mr. Vimal Choudhary | Vice President (Water & Irrigation) | August 18, 2025 | Cessation |
| Mr. Dipak Chattopadhyay | Associate Vice President (Execution) | July 31, 2025 | Cessation |
| Mr. Vinod Mohandass | General Manager (Business Development & Execution) | September 30, 2025 | Cessation |

## 10. General Body Meetings:

a) The last three Annual General Meetings of the Company were held as under:

| AGM | Financial Year | Date | Time | Venue | Special Resolutions passed |
|---|---|---|---|---|---|
| 17TH AGM | 2024-25 | August 25,2025 | 03:00 PM | Meeting conducted through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") pursuant to the Ministry of Corporate Affairs ("MCA") Circular with the Registered Office as the deemed venue. | No special resolution was passed in AGM |
| 16TH AGM | 2023-24 | August 26, 2024 | 03:00 PM | Meeting conducted through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") pursuant to the Ministry of Corporate Affairs ("MCA") Circular with the Registered Office as the deemed venue. | 1. Consideration of Initial Public Offer of Equity Shares<br>2. Adoption of New Articles of Association ("AOA") of the Company<br>3. Consideration and Adoption of the New Set of Memorandum of Association (MOA) of the Company as per Companies Act, 2013 |
| 15TH AGM | 2022-23 | September 30, 2023 | 03:00 PM | 401, Odyssey It Park Road No. 9 Industrial Wagle Estate, Thane-400604 | No special resolution was passed in AGM |

b) No special resolution passed last year through postal ballot

c) Details of the person who conducted the postal ballot exercise: Not Applicable

d) Details of the special resolution proposed to be conducted through postal ballot:

The Company does not have any special resolution proposed to be passed through postal Ballot as on the date of this report.

e) Procedure for postal ballot: Not Applicable

## 11. Means of Communication:

The quarterly, half-yearly, nine-monthly and annual financial results of the Company are disclosed on Company's Website (www.vikrangroup.com/) and disclosed to BSE Limited on their website (www.bseindia.com) and NSE Limited on their website (www.nseindia.com) immediately after they are approved by the Board and the results are published in the Business Standard (English), Financial Express (English Newspaper) and Mumbai Lakshadeep (Marathi Newspaper). The Company releases its official news in the form of Press releases, Investor/analyst presentations to BSE India and NSE at their website (www.bseindia.com) and NSE on their website (www.nseindia.com) and on the Company's website at (https://www.vikrangroup.com/investors-relation).

The financial results declared during the financial year 2025-26 were published in the Newspapers as detailed below:

| Quarter ended for FY 2025-26 | Name of Newspaper | Date of Board Meeting | Date of publication |
|---|---|---|---|
| June 30, 2025 | Business Standard (English) & Mumbai Lakshadeep (Marathi) | September 22, 2025 | September 24, 2025 |
| September 30, 2025 | Business Standard (English) & Mumbai Lakshadeep (Marathi) | November 10, 2025 | November 11, 2025 |
| December 31, 2025 | Financial Express (English) & Mumbai Lakshadeep (Marathi) | February 13, 2026 | February 15, 2026 |
| March 31, 2026 | Financial Express (English) & Mumbai Lakshadeep (Marathi) | May 22, 2026 | May 24, 2026 |

## 12. General Shareholder Information:

Date of Annual General Meeting is September 11, 2026 at 03:00 A.M. Meeting is being conducted through VC/OAVM pursuant to the relevant MCA General Circulars. The Registered Office of the Company shall be deemed to be the venue for the AGM.

The Company follows April 01 to March 03 as the Financial year (FY 2025-26). The financial calendar for the year under review was April 01, 2025 to March 31, 2026. Accordingly, the results for the financial year were declared as below:

| Details | Results Declared |
|---|---|
| **Un-audited Results for quarter ending June, 2025** | September 22, 2025 |
| **Un-audited Results for quarter ending September, 2025** | November 10, 2025 |
| **Un-audited Results for quarter ending December, 2025** | February 13, 2026 |
| **Audited Results for Year ended March, 2026** | May 22, 2026 |

Listing on Stock Exchange: Shares of the Company are listed on BSE Limited and NSE Limited. For the Financial year FY 2025-26, the Company has paid the listing fees in timely manner & the address of the stock exchanges is BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001 and NSE Limited, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051. Stock Code (for shares): 544496 Symbol (for shares): VIKRAN.





**a) Demat ISIN Number in NSDL & CDSL:** INE01R501028

**b) Dividend Payment Date (if declared):**

The Board has recommended a final dividend for F.Y. 2025-2026 and if approved by the shareholders, will be paid within 30 days of declaration of the same.

**c) *Market price data – High and Low during each month in the last financial year:**

| Month | NSE High (₹) | NSE Low (₹) | BSE High (₹) | BSE Low (₹) |
|---|---|---|---|---|
| Sep-25 | 116.64 | 91.70 | 116.74 | 91.75 |
| Oct-25 | 109.60 | 93.36 | 109.66 | 93.42 |
| Nov-25 | 118.40 | 94.22 | 118.40 | 94.25 |
| Dec-25 | 110.36 | 84.20 | 110.35 | 84.50 |
| Jan-26 | 101.43 | 85.76 | 101.30 | 85.85 |
| Feb-26 | 91.40 | 66.24 | 91.01 | 66.31 |
| Mar-26 | 68.08 | 51.10 | 68.01 | 51.11 |

**Note:- The fluctuations in the market price of shares is entirely subject to the market forces derived through demand and supply.*

**Note:- The Equity shares of the Company got listed on Stock Exchanges i.e., National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) with effect from September 03, 2025.*

**d. *Vikran Monthly Closing Price:**

| Month | NSE (₹) | BSE (₹) |
|---|---|---|
| Sep-25 | 94.89 | 94.97 |
| Oct-25 | 101.57 | 101.56 |
| Nov-25 | 106.45 | 106.40 |
| Dec-25 | 100.07 | 100.25 |
| Jan-26 | 88.52 | 88.50 |
| Feb-26 | 68.46 | 68.47 |
| Mar-26 | 51.90 | 51.79 |

Note: *The Equity shares of the Company got listed on Stock Exchanges i.e., National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) with effect from September 03, 2025.*

**e. Registrar and Transfer Agents:**

Bigshare Services Private Limited

Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai 400093, Maharashtra, India.

Board No: 022 – 62638200, DID: 022 62638234

Fax No: +91 22 62638299 |

Email: - info@bigshareonline.com Website: - www.bigshareonline.com

**f) Share Transfer System:**

The Company's shares are traded on BSE and NSE mandatorily in demat mode. Physical Shares, if any, which are lodged with the Registrar and Transfer Agents / or with the Company, for transfer are processed and returned to the Shareholders duly transferred within the time limit stipulated under the Listing Agreement subject to the documents being in order. Members holding shares in physical form are requested to get them dematerialized for easy transactions on stock exchange.

**g) Distribution of Shareholding as on March 31, 2026:**

| Shareholding | | Number of shareholders | Percentage of total | Shares | Percentage of total |
|---|---|---|---|---|---|
| From | To | | | | |
| 1 | 500 | 101205 | 83.9061 | 13695242 | 5.3101 |
| 501 | 1000 | 8709 | 7.2204 | 6959122 | 2.6983 |
| 1001 | 2000 | 5110 | 4.2366 | 7706685 | 2.9881 |
| 2001 | 3000 | 2288 | 1.8969 | 5644572 | 2.1886 |
| 3001 | 4000 | 858 | 0.7113 | 3084756 | 1.1961 |
| 4001 | 5000 | 705 | 0.5845 | 3331534 | 1.2917 |
| 5001 | 10000 | 968 | 0.8025 | 7148416 | 2.7717 |
| 10001 | 25,79,11,026 | 774 | 0.6417 | 210340699 | 81.5555 |
| **TOTAL** | | **120617** | **100** | **25,79,11,026** | **100.0000** |

**h) Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity**

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2026, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

**i) Commodity price risk or foreign exchange risk and hedging activities**

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Master Circular updated on January 30, 2026 (erstwhile SEBI Master Circular dated November 11, 2024) is not applicable. During the financial year under review, the Company did not have any foreign currency earnings or expenditure. Accordingly, the Company was not exposed to any material foreign exchange risk and no hedging activities were undertaken.

**j) Share Holding Pattern as on March 31, 2026:**

| Sr. No. | Name | No. of Shares | % of Shareholding |
|---|---|---|---|
| **A.** | **PROMOTER GROUP HOLDING** | | |
| 1 | MR. RAKESH ASHOK MARKHEDKAR | 10,33,18,499 | 40.0598 |
| 2 | MR. VIPUL MARKHEDKAR | 1,33,10,210 | 5.1608 |
| 3 | MR. NAKUL MARKHEDKAR | 1,33,10,210 | 5.1608 |
| 4 | MRS. KANCHAN MARKHEDKAR | 1,32,96,210 | 5.1553 |
| 5 | MR. NITIN SULE | 10 | 0.0000 |
| 6 | AVINASH ASHOK MARKHEDKAR HUF | 700 | 0.0003 |
| 7 | AVINASH ASHOK MARKHEDKAR | 300 | 0.0001 |
| 8 | VIKRAN GLOBAL INFRAPROJECTS PRIVATE LIMITED | 18,86,994 | 0.7316 |
| | **TOTAL (A)** | **14,51,23,133** | **56.2687** |



| Sr. No. | Name | No. of Shares | % of Shareholding |
|---|---|---|---|
| **B.** | **NON-PROMOTER GROUP HOLDING** | | |
| **I** | **NON-PROMOTER GROUP HOLDING (MORE THAN 1%)** | | |
| 1 | ALTERNATE INVESTMENT FUNDS | 1,69,19,770 | 6.5603 |
| 2 | INSURANCE COMPANIES | 7,02,060 | 0.2722 |
| 3 | INSTITUTIONS (FOREIGN) | 28,60,282 | 1.1090 |
| 4 | BODIES CORPORATE | 68,45,535 | 2.6542 |
| 5 | INDIVIDUALS - I. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UP TO RS. 2 LAKHS | 4,90,63,411 | 19.0234 |
| 6 | INDIVIDUALS - II. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 2 LAKHS | 3,04,27,789 | 11.7978 |
| 7 | NON-RESIDENT INDIANS (NRIs) | 25,50,156 | 0.9888 |
| 8 | ANY OTHER (CLEARING MEMBER) | 5,43,152 | 0.2106 |
| | ANY OTHER (PROPRIETORY FIRM) | 239 | 0.0001 |
| | ANY OTHER (HINDU UNDIVIDED FAMILY) | 28,75,251 | 1.1148 |
| | ANY OTHER (UNCLAIMED SUSPENSE ACCOUNT) | 148 | 0.0001 |
| | **TOTAL (I)** | **11,27,87,793** | **43.7313** |
| II | **NON-PROMOTER GROUP HOLDING (LESS THAN 1%)** | **-** | **-** |
| | **TOTAL (I+II)** | **11,27,87,793** | **43.7313** |
| **III** | **C. NON-PROMOTER -NON PUBLIC** | **100** | **0.0000** |
| | **TOTAL (III)** | **100** | **0.0000** |
| | **TOTAL (A+B)** | **25,79,11,026** | **100.00** |

**k) Corporate benefits to shareholder:**

Dematerialization of shares

100 % of the Company's paid up equity share capital has been dematerialized up to March 31, 2026. Trading in the equity shares of the Company at NSE and BSE Limited is permitted only in dematerialized form. The details of dematerialized shares as on March 31, 2026 are as under:

| Depository | No. of Shares | % of Capital |
|---|---|---|
| CDSL | 54098026 | 20.98% |
| NSDL | 203813000 | 79.02% |
| PHYSICAL | 0 | 0.00% |
| **Total** | **257911026** | **100%** |

Request for dematerialization of shares, if any, are processed and confirmation is given to the respective depositories i.e. National Security Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) within 15 days. The equity Shares of the Company are listed and traded on Bombay Stock Exchange (BSE) and National Stock Exchange of India Limited (NSE).

Further, as per SEBI notification Number SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 regarding amendment to Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) 2015 with respect to mandatory dematerialization for transfer of securities, please note that with effect from December 05, 2018, shareholders will not be able to transfer their shares held in physical mode. The shares held in physical mode would need to be dematerialized before the transfer is recorded.

## 13. Other Disclosures:

**a. Disclosure on materially significant Related party transactions that may have potential conflict with the interest of the Company: Nil**

**b. Fees paid to Statutory Auditor during FY 2025-26:**

| Details of Fees | Amount. in ₹ |
|---|---|
| Audit fees | 70,00,000 |
| Tax Audit Fees | Nil |
| Other Services and Certification | 16,00,000 |
| **Total** | **86,00,000** |

**c. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

| Sr. No. | Number of complaints filed during the financial year | Number of complaints disposed of during the financial year | Number of complaints pending as on end of the financial year.] |
|---|---|---|---|
| 1. | Nil | Nil | Nil |

**d. The details of penalties and imposed by the Stock Exchange and communications received:**

| Sr. No. | Name of the authority | Nature and details of the action(s) taken or order(s) passed | Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority | Details of the violation(s)/ contravention(s) committed or alleged to be committed | Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible |
|---|---|---|---|---|---|
| 1 | National Stock Exchange of India Limited | Notice for non-compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") | December 16, 2025 | Regulation 23 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 -Non-compliance with the requirement to disclose related party transactions. The Company paid Rs. 5900 (Including GST) to Nation Stock Exchange of | No such impact on financial, operation or other activities of the listed entity |
| 2 | National Stock Exchange of India Limited | Notice for non-compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") | February 13, 2026 | Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Non-compliance with the requirement to file Shareholding Pattern. The Company paid Rs. 4720 (Including GST) to Nation Stock Exchange of India Limited on 16th April 2026 | No such impact on financial, operation or other activities of the listed entity |





**e. The Whistle blower policy and Vigil Mechanism:**

The Whistle blower policy and Vigil Mechanism is put in place to report concerns about unethical behaviour. As required, the chairperson of the Audit Committee is accessible if employees and Directors encounter any unethical behaviour and no person has been denied of access to the audit committee. The said policy has been also put up on the website of the Company at the following link:

https://www.vikrangroup.com/investors-relation/financials.

**f. The web link where policy on dealing with related party transactions:** https://www.vikrangroup.com/investors-relation/financials.

**g. Terms of Appointment of Independent Directors**

Terms and conditions of appointment/re-appointment of Independent Directors are available on the Company's website https://www.vikrangroup.com/investors-relation/financials.

**h. Familiarization Programme**

Details of familiarization programme imparted to Independent Directors are available on the Company's website https://www.vikrangroup.com/investors-relation/financials.

**i. The details on Investor Grievances:**

The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are the centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies, and online viewing by investors of actions taken on the complaint and its current status. Your Company has been registered on SCORES and makes every effort to resolve all investor complaints received through SCORES or otherwise within the statutory time limit from the receipt of the complaint. The total number of complaints received and replied to the satisfaction of shareholders during the year under review is as under:

| Quarter | Pending from earlier Quarter | Received during the year | Resolved during the year | Pending at the quarter end |
|---|---|---|---|---|
| July-September | 00 | 61 | 60 | 01 |
| October - December | 01 | 02 | 03 | 00 |
| January - March | 00 | 01 | 01 | 00 |

*Note: The Equity shares of the Company got listed on Stock Exchanges i.e., National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) with effect from September 03, 2025.*

The Secretarial Department of the Company and the Registrar and Share Transfer Agent (R&T Agent), M/s. Bigshare Services Private Limited attends to all the grievances of the shareholders and investors received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc.

The Company maintains continuous interaction with the said R&T Agent and takes proactive steps and actions for resolving complaints/queries of the shareholders/ investors and also takes initiatives for solving critical issues. Shareholders are requested to furnish their telephone numbers and email addresses to facilitate prompt action.

**j. Code of conduct:**

The Company has formulated and implemented a Code of Conduct for all its Board Members and Senior Management. In compliance with clause 49(1) (D) (II) of Listing Agreement, and Regulation 26 under SEBI (LODR) Regulations, 2015 all personnel have affirmed to it.

**k. Material Unlisted Subsidiary Company:**

The Company does not have material subsidiary. The Company has a policy for determining material subsidiaries.

The web link where policy on determining material subsidiaries is https://www.vikrangroup.com/investors-relation/financials.

**i. Nomination and Remuneration Policy:**

In adherence to Section 178(1) of the Companies Act, 2013, the Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management and their remuneration including criteria for determining qualifications, positive attributes and other matters provided under sub section (1) (3) of section 178 of the Companies Act 2013. The said policy alternatively can be accessed on the website of the Company at the following link: https://www.vikrangroup.com/investors-relation/financials.

**m. Dividend Distribution Policy (Voluntarily adopted):**

The Board of Directors has recommended a dividend of 18% of face value, i.e. Rs.0.18 (Rupees Zero point One Eight Only) per equity share of face value of Re. 1/- each per equity share, subject to approval of the shareholders at the ensuing Annual General Meeting for the financial year 2025-26. As required by the Securities and Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements, 2015 (SEBI Listing Regulations), the company's Dividend Distribution Policy is available on its website. This policy was adopted voluntarily, as it is not mandatory for the company given its position outside the top thousand listed companies as per the data provided by the National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange (BSE) as of March 31, 2026, considering its market capitalization. For further details, you can view the policy at https://www.vikrangroup.com/investors-relation/financials.

## 14. Unclaimed Dividend Account:

Pursuant to the provisions of Section 124 and 125 of the Act, read with Investor Education Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended, the dividends, unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company is mandatorily required to be transferred to the Investor Education and Protection Fund ('IEPF') established by the Central Government. Further, the shares pertaining to which dividend remains unclaimed / unpaid for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company are also liable to be transferred to the IEPF. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares. The amount remained unclaimed by the investors as on March 31, 2026 is Rs. Nil.

## 15. International securities identification number (ISIN):

ISIN is a unique identification number of traded scrip. This number has to be quoted in each transaction relating to the dematerialized equity shares of the Company. The Company's ISIN is INE01R501028.



## 16. Head office details and list of branches in India.

| Sr. No | Location | State | Address |
|---|---|---|---|
| | | Head Office | |
| 1 | Thane | Maharashtra | B-2 & B-3, B Wing, 3rd Floor, Ashar IT Park, Road No. 16-Z, Wagle Industrial Estate, Thane – 400604. |
| | | Branch Offices | |
| 2 | Delhi | New Delhi | Vikran Engineering Limited, 11th Floor, 1111, Chiranjiv Tower, Nehru Place, New Delhi – 110019 |
| 3 | Patna | Bihar | Vikran Engineering Limited, Flat no. 201, 2nd floor Dev Apartment Near Dainik Jagran old office. Nageshwar Colony Kidwaipuri Patna, Bihar-800001 |
| 4 | Uttar Pradesh | Uttar Pradesh | Vikran Engineering Limited. Flat No. T2-0003 Omaxe Height Carlton Tower, Vibhuti Khand Gomti Nagar, Lucknow Uttar Pradesh -226010 |
| 5 | Indore | Madhya Pradesh | Vikran Engineering & Exim Pvt Ltd, Eh-49, Scheme No 54, Near By Om Gurudev Complex, Vijay Nagar, Indore (M.P)-452010 |
| 6 | Bhopal | Madhya Pradesh | Vikran Engineering & Exim Pvt Ltd, 101, 45 - Rachna Nagar, Bhopal - 462023 (MP) |

## 17. Filing with Stock Exchanges (BSE & NSE Listing Centers):

Pursuant to Regulation 10(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has complied with the requirement of filing all mandatory information and disclosures with the Stock Exchanges through their respective electronic platforms.

All data relating to financial results, shareholding pattern, corporate governance reports, and other submissions/disclosures have been electronically filed with:

- BSE Listing Centre
- NSE Electronic Application Processing System (NEAPS)

## 18. Annual Reports:

Annual Reports containing the Audited Financial Statements, Directors' Report along with relevant annexures, Independent Auditors reports along with the relevant annexures, Corporate Governance report and other important information is circulated to members and others, as required and entitled thereto. The Management Discussion and Analysis (MD&A) forms part of the Annual Report.

## 19. E-Voting:

The provisions relating to e-Voting facility pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were not applicable to the Company during the financial year under review, as the Equity Shares of the Company were listed on the Stock Exchanges, i.e., National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), with effect from September 03, 2025. Further, no General Meeting of the Company was held after the date of listing during the financial year under review. Accordingly, the Company was not required to provide e-Voting facility during the said period.

## 20. Secretarial Audit Report regarding reconciliation of Share Capital:

A Practising Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital. The audit report confirms that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

**21. Loans and advances:**

The Company has given loan to Power and Control Transformers Industries Private Limited in which directors are interested.

**22. Adoption of discretionary requirements:**

The status of adoption of discretionary requirements of Regulation 27(1) as specified under Part E of Schedule II of the SEBI (LODR) Regulations, 2015 is provided below:

i. **Non-Executive Chairman's entitlement to maintain Chairman's Office and reimbursement of expenses incurred:** Not applicable as the Company does not have a Non-Executive Chairman.

ii. **Shareholders' Rights:** As the quarterly and half yearly financial performance including summary of significant events are published in the newspapers, communicated to the stock exchanges and also posted on the Company's website, the half yearly declaration of financial performance including summary of the significant events in the last six months, are not being sent separately to each household of Shareholders.

iii. **Modified Opinion in Auditors Report:** In the recent audit for FY 25-26, there has been no qualification or adverse remarks highlighted by our auditors.

iv. **Separate posts of Chairman and Managing Director or CEO:** The Chairman's Office is separate from that of the Chief Executive Officer.

v. **Reporting of Internal Auditor**: The Internal Auditor reports to the Audit Committee.

The management places on record that the mandatory compliances to constitute various committees as required by SEBI (LODR) Regulations, 2015 are in place.

**23. Exposure of the listed entity to Commodity and Commodity Risks:**

As required under SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018 we confirm that:

a. Total exposure of the listed entity to commodities in INR - **NIL**

b. Exposure of the listed entity to various commodities – **NIL**

**24. Address for Correspondence and Communications:**

All the correspondences and communications shall be made to the Office of Company Secretary and Compliance Officer. The contact details are as placed below:

Email: companysecretary@vikrangroup.com

Phone No.: +91-22-62638263

All Correspondence relating to the shares of the Company are directed to the Registrar & Share Agent at below mentioned address: Bigshare Services Private Limited, Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Center, Mahakali Caves Road, Andheri (East), Mumbai – 400093.

Email: - investor@bigshareonline.com. Website: - www.bigshareonline.com.

**25. Compliance with all the provisions of Corporate Governance:**

It is hereby by affirmed that Company has complied with corporate governance requirements as specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of the SEBI (LODR) Regulations, 2015.

**26. Credit Rating:**

During the year under review, the Company's credit ratings were reviewed by the rating agencies.

Infomerics Valuation and Rating Limited (Infomerics), vide its rating rationale dated **December 22, 2025**, upgraded the Company's **Long-Term/Short Term Bank Facilities** aggregating to **Rs. 420.40 crore** from **IVR BBB+/Stable** to **IVR A-/Stable**, and **Short-Term Bank Facilities** aggregating to **Rs.40.00** crore from **IVR A2 to IVR A2+**. The cumulative amount rated by Infomerics stands at Rs. 460.4 crore. The rating upgrade was driven by the Company's improved scale of operations and substantial growth in its order book, while continuing to reflect the strength of its experienced management, comfortable capital structure and financial risk profile.

In addition to the above, India Ratings and Research Private Limited, vide its rating rationale dated April 07, 2026, has reaffirmed the credit rating of the Company's Non-Convertible Debentures and Bank Loan Facilities at **IND A-**; however, the outlook has been revised from Stable to Negative. The short-term rating for bank loan facilities continues to be **IND A2+**.

The details of the ratings are as under:

- Non-Convertible Debentures aggregating to INR 500 million (reduced from INR 900 million): **IND A- / Negative** (earlier: IND A- / Stable)
- Bank Loan Facilities aggregating to INR 4,700 million: **IND A- / Negative / IND A2+** (earlier: IND A- / Stable / IND A2+)
- The reaffirmation of the credit ratings reflects the rating agency's continued confidence in the Company's financial strength and its ability to meet its long-term and short-term financial obligations in a timely manner.

**27. Suspension from trading:**

None of the Company's securities have been suspended from trading during the financial year 2025-2026 and as on date of this report.

28. A certificate under Regulation 17(8) of the SEBI Listing Regulations for FY 2026 signed by Mr. Rakesh Ashok Markhedkar, Chairman & Managing Director and Mr. Ashish Bahety, Chief Financial Officer, was placed before the Board at its meeting held on May 22, 2026 and forms part of this Report.

29. A certificate has been received from Geeta Canabar & Associates, Practising Company Secretaries, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority.**For and on behalf of the Board of Directors,**

**FOR VIKRAN ENGINEERING LIMITED**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**

**Sd/-**
**Rakesh Ashok Markhedkar**
**Chairman & Managing Director**
**(DIN: - 07009284)**

**Place: Thane**
**Date: May 22, 2026**

**DECLARATION GIVEN BY THE CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY AFFIRMING COMPLIANCE WITH THE CODE OF CONDUCT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026:**

To,
The Board of Directors,
Vikran Engineering Limited

Thane,

As provided under Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management personnel have confirmed compliance with the Code of Conduct and Ethics for the year ended March 31, 2026.

Yours truly,

Sd/-
Rakesh Ashok Markhedkar
Chairman & Managing Director
DIN: 07009284

Place: Thane
Date: May 19, 2026





# CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members
**VIKRAN ENGINEERING LIMITED**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**
B-2 & B-3, B Wing, 3rd Floor, Ashar IT Park,
Road No. 16-Z, Wagle Industrial Estate,
Thane, 400604

I have examined the compliance of conditions of Corporate Governance by M/s. Vikran Engineering Limited (Formerly Known as Vikran Engineering & Exim Private Limited) having CIN : L93000MH2008PLC272209, for the year ended March 31, 2026, as stipulated in regulations 17 to 27 and clauses (b) to (i) and (t) of regulation 46 (2) and paragraphs C,D and E of Schedule V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and amendments from time to time ("The Listing Regulations").

**MANAGEMENT RESPONSIBILITY**

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination has been limited to the review of the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In my opinion and to the best of our information and according to the explanations given to me and the representations made by the Directors and Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015 for the year ended on March 31, 2026.

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

The certificate is solely issued for the purpose of complying with the aforesaid Regulations and may not be suitable for any other purpose.

For **Geeta Canabar & Associates**
***Company Secretaries***
**UIN: S2009MH114800**
**PR No: 2569/2022**

**Sd/-**
**Geeta Canabar**
**Proprietor**
**CP No. 8330**
**FCS No. 8702**
**UDIN: F008702H000530586**

**Place: Mumbai**
**Date: May 22, 2026**

**CHAIRMAN & MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATE PURSUANT TO CLAUSE 33(2)(A) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

We, Rakesh Ashok Markhedkar, Chairman & Managing Director, and Ashish Bahety, Chief Financial Officer of **VIKRAN ENGINEERING LIMITED**, to the best of our knowledge and belief, certify that the Audited Financial Results for the quarter ended March 31, 2026 do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

For Vikran Engineering Limited

Sd/-
Rakesh Ashok Markhedkar
Chairman & Managing Director
DIN: 07009284

For Vikran Engineering Limited

Sd/-
Ashish Bahety
Chief Financial Officer

Place: Thane
Date: May 22, 2026





# CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

***(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)***

To,
The Members of
**VIKRAN ENGINEERING LIMITED**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**
B-2 & B-3, B Wing, 3$^{rd}$ Floor, Ashar IT Park,
Road No. 16-Z, Wagle Industrial Estate,
Wagle I.E., Thane, 400604

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. VIKRAN ENGINEERING LIMITED (Formerly Known as Vikran Engineering & Exim Private Limited) having CIN : L93000MH2008PLC272209 and having registered office at B-2 & B-3, B Wing, 3$^{rd}$ Floor, Ashar IT Park, Road No. 16-Z, Wagle Industrial Estate, Wagle I.E., Thane, 400604 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2026, have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, Mumbai or any such other Statutory Authority.

| Sr. No. | Name of Director | DIN | Date of Appointment in Company |
|---|---|---|---|
| 1 | Mr. Rakesh Ashok Markhedkar | 07009284 | 20/11/2015 |
| 2 | Mr. Avinash Ashok Markhedkar | 03089201 | 02/11/2015 |
| 3 | Mr. Nakul Markhedkar | 07028044 | 01/02/2024 |
| 4 | Mrs. Priti Paras Savla | 00662996 | 24/09/2024 |
| 5 | Mr. Rakesh Kumar Sharma | 02166966 | 24/09/2024 |
| 6 | Mr. Arun Bhagwan Unhale | 07131173 | 24/09/2024 |

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Geeta Canabar & Associates**
***Company Secretaries***
**UIN: S2009MH114800**
**PR No: 2569/2022**

**Sd/-**
**Geeta Canabar**
**Proprietor**
**CP No: 8330**
**FCS No. 8702**
**UDIN: F008702H000530498**

**Place: Mumbai**
**Date: May 22, 2026**

# ANNEXURE-E

## FORM AOC-1

**(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)**

Statement Containing Salient Features of the Financial Statement of Subsidiaries/Associate Companies/ Joint Ventures:

Part "A": Subsidiaries

**(Amount in Lakhs)**

| | |
|---|---|
| Sr. No. 1. | |
| Name of Subsidiaries | Vikran MP Solar Private Limited |
| Date of acquiring | January 22, 2026 |
| Reporting period for the Company | March 31, 2026 |
| Reporting currency | Indian Rupee |
| Share Capital (Incl. Convertible Pref. shares and Perpetual Securities) | 1.00 |
| Reserves and Surplus (Incl. Non-Controlling Interest) | (0.25) |
| Total Assets | 1.00 |
| Total Liabilities (Excl. Share Capital & Reserves) | 0.25 |
| Net Assets | 1.00 |
| Investments | Nil |
| Turnover | Nil |
| Other Income | Nil |
| Total Revenue | Nil |
| Profit /(Loss) before taxation | (0.25) |
| Provision for taxation (incl. Deferred tax) | Nil |
| Profit /(Loss) after taxation | (0.25) |
| Proposed Dividend on Equity Shares (%) | 0 |
| Proposed Dividend on Equity Shares | 0 |
| % of shareholding | 100% |

**Notes:**

1. Names of subsidiaries which are yet to commence operations - Nil.
2. Names of subsidiaries which have been liquidated or sold during the year - Nil.

Part "B": Associates and Joint Ventures

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures** - Not Applicable

**For and on behalf of the Board**
**VIKRAN ENGINEERING LIMITED**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**

**Sd/-**
**Rakesh Ashok Markhedkar**
**Chairman & Managing Director**
**DIN: 07009284**

**Place: Thane**
**Date: May 22, 2026**





# ANNEXURE F

## Form 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:

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

**(Amount in Lakhs)**

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

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

**(Amount in Lakhs)**

| Name(s) of the related party and nature of relationship | Nature of contracts/ arrangement/ transactions | Duration of the contracts / arrangements/ transactions | Salient terms of the contracts or arrangements or transactions including the value, if any: | Date(s) of approval by the Board, if any: | Amount |
|---|---|---|---|---|---|
| SEU India Performance Excellence LLP (Entities having significant influence over the Company) | Sub-contracting and other charges | During the Year | Mutual Terms | 09.05.2025 | 21 |
| Mrs. Kanchan Markhedkar (Key managerial personnel (KMP) | Rent paid | During the Year | Mutual Terms | 09.05.2025 | 8 |
| Power and Control Transformers Industries Private Limited (Entities having significant influence over the Company) | Loan Given | During the Year | Mutual Terms | -- | 169 |
| Mrs. Kanchan Markhedkar (Key managerial personnel (KMP) | Remuneration | During the Year | Mutual Terms | 09.05.2025 | 308 |
| Mr. Vipul Markhedkar (Key managerial personnel (KMP) | Remuneration | During the Year | Mutual Terms | 09.05.2025 | 176 |

**For and on behalf of the Board**
**VIKRAN ENGINEERING LIMITED**
**(Formerly Known as Vikran Engineering & Exim Private Limited)**

**Sd/-**
**Rakesh Ashok Markhedkar**
**Chairman & Managing Director**
**DIN: 07009284**

**Place: Thane**
**Date: May 22, 2026**

# INDEPENDENT AUDITOR'S REPORT

### To the Members of Vikran Engineering Limited

**Report on the Audit of the Standalone Financial Statements**

### Opinion

1. We have audited the accompanying standalone financial statements of **Vikran Engineering Limited** ('the Company'), which comprise the Standalone Balance Sheet as at **31 March 2026**, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flows and the Standalone Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.
5. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Key audit matters | How our audit addressed the key audit matters |
|---|---|
| **(i) Estimation of contract costs and revenue recognition** | |
| Revenue from operations of the Company consists primarily of sale of engineering, procurement and construction (EPC) services. Revenue is recognized in accordance with the material accounting policy information as described in Note 2(a) to the accompanying standalone financial statements. Also refer Note 27 and Note 50 to the accompanying standalone financial statements for details of revenue recognised during the year.<br><br>The Company recognises revenue from aforesaid contracts over a period of time by measuring the progress towards complete satisfaction of the performance obligation, using input method based on the costs incurred till date relative to the estimated total costs to complete the performance obligation, in accordance with Ind AS 115, 'Revenue from contracts with customers (Ind AS 115)'. | Our audit procedures included, but were not limited to, the following:<br><br>a) Obtained an understanding of the management's revenue recognition process and assessed the appropriateness of the accounting policy adopted by the Company for revenue recognition in accordance with Ind AS 115.<br><br>b) Evaluated the design and implementation, and tested the operating effectiveness of key internal financial controls over the contract revenue, contract costs and cost estimation process.<br><br>c) For sample contracts, obtained the percentage of completion and revenue recognition computation from the management, and inspected the underlying documents such as customer contracts/agreements |





| Key audit matters | How our audit addressed the key audit matters |
|---|---|
| The above computation involves significant management judgement to estimate the costs to complete, determine impact of contractual variations, claims and ability to deliver the contract within the contractual time limit. These contract estimates are reviewed by the management on a periodic basis.<br><br>Considering high estimation uncertainty, complexities involved, and material impact on the standalone financial statements, this area has been considered a key audit matter in the current year's audit. | to assess appropriateness of identified performance obligations and transaction price, including impact of variable consideration, if any. We further tested the mathematical accuracy of the calculations.<br><br>d) For costs incurred to date recorded during the year including during specific periods before and after the year-end, as considered in above management computation, we tested samples to appropriate supporting documentation such as invoices, agreements etc.<br><br>e) To test the budgeted costs to complete, for sample contracts, obtained the breakdown of budgeted costs, tested the key elements of the budgeted costs, evaluated reasonableness of management's judgements and assumptions by using past trends and comparing the movement in estimated total contracts costs from previous periods.<br><br>f) Performed analytical procedures such as project wise analysis to identify unusual trends in revenue recognition, if any.<br><br>g) Evaluated the appropriateness and adequacy of the disclosures made in the standalone financial statements for revenue recognised during the year in accordance with applicable accounting standards. |
| **(ii) Recoverability of trade receivables and contract assets** | |
| Trade receivables and contract assets represents significant balances in the standalone financial statements as at 31 March 2026. Refer Note 2(l) for material accounting policy information and Note 48A for credit risk disclosures.<br><br>The Company recognises expected credit loss ('ECL') allowance on trade receivables and contract assets as per the principles enunciated under Ind AS 109, Financial Instruments ('Ind AS 109').<br><br>Assessment of the recoverability of trade receivables and contract assets is inherently subjective and requires significant management judgement which includes assessment of credit risk profile of customers, project status, reasons for delay in certification of work done, customer budgetary | Our audit procedures in respect of recoverability of trade receivables and contract assets included, but were not limited to, the following:<br><br>a) Obtained an understanding of the process adopted by the Company for determining the ECL provision and evaluated the appropriateness of the accounting policy adopted by the management in accordance with Ind AS 109;<br><br>b) Evaluated the design and implementation, and tested the operating effectiveness of key internal financial controls over Management's assessment of recoverability of trade receivables and contract assets. |

| | |
|---|---|
| approvals, past collection experience, ongoing litigations and disputes, if any, and consideration of current and future economic and market conditions. Based on such assessment, the management uses a provision matrix to recognise loss allowance in respect of such asset balances.<br><br>Considering the significant judgement involved, high estimation uncertainty and significance of these balances to the standalone financial statements, we have identified recoverability of trade receivables and contract assets as key audit matter for current year's audit.<br><br>We further draw attention to the Note 14.1 to the accompanying standalone financial statements, which is considered to be fundamental to the understanding of the users to the standalone financial statements. The note describes an uncertainty to the outcome of an ongoing litigation with a customer on recoverability of balance amounting to INR 2,929 lakhs due from such customer, which is currently pending in the Commercial Court, Jaipur.<br><br>Based on the management assessment of the aforesaid matter, the aforesaid amount receivable is considered good and recoverable as at the reporting date, and no adjustment has been made by the management in the accompanying standalone financial statements. | c) Tested the key assumptions and arithmetical accuracy of the provision matrix model used by Management to calculate the probability of default and estimate the expected credit loss allowance on trade receivables and contract assets.<br><br>d) For a sample of customers, tested the data around customer profiles, ageing of the outstanding trade receivables and collection received, considered in above model, by testing underlying data including invoice date and credits to bank statements.<br><br>e) Evaluated the appropriateness and adequacy of the disclosures made in the standalone financial statements in accordance with applicable accounting standards. |

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

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

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

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

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

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

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

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

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

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

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

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

12. 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.

13. 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.

14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

15. As required by section 197(16) of the Act, based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

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

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

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

b) Except for the matter stated in paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

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

d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;

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

f) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 17(b) above on reporting under section 143(3)(b) of the Act and paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2026 and the operating effectiveness of such controls, refer to our separate report in Annexure B wherein we have expressed an unmodified opinion; and

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

i. The Company, as detailed in Notes 14.1 and 41 to the accompanying standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2026;

ii. The Company, as detailed in Note 25.1 to the accompanying standalone financial statements, has made provision as at 31 March 2026, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2026;

iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in Note 54 to the accompanying standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

iv. b. The management has represented that, to the best of its knowledge and belief, as disclosed in Note 53 to the accompanying standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

iv. c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. a. The final dividend paid by the Company during the year ended 31 March 2026 in respect of such dividend declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.

v. b. As stated in Note 46 to the accompanying standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year ended 31 March 2026 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

vi. As stated in Note 56 to the accompanying standalone financial statements and based on our examination which included test checks, the Company, in respect of financial year commencing on 01 April 2025, has used an accounting software which is operated by a third-party software service provider for maintaining its books of account which has a feature of recording audit trail facility and the same has been operated throughout the year for all relevant transactions recorded in the software at the application level. In absence of any information on existence of audit trail (edit log) facility for any direct data changes made at the database level in the 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with ISAE 3402, Assurance Reports on Controls at a Service Organization), we are unable to comment on whether audit trail feature of the said software was enabled and operated throughout the year for all relevant transactions or whether there were any instances of audit trail feature being tampered with at the database level. The audit trail has been preserved at the application level by the Company as per the statutory requirements for record retention. Further, due to absence of information in the Type 2 report, we are unable to comment on preservation of audit trail at the database level.

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

**Sd/-**
**Rakesh R. Agarwal**
Partner
Membership No.: 109632

**UDIN: 26109632IOWIDS7253**

**Place**: Mumbai
**Date**: 22 May 2026

**Annexure A referred to in paragraph 16 of the Independent Auditor's Report of even date to the members of Vikran Engineering Limited on the standalone financial statements for the year ended 31 March 2026**

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

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

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

(b) The property, plant and equipment, investment property and relevant details of right-of-use assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification programme adopted by the Company, is reasonable having regard to the size of the Company and the nature of its assets.

(c) The title deeds of all the immovable properties including investment property held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 4A and Note 4B to the accompanying standalone financial statements, are held in the name of the Company.

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

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

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed as compared to book records.

(b) As disclosed in Note 20 to the accompanying standalone financial statements, the Company has been sanctioned working capital limits in excess of INR 500 lakhs by banks based on the security of current assets. The quarterly returns/ statements, in respect of the working capital limits have been filed by the Company with such banks and such returns/ statements are in agreement with the books of account of the Company for the respective periods, which were subjected to review, except for the following:

**(INR in lakhs)**

| Name of the bank / financial institution | Working capital limit sanctioned | Nature of current assets offered as security | Quarter ended | Category | Information disclosed as per return | Information as per books of accounts | Difference |
|---|---|---|---|---|---|---|---|
| Consortium of banks | 17,900 | All the current assets of the company | June 2025 | Inventories | 6,882 | 6,824 | 58 |
| | | | | Trade receivables (including contract assets net of contract liabilities) | 1,06,730 | 1,11,665 | (4,935) |
| | | | September 2025 | Inventories | 6,486 | 6,408 | 78 |
| | | | | Trade receivables (including contract assets net of contract liabilities) | 1,17,622 | 1,17,114 | 508 |
| | | | December 2025 | Inventories | 7,566 | 7,700 | (134) |
| | | | | Trade receivables (including contract assets net of contract liabilities) | 1,35,789 | 1,36,253 | (464) |
| | | | March 2026 | Inventories | 8,004 | 7,992 | 12 |
| | | | | Trade receivables (including contract assets net of contract liabilities) | 1,88,937 | 1,90,612 | (1,675) |

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

(a) The Company has granted loans to two (2) companies during the year as per details given below: **(INR in lakhs)**

| Particulars | Loans |
|---|---|
| Aggregate amount provided during the year: Others | 5,079 |
| Balance outstanding (including interest accrued) as at balance sheet date: Others | 5,423 |

(b) In our opinion, and according to the information and explanations given to us, the investments made, and terms and conditions of the loans granted are, prima facie, not prejudicial to the interest of the Company.

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated wherein the principal and interest amounts are repayable on demand and since the repayment of such amounts has not been demanded, in our opinion, the repayment of principal and interest are regular.

(d) There is no overdue amount in respect of loans granted to such companies.

(e) The Company has not granted any loan which, in view of our comments in paragraph (iii)(c) above, has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans.

(f) The Company has granted loans which are repayable on demand, as per details below:

**(INR in lakhs)**

| Particulars | All parties | Related party |
|---|---|---|
| Outstanding loan (including interest accrued thereon) as at 31 March 2026 - Repayable on demand | 5,423 | 397 |
| Percentage of loans to the total loans | 100% | 7.32% |

(iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Act in respect of loans granted and investments made, as applicable. Further, the Company has not entered into any transaction covered under section 185 and section 186 of the Act in respect of guarantees and security provided by it.

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

(vi) The Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act in respect of the services of the Company. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities, though there have been slight delays in a few cases. However, advance income tax has not generally been regularly deposited with the appropriate authorities, and there have been significant delays in deposit in a large number of cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

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

| Name of the statute | Nature of dues | Gross Amount (INR in lakhs) | Amount paid under protest (INR in lakhs) | Period to which the amount relates | Forum where dispute is pending |
|---|---|---|---|---|---|
| The Income Tax Act, 1961 | Income tax | 397 | 78 | AY 2016-17 | Income Tax Appellate Tribunal |
| | | 5 | Nil | AY 2018-19 | Assistant Commissioner of Income Tax |
| The Central Goods and Services Tax Act, 2017 | Goods and Service Tax | 4,026 | 800 | FY 2017-18 | Commissioner (Appeals), Central Goods and Service Tax & Central Excise, Thane |
| | | 47 | Nil | FY 2021-22 | Deputy Commissioner, State Tax, Thane |
| | | 510 | 61 | FY 2018-19 to FY 2020-21 | Commissioner (Appeals), Central Goods and Service Tax & Central Excise, Indore |
| | | 2,465 | 107 | FY 2023-24 to FY 2024-25 | Deputy Commissioner, Ayodhya |
| | | 173 | Nil | FY 2021-22 | Dy. Commissioner of commercial taxes (Audit), Jaipur |
| | | 166 | Nil | FY 2019-20 to FY 2020-21 | Joint Commissioner (Appeals), Central Goods and Service Tax & Central Excise, Patna |

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



(ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings to any lender or in the payment of interest thereon.

(b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the standalone financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long-term purposes.

(e) In our opinion and according to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary.

(f) In our opinion and according to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiary.

(x) (a) In our opinion and according to the information and explanations given to us and as disclosed in Note 18(k) to the accompanying standalone financial statements, money raised by way of initial public offer (fresh issue of equity shares) were applied for the purposes for which these were obtained though idle funds which were not required for immediate utilisation have been invested in readily realisable liquid investments/ bank deposits.

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

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

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

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

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

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

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

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

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

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

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

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

(xx) (a) In our opinion and according to the information and explanations given to us, there are no unspent amounts towards Corporate Social Responsibility pertaining to other than ongoing projects as at end of the current financial year. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has transferred the remaining unspent amounts towards Corporate Social Responsibility (CSR) under sub-section (5) of section 135 of the Act, in respect of ongoing project, within a period of 30 days from the end of financial year to a special account in compliance with the provision of sub-section (6) of section 135 of the Act.

(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

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

**Sd/-**
**Rakesh R. Agarwal**
Partner
Membership No.: 109632

**UDIN: 26109632IOWIDS7253**

**Place**: Mumbai
**Date**: 22 May 2026

## Annexure B

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

1. In conjunction with our audit of the standalone financial statements of **Vikran Engineering Limited** ('the Company') as at and for the year ended **31 March 2026**, we have audited the internal financial controls with reference to standalone financial statements of the Company as at that date.

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

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

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

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

### Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

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

### Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

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

### Opinion

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

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

**Sd/-**
**Rakesh R. Agarwal**
Partner
Membership No. 109632

**UDIN: 26109632IOWIDS7253**

Place: Mumbai
Date: 22 May 2026





## STANDALONE BALANCE SHEET AS AT 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Notes | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| **Assets** | | | |
| **Non-current assets** | | | |
| a) Property, plant and equipment | 4A | 1,084 | 904 |
| b) Investment Properties | 4B | 207 | 207 |
| c) Intangible assets | 5 | 19 | 20 |
| d) Right-of-use assets | 6 | 836 | 150 |
| e) Financial assets | | | |
| i) Investments | 7 | 1 | - |
| ii) Trade receivables | 14 | 2,926 | 2,929 |
| iii) Other financial assets | 9 | 1,472 | 2,069 |
| f) Deferred tax assets (net) | 10 | 3,013 | 1,524 |
| g) Non current tax assets (net) | 11 | 114 | 185 |
| h) Other non-current assets | 12 | 1,234 | 1,190 |
| **Total non-current assets** | | **10,906** | **9,178** |
| **Current assets** | | | |
| a) Inventories | 13 | 7,992 | 5,994 |
| b) Financial assets | | | |
| i) Investments | 7 | 117 | 113 |
| ii) Trade receivables | 14 | 1,01,307 | 60,503 |
| iii) Cash and cash equivalents | 15 | 3,326 | 250 |
| iv) Bank balances other than above | 16 | 18,646 | 6,457 |
| v) Loans | 8 | 5,423 | 203 |
| vi) Other financial assets | 9 | 7,272 | 1,153 |
| c) Contract assets | 17 | 86,394 | 46,637 |
| d) Other current assets | 12 | 8,968 | 4,980 |
| **Total current assets** | | **2,39,445** | **1,26,290** |
| **Total assets** | | **2,50,351** | **1,35,468** |
| **Equity and Liabilities** | | | |
| **Equity** | | | |
| a) Equity share capital | 18 | 2,579 | 1,836 |
| b) Other equity | 19 | 1,21,158 | 44,951 |
| **Total equity** | | **1,23,737** | **46,787** |
| **Liabilities** | | | |
| **Non-current liabilities** | | | |
| a) Financial liabilities | | | |
| i) Borrowings | 20 | 4,584 | 3,192 |
| ii) Lease liabilities | 21 | 686 | 80 |
| b) Provisions | 25 | 384 | 359 |
| **Total non-current liabilities** | | **5,654** | **3,631** |
| **Current liabilities** | | | |
| a) Financial liabilities | | | |
| i) Borrowings | 20 | 24,643 | 24,102 |
| ii) Lease liabilities | 21 | 177 | 72 |
| iii) Trade payables | 22 | | |
| - Dues of micro and small enterprises | | 5,489 | 9,181 |
| - Dues of trade payables other than micro and small enterprises | | 73,353 | 38,581 |
| iv) Other financial liabilities | 23 | 822 | 1,709 |
| b) Other current liabilities | 24 | 13,049 | 7,068 |
| c) Provisions | 25 | 672 | 738 |
| d) Current tax liabilities (net) | 26 | 2,755 | 3,599 |
| **Total current liabilities** | | **1,20,960** | **85,050** |
| **Total liabilities** | | **1,26,614** | **88,681** |
| **Total equity and liabilities** | | **2,50,351** | **1,35,468** |

The accompanying notes form an integral part of these standalone financial statements.
As per our report of even date attached.

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

**Rakesh R. Agarwal**
Partner
Membership No. : 109632
Place: Mumbai
Date: 22 May 2026

**For and on behalf of the Board of Directors**
**Vikran Engineering Limited**

**Rakesh Markhedkar**
Chairman & Managing Director
DIN : 07009284
Place: Thane
Date: 22 May 2026

**Avinash Markhedkar**
Whole Time Director
DIN : 03089201
Place: Thane
Date: 22 May 2026

**Ashish Bahety**
Chief Financial Officer
Place: Thane
Date: 22 May 2026

**Kajal Rakholiya**
Company Secretary
Place: Thane
Date: 22 May 2026

## STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Notes | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|---|
| **Income** | | | |
| Revenue from operations | 27 | 1,24,931 | 91,585 |
| Other income | 28 | 1,696 | 651 |
| **Total income** | | **1,26,627** | **92,236** |
| **Expenses** | | | |
| Cost of materials consumed | 29 | 48,275 | 48,368 |
| Project related expense | 30 | 43,541 | 16,042 |
| Employee benefits expense | 31 | 8,383 | 6,763 |
| Finance costs | 32 | 6,644 | 5,358 |
| Depreciation and amortisation expense | 33 | 341 | 297 |
| Other expenses | 34 | 7,219 | 4,389 |
| **Total expenses** | | **1,14,403** | **81,217** |
| **Profit before exceptional Items and tax** | | **12,224** | **11,019** |
| Exceptional items - loss (net) | 35 | (121) | - |
| **Profit before tax** | | **12,103** | **11,019** |
| **Tax expense / (credit)** | | | |
| Current tax | 36 | 3,442 | 3,753 |
| Tax pertaining to earlier years | 36 | - | 78 |
| Deferred tax | 10 | (509) | (593) |
| | | **2,933** | **3,238** |
| **Net profit for the year (a)** | | **9,170** | **7,781** |
| **Other comprehensive income / (loss)** | | | |
| Items that will not be reclassified subsequently to profit or loss: | | | |
| Remeasurement of post employment benefit obligations | | 92 | (116) |
| Income-tax relating to items not reclassified | 10 | (23) | 29 |
| **Total other comprehensive income/ (loss) for the year (net of tax) (b)** | | **69** | **(87)** |
| **Total comprehensive income for the year (a+b)** | | **9,239** | **7,694** |
| **Earnings per equity share** (Face value of INR 1 each) | 37 | | |
| Basic earnings per share (in INR) | | 4.05 | 4.35 |
| Diluted earnings per share (in INR) | | 4.05 | 4.35 |

The accompanying notes form an integral part of these standalone financial statements.
As per our report of even date attached.

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

**For and on behalf of the Board of Directors**
**Vikran Engineering Limited**

**Rakesh R. Agarwal**
Partner
Membership No. : 109632
Place: Mumbai
Date: 22 May 2026

**Rakesh Markhedkar**
Chairman & Managing Director
DIN : 07009284
Place: Thane
Date: 22 May 2026

**Avinash Markhedkar**
Whole Time Director
DIN : 03089201
Place: Thane
Date: 22 May 2026

**Ashish Bahety**
Chief Financial Officer
Place: Thane
Date: 22 May 2026

**Kajal Rakholiya**
Company Secretary
Place: Thane
Date: 22 May 2026

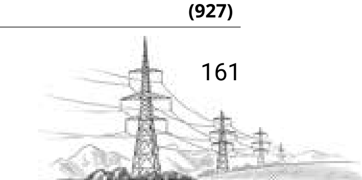




## STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Notes | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|---|
| **A. CASH FLOW FROM OPERATING ACTIVITIES** | | | |
| **Profit before tax** | | **12,103** | **11,019** |
| **Adjustments for:** | | | |
| Balances written off/ (written back) (net) | 28 & 34 | (155) | (127) |
| Depreciation and amortisation expense | 33 | 341 | 297 |
| Finance costs on borrowings (including other borrowing costs) and leases | 32 | 6,183 | 4,713 |
| Interest attributable towards advance income tax | 32 | 303 | 387 |
| Exceptional items - loss | 35 | 121 | - |
| Interest income | 28 | (1,493) | (514) |
| Reversal of foreseeable losses on contracts (net) | 27 | (137) | (403) |
| Net gain on sale/ change in fair value of mutual fund investments | 28 | (4) | (7) |
| Gain/ (Loss) on sale/ disposal of property, plant and equipment and lease liabilities | 28 & 34 | (3) | 0 |
| Inventories written down | 13 | 93 | 87 |
| Allowance for expected credit loss on trade receivables | 34 | 1,661 | 655 |
| Loss allowance on contract assets | 34 | 372 | 47 |
| **Operating profit before working capital changes** | | **19,385** | **16,154** |
| **Changes in working capital:** | | | |
| (Increase)/decrease in inventories | 13 | (2,090) | (1,008) |
| (Increase)/decrease in trade receivables | 14 | (42,384) | (17,697) |
| (Increase)/decrease in contract assets | 17 | (40,129) | (17,767) |
| (Increase)/decrease in other assets | 9 & 12 | (10,394) | (1,837) |
| Increase/(decrease) in trade payables | 22 | 31,352 | 18,197 |
| Increase/(decrease) in other liabilities | 23 & 24 | 5,130 | (6,847) |
| Increase/(decrease) in provisions | 25 | (25) | 160 |
| **Cash generated from/ (used in) operations** | | **(39,155)** | **(10,645)** |
| Income taxes paid (net of refunds) | 36(c) | (4,544) | (2,234) |
| Tax assets acquired pursuant to scheme of amalgamation | 55 | - | (28) |
| **Net cash used in operating activities - [A]** | | **(43,699)** | **(12,907)** |
| **B. CASH FLOW FROM INVESTING ACTIVITIES** | | | |
| Payment for purchase of property, plant and equipment and intangible assets (including capital advances and payable for capital goods) | 4A, 4B & 5 | (320) | (267) |
| Loan given during the year | 8 | (5,079) | (189) |
| Loan repayment received during the year | 8 | 24 | - |
| Proceeds from sale of property, plant and equipment | 4A, 4B & 5 | - | 1 |
| Investment in mutual funds | 7 | - | (15) |
| Investment in a subsidiary | 7 | (1) | - |
| Maturity/(increase) in fixed deposits (not considered as cash and cash equivalent) | 16 | (11,299) | (971) |
| Interest received | 28 | 1,091 | 514 |
| **Net cash used in investing activities - [B]** | | **(15,584)** | **(927)** |



| Particulars | Notes | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|---|
| **C. CASH FLOW FROM FINANCING ACTIVITIES** | | | |
| Proceeds from issue of equity shares (including securities premium and net off expenses directly attributable to issue of equity shares) | 18 & 19 | 67,097 | 10,274 |
| Principal paid on lease liabilities | 21 | (98) | (77) |
| Interest paid on lease liabilities | 21 | (59) | (11) |
| Proceeds from long term borrowings | 20 | 5,000 | 5,120 |
| Repayment of long term borrowings | 20 | (624) | (908) |
| Proceeds from short term borrowings | 20 | 30,458 | 6,577 |
| Repayment of short term borrowings | 20 | (32,932) | (1,834) |
| Dividend paid | 45 | (389) | (378) |
| Finance costs on borrowings paid | 32 | (6,094) | (4,702) |
| **Net cash generated from financing activities - [C]** | | **62,359** | **14,061** |
| **Net (decrease)/ increase in cash and cash equivalents - [A+B+C]** | | **3,076** | **227** |
| Cash and cash equivalents at the beginning of the year | | 250 | 8 |
| Cash and cash equivalents acquired pursuant to scheme of amalgamation | 55 | - | 15 |
| **Cash and cash equivalents at the end of the year** | 15 | **3,326** | **250** |
| **Non-cash financing activity :** Issue of bonus shares | 18 | - | 1,800 |
| **Non-cash investing activity :** Acquisition of right-of-use assets | 6 | 866 | 176 |
| **Non-cash investing activity :** Deletion of right-of-use assets | 6 | 71 | 224 |

**Notes:**

1) Figures in brackets represents outflow of cash and cash equivalents.

2) The standalone statement of cash flows has been prepared under the "Indirect method" as set out in Indian Accounting Standard (Ind AS) 7 - "Statement of Cash Flows".

3) Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities is given in Note 20(e) to the standalone financial statements.

The accompanying notes form an integral part of these standalone financial statements.
As per our report of even date attached.

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

**For and on behalf of the Board of Directors**
**Vikran Engineering Limited**

**Rakesh R. Agarwal**
Partner
Membership No. : 109632
Place: Mumbai
Date: 22 May 2026

**Rakesh Markhedkar**
Chairman & Managing Director
DIN : 07009284
Place: Thane
Date: 22 May 2026

**Avinash Markhedkar**
Whole Time Director
DIN : 03089201
Place: Thane
Date: 22 May 2026

**Ashish Bahety**
Chief Financial Officer
Place: Thane
Date: 22 May 2026

**Kajal Rakholiya**
Company Secretary
Place: Thane
Date: 22 May 2026





# STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

## A. EQUITY SHARE CAPITAL

| Particulars | Notes | Number of shares | Amount |
|---|---|---|---|
| Issued, subscribed and fully paid-up | | | |
| Equity shares | | | |
| **As at 31 March 2024 (Equity shares of INR 10 each)** | 18 | **3,32,029** | **33** |
| Increase/ (decrease) during the year | | 18,32,49,101 | 1,803 |
| **As at 31 March 2025 (Equity shares of INR 1 each)** | 18 | **18,35,81,130** | **1,836** |
| Increase during the year | | 7,43,29,896 | 743 |
| **As at 31 March 2026 (Equity shares of INR 1 each)** | 18 | **25,79,11,026** | **2,579** |

## B. OTHER EQUITY

| Particulars | Reserves and surplus | | | Total |
|---|---|---|---|---|
| | Securities premium | Retained earnings | Debenture Redemption Reserve | |
| **Balance as at 01 April 2024** | **10,314** | **18,782** | **-** | **29,096** |
| Profit for the year | - | 7,781 | - | 7,781 |
| Other comprehensive income / (loss) (net of tax) | - | (87) | - | (87) |
| Dividend paid during the year (Refer note 45) | - | (378) | - | (378) |
| Securities premium on equity shares issued during the year | 10,401 | - | - | 10,401 |
| Issue of bonus shares during the year | (1,800) | - | - | (1,800) |
| Expenses directly attributable to issue of equity shares | (130) | - | - | (130) |
| Tax impact on expenses directly attributable to issue of equity shares | 26 | - | - | 26 |
| Adjustment on account of scheme of amalgamation (Refer note 55) | - | 42 | - | 42 |
| Transferred to debenture redemption reserve | - | (500) | 500 | - |
| **Balance as at 31 March 2025** | **18,811** | **25,640** | **500** | **44,951** |
| Profit for the year | - | 9,170 | - | 9,170 |
| Dividend paid during the year (Refer note 45) | - | (389) | - | (389) |
| Other comprehensive income / (loss) (net of tax) | - | 69 | - | 69 |
| Securities premium on equity shares issued during the year through IPO | 71,357 | - | - | 71,357 |
| Expenses directly attributable to issue of equity shares | (5,003) | - | - | (5,003) |
| Tax impact on expenses directly attributable to issue of equity shares | 1,003 | - | - | 1,003 |
| Transferred from debenture redemption reserve | - | 500 | (500) | - |
| **Balance as at 31 March 2026** | **86,168** | **34,990** | **-** | **1,21,158** |

**Nature of reserves:**

i) **Securities premium**

Securities premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

ii) **Retained earnings**

Retained earnings represents the accumulated profits / losses made by the Company over the years as reduced by dividends or other distributions paid to the shareholders, and includes remeasurement gains/ loss on defined benefit plan.

iii) **Debenture Redemption Reserve (DRR)**

The Company had issued redeemable non-convertible debentures and, in accordance with the requirements of the Companies (Share Capital and Debentures) Rules, 2014 (as amended), had created a DRR in the past.

The requirement to maintain a DRR is not applicable to listed companies. Accordingly, the balance standing in the DRR has been transferred to retained earnings during the year ended 31 March 2026 post listing of the Company on stock exchanges.

The accompanying notes form an integral part of these standalone financial statements.
As per our report of even date attached.

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

**For and on behalf of the Board of Directors**
**Vikran Engineering Limited**

**Rakesh R. Agarwal**
Partner
Membership No. : 109632
Place: Mumbai
Date: 22 May 2026

**Rakesh Markhedkar**
Chairman & Managing Director
DIN : 07009284
Place: Thane
Date: 22 May 2026

**Avinash Markhedkar**
Whole Time Director
DIN : 03089201
Place: Thane
Date: 22 May 2026

**Ashish Bahety**
Chief Financial Officer
Place: Thane
Date: 22 May 2026

**Kajal Rakholiya**
Company Secretary
Place: Thane
Date: 22 May 2026

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### Corporate Information

Vikran Engineering Limited (formerly, Vikran Engineering Private Limited) (the "Company" or "Vikran" or "VEL") is a Company domiciled in India. The Company having CIN L93000MH2008PLC272209, is an Engineering, Procurement and Construction (EPC) Company. It provides end-to-end services from conceptualisation, design, supply, installation, testing and commissioning on a turnkey basis and has presence across multiple sectors including power, water, and railway infrastructure. The registered office of the Company is located at 401, Odyssey IT Park, Road No. 9, Industrial Wagle Estate, Thane, Maharashtra, India – 400 604

The equity shares of the Company got listed on National Stock Exchange of India Limited and BSE Limited on 03 September 2025.

The standalone financial statements for the year ended 31 March 2026 were authorised for issue by the Board of Directors of the Company on 22 May 2026.

### 1) Basis of preparation

The standalone financial statements or the financial statements have been prepared to comply in all material respects with the Indian Accounting Standards (Ind AS) notified under Section 133 of Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules, 2015, other relevant provisions of the Act, the presentation and disclosures requirement of Division II of Schedule III to the Act (Ind AS compliant Schedule III), and the guidelines issued by Securities Exchange Board of India, as applicable.

The standalone financial statements have been prepared using going concern assumption and on a historical cost basis, except for certain financial assets and liabilities, defined benefit obligations, which are measured at fair value.

The standalone financial statements are presented in Indian Rupee (INR), which is also the Company's functional currency. All amounts disclosed in the standalone financial statements and notes have been rounded off to the nearest lakh as per the requirements of Schedule III, unless otherwise stated. Any amount appearing in standalone financial statements as '0' represent amount less than INR 50,000.

Assets and liabilities have been classified as current or non-current, wherever applicable, as per the operating cycle of the Company as per the guidance set out in Schedule III to the Act. Operating cycle for the business activities of the Company related to long term contracts covers the duration of the project/ contract/ service including the defect liability/ warranty period, where applicable and extends up to the realisation of receivables (including retention monies) within the credit period normally applicable to the respective project/ contract/ service. Deferred tax assets and liabilities are classified as non-current only.

Assets and liabilities other than those relating to long term contracts are classified as current if it is expected to realise or settle within 12 months after the balance sheet date..

### 2) Material accounting policy information

This note provides a summary of the material accounting policies adopted in the preparation of these standalone financial statements.

#### a) Revenue Recognition

Revenue is measured based on the transaction price, which is the consideration, adjusted for variable considerations, if any, as specified in the contracts with the customers. Revenue excludes taxes collected from customers on behalf of the government. Accruals for variable considerations are estimated based on accumulated experience and underlying agreements with customers. Revenue is recognised when the Company satisfies performance obligations by transferring the promised services or goods to its customers. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved.

The Company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

- As the entity performs, the customer simultaneously receives and consumes the benefits provided by the entity's performance.
- The entity's performance creates or enhances an asset (e.g., work in progress) that the customer controls as the asset is created or enhanced.
- The entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date.





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

Performance obligations with reference to EPC contracts are satisfied over the period of time, and accordingly, revenue from such contracts is recognized based on progress of performance determined using input method with reference to the cost incurred on contract and their estimated total costs. Margin is not recognised until the outcome of the contract is certain. Transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of a third party. Revenue, measured at transaction price, is adjusted towards liquidated damages, time value of money and price variations, escalation, change in scope etc. wherever, applicable. Variation in contract work and other claims are included to the extent that the amount can be measured reliably, and there is no uncertainty regarding non-acceptance of such variation/ claims by the customer.

The Company evaluates whether each contract consists of a single performance obligation or multiple performance obligations. Due to the nature of the work required to be performed on many of the performance obligations, the estimation of total revenue and cost at completion is subject to many variables and requires significant judgement. The Company considers its experience with similar transactions and expectations regarding the contract in estimating the amount of variable consideration to which it will be entitled and determining whether the estimated variable consideration should be constrained. The Company includes estimated amounts in the transaction price to the extent it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved.

Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price.

Progress billings are generally issued upon completion of certain phases of the work as stipulated in the contract. Billing terms of the over-time contracts vary but are generally based on achieving specified milestones. The difference between the timing of revenue recognised and customer billings result in changes to contract assets (unbilled work in progress) and contract liabilities. Contractual retention amounts billed to customers are generally due upon expiration of the contract period.

The contracts generally result in revenue recognised in excess of billings which are presented as contract assets in the balance sheet. Amounts billed and due from customers are classified as receivables on the statement of financial position. The portion of the payments retained by the customer until final contract settlement is not considered a significant financing component since it is usually intended to provide customer with a form of security for Company's remaining performance as specified under the contract, which is consistent with the industry practice. Contract liabilities represent amounts billed to customers in excess of revenue recognised till date. A liability is recognised for advance payments, and it is not considered as a significant financing component since it is used to meet working capital requirements at the time of project mobilization stage. The same is presented as contract liability in the balance sheet.

Estimates of revenue and costs are reviewed periodically and revised, wherever circumstances change, resulting increases or decreases in revenue determination, is recognized in the standalone statement of profit and loss in the period in which estimates are revised.

Costs to obtain a contract which are incurred regardless of whether the contract was obtained are charged-off in standalone statement of profit and loss immediately in the period in which such costs are incurred.

Interest income is accrued on a time proportion basis, by reference to the amount outstanding and at the effective interest rate applicable.

Income other than the above is recognised as and when due or received, whichever is earlier.

#### b) Investments in Subsidiaries

Investments in subsidiaries are carried at cost, less accumulated impairment losses, if any in accordance with Ind AS 36, 'Impairment of Assets'.

#### c) Taxes

Income tax expense comprises of current tax expense and deferred tax expenses. Current tax and deferred tax are recognized in standalone statement of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

(i) Current income tax:

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act of the respective jurisdiction. The current tax is calculated using tax rates that have been enacted or substantively enacted, at the reporting date.

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

(ii) Deferred tax:

Deferred tax is recognized using the Balance Sheet approach on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be recovered or settled.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

The Company recognises deferred tax liability for all taxable temporary differences, except to the extent that both of the following conditions are satisfied:

- When the Company can control the timing of the reversal of the temporary difference; and
- It is probable that the temporary difference will not reverse in the foreseeable future.

### d) Property, Plant and Equipment

All items of property, plant and equipment are initially recorded at cost. Cost of property, plant and equipment comprises purchase price, non-refundable taxes, levies, borrowing cost if capitalization criteria are met and any directly attributable cost of bringing the asset to its working condition for the intended use. Subsequent to initial recognition, property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The cost of an item of property, plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Standalone statement of profit and loss as and when incurred.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

Depreciation on property, plant and equipment is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 as per straight line method.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each period end and adjusted prospectively, if appropriate.

On transition to Ind AS, the Company had elected to continue with the carrying value of all of its property, plant and equipment recognised and measured as per the previous GAAP and had used that carrying value as the deemed cost of the property, plant and equipment.

### e) Investment properties

Investment properties are held to earn rentals or for capital appreciation, or both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Investment properties are measured initially at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognised in Standalone statement of profit and loss as incurred. Subsequent to initial recognition, investment properties are measured at cost less any accumulated impairment losses.

On transition to Ind AS, the Company had elected to continue with the carrying value of all of its investment properties, recognised and measured as per the previous GAAP and had used that carrying value as the deemed cost of the property, plant and equipment.

### f) Intangible assets

Intangible assets such as computer software acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment loss, if any.

Intangible assets are amortised over their estimated useful life of 3 years on straight line method and is recognised in the standalone statement of profit and loss under the head "Depreciation and Amortisation expense". The estimated useful life of the intangible assets and the amortization period are reviewed at the end of each financial year and the amortization period is revised to reflect the changed pattern, if any.

On transition to Ind AS, the Company had elected to continue with the carrying value of all of intangible assets recognised and measured as per the previous GAAP and had used that carrying value as the deemed cost of the property, plant and equipment.

### g) Inventories

The stock of construction materials, stores, spares is valued at cost or net realisable value, whichever is lower. However, these items are considered to be realisable at cost if the finished products in which they will be used, are expected to be sold at or above cost. Cost is determined on weighted average basis and includes all applicable cost of bringing the goods to their present location and condition. Revenue from sale of scrap material is presented as reduction from cost of materials consumed in the Standalone statement of profit and loss.

### h) Cash and cash equivalents

Cash and cash equivalents comprises cash in hand and demand deposits with banks, short-term balances (with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. Margin money deposits, earmarked balances with banks and other bank balances which have restrictions are presented as other bank balances.

### i) Borrowing costs

Borrowing costs consists of interest, ancillary costs and other costs in connection with the borrowing of funds.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

Borrowing costs attributable to acquisition and/or construction of qualifying assets are capitalised as a part of the cost of such assets, up to the date such assets are ready for their intended use. All other borrowing costs are charged to the standalone statement of profit and loss.

### j) Impairment of non-financial assets

The Company assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Groups of assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognised in the standalone statement of profit and loss.

### k) Leases

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

**Company as a lessee**

At the commencement date of a lease, the Company recognises a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Right-of-use assets are measured at cost, less any accumulated depreciation, impairment losses and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized and lease payments made at or before the commencement date. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification or a change in the lease term. The Company separately recognises the interest expense on the lease liability as finance cost and the depreciation expense on the right-of-use asset.

The Company accounts for a lease modification as a separate lease when both of the following conditions are met:

- The modification increases the scope of the lease by adding the right to use one or more underlying assets.
- The consideration for the lease increases commensurate with the price for the increase in scope and any adjustments to that stand-alone price reflect the circumstances of the particular contract.

For a lease modification that fully or partially decreases the scope of the lease the Company decreases the carrying amount of the right-of-use asset to reflect partial or full termination of the lease. Any difference between those adjustments is recognized in profit or loss at the effective date of the modification.

The Company has elected to use the exemptions proposed by the standard on lease contracts for which the lease terms end within 12 months as of the date of initial application, and lease contracts for which the underlying asset is of low value. The Company recognises the lease payments associated with such leases as an expense in the standalone statement of profit and loss.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

### l) Financial Instruments and Equity Instruments

**Initial recognition and measurement**

Financial instruments (assets and liabilities) are recognised when the Company becomes a party to a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets (unless it is a trade receivable without a significant financing component) and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, other than those designated as fair value through profit or loss (FVTPL), are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in standalone statement of profit and loss. A trade receivable without a significant financing component is initially measured at the transaction price. The amount of retention money held by the customers is disclosed as part of trade receivables.

#### i. Financial assets

All regular way purchase or sale of financial assets are recognised and derecognised on a trade date basis. Regular way purchase or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

**Subsequent measurement**

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets:

a) Financial assets measured at amortised cost

b) Financial assets measured at fair value through profit or loss (FVTPL)

**Financial assets measured at amortised cost**

A financial asset is measured at amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the instruments give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. EIR is the rate that exactly discounts estimated future cash receipts (including all fees, transaction costs and other premiums or discounts) through the expected life of the debt instrument or where appropriate, a shorter period, to the net carrying amount on initial recognition.

The EIR amortisation is included in other income in the standalone statement of profit and loss. The losses arising from impairment are recognised in the standalone statement of profit and loss. This category generally applies to trade and other receivables, loans, etc.

**Financial assets measured at FVTPL**

**Debt instrument**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

**De-recognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass through' arrangement; and either

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

- the Company has transferred substantially all the risks and rewards of the asset, or
- the Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

**Impairment of financial assets**

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

- Debt instruments measured at amortised cost e.g., bank deposits and loan assets
- Trade receivables
- Other financial assets not designated as FVTPL

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

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

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables as well as contract assets. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

### ii. Financial liabilities

**Subsequent measurement**

All financial liabilities are subsequently measured at amortised cost using the EIR method or at FVTPL.

**Financial liabilities at amortised cost**

After initial recognition, interest-bearing borrowings and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in standalone statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the standalone statement of profit and loss.

**Financial liabilities at FVTPL**

Financial liabilities are classified as FVTPL when the financial liabilities are held for trading or are designated as FVTPL on initial recognition. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the profit or loss.

**De-recognition**

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires.

### iii. Trade receivables

A receivable represents the Company's right to an amount of consideration under the contract with a customer that is unconditional and realizable on the due date (i.e., only the passage of time is required before payment of the consideration is due). Trade receivable without a significant financing component is initially measured at the transaction price.





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### iv. Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per agreed terms. Trade payables are presented based on the operating cycle of the Company. They are recognised initially at their transaction price and subsequently measured at amortised cost using the effective interest method.

### v. Offsetting financial instruments

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

**Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of expenses directly attributable to issue of such equity.

### m) Provisions (other than employee benefits)

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

### n) Provision for warranty

The estimated liability for warranty is recorded at the commencement of defect liability period. These estimates are established using historical information on the nature, frequency and average cost of obligations and management estimates regarding possible future incidence based on corrective actions during the period under warranty phase.

### o) Contingencies

Disclosure of contingent liabilities is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognised in the standalone financial statements however such assets are assessed continuously and if it is virtually certain that an inflow of economic benefits will arise, the assets and the related income are recognised in the period in which the change occurs. Contingent assets are disclosed where an inflow of economic benefits is probable.

### p) Employee Benefits

Liability on account of short-term employee benefits is recognised on an undiscounted and accrual basis during the period when the employee renders service/ vesting period of the benefit.

Defined Contribution Plan:

The Company pays contribution to the provident fund, labour welfare fund and employee state insurance corporation which is administered by respective Government authorities. The Company has no further payment obligations once the contributions have been paid. The Contributions are recognized as employee benefit expense in the standalone statement of profit and loss to the year it pertains.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

Defined benefit plan:

(a) Gratuity: The Company's liability towards gratuity is based on the actuarial valuation using the projected unit credit method which considers each period of service as giving rise to additional unit of benefit entitlement and measures each unit separately to build up the final obligation. The cost for past services is recognized on a straight-line basis over the average period until the amended benefits become vested.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the standalone statement of changes in equity and in the standalone balance sheet.

Obligation is measured at the present value of estimated future cash flows using a discount rate that is determined by reference to market yields at the reporting date on Government bonds where the currency and the terms of Government bonds are consistent with the currency and estimated term of defined benefit obligation.

(b) Compensated absences: The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the period end. The Company presents the entire compensated absences provision as a current liability in the standalone balance sheet, since it does not have an unconditional right to defer its settlement for twelve months after the reporting date. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

### q) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss (excluding OCI) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue and share splits that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per share is computed by dividing the net profit for the period as adjusted for dividend, interest and other changes to expense and income (net of any attributable taxes) relating to the dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.

### r) Exceptional items

When items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed separately as exceptional items.

### s) Segment reporting

Operating segments are identified based on the manner in which the Chief Operating Decision Maker ('CODM') decides about resource allocation and reviews performance of the Company. The Managing Director and Whole Time Directors are identified as CODM of the Company The CODM regularly monitors and reviews the operating result as one segment of EPC. Thus, as defined in Ind AS 108 "Operating Segments", the Company's entire business falls under this one operational segment.

### t) Debenture Redemption Reserve (DRR)

The Company creates DRR in accordance with the applicable provisions of the Companies Act, 2013, out of profits of the Company available for payment of dividend. Upon cessation of the statutory requirement to maintain the DRR, the balance therein is transferred to retained earnings.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### u) Initial Public Offer (IPO) related transaction costs

The expenses pertaining to IPO includes expenses pertaining to fresh issue of equity shares, offer for sale by selling shareholders and listing of equity shares and is accounted for as follows:

- Incremental costs that are directly attributable to issuing new shares were deferred until successful consummation of IPO upon which have been deducted from equity;
- Incremental costs that are not directly attributable to issuing new shares or offer for sale by selling shareholders, are recorded as an expense in the standalone statement of profit and loss as and when incurred; and
- Costs that relate to fresh issue of equity shares and offer for sale by selling shareholders are allocated between those functions on a rational and consistent basis as per agreed terms.

### v) Supplier finance arrangements -

The Company has entered into supplier finance arrangements with financial institutions to facilitate settlement of amounts due to suppliers. The classification of liabilities arising under such arrangements requires management judgment based on the specific terms and conditions of the arrangement and an assessment of the economic substance of the transaction.

Liabilities subject to supplier finance arrangements continue to be presented as trade payables where the arrangement does not result in a substantial modification of the original terms of the underlying trade payable and the transaction remains operating in nature. In such cases, the arrangement is considered a mechanism for facilitating payment to suppliers, and the related obligation continues to form part of the Company's normal working capital cycle.

Where the supplier finance arrangement results in a substantial modification of the original liability or the economic substance of the transaction is determined to be financing in nature, including situations where the Company obtains extension of credit terms such that the obligation no longer forms part of its normal working capital cycle, the original trade payable is derecognized and a corresponding financial liability is recognized as borrowings. Subsequent measurement of such liabilities is performed in accordance with the accounting policy applicable to borrowings.

### w) Share issue expenses

Share issue expenses are adjusted against the Securities Premium Account as permissible under Section 52 of the Act, to the extent any balance is available for utilisation in the Securities Premium Account. Share issue expenses in excess of the balance in the Securities Premium Account is expensed in the standalone of profit and loss.

### x) Events ocurring after the balance sheet date

Based on the nature of the event, the Company identifies the events occurring between the balance sheet date and the date on which the standalone financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Company may provide a disclosure in the standalone financial statements considering the nature of the event/ transaction.

## 2.1 Key accounting estimates and judgements

The preparation of the Company's standalone statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. Management believes that the estimates used in the preparation of the standalone statements are prudent and reasonable. Estimates and underlying assumptions are reviewed by management at each reporting date. Actual results could differ from these estimates. Any revision of these estimates is recognised prospectively in the current and future periods.

Information about significant areas of estimation and assumptions/ uncertainty and judgements in applying accounting policies are as follows:

(i) Deferred tax assets

The assessment of the probability of future taxable profit in which deferred tax assets can be utilized is based on the Company's latest forecast,

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

which is adjusted for significant non-taxable profit and expenses and specific limits to the use of any unused tax loss or credit. If a positive forecast of taxable profit indicates the probable use of a deferred tax asset, especially when it can be utilized without a time limit, that deferred tax asset is usually recognized in full.

(ii) Revenue recognition

Determination of revenue under percentage of completion method necessarily involves making estimates, some of which are of a technical nature, concerning, where relevant, the percentage of completion, costs to completion, the expected revenue from the project or activity and foreseeable losses to completion. Estimates of project income, as well as project costs, are reviewed periodically. The effect of changes, if any, to estimates is recognized in the standalone financial statements in the year in which such changes are determined.

(iii) Current income taxes

The tax jurisdiction for the Company is India. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods. The recognition of taxes that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances.

(iv) Accounting for defined benefit plans

In accounting for post-retirement benefits, several statistical and other factors that attempt to anticipate future events are used to calculate plan expenses and liabilities. These factors include expected discount rate assumptions and rate of future compensation increases. To estimate these factors, actuarial consultants also use estimates such as withdrawal, turnover, and mortality rates which require significant judgment. The actuarial assumptions used by the Company may differ materially from actual results in future periods due to changing market and economic conditions, regulatory events, judicial rulings, higher or lower withdrawal rates, or longer or shorter participant life spans.

(v) Impairment

An impairment loss is recognised for the amount by which an asset's or cash-generating unit's carrying amount exceeds its recoverable amount to determine the recoverable amount, management estimates expected future cash flows from each asset or cash generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring expected future cash flows, management makes assumptions about future operating results. These assumptions relate to future events and circumstances. The actual results may vary and may cause significant adjustments to the Company's assets.

In most cases, determining the applicable discount rate involves estimating the appropriate adjustment to market risk and the appropriate adjustment to asset-specific risk factors.

(vi) Foreseeable losses

In case of contracts, when it is probable that total contract costs will exceed total contract revenue, the expected loss (foreseeable loss) is recognised. Such loss is measured based on management experience of handling similar contract in past and estimates regarding possible future incidence during the contract period.

(vii) Expected credit loss

The measurement of ECL reflects a probability-weighted outcome, the time value of money and the best available forward-looking information. The correlation between historical observed default rates, forecast economic conditions and expected credit loss is a significant estimate. The amount of expected credit loss is sensitive to changes in circumstances and forecasted economic conditions. The Company's historical credit loss experience and forecast of economic conditions may not be representative of the actual default in the future.

(viii) Fair value of financial instruments

Management uses valuation techniques in measuring the fair value of financial instruments where active market quotes are not available. In applying the valuation techniques, management makes maximum use of market inputs and uses estimates and assumptions that are, as





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

far as possible, consistent with observable data that market participants would use in pricing the instrument. Where applicable data is not observable, management uses its best estimate about the assumptions that market participants would make. These estimates may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

(ix) Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as result of a past event and it is probable that the outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each reporting date and adjusted to reflect the current best estimates. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgements and the use of estimates regarding the outcome of future events.

(x) Joint arrangements

Based on the requirement of tender issuing authority/ prospective customer, the Company has formed joint arrangement which are not body corporate. The Company applies judgment considering the underlying terms agreed with the venturer, substance of transactions and responsibility assumed by the Company including managing operations of such venture. Basis such assessment, if the Company determines that (a) joint control does not exist and (b) in substance it assumes practically all the risk and rewards related to such arrangements, it considers such arrangement as its own extension. Accordingly, as at reporting periods, the Company has included the results and transactions of such arrangements in its standalone statements and has not considered such arrangements as separate component for reporting purpose.

(xi) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease required significant judgement. The Company uses judgement in assessing the lease term (including anticipated renewals) and the applicable incremental borrowing rate. The Company revises the lease term if there is a change in non-cancellable period of a lease.

(xii) Business combination

Management applies judgement in determining whether an acquisition/ merger constitute a business combination or not. In applying judgement, the Company determines whether the acquisition/ merger constitute inputs and when processes are applied to those inputs, it should have the ability to contribute to the creation of outputs. In case such criteria is not met, the acquisition/ merger is not considered as business combination.

(xiii) Useful lives of depreciable assets

Management reviews its estimate of the useful lives and residual values of depreciable assets at each reporting date, based on the expected utility of the assets. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of the Company's assets are determined by the management at the time the asset is acquired and reviewed periodically.

(xiv) Allowances of Inventories

Management reviews the inventory age listing on a periodic basis. The purpose is to ascertain whether an allowance is required to be made for any obsolete and slow-moving items. The Company also takes into account the recoverability of project-specific inventory based on factors such as the stage of project execution, expected future consumption, defect liability and operations & maintenance phases, physical condition, and the risk of obsolescence or deterioration. Management is satisfied that adequate allowance for obsolete and slow-moving inventories has been made in the standalone financial statements.

# NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

## 3. Recent accounting pronouncements

The Ministry of Corporate Affairs (MCA) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31 March 2026, MCA has notified following amendment to Ind AS, applicable to the Company w.e.f. 01 April 2025.

**Ind AS 21:** The Effects of Changes in Foreign Exchange Rates relating to lack of exchangeability.

**Ind AS 12:** Income Taxes relating to International Tax Reform – Pillar Two Model Rules – Exception to recognition and disclosure of deferred tax.

**Ind AS 7:** Statement of Cash Flows and Ind AS 107: Financial Instrument: Disclosures, relating to supplier finance arrangements.

**Ind AS 1:** Presentation of Financial Statements relating to classification of liabilities as current or non- current and non- current liabilities with covenants.

The Company has determined that it does not have any material impact in its standalone financial statements of the above amendments except for the implementation of amendments related to supplier finance arrangements which have been appropriately disclosed in the standalone financial statements.

**New and amended standards which are issued but not yet effective and has not been early adopted by the Company**

**Ind AS 1 -** The amendment requires that if a covenant breach is rectified after the reporting date, the same will be treated as a non-adjusting event and this amendment will be applicable from annual reporting periods beginning on or after the 01 April 2026.

The Company does not expect to have a material impact of the above amendment on the standalone financial statements.

**Ind AS 118** "Presentation and Disclosure in Financial Statements" ('Ind AS 118'), is proposed to replace Ind AS 1 "Presentation of Financial Statements" and is expected to be implemented for annual reporting periods beginning on or after 01 April 2027. Ind AS 118 introduces revised presentation requirements in the statement of profit and loss and enhanced disclosure requirements. The standard is expected to impact presentation and disclosures but not the recognition and measurement.

The Company is currently evaluating the impact of this standard on the accompanying standalone financial statements.





# NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

## NOTE 4A: PROPERTY, PLANT AND EQUIPMENT

| Particulars | Land | Office Premise | Temporary Sheds | Plant and Machinery | Electrical Equipment | Computers | Tools and Tackles | Furniture and Fixtures | Vehicles | Office Equipment | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|
| **Gross carrying amount** | | | | | | | | | | | |
| **As at 31 March 2024** | **73** | **279** | **74** | **143** | **97** | **252** | **461** | **150** | **134** | **50** | **1,713** |
| Additions | - | - | 18 | 2 | 2 | 24 | 29 | 2 | 146 | 28 | 251 |
| Disposals | - | - | - | - | - | - | - | - | (1) | - | (1) |
| **As at 31 March 2025** | **73** | **279** | **92** | **145** | **99** | **276** | **490** | **152** | **279** | **78** | **1,963** |
| Additions | - | - | 5 | - | 49 | 52 | 75 | 106 | 12 | 54 | 353 |
| Disposals | - | - | - | - | - | - | - | - | (0) | - | (0) |
| **As at 31 March 2026** | **73** | **279** | **97** | **145** | **148** | **328** | **565** | **258** | **291** | **132** | **2,316** |
| **Accumulated depreciation** | | | | | | | | | | | |
| **As at 31 March 2024** | **-** | **36** | **54** | **29** | **53** | **178** | **316** | **75** | **83** | **25** | **849** |
| Depreciation charge for the period | - | 4 | 19 | 9 | 9 | 33 | 90 | 14 | 22 | 10 | 210 |
| Reversal on disposals | - | - | - | - | - | - | - | - | 0 | - | 0 |
| **As at 31 March 2025** | **-** | **40** | **73** | **38** | **62** | **211** | **406** | **89** | **105** | **35** | **1,059** |
| Depreciation charge for the period | - | 4 | 7 | 9 | 11 | 39 | 46 | 15 | 28 | 14 | 173 |
| Reversal on disposals | - | - | - | - | - | - | - | - | (0) | - | (0) |
| **As at 31 March 2026** | **-** | **44** | **80** | **47** | **73** | **250** | **452** | **104** | **133** | **49** | **1,232** |
| **Net carrying amount** | | | | | | | | | | | |
| As at 31 March 2025 | 73 | 239 | 19 | 107 | 37 | 65 | 84 | 63 | 174 | 43 | 904 |
| As at 31 March 2026 | 73 | 235 | 17 | 98 | 75 | 78 | 113 | 154 | 158 | 83 | 1,084 |

**Notes:**

i) The title deeds of all the immovable properties included in property, plant and equipment, are held in the name of the Company as at the balance sheet dates.

ii) Refer note 20 for the assets forming part of property, plant and equipment which are offered as security/ charge for the borrowings availed by the Company.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 4B: INVESTMENT PROPERTIES

| Particulars | Amount |
|---|---|
| **Gross carrying amount** | |
| Balance as at 01 April 2024 | 207 |
| Additions during the year | - |
| Balance as at 31 March 2025 | 207 |
| Additions during the year | - |
| Balance as at 31 March 2026 | 207 |
| **Accumulated depreciation** | |
| Balance as at 01 April 2024 | - |
| Depreciation charge for the year | - |
| Balance as at 31 March 2025 | - |
| Depreciation charge for the year | - |
| Balance as at 31 March 2026 | - |
| **Net carrying amount:** | |
| As at 31 March 2025 | **207** |
| As at 31 March 2026 | **207** |

**Notes:**

i) Investment properties of the Company comprise of land in respect of which the work towards its development has not been started as at the reporting dates.

ii) The title deeds of the investment properties are held in the name of the Company as at the balance sheet dates.

iii) The Company has not earned any income from its investment properties during the reporting years.

iv) As at 31 March 2026 and 31 March 2025, the fair values of the properties are INR 2,696 lakhs and INR 2,696 lakhs respectively. The valuation is based on valuation performed by an independent valuer registered in terms of the Act. Such independent valuer has considered the circle rate issued by the local authority for determining the fair value. Circle rates are primarily dependent on factors such as location, zoning, market trends, infrastructure, and other amenities available in the area.

### NOTE 5: INTANGIBLE ASSETS

| Particulars | Computer software | Total |
|---|---|---|
| **Gross carrying amount** | | |
| **As at 01 April 2024** | **257** | **257** |
| Additions during the year | 7 | 7 |
| **As at 31 March 2025** | **264** | **264** |
| Additions during the year | 3 | 3 |
| **As at 31 March 2026** | **267** | **267** |
| **Accumulated amortisation** | | |
| **As at 01 April 2024** | **234** | **234** |
| Amortisation charge for the year | 10 | 10 |
| **As at 31 March 2025** | **244** | **244** |
| Amortisation charge for the year | 4 | 4 |
| **As at 31 March 2026** | **248** | **248** |
| **Net carrying amount** | | |
| As at 31 March 2025 | 20 | 20 |
| As at 31 March 2026 | **19** | **19** |

### NOTE 6: RIGHT-OF-USE (ROU) ASSETS

| Particulars | Leased premises | Total |
|---|---|---|
| **Gross carrying amount** | | |
| **As at 01 April 2024** | **295** | **295** |
| Additions during the year | 176 | 176 |
| Disposals during the year | (224) | (224) |
| **As at 31 March 2025** | **247** | **247** |
| Additions during the year | 866 | 866 |
| Disposals during the year | (71) | (71) |
| **As at 31 March 2026** | **1,042** | **1,042** |
| **Accumulated depreciation** | | |
| **As at 01 April 2024** | **200** | **200** |
| Depreciation charge for the year | 77 | 77 |
| Reversal on disposals | (180) | (180) |
| **As at 31 March 2025** | **97** | **97** |
| Depreciation charge for the year | 164 | 164 |
| Reversal on disposals | (55) | (55) |
| **As at 31 March 2026** | **206** | **206** |
| **Net carrying amount** | | |
| As at 31 March 2025 | 150 | **150** |
| As at 31 March 2026 | 836 | **836** |

**Note:**

i) Refer note 39 for disclosure on leased asset.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

### NOTE 7: INVESTMENTS

| Particulars | Face Value per share/unit | Number of Shares/Units | | Amount | |
|---|---|---|---|---|---|
| | | As at 31 March 2026 | As at 31 March 2025 | As at 31 March 2026 | As at 31 March 2025 |
| **Non-Current** | | | | | |
| A. Investment carried at cost | | | | | |
| a) In fully paid-up equity shares of subsidiary | | | | | |
| Unquoted: | | | | | |
| Vikran MP Solar Private Limited* | 10 | 9,999 | - | 1 | - |
| **Total Non-current Investments** | | | | **1** | **-** |
| **Current** | | | | | |
| A. Investment carried at fair value through profit or loss(FVTPL) | | | | | |
| Unquoted: | | | | | |
| Mutual Funds** | | | | | |
| Union Balanced Advantage Fund Regular Plan - Growth | 10 | 1,78,555 | 1,78,555 | 34 | 34 |
| LIC MF Banking And PSU Debt Fund - Direct Plan-Growth | 10 | 4,093 | 4,093 | 2 | 2 |
| Union Corporate Bond Fund Regular Plan - Growth | 10 | 4,97,708 | 4,97,708 | 78 | 74 |
| Baroda BNP Paribas Multi Assets Fund - Regular Growth | 10 | 19,989 | 19,989 | 3 | 3 |
| **Total Current Investments** | | | | **117** | **113** |

**Summary of Investments (Non-current and Current)**

| Particulars | Amount | |
|---|---|---|
| | As at 31 March 2026 | As at 31 March 2025 |
| Aggregate amount of quoted investments and market value thereof | - | - |
| Aggregate amount of unquoted investments | 118 | 113 |
| Aggregate amount of impairment allowance in the value of investments | - | - |
| Investments carried at cost | 1 | - |
| Investments carried at fair value through other comprehensive income (FVTOCI) | - | - |
| Investments carried at fair value through profit and loss (FVTPL) | 117 | 113 |

* During the current year, the Company has subscribed to 100% of the paid-up equity share capital of INR 1 lakh in Vikran MP Solar Private Limited on its incorporation date - 22 January 2026, thereby making it a wholly-owned subsidiary with effect from that date.

** Includes INR 117 lakhs (31 March 2025 : INR 113 lakhs) given as collaterals against borrowings taken by the Company.

**Note: Information required under section 186(4) to the Act**

(a) The Company has not made any investment except as disclosed above.





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

### NOTE 8: LOANS

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Unsecured, considered good** | | |
| Loan to a related party* (Refer note 42) | 397 | 203 |
| Loan to others** | 5,026 | - |
| | **5,423** | **203** |
| **Sub-classification of loans:** | | |
| Loans considered good - secured | - | - |
| Loans considered good - unsecured | 5,423 | 203 |
| Loans which have significant increase in credit risk | - | - |
| Loans - credit impaired | - | - |
| **Total** | **5,423** | **203** |

* Loan to a related party represents loan given to an entity in which one of the directors is a director.

**Loan to others represents loan given to other business entity solely for business purposes including working capital requirement.

**Note: Information required under section 186(4) to the Act**

(a) Loan to a related party carries an interest rate of 18.00% p.a. The same has been given towards general corporate and working capital purposes and is repayable on demand.

(b) Loan to others carries an interest of 15.00% p.a. The same has been given for business purposes including working capital purposes and is repayable on demand.

**Disclosure pursuant to the Regulation 34(3) read with para A of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Loans given to related party:.

| Name of the entity to whom loan given | Nature (Loan/ Guarantee/ Security / Investment) | Purpose | Amount outstanding as at | |
|---|---|---|---|---|
| | | | 31 March 2026 | 31 March 2025 |
| Power and Control Transformers Industries Private Limited | Loan | General corporate and working capital | 397 | 203 |
| | | | **397** | **203** |

| Name of the entity to whom loan given | Nature (Loan/ Guarantee/ Security / Investment) | Purpose | Maximum amount outstanding during the year ended | |
|---|---|---|---|---|
| | | | 31 March 2026 | 31 March 2025 |
| Power and Control Transformers Industries Private Limited | Loan | General corporate and working capital | 397 | 203 |
| | | | **397** | **203** |

Further, no investment is held by the above related party in the shares of Company.

(All amounts in INR lakhs, unless otherwise stated)

## NOTE 9: OTHER FINANCIAL ASSETS

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non-current (Unsecured, considered good)** | | |
| Security deposits** | 74 | - |
| **Bank deposits** | | |
| Bank deposits having remaining maturity of more than 12 months* | 1,398 | 2,069 |
| | **1,472** | **2,069** |
| **Current (Unsecured, considered good)** | | |
| Security deposits** | 6,994 | 638 |
| Earnest money deposits (EMD)** | 169 | 369 |
| Receivable from promoter selling shareholder $$ | - | 57 |
| Other receivables*** | 109 | 89 |
| | **7,272** | **1,153** |
| **Sub-classification of security deposits and EMDs:** | | |
| Considered good - secured | - | - |
| Considered good - unsecured | 7,237 | 1,007 |
| Significant increase in credit risk | - | - |
| Credit impaired | - | - |
| | **7,237** | **1,007** |

* For details of fixed deposits held as security, refer note 16.

** Security deposits and EMDs are interest free non-derivative financial assets carried at amortised cost. These primarily includes deposits given against rented premises, tender bidding and towards certain borrowings availed by the Company.

$$ Represents expense recoverable from the promoter selling shareholder, which has been incurred by the Company towards Initial Public Offering (IPO) of the equity shares of the Company. The same was recoverable in the proportion of offer for sale to total issue size and has been recovered in the current year.

*** Primarily includes reimbursements receivable from customers towards amount paid for crop compensation, claim receivable from an insurance company against theft and expenses incurred on behalf of other parties.





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

## NOTE 10 DEFERRED TAX ASSETS (NET)

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Deferred tax liabilities arising on account of :** | | |
| Temporary differences between right of use assets and lease liability | 7 | 1 |
| Unrealised gain on mutual funds | 6 | 0 |
| | **13** | **1** |
| **Deferred tax assets arising on account of** | | |
| Expense allowable on payment basis | 1,004 | 998 |
| Impact of items allowed under the Income Tax Act, 1961 on a proportionate basis | 1,035 | 41 |
| Expected credit loss | 963 | 452 |
| Temporary differences between book and tax balance of property, plant and equipment | 24 | 34 |
| | **3,026** | **1,525** |
| **Net deferred tax assets** | **3,013** | **1,524** |

The Company offsets tax assets and liabilities only if it has a legally enforceable right to set off current tax assets and current tax liabilities, and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

**(a) Movement in deferred tax assets and deferred tax liabilities from 01 April 2025 to 31 March 2026**

| Particulars | Opening balance as at 01 April 2025 | (Charged) / credited to P&L | (Charged) / credited to OCI | (Charged) / credited to other equity | Closing balance as at 31 March 2026 |
|---|---|---|---|---|---|
| **Deferred tax liablity arising on account of** | | | | | |
| Temporary differences between right of use assets and lease liability | 1 | 6 | - | - | 7 |
| Others (including unrealised gain on investments carried at FVTPL) | - | 6 | - | - | 6 |
| | **1** | **12** | **-** | **-** | **13** |
| **Deferred tax asset arising on account of** | | | | | |
| Expense allowable on payment basis | 998 | 29 | (23) | - | 1,004 |
| Impact of items allowed under the Income Tax Act, 1961 on a proportionate basis | 41 | (9) | - | 1,003 | 1,035 |
| Expected credit loss | 452 | 511 | - | - | 963 |
| On timing difference between book depreciation and depreciation as per the Income-tax Act, 1961 | 34 | (10) | - | - | 24 |
| | **1,525** | **521** | **(23)** | **1,003** | **3,026** |
| **Deferred tax assets (net)** | **1,524** | **509** | **(23)** | **1,003** | **3,013** |

# NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**(a) Movement in deferred tax assets and deferred tax liabilities from 01 April 2024 to 31 March 2025**

| Particulars | Opening balance as at 01 April 2024 | (Charged) / credited to P&L | (Charged) / credited to OCI | (Charged) / credited to other equity | Closing balance as at 31 March 2025 |
|---|---|---|---|---|---|
| **Deferred tax liability arising on account of:** | | | | | |
| Temporary differences between right of use assets and lease liability | 5 | (4) | - | - | 1 |
| Others (including unrealised gain on investments carried at FVTPL) | 0 | 0 | - | - | 0 |
| | **5** | **(4)** | **-** | **-** | **1** |
| **Deferred tax asset arising on account of:** | | | | | |
| Expense allowable on payment basis | 586 | 383 | 29 | - | 998 |
| Impact of items allowed under the Income Tax Act, 1961 on a proportionate basis | - | 15 | - | 26 | 41 |
| Expected credit loss | 275 | 177 | - | - | 452 |
| On timing difference between book depreciation and depreciation as per the Income-tax Act, 1961 | 20 | 14 | - | - | 34 |
| | **881** | **589** | **29** | **26** | **1,525** |
| **Deferred tax assets (net)** | **876** | **593** | **29** | **26** | **1,524** |

## NOTE 11: NON-CURRENT TAX ASSETS (NET)

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Advance income tax (net) (Refer note 36) | 114 | 185 |
| | **114** | **185** |

**Note:** The above amounts are net off provisions - 31 March 2026: INR 8,612 lakhs and 31 March 2025: INR 4,493 lakhs.

## NOTE 12: OTHER ASSETS

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non - current:** | | |
| Prepaid expenses | 250 | 314 |
| Balances with government authorities (net)^ | 984 | 876 |
| | **1,234** | **1,190** |
| **Current:** | | |
| Advances to employees (Unsecured, considered good) | 366 | 356 |
| Prepaid expenses | 691 | 464 |
| Share issue expenses* | - | 438 |
| Advances to suppliers and sub-contractors (Unsecured, considered good) (Refer note 42) | 3,659 | 1,193 |
| Balances with government authorities (net) | 4,252 | 2,529 |
| | **8,968** | **4,980** |

^ Represents amount paid under protest towards disputed demands of indirect taxes.

* Pertains to expenses incurred by the Company towards Initial Public Offering (IPO) of the equity shares of the Company carried forward to the extent of Company's share, which has been adjusted with securities premium at the time of issue of shares in the current year in accordance with the requirement of Section 52 of the Act.





# NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

## NOTE 13: INVENTORIES (VALUED AT LOWER OF COST AND NET REALISABLE VALUE)

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Construction materials | 7,701 | 5,804 |
| Stores and spare parts | 291 | 190 |
| | **7,992** | **5,994** |

**Note:** Inventories provided/written off during the year ended 31 March 2026: INR 93 lakhs and 31 March 2025: INR 87 lakhs. These amounts are recognised as an expense in the standalone statement of profit and loss.

## NOTE 14: TRADE RECEIVABLES

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non-Current** | | |
| **Unsecured:** | | |
| Disputed: | | |
| - Others (Refer note 14.1) | 2,926 | 2,929 |
| Credit impaired | 3 | - |
| | 2,929 | 2,929 |
| Less: Expected credit loss allowance (Refer note 14.2) | (3) | - |
| **Total Non-Current Trade receivables** | **2,926** | **2,929** |
| **Current** | | |
| **Unsecured:** | | |
| Considered good: | | |
| - Receivable from related party (Refer note 42) | 148 | 148 |
| - Others | 1,01,159 | 60,355 |
| Credit impaired | 3,403 | 1,745 |
| | 1,04,710 | 62,248 |
| Less: Expected credit loss allowance (Refer note 14.2) | (3,403) | (1,745) |
| **Total Current Trade Receivables** | **1,01,307** | **60,503** |
| Sub-classification of trade receivables (Non-current and Current) | | |
| Considered good - secured | - | - |
| Considered good - unsecured | 1,04,233 | 63,432 |
| Significant increase in credit risk | - | - |
| Credit impaired | 3,406 | 1,745 |
| Less: Expected credit loss allowance | (3,406) | (1,745) |
| | **1,04,233** | **63,432** |

**Notes:**

(a) Trade receivables includes an amount of INR 148 lakhs (31 March 2025 : INR 148 lakhs) from an entity in which one of the directors is a partner.

(b) Trade receivables (current) includes retention money amounting to INR 20,488 lakhs (31 March 2025 : INR 16,545 lakhs).

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**NOTE 14.1:** Non-current trade receivables as at 31 March 2026 includes amount from a customer amounting to INR 2,929 lakhs (31 March 2025 : INR 2,929 lakhs). The said customer invoked the performance and advance guarantee and short closed the project in the month of April 2023. The Company has filed a claim for recovery of dues from the customer in the commercial court Jaipur and the matter is currently pending for disposal. The next date of hearing is scheduled for 29 June 2026. Management, based on the contractual tenability of their claim and legal opinion obtained, is confident of recovering such amount and hence the same is considered good for recovery as at the reporting date, and also no liability is likely to arise for the Company on the aforesaid matter and accordingly, no adjustments have been made to the standalone financial statements in this respect.

### NOTE 14.2: MOVEMENT IN EXPECTED CREDIT LOSS ALLOWANCE :

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non-Current** | | |
| **Balance at the beginning of the year** | - | - |
| Add: Allowance made during the year | 3 | - |
| Less: Reversal of allowance/ amounts written back | - | - |
| **Balance at the end of the year** | **3** | **-** |
| **Current** | | |
| **Balance at the beginning of the year** | 1,745 | 1,090 |
| Add: Allowance made during the year | 1,658 | 655 |
| Less: Reversal of allowance/ amounts written back | - | - |
| **Balance at the end of the year** | **3,403** | **1,745** |

**Trade receivables ageing (excluding expected credit loss allowance) - Non Current**

**As at 31 March 2026**

| Particulars | Not Due | Outstanding for following years from due date of payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed trade receivables - considered good | - | - | - | - | - | - | **-** |
| (ii) Undisputed trade receivables - credit impaired | - | - | - | - | - | - | **-** |
| (iii) Disputed trade receivables - considered good | - | - | - | - | - | 2,926 | **2,926** |
| (iv) Disputed trade receivables - credit impaired | - | - | - | - | - | 3 | **3** |
| **Total** | **-** | **-** | **-** | **-** | **-** | **2,929** | **2,929** |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**Trade receivables ageing (excluding expected credit loss allowance) - Current**

**As at 31 March 2026**

| Particulars | Not Due | Outstanding for following years from due date of payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed trade receivables - considered good | 75,526 | 17,433 | 5,187 | 2,622 | 100 | 219 | **1,01,087** |
| (ii) Undisputed trade receivables - credit impaired | 78 | 248 | 505 | 706 | 654 | 894 | **3,085** |
| (iii) Disputed trade receivables - considered good | - | - | - | 148 | - | 72 | **220** |
| (iv) Disputed trade receivables - credit impaired | - | - | - | 48 | - | 270 | **318** |
| **Total** | **75,604** | **17,681** | **5,692** | **3,524** | **754** | **1,455** | **1,04,710** |

**Trade receivables ageing (excluding expected credit loss allowance) - Non Current**

**As at 31 March 2025**

| Particulars | Not Due | Outstanding for following years from due date of payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed trade receivables - considered good | - | - | - | - | - | - | **-** |
| (ii) Undisputed trade receivables - credit impaired | - | - | - | - | - | - | **-** |
| (iii) Disputed trade receivables - considered good | - | - | - | - | 2,929 | - | **2,929** |
| (iv) Disputed trade receivables - credit impaired | - | - | - | - | - | - | **-** |
| **Total** | **-** | **-** | **-** | **-** | **2,929** | **-** | **2,929** |

**Trade receivables ageing (excluding expected credit loss allowance) - Current**

**As at 31 March 2025**

| Particulars | Not Due | Outstanding for following years from due date of payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed trade receivables - considered good | 50,484 | 6,564 | 2,228 | 684 | 346 | 197 | **60,503** |
| (ii) Undisputed trade receivables - credit impaired | 51 | 131 | 203 | 228 | 346 | 786 | **1,745** |
| (iii) Disputed trade receivables - considered good | - | - | - | - | - | - | **-** |
| (iv) Disputed trade receivables - credit impaired | - | - | - | - | - | - | **-** |
| **Total** | **50,535** | **6,695** | **2,431** | **912** | **692** | **983** | **62,248** |

# NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

## NOTE 15: CASH AND CASH EQUIVALENTS

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Balances with banks in current accounts | 2,794 | 51 |
| In deposits account with original maturity of less than 3 months | 503 | 191 |
| Cash on hand | 29 | 8 |
| **Total** | **3,326** | **250** |

**Note:** There are no repatriation restriction with regard to above cash and cash equivalents as at the end of respective reporting years.

## NOTE 16: BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

| Particulars | As at 31 March, 2026 | As at 31 March 2025 |
|---|---|---|
| In Bank Deposits with remaining maturity less than 12 months* | 18,646 | 6,457 |
| **Total** | **18,646** | **6,457** |
| Fixed deposits (current and non-current) held as margin money or security against borrowings and other commitments. | 19,757 | 8,088 |

*including those with original maturity of more than twelve months but remaining maturity of less than twelve months.

Refer note 48A for information on credit risk of bank deposits.

## NOTE 17: CONTRACT ASSETS (UNBILLED WORK IN PROGRESS)

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Unsecured, considered good** | | |
| Contract assets (unbilled work in progress) | 86,813 | 46,684 |
| Less: loss allowance | (419) | (47) |
| **Total** | **86,394** | **46,637** |

The contract assets represents amounts receivable from customers, primarily related to the Company's rights to consideration for work executed. The contract assets are transferred to trade receivables when the rights to collection becomes unconditional due to passage of time.

## NOTE 17.1: REFER NOTE 50 FOR ADDITIONAL DETAILS IN RELATION TO CONTRACT ASSETS.

## NOTE 17.2 MOVEMENT IN LOSS ALLOWANCE ON CONTRACT ASSETS:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Balance at the beginning of the year** | **47** | **-** |
| Add: Allowance made during the year | 372 | 47 |
| Less: Reversal of allowance/ amounts written back | - | - |
| **Balance at the end of the year** | **419** | **47** |





# NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

## NOTE 18: EQUITY SHARE CAPITAL

**(a) (i) Authorised share capital:**

| Particulars | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Number of shares | Amount | Number of shares | Amount |
| Ordinary shares of INR 1 each | 30,00,00,000 | 3,000 | 30,00,00,000 | 3,000 |

**(a) (ii) Issued, subscribed and fully paid-up:**

| Particulars | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Number of shares | Amount | Number of shares | Amount |
| Ordinary shares of INR 1 each | 25,79,11,026 | 2,579 | 18,35,81,130 | 1,836 |

**(b) Reconciliation of equity shares at the beginning and at the end of the reporting period:**

| Particulars | Number of shares | Amount |
|---|---|---|
| Issued, subscribed and fully paid-up ordinary shares of INR 1 each | | |
| **Current reporting period** | | |
| **Balance as at 1 April 2025** | **18,35,81,130** | **1,836** |
| Shares issued during the year (refer note (k) below) | 7,43,29,896 | 743 |
| **Balance as at 31 March 2026** | **25,79,11,026** | **2,579** |
| **Previous reporting period** | | |
| **Balance as at 1 April 2024** | **3,32,029** | **33** |
| Shares issued during the year for consideration in cash | 27,634 | 3 |
| Issue of shares on account of sub-division of shares (refer note (h) below) | 32,36,967 | - |
| Reduction of existing shares of the Company as per the scheme of amalgamation (refer note (i) below) | (28,93,780) | (29) |
| Issue of new equity shares of the Company to the shareholders as per the scheme of amalgamation (refer note (i) below) | 28,96,780 | 29 |
| Issue of bonus shares (refer note [f(ii)] below) | 17,99,81,500 | 1,800 |
| **Balance as at 31 March 2025** | **18,35,81,130** | **1,836** |

**Terms and rights attached to equity shares**

The Company has only one class of equity shares having a par value of INR 1 per share as on 31 March 2026. Each holder of equity shares is entitled to one vote per share. The equity shareholders are entitled to dividend to be proposed by the Board of Directors and to be approved by the shareholders in the general meeting, except interim dividend, if any. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of fully paid-up equity shares held by the shareholders.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**(c) Details of equity shares held by each shareholder holding more than 5% shares in the Company**

| Particulars | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Number of shares (Face value of INR 1 each) | % of holding | Number of shares (Face value of INR 1 each) | % of holding |
| **Equity shares of INR 1 each** | | | | |
| Rakesh Markhedkar | 10,33,18,499 | 40.06% | 10,83,57,150 | 59.02% |
| Kanchan Markhedkar | 1,32,96,210 | 5.16% | 1,32,96,210 | 7.24% |
| Nakul Markhedkar | 1,33,10,210 | 5.16% | 1,32,96,210 | 7.24% |
| Vipul Markhedkar | 1,33,10,210 | 5.16% | 1,32,96,210 | 7.24% |
| India Inflection Opportunity Trust – India Inflection Opportunity Fund | - | - | 1,06,87,050 | 5.82% |

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

**(d) Details of equity shares held by promoters**

| Particulars | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Number of shares (Face value of INR 1 each) | % of holding | Number of shares (Face value of INR 1 each) | % of holding |
| Rakesh Markhedkar (refer note (i) below) | 10,33,18,499 | 40.06% | 10,83,57,150 | 59.02% |
| Avinash Markhedkar* | 300 | 0.00% | - | - |
| Nakul Markhedkar* | 1,33,10,210 | 5.16% | 1,32,96,210 | 7.24% |

* During the previous year ended 31 March 2025, the Board of Directors of the Company in their meeting held on 24 September 2024 designated Mr. Avinash Markhedkar and Mr. Nakul Markhedkar as additional promoters of the Company. Also refer note (i) below.

**(e) % Change in promoters shareholding**

| Particulars | % change during the year ended 31 March 2026 $$ | % change during the year ended 31 March 2025^ |
|---|---|---|
| Rakesh Markhedkar | -32.13% | 58.72% |
| Avinash Markhedkar | 100.00% | - |
| Nakul Markhedkar | -28.75% | - |
| Deb Suppliers & Traders Private Limited | - | -43.66% |
| Farista Financial Consultants Private Limited | - | -43.50% |





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

$$ Reasons for change in promoter shareholding during the year ended 31 March 2026:

Rakesh Markhedkar - 5,257,731 equity shares were sold during the Initial Public Offer of the Company. Further, 219,080 equity shares were purchased through open market transaction.

Avinash Markhedkar - Equity shares purchased through open market transaction.

Nakul Markhedkar - The % holding has reduced due to additional shares issued during the year whereas in absolute terms, count of shares held has increased as equity shares were purchased through open market transaction.

^ Refer note (i) below for reasons of change in promoter shareholding during the year ended 31 March 2025..

**(f) Bonus shares / buy back / shares for consideration other than cash issued during past five years:**

(i) Aggregate number and class of shares allotted as fully paid up pursuant to contracts without payment being received in cash:

**For the year ended 31 March 2026** : Nil

**For the year ended 31 March 2025** : The Company has allotted 3,000 equity shares pursuant to approval of scheme of amalgamation of the Company with its erstwhile promoters. Also refer note 55.

**For the year ended 31 March 2024** : 3,700 shares allotted to Vikran Global Infraproject Private Limited upon conversion of loan into equity shares during the year ended 31 March 2024.

(ii) Aggregate number and class of shares allotted as fully paid up by way of bonus shares -

**For the year ended 31 March 2026** : Nil

**For the year ended 31 March 2025** : The Company, in its annual general meeting dated 26 August 2024 approved the issuance of bonus shares to the equity shareholders in the ratio of 50 equity shares for each share held. The record date for the said purpose was fixed as 23 August 2024.

(iii) Aggregate number and class of shares bought back - Nil

**(g)** The Company made private placement of equity shares during the year ended 31 March 2025. The Company complied with the applicable requirements of section 42 and section 62 of the Act and the rules framed thereunder with respect to the same. Further, the amounts so raised have been utilised by the Company for the purposes for which these funds were raised.

**(h)** Pursuant to a resolution passed in extraordinary general meeting of the Company dated 12 August 2024, shareholders approved sub-division of each equity share having face value of INR 10 each into equity shares of face value of INR 1 each.

**(i)** During the previous year, pursuant to approval by National Company Law Tribunal (NCLT) of the scheme of amalgamation of the Company with Farista Financial Consultants Private Limited and Deb suppliers and Traders Private Limited (collectively referrred to as 'erstwhile promoters'), these erstwhile promoters have been amalgamated with the Company and the shares held by these two entities were reduced from the share capital of the Company and in-turn new shares of the Company were issued to the shareholders of erstwhile promoters which included Mr. Rakesh Markhedkar. Also refer note 55.

**(j)** During the previous year, the Company has increased the authorised share capital from existing 50,00,000 equity shares to 30,00,00,000 equity shares of INR 1 each, which was approved by the shareholders in the extraordinary general meeting held on 12 August 2024.

**(k)** During the year ended 31 March 2026, the Company completed its Initial Public Offering ('IPO') of 79,587,627 equity shares of face value of INR 1 each at an issue price of INR 97 per equity share (including a share premium of INR 96 per equity share) comprising of fresh issue of 74,329,896 equity shares and an offer for sale of 5,257,731 equity shares by the promoter selling shareholder. The equity shares of the Company got listed on the National Stock Exchange of India Limited and BSE Limited on 03 September 2025.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

The Company received net proceeds of INR 67,097 lakhs on account of fresh issue of equity shares (gross proceeds of INR 72,100 lakhs reduced by estimated offer related expenses of INR 5,003 lakhs). The utilisation of the net IPO proceeds is summarised below:

| Object of the issue as per prospectus | Net proceeds to be utilised as per prospectus | Utilisation up to 31 March 2026 | Unutilised amount as on 31 March 2026 |
|---|---|---|---|
| Funding working capital requirements | 54,100 | 54,100 | - |
| Meet expenditure for general corporate purposes | 12,997 | 12,997 | - |
| **Total** | **67,097** | **67,097** | **-** |

### NOTE 19: OTHER EQUITY

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Securities premium | 86,168 | 18,811 |
| Retained earnings | 34,990 | 25,640 |
| Debenture redemption reserve | - | 500 |
| **Total** | **1,21,158** | **44,951** |

**(i) Securities premium**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Balance at the beginning of the year** | **18,811** | **10,314** |
| Securities premium on shares issued during the year | - | 10,401 |
| Securities premium on shares issued during the year through IPO (refer note 18(k)) | 71,357 | - |
| Issue of bonus shares during the year | - | (1,800) |
| Expenses directly attributable to issue of equity shares | (5,003) | (130) |
| Tax impact on expenses directly attributable to issue of equity shares | 1,003 | 26 |
| **Balance at the end of the year** | **86,168** | **18,811** |

**(ii) Retained earnings**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Balance at the beginning of the year** | **25,640** | **18,782** |
| Profit for the year | 9,170 | 7,781 |
| Dividend paid during the year (Refer note 45) | (389) | (378) |
| Items of other comprehensive income/(loss) recognised in retained earnings (net of tax) | 69 | (87) |
| Adjustment on account of scheme of amalgamation (Refer note 55) | - | 42 |
| Transferred from/(to) Debenture Redemption Reserve | 500 | (500) |
| **Balance at the end of the year** | **34,990** | **25,640** |





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**(iii) Debenture Redemption Reserve**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Balance at the beginning of the year** | **500** | **-** |
| Transferred to retained earnings | (500) | 500 |
| **Balance at the end of the year** | **-** | **500** |

### NOTE 20: BORROWINGS

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non-current - at amortised cost** | | |
| **Secured** | | |
| **Term loans** | | |
| - from banks | 573 | 990 |
| - from financial institution | 4,883 | - |
| Less: Current maturities of long-term borrowings | (945) | (418) |
| | **4,511** | **572** |
| **Vehicle loans** | | |
| - from banks | 94 | 116 |
| Less: Current maturities of long-term borrowings | (21) | (22) |
| | **73** | **94** |
| **Non-convertible debentures (NCD)** | | |
| 100 units (31 March 2025: 100 units) of redeemable NCD's of face value of INR 50,00,000 each | 5,030 | 5,000 |
| Less: Current maturities of long-term borrowings | (5,030) | (2,500) |
| | **-** | **2,500** |
| **Unsecured** | | |
| **Working capital loans** | | |
| - from banks | - | 26 |
| - from financial institution | 25 | 67 |
| Less: Current maturities of long-term borrowings | (25) | (67) |
| | **-** | **26** |
| | **4,584** | **3,192** |
| **Current - at amortised cost** | | |
| **Secured** | | |
| Current maturities of long-term borrowings | 5,996 | 2,940 |
| Cash credit facilities | 5,864 | 13,015 |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Working capital loans:** | | |
| - from banks | 10,240 | - |
| - from financial institution | 1,094 | 2,750 |
| **Supplier bills discounted** | | |
| - from financial institution | - | 4,742 |
| | **23,194** | **23,447** |
| **Unsecured** | | |
| Current maturities of long-term borrowings | 25 | 67 |
| **Working capital loans:** | | |
| - from financial institution | - | 575 |
| **Supplier bills discounted** | | |
| - from financial institution | 1,424 | 13 |
| | **1,449** | **655** |
| | **24,643** | **24,102** |

**a) Nature, security and terms of repayment of borrowings :**

| Borrowing type | Particulars and nature of security | Terms of repayment and interest rate |
|---|---|---|
| 1.(i) Term loan from banks: | Term loan from banks having balance outstanding amounting to INR 573 lakhs (31 March 2025: INR 990 lakhs) and are primarily secured by way of first pari-passu charge on the entire current assets of the Company including inventories, receivables and all other current assets both present as well as future. The loan is also secured by certain office premises, land, fixed deposits and mutual funds investments of the Company. The loan is also secured by way of personal guarantee by Mr. Rakesh Markhedkar (Chairman and Managing Director), Mr. Avinash Markhedkar (Whole Time Director), Mrs. Kanchan Markhedkar (relative of a Director), Mr. Nakul Markhedkar (Whole Time Director) and Mr. Vipul Markhedkar (Relative of a Director). | Loan is repayable in 60 to 72 equal monthly instalments along with interest, upto FY 2027-28 and carries variable interest rate ranging from 9.00% p.a. to 9.25% p.a. (31 March 2025: 7.95% to 9.60% p.a.) and is linked to MCLR with agreed interest rate reset clause. |
| 1.(ii) Term loan from financial institution: | Term loan from financial institution amounting to INR 4,883 lakhs (31 March 2025: Nil) is secured with a subservient and continuing charge by way of hypothecation on all present and future movable fixed assets and current assets with further securitisation by a cash collateral lien of 1,200 lakhs marked in favour of the lender. Further, the loan is also secured by pledge of entire unencumbered shares of NOPL Solar Projects Private Limited and first ranking pari-passu charge by way of hypothecation over the escrow account in which all proceeds / cashflows from NOPL Solar Projects Private Limited to the Company. The loan is also secured by way of personal guarantee by Mr. Rakesh Markhedkar (Chairman and Managing Director) and Mr. Nakul Markhedkar (Whole Time Director). | The loan carries fixed interest rate of 11.50% p.a., subordinated to working capital loan consortium only and is repayable over 42 months up to FY 2030-31. |





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Borrowing type | Particulars and nature of security | Terms of repayment and interest rate |
|---|---|---|
| 2(i). Vehicle loan from banks | Vehicle loan from banks amounting to INR 94 lakhs (31 March 2025: INR 114 lakhs) is secured by hypothecation of financed vehicles. The vehicles financed through such borrowing are forming part of the property, plant and equipment. | The loan carries fixed interest rate of 10.50% p.a. and is repayable in 60 monthly instalments along with interest up to FY 2029-30. |
| 2(ii). Vehicle loan from banks | Vehicle loan from banks amounting to Nil (31 March 2025: INR 2 lakhs) is secured by hypothecation of financed vehicles. The vehicles financed through such borrowing are forming part of the property, plant and equipment. | The loan carries variable interest rate of 10.45% p.a. (31 March 2025: 10.45% p.a.) linked to Repo Linked Loan Rate (RLLR) with agreed interest rate reset clause and has been fully repaid in the current year. |
| 3. Cash credit facilities | Cash credit facilities amounting to INR 5,864 lakhs (31 March 2025: INR 13,015 lakhs) are primarily secured by way of hypothecation on the entire current assets of the Company. These are also secured by way of personal guarantee by Mr. Rakesh Markhedkar (Chairman and Managing Director), Mr. Avinash Markhedkar (Whole Time Director), Mrs. Kanchan Markhedkar (relative of a Director), Mr. Nakul Markhedkar (Whole Time Director) and Mr. Vipul Markhedkar (Relative of a Director). The above-mentioned personnel have also given certain personal immovable properties as security | The facilities are repayable on demand carrying variable interest rate ranging from 10.00% p.a. to 13.00% p.a. (31 March 2025: 9.25% to 12.77% p.a.) linked to MCLR. |
| 4. Working capital loan from financial institution (unsecured) (current and non-current) | Working capital loans from financial institutions with balance outstanding amounting to INR 25 lakhs (31 March 2025: INR 642 lakhs). | Working capital loans from financial institutions carries fixed interest rate of 18.50% p.a. (31 March 2025: 9.00% p.a. to 34.00% p.a.) and is repayable in next 12 months (31 March 2025: 10 to 24 months) monthly instalments along with interest. |
| 5. Working capital loan from financial institution (secured, current) | Working capital loan amounting to INR 1,094 lakhs (31 March 2025: INR 2,750 lakhs). These are primarily secured by way of: (i) NACH Mandate and 3 undated cheques equivalent to sanctioned amount and (ii) Cash collateral to the extent of 15.83% p.a. to 20.00% p.a. (31 March 2025: 15.00% p.a. to 25.00% p.a.) of sanctioned amount as non-interest bearing security deposit. The loan is also secured by way of personal guarantee by Mr. Rakesh Markhedkar (Chairman and Managing Director), Mrs. Kanchan Markhedkar (relative of a Director) and Mr. Nakul Markhedkar (Whole Time Director). | Such loans carry variable interest rates of 10.00% p.a. to 10.25% p.a. (31 March 2025: 10.00% p.a. to 10.95% p.a.) and are repayable in 4 quarterly instalments up to FY 2026-27. |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Borrowing type | Particulars and nature of security | Terms of repayment and interest rate |
|---|---|---|
| 6. Working capital loan from banks (secured) | Working capital loans from banks amount to INR 10,240 lakhs (31 March 2025: Nil) are primarily secured by way of first pari-passu charge on the entire current assets of the Company including inventories, receivables and all other current assets both present as well as future. The loan is also secured by certain office premises, land, fixed deposits and mutual funds investments of the Company. Further, it is also secured by way of personal guarantee by Mr. Rakesh Markhedkar (Chairman and Managing Director), Mr. Avinash Markhedkar (Whole Time Director), Mrs. Kanchan Markhedkar (relative of a Director), Mr. Nakul Markhedkar (Whole Time Director) and Mr. Vipul Markhedkar (Relative of a Director). The above-mentioned personnel have also given certain personal immovable properties as security. | Such loans carry fixed interest rate ranging from 10.15% p.a. to 12.20% p.a. and are repayable within 90 days along with interest. |
| 7. Working capital loan from banks (unsecured) | Working capital loan from bank with balance outstanding amounting to Nil (31 March 2025: INR 26 lakhs). | Working capital loans from banks carry fixed interest rate ranging from 14.00% p.a. to 17.50% p.a. and has been fully repaid in the current year. |
| 8. Non-convertible debentures (NCD) | Redeemable non-convertible debentures consist of:<br>a. Two tranches of 20 and 30 units each amounting to INR 1,000 lakhs and INR 1,500 lakhs respectively, of redeemable non-convertible debentures of face value of INR 50 lakhs each raised on a private placement basis. These debentures have been issued for fulfilling the working capital requirements of the Company and other general corporate purposes.<br>Such debentures are secured by way of:<br>(i) Residual/subservient charge on current assets and movable fixed assets of the Company.<br>(ii) Unconditional and irrevocable personal guarantee of Mr. Rakesh Markhedkar (Chairman and Managing Director).<br>(iii) Demand promissory notes.<br>(iv) Lien letter.<br>b. One tranche of 50 units amounting to INR 2,500 lakhs of<br>redeemable non-convertible debentures of face value of INR 50 lakhs each raised on a private placement basis. These debentures have been issued for fulfilling the working capital requirements of the Company and other general corporate purposes. Such debentures are secured by way of residual charge on current assets and movable fixed assets of the Company. | a. Carries fixed interest rate of 12.00% p.a. and are redeemable at par on maturity in July 2026.<br>b. Carries fixed interest rate of 12.00% p.a. and are redeemable at par on maturity in April 2026. |
| 9(i). Supplier bills discounted (Secured SCF) | Such arrangement by financial institutions are secured by way of bank guarantees provided and certain fixed deposits of the Company. | Such arrangement carries interest rate ranging from 12.50% p.a. to 13.75% p.a. These were fully repaid during the current year. |





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Borrowing type | Particulars and nature of security | Terms of repayment and interest rate |
|---|---|---|
| 9(ii). Supplier bills discounted (Unsecured SCF) | Unsecured supplier bills discounted by financial institutions amounting to INR 1,424 lakhs (31 March 2025: INR 13 lakhs). | Unsecured SCF carries interest rate of 11.00% p.a. to 13.00% p.a. (31 March 2025: 11.25% p.a.) and is repayable within 6 months to 12 months. |
| 10. Loans from related parties | The Company availed unsecured loans from certain related parties in the current year and previous year which were fully repaid in the respective year of availment itself. | The same carried fixed interest rate of 18.00% p.a. and were repayable on demand. |

**b) (i)** The quarterly returns/statements of current assets filed by the Company with bank is in agreement with the books of account for the quarters of the year ended 31 March 2026 except for following instances:

| Name of the bank | Nature of current assets held as security | Quarter ended | Particulars of securities provided | Amount disclosed as per return | Amount as per books of account | Difference* |
|---|---|---|---|---|---|---|
| Consortium of banks | All the current assets of the Company | June 2025 | Inventories | 6,882 | 6,824 | 58 |
| | | | Trade receivables (including contract assets net of contract liabilities) | 1,06,730 | 1,11,665 | (4,935) |
| | | September 2025 | Inventories | 6,486 | 6,408 | 78 |
| | | | Trade receivables (including contract assets net of contract liabilities) | 1,17,622 | 1,17,114 | 508 |
| | | December 2025 | Inventories | 7,566 | 7,700 | (134) |
| | | | Trade receivables (including contract assets net of contract liabilities) | 1,35,789 | 1,36,253 | (464) |
| | | March 2026 | Inventories | 8,004 | 7,992 | 12 |
| | | | Trade receivables (including contract assets net of contract liabilities) | 1,88,937 | 1,90,612 | (1,675) |

**b) (ii)** The quarterly returns/statements of current assets filed by the Company with bank is in agreement with the books of account for the quarters of the year ended 31 March 2025 except for following instances:

| Name of the bank | Nature of current assets held as security | Quarter ended | Particulars of securities provided | Amount disclosed as per return | Amount as per books of account | Difference* |
|---|---|---|---|---|---|---|
| Consortium of banks | All the current assets of the Company | June 2024 | Inventories | 5,348 | 5,520 | (172) |
| | | | Trade receivables | 65,502 | 65,473 | 29 |
| | | September 2024 | Inventories | 6,450 | 6,449 | 1 |
| | | December 2024 | Inventories | 6,211 | 6,033 | 178 |
| | | | Trade receivables | 78,943 | 83,586 | (4,643) |
| | | March 2025 | Inventories | 4,678 | 5,994 | (1,316) |
| | | | Trade receivables | 1,05,591 | 1,07,461 | (1,870) |

*The differences are due to submissions being by the Company on the basis of provisional financial information.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

c) The Company has utilised the borrowings for the specific purpose for which it was obtained.

d) The Company has not been declared wilful defaulter by any bank or financial institution or lender during the reporting period and Company is also in compliance with applicable financial covenants wherever prescribed in the terms and conditions of borrowings.

e) Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities as required by Ind AS 7 "Statement of Cash Flows" is as under:

| Particulars | As at 01 April 2025 | Cash in flows | Cash out flows | Non-cash changes | | As at 31 March 2026 |
|---|---|---|---|---|---|---|
| | | | | Interest accrued | Other changes | |
| Equity share capital | 1,836 | 743 | - | - | - | 2,579 |
| Securities premium (Refer note (ii) below) | 18,811 | 66,354 | - | - | 1,003 | 86,168 |
| Long-term borrowings (including current maturities) (Refer note (iv) below) | 6,199 | 5,000 | (624) | 30 | - | 10,605 |
| Lease liabilities (Refer note (iii) below) | 152 | - | (157) | 59 | 809 | 863 |
| Short-term borrowings | 21,095 | 30,458 | (32,932) | - | 1 | 18,622 |

| Particulars | As at 01 April 2024 | Cash in flows | Cash out flows | Non-cash changes | | As at 31 March 2025 |
|---|---|---|---|---|---|---|
| | | | | Interest accrued | Other changes | |
| Equity share capital (Refer note (i) below) | 33 | 3 | - | - | 1,800 | 1,836 |
| Securities premium (Refer note (ii) below) | 10,314 | 10,271 | - | - | (1,774) | 18,811 |
| Long-term borrowings (including current maturities) | 1,987 | 5,120 | (908) | - | - | 6,199 |
| Lease liabilities (Refer note (iii) below) | 74 | - | (88) | 11 | 155 | 151 |
| Short-term borrowings | 16,352 | 6,577 | (1,834) | - | - | 21,095 |

**Notes :**

(i) Other changes in equity share capital is on account of equity shares issued for consideration other than cash and on account of bonus shares issued during the relevant year.

(ii) Other changes in securities premium during the year ended 31 March 2026 is on account of tax impact of expenses directly attributable to issue of equity shares and during the year ended 31 March 2025 is on account of bonus shares issued during that year and tax impact on expenses directly attributable to issue of equity shares.

(iii) Other changes in lease liabilities is on account of lease liabilities recognised in accordance with Ind AS 116 in the respective years including other adjustments thereon in lease liabilities.

(iv) Other changes in borrowings is account of amortisation of ancillary borrowing cost.

**f)** The Company has not defaulted in repayment of loans or other borrowings to any lender or in the payment of interest thereon.





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 21: LEASE LIABILITIES

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non-current** | | |
| Lease liabilities (Refer note 39) | 686 | 80 |
| | **686** | **80** |
| **Current** | | |
| Lease liabilities (Refer note 39) | 177 | 72 |
| | **177** | **72** |

### NOTE 22: TRADE PAYABLES

| Particulars | As at 31 March, 2026 | As at 31 March 2025 |
|---|---|---|
| Dues to : | | |
| - Micro enterprises and small enterprises (MSE) | 5,489 | 9,181 |
| - Trade payables other than MSE | 73,353 | 38,581 |
| **Total** | **78,842** | **47,762** |

(a) Trade payables are generally non-interest bearing and are settled within normal operating cycle of the Company.

(b) Trade payables includes retention money amounting to INR 8,995 lakhs and INR 7,240 lakhs as on 31 March 2026 and 31 March 2025, respectively. These are payable on completion of a milestone, completion of the contract or after a specified period from completion of the work.

**Note:** Micro and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been determined based on the information as available with the Company and the details of amount outstanding due to them are as given below:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| (a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year | | |
| - Principal amount due to micro and small enterprises | 5,151 | 8,692 |
| - Interest due on above | 338 | 489 |
| (b) The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year. | - | - |
| (c) The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006. | 143 | 256 |
| (d) The amount of interest accrued and remaining unpaid at the end of each accounting year. | 338 | 489 |
| (e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006. | 489 | 250 |

# NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**Trade payable ageing:**

**As at 31 March 2026**

| Particulars | Not Due* | Outstanding for following years from due date of payment | | | | Total |
|---|---|---|---|---|---|---|
| | | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed dues - MSE | 3,379 | 715 | 321 | 5 | - | **4,420** |
| (ii) Undisputed dues - Others | 63,288 | 8,006 | 732 | 892 | 435 | **73,352** |
| (iii) Disputed dues - MSE | 502 | - | 567 | - | - | **1,069** |
| (iv) Disputed dues - Others | - | - | - | - | **-** | **-** |
| **Total** | **67,169** | **8,721** | **1,620** | **897** | **435** | **78,842** |

* Includes unbilled trade payables amounting to INR 31,264 lakhs.

**As at 31 March 2025**

| Particulars | Not Due* | Outstanding for following years from due date of payment | | | | Total |
|---|---|---|---|---|---|---|
| | | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed dues - MSE | 6,073 | 2,038 | 1 | - | - | **8,112** |
| (ii) Undisputed dues - Others | 33,385 | 4,822 | 34 | 223 | 117 | **38,581** |
| (iii) Disputed dues - MSE | 502 | 567 | - | - | - | **1,069** |
| (iv) Disputed dues - Others | - | - | - | - | **-** | **-** |
| **Total** | **39,960** | **7,427** | **35** | **223** | **117** | **47,762** |

* Includes unbilled trade payables amounting to INR 7,628 lakhs.

**Supplier Finance Arrangement:**

The Company enters into supplier finance arrangements with finance providers to facilitate the early payment of dues on its behalf to some of the Company's vendors who may elect to factor their invoice through such banks/financial institutions. The finance providers pay the amounts to a participating vendor in respect of invoices owed by the Company and receive settlement from the Company at a later date. Payment dates and terms for the Company do not vary based on whether the supplier chooses to factor their receivable. The economic substance of the transaction is determined to be in nature of operating activity where the original contract with the vendors does not get substantially modified on entering into arrangement. These arrangements continue to hold characteristics of trade payables and are disclosed as such.

**Disclosures of the supplier finance arrangement are as follows:**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Carrying amount of liabilities under supplier finance arrangement** | | |
| Presented within trade payables | 22,060 | 14,469 |
| - Of which suppliers have received payment from the finance provider | 22,060 | * |
| **Range of payment due dates** | | |
| Liabilities that are part of the arrangement | 0 - 180 days | * |
| Comparable trade payables that are not part of an arrangement | 0 - 180 days | * |

* The Company applied transitional relief available under Supplier Finance Arrangements (Amendments to Ind AS 7 and Ind AS 107) and has not provided comparative information in the first year of adoption.





# NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**Non-cash changes**

There were no material business combinations or foreign exchange differences that affected the liabilities under the supplier finance arrangements in either period. Payments made by the finance providers to the vendors are treated as a non-cash item and settlement of dues to the finance provider by the Company under this arrangement is treated as operating cash outflows because they continue to be part of normal operating cycle and reflect the substance of the payment for purchase of goods and services.

## NOTE 23: OTHER CURRENT FINANCIAL LIABILITIES

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Employee related payables* | 719 | 571 |
| Unspent corporate social responsibility liability (Refer note 43) | 47 | - |
| Deposits from vendors/ sub-contractors** | - | 1,119 |
| Payable for capital goods | 56 | 19 |
| | **822** | **1,709** |

* Refer note 42 for salary payable to related parties.

** Represents deposits taken from certain vendors/ sub-contractors of the Company towards performance of the contract. The same are interest free and are refundable to the vendors/ sub-contractor as per the schedule mentioned in the contract.

## NOTE 24: OTHER CURRENT LIABILITIES

| Particulars | As at 31 March 2026 | As at 31st March 2025 |
|---|---|---|
| Contract liability (Refer note 50) | 3,840 | 4,400 |
| Advance from customers - revenue received in advance (Refer note 50) | 8,574 | 2,335 |
| Statutory dues payable | 635 | 333 |
| **Total** | **13,049** | **7,068** |

**Note:** The contract liabilities represents advance from customers and advance billing to customers, primarily relate to invoice raised on customers on achievement of milestones for which revenue is to be recognised over a period of time.

## NOTE 25: PROVISIONS

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non-current** | | |
| Provision for warranty | 12 | 46 |
| Provision for gratuity (refer note 38) | 372 | 313 |
| | **384** | **359** |
| **Current** | | |
| Provision for foreseeable losses | 258 | 395 |
| Provision for warranty | 34 | 13 |
| Provision for gratuity (refer note 38) | 35 | 60 |
| Provision for compensated absences (refer note 38) | 345 | 270 |
| | **672** | **738** |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 25.1: MOVEMENT IN PROVISION FOR FORESEEABLE LOSSES

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Balance at the beginning of the year | 395 | 798 |
| Recognised during the year | 81 | 89 |
| Utilised/reversed during the year | (218) | (492) |
| Balance at the end of the year | **258** | **395** |

In case of contracts, when it is probable that total contract costs will exceed total contract revenue, the expected loss (foreseeable loss) is recognised as an expense immediately in the statement of profit and loss.

### NOTE 25.2 : MOVEMENT IN PROVISION FOR WARRANTY (CURRENT AND NON CURRENT):

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Balance at the beginning of the year | 59 | 78 |
| Recognised during the year | 0 | 2 |
| Utilised/reversed during the year | (13) | (21) |
| Balance at the end of the year | **46** | **59** |

The Company has made provision for expenses expected to be incurred during defect liability period which are in the nature of assurance warranty. The Company expects to incur the related expenditure over the defect liability period.

### NOTE 26: CURRENT TAX LIABILITIES

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Income tax liabilities (net of advance taxes paid - INR 996 lakhs as at 31 March 2026 and INR 683 lakhs as at 31 March 2025) (Refer Note 36) | 2,755 | 3,599 |
| | **2,755** | **3,599** |

### NOTE 27: REVENUE FROM OPERATIONS

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **Sale of services:** | | |
| Income from engineering, procurement and construction (EPC) services* | 1,24,794 | 91,182 |
| **Other operating revenue:** | | |
| Reversal of provision towards foreseeable losses on contracts (net) | 137 | 403 |
| | **1,24,931** | **91,585** |

***Note:** Refer note 50 for additional details.





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 28: OTHER INCOME

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **Interest income on:** | | |
| - on bank deposits | 1,310 | 496 |
| - on income tax refund | 6 | 3 |
| - on loans* | 177 | 16 |
| **Other non operating income:** | | |
| Provisions/liabilities no longer required written back (net) | 190 | 127 |
| Gain on sale of property, plant and equipment (net) | - | 0 |
| Gain on mutual fund investments (on sale and fair value changes) | 4 | 7 |
| Miscellaneous income | 9 | 2 |
| | **1,696** | **651** |

*Interest income includes INR 54 lakhs (31 March 2025: INR 16 lakhs) on loan given to related parties (Refer Note 42).
Note: Miscellaneous income above include gain on disposal of lease liabilities amounting to INR 3 lakhs (31 March 2025: Nil)

### NOTE 29: COST OF MATERIALS CONSUMED (INCLUDING STORES AND SPARES)

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Cost of materials consumed (Refer note 13) | 48,275 | 48,368 |
| **Total** | **48,275** | **48,368** |
| **Reconciliation of cost of materials consumed :** | | |
| Opening stock | 5,994 | 4,986 |
| Opening stock in transit | - | 87 |
| Add: Purchases during the year (net) | 50,273 | 49,289 |
| Less: Closing stock | 7,992 | 5,994 |
| | **48,275** | **48,368** |

### NOTE 30: PROJECT RELATED EXPENSE

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Sub-contracting charges | 41,042 | 14,355 |
| Technical consultancy charges | 1,128 | 629 |
| Plant and machinery hire charges (Refer note 39) | 220 | 238 |
| Transportation charges | 430 | 280 |
| Loading and unloading charges | 481 | 392 |
| Warranty expenses | 0 | 2 |
| Other project related expense | 240 | 146 |
| | **43,541** | **16,042** |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

### NOTE 31: EMPLOYEE BENEFITS EXPENSE

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Salaries and bonus (including directors' remuneration) | 7,616 | 6,027 |
| Contribution to provident and other funds (Refer note 38) | 310 | 263 |
| Staff welfare expenses | 270 | 313 |
| Gratuity expense (Refer note 38) | 109 | 101 |
| Compensated absences expense (Refer note 38) | 78 | 59 |
| | **8,383** | **6,763** |

### NOTE 32: FINANCE COSTS

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **Interest expense on:** | | |
| - borrowings carried at amortised cost | 4,426 | 3,448 |
| - non-convertible debentures | 836 | 196 |
| - delayed payment of statutory dues and shortfall in payment of advance income tax | 318 | 390 |
| - lease liabilities (Refer note 39) | 59 | 11 |
| - delayed payment to micro and small enterprises vendors | 143 | 256 |
| Other borrowing costs* | 862 | 1,057 |
| | **6,644** | **5,358** |

* primarily includes loan processing charges, stamp duty , bank guarantee, letter of credit charges, and other charges

### NOTE 33: DEPRECIATION AND AMORTISATION EXPENSE

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Depreciation on property, plant and equipment (Refer note 4A) | 173 | 210 |
| Depreciation on right of use assets (Refer note 6) | 164 | 77 |
| Amortisation on intangible assets (Refer note 5) | 4 | 10 |
| | **341** | **297** |

### NOTE 34: OTHER EXPENSES

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Electricity expense | 66 | 64 |
| Rent expense (Refer note 39)* | 465 | 402 |
| Repairs and maintenance - buildings | 6 | 5 |
| Repairs and maintenance - others | 301 | 199 |
| Security charges | 478 | 344 |
| Insurance | 337 | 247 |





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Rates and taxes | 600 | 547 |
| Vehicle hire charges (Refer note 39)* | 453 | 364 |
| Auditor's remuneration (Refer note 34A below) | 86 | 86 |
| Travelling and conveyance | 432 | 388 |
| Communication | 15 | 28 |
| Consulting and professional fees | 785 | 396 |
| Site expenses | 129 | 102 |
| Donation | 1 | 1 |
| Printing and stationary | 69 | 58 |
| Loss on disposal of Property Plant and Equipment (net) | 0 | 0 |
| Bank charges | 349 | 158 |
| Business promotion expenses | 257 | 56 |
| Corporate social responsibility expenses (Refer note 43) | 185 | 119 |
| Allowance for expected credit loss (Refer note 14.2) | 1,661 | 655 |
| Loss allowance on contract (Refer note 17.2) | 372 | 47 |
| Miscellaneous expenses | 172 | 123 |
| | **7,219** | **4,389** |

* Pertains to rentals and hire charges for short term leases and expenses incurred on non-lease components.

### NOTE 34A: AUDITOR'S REMUNERATION (EXCLUDING GOODS AND SERVICE TAX)

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **As statutory auditor*** | | |
| Audit | 70 | 60 |
| Certifications | 16 | 26 |
| **Total** | **86** | **86** |

*Excluding INR 38 lakhs (31 March 2025: INR 100 lakhs) pertaining to the Initial Public Offering (IPO) of the equity shares of the Company.

### NOTE 35: EXCEPTIONAL ITEMS

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Impact of new labour codes [refer note 38(2)(iii)] | 121 | - |
| | **121** | **-** |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

### NOTE 36: CURRENT TAX AND DEFERRED TAX

**(a) Income tax and deferred tax expense through the standalone statement of profit and loss**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **Current tax:** | | |
| Current tax on profits for the year | 3,442 | 3,753 |
| Adjustments for tax of prior years | - | 78 |
| | **3,442** | **3,831** |
| **Deferred tax credit:** | | |
| In respect of current year origination and reversal of temporary differences | (509) | (593) |
| **Total** | **2,933** | **3,238** |

**(b) Income tax on other comprehensive income**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Deferred tax credit / (expense) | (23) | 29 |
| **Total** | **(23)** | **29** |

**(c) Movement of income tax assets / (liabilities) - net**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Opening balance (net)** | (3,415) | (1,403) |
| Tax assets acquired pursuant to scheme of amalgamation (Refer note 55) | - | (28) |
| Income tax refund received during the year | - | (233) |
| Taxes paid during the year | 4,544 | 2,467 |
| Income tax charge during the year | (3,442) | (3,753) |
| Adjustment for tax of prior years | - | (78) |
| Interest on shortfall in payment of advance income taxes | (303) | (387) |
| Others (write off, etc.) | (26) | - |
| **Closing balance** | **(2,641)** | **(3,415)** |
| Non-current tax assets (net) (Refer note 11) | 114 | 185 |
| Current tax liabilities (Refer note 26) | 2,755 | 3,599 |
| **Closing balance** | **(2,641)** | **(3,415)** |





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**(d) Reconciliation of tax expense and the accounting profit multiplied by India's applicable tax rate:**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **Accounting profit before income tax** | **12,103** | **11,019** |
| Applicable income tax rate (in %) | 25.17% | 25.17% |
| Computed expected tax expense | 3,046 | 2,773 |
| Tax effect of amount which are not (taxable)/ deductible in calculating taxable income | 396 | 981 |
| Adjustments for tax of prior years | - | 78 |
| Deferred tax on origination/reversal of temporary differences | (509) | (593) |
| **Tax expense reported in the Standalone statement of profit and loss** | **2,933** | **3,238** |

(e) The Finance Act, 2025 has enacted the Income-tax Act, 2025, which replaces the Income-tax Act, 1961 and is effective from 01 April 2026.

### NOTE 37: EARNINGS PER EQUITY SHARE

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Net profit attributable to equity shareholders for the year [a] | 9,170 | 7,781 |
| Weighted average number of equity shares for basic earnings per share [b] | 22,63,46,276 | 3,50,439 |
| Add: Effect of split of equity shares (Refer note (i) below) | - | 31,53,953 |
| Add: Effect of bonus shares issue (Refer note (ii) below) | - | 17,52,19,618 |
| Total weighted average number of equity shares for basic earnings per share [c] | 22,63,46,276 | 17,87,24,010 |
| Dilutive potential equity shares | - | - |
| Weighted average number of equity shares for diluted earnings per share [d] | 22,63,46,276 | 17,87,24,010 |
| Basic earnings per share (in INR) [a/c] | 4.05 | 4.35 |
| Diluted earnings per share (in INR) [a/d] | 4.05 | 4.35 |
| Face value per share (in INR) | 1.00 | 1.00 |

**Notes:**

(i) Pursuant to a resolution passed in extraordinary general meeting of the Company dated 12 August 2024, shareholders have approved split of each equity share having face value of INR 10 each into equity shares of face value of INR 1 each (the "split").

(ii) The shareholders of the Company, in its annual general meeting dated 26 August 2024, have approved the issuance of bonus shares to the equity shareholders in the ratio of 50 equity shares for each share held as at record date fixed as 23 August 2024.

(iii) As required under Ind AS 33 - "Earnings Per Share", the effect of split and bonus is adjusted for the purpose of computing earnings per share retrospectively.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

### NOTE 38: EMPLOYEE BENEFITS

**1. Short term employee benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, incentives and allowances, short terms compensated absences, etc., and the expected cost of bonus, ex-gratia are recognized in the year in which the employee renders the related services.

**2. Long term employee benefits**

**(i) Defined benefit plan**

**(a) Gratuity (unfunded)**

The Company provides for gratuity for employees in India as per the provisions of the Code on Social Security, 2020. Employees are eligible for gratuity upon completion of the contractual period of continuous service as defined under the Code on Social Security, 2020. The level of benefit provided depends on the member's length of service and salary at the time of retirement/termination age. The present value of obligation is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The following tables summaries the components of net benefits expense recognized in the standalone statement of profit and loss and other comprehensive income and the amount recognized in the balance sheet for the defined benefit plan.

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Change in the present value of the defined benefit obligation:** | | |
| Opening defined benefit obligation | 373 | 253 |
| Interest cost | 24 | 17 |
| Current service cost | 85 | 84 |
| Past service cost (refer note 38(2)(iii)) | 55 | - |
| Benefits paid | (38) | (30) |
| Actuarial (gain)/ loss on obligation | (92) | 49 |
| **Closing defined benefit obligation** | **407** | **373** |
| **Amount recognized in the standalone balance sheet:** | | |
| Present value of defined benefit obligation at the end of the year | 407 | 373 |
| **Net liability recognized in the standalone balance sheet** | **407** | **373** |
| Current | 35 | 60 |
| Non-current | 372 | 313 |
| **Total** | **407** | **373** |

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **Expense recognized in the standalone of profit and loss** | | |
| Current service cost | 85 | 84 |
| Interest cost | 24 | 17 |
| Past service cost (refer note 38(2)(iii)) | 55 | - |
| **Net expense recognized in the standalone of profit and loss** | **164** | **101** |





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **Expense recognized in the standalone comprehensive income:** | | |
| Actuarial (gain)/ loss on defined benefit obligations | (92) | 49 |
| **Net (income)/expense recognized in the standalone comprehensive income** | **(92)** | 49 |
| **Breakup of actuarial loss/ (gain)** | | |
| Due to change in financial assumptions | (196) | 9 |
| Due to experience adjustments | 104 | 40 |
| | **(92)** | **49** |

**Actuarial assumptions used**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Discount rate (% per annum) | 7.48% | 6.82% |
| Salary growth rate (% per annum) | 6.00% | 6.00% |

**Demographic assumptions used:**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Mortality rate | Indian Assured Lives Mortality (2012-14) Ultimate table | Indian Assured Lives Mortality (2012-14) Ultimate table |
| Retirement age (in years) | 58 | 58 |
| Average future service (in years) | 14 | 19 |
| Attrition rate (% per annum) | 10.00% | 2.00% to 10.00% |

These assumptions were developed by the management with the assistance of independent actuarial appraisers using the projected unit credit method. Discount factors are determined by reference to government bonds that are denominated in the currency in which the benefits will be paid (i.e INR) and have terms to maturity approximating the terms of the obligation. Other assumptions are based on management's historical experience. The estimate of future salary increase considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

**Sensitivity analysis**

The reported figures are sensitive to the actuarial assumptions. The changes to the defined benefit obligations for increase / decrease of 1% from assumed discount rate, salary growth rate and attrition rate are given below. In presenting the sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting year, which is the same method as applied in calculating the defined benefit obligation as recognized in the balance sheet. The sensitivity analysis is based on a change in one assumption while not changing all other assumptions. This analysis may not be representative of the actual change in the defined benefit

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

obligation as it is unlikely that the change in the assumptions would occur in isolation of one another since some of the assumptions may be co-related. The following table summarizes the effects of changes in these actuarial assumptions on the defined benefit liability at year-end. There was no change in the methods and assumptions used in preparing the sensitivity analysis from previous year.

| Particulars | Year ended 31 March 2026 | | Year ended 31 March 2025 | |
|---|---|---|---|---|
| | Increase by 1% | Decrease by 1% | Increase by 1% | Decrease by 1% |
| **Discount rate** | | | | |
| Change in the defined benefit obligation | (34) | 40 | (29) | 34 |
| **Salary growth rate** | | | | |
| Change in the defined benefit obligation | 39 | (34) | 36 | (31) |
| **Attrition rate** | | | | |
| Change in the defined benefit obligation | 2 | (3) | 0 | (0) |

**The defined benefit obligations shall mature after year end as follows :**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| 1st following year | 35 | 60 |
| 2nd following year | 60 | 34 |
| 3rd following year | 20 | 67 |
| 4th following year | 26 | 14 |
| 5th following year | 36 | 19 |
| 6 years and onwards upto 10 years | 138 | 99 |
| **Other information** | | |
| Number of active members | 835 | 738 |
| Weighted average duration of the projected benefit obligation for gratuity (in years) | 14 | 14 |
| Adjusted average future service (in years) | 14 | 19 |

**(b) Compensated absences**

Compensated absences is a non-funded defined benefit scheme. The obligation for leave entitlement is recognized in the same manner as gratuity.

The expense towards compensated absence recognised in the standalone statement of profit and loss for 31 March 2026 is INR 78 lakhs (also refer note 38(2)(iii)) below and for 31 March 2025 is INR 59 lakhs.

Amount of actuarial loss recognised in other comprehensive income for 31 March 2026 is Nil and for 31 March 2025 is INR 67 lakhs.

Amount recognised in standalone balance sheet as at 31 March 2026: INR 345 lakhs and 31 March 2025: INR 270 lakhs.

**(ii) Defined contribution plan**

The Company pays fixed contribution to the provident fund, national pension scheme, employee's state insurance corporation entities and labour welfare fund in relation to several state plans and insurances for individual employees. This fund is administered by the respective Government authorities and the Company has no legal or constructive obligations to pay contributions in addition to its fixed contributions, which are recognised as an expense in the year that related employee services are received.





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

Company's contribution to defined contribution plan recognised as employee benefit expenses is as below:

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Employer's contribution towards Provident Fund (PF) | 275 | 234 |
| National pension scheme (NPS) | 35 | 29 |
| Employer's contribution towards Employee's State Insurance Corporation (ESIC) | 0 | 0 |
| Employers contribution towards Labour welfare fund (LWF) | 0 | 0 |
| | **310** | **263** |

**(iii) Impact of New Labour Codes**

The Government of India has consolidated multiple existing labour legislations into a unified framework comprising four Labour Codes (New Labour Codes), effective 21 November 2025. The Company has assessed the estimated financial Implication arising from implementation of New Labour Codes which has resulted in an increase in gratuity liability by INR 55 lakhs and compensated absence by INR 66 lakhs, arising out of past service cost primarily due to change in the definition of "wages". Considering the materiality, regulatory driven and non-recurring nature of this impact, the Company has presented it as exceptional item in these standalone financial statements for the year ended 31 March 2026. The Company continues to monitor the finalisation of Central and State Rules and clarifications from the Government on other aspects of the New Labour Codes and would provide appropriate accounting effect on the basis of such developments, as needed.

### NOTE 39: LEASES

The Company's leased assets primarily consists of leases for office premises having different lease terms to conduct its business in the ordinary course.

The Company has discounted lease payments using the incremental borrowing rate for measuring lease liabilities and accordingly recognised ROU assets, after adjusting any prepaid lease rentals.

The lease arrangements with lease term of 12 months or less, and the leases of low-value assets have been excluded from measurement of lease liability and ROU assets. The lease payments related to these arrangements are charged to standalone statement of profit and loss under the respective head.

The Company does not have any major lease restrictions and commitment towards variable rent as per the contract.

**Right-of-use assets:**

(i) The net carrying value of right-of-use assets as at 31 March 2026 amounts to INR 836 lakhs and 31 March 2025: INR 150 lakhs and the movement thereof has been disclosed separately in note 6 to the standalone financial statements.

**Lease liabilities:**

(i) The movement in lease liabilities is as follows :

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Opening balance | 152 | 74 |
| Add : Addition during the year | 829 | 169 |
| Add : Interest on lease liabilities | 59 | 11 |
| Less : Payment of lease liabilities | (157) | (88) |
| Add : Other adjustments | (20) | (14) |
| **Closing balance** | **863** | **152** |
| Non current | 686 | 80 |
| Current | 177 | 72 |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

(ii) The table below provides details regarding the contractual maturities of lease liabilities on undiscounted basis

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| 0-1 year | 260 | 82 |
| 1-5 years | 829 | 91 |
| 5 years and above | - | - |

**The Company has recognised the following in the statement of profit and loss:**

(i) Depreciation expense from right-of-use assets of 31 March 2026: INR 164 lakhs and 31 March 2025: INR 77 lakhs.

(ii) Interest on lease liabilities of 31 March 2026: INR 59 lakhs and 31 March 2025: INR 11 lakhs. (Refer note 32).

(iii) Expense amounting to 31 March 2026: INR 1,138 lakhs and 31 March 2025: INR 1,004 lakhs related to leases of low-value assets and leases with less than twelve months of lease term. These have been included under plant and machinery, vehicle hire charges and rent expenses (Refer notes 30 and 34).

### NOTE 40 : THERE ARE NO CAPITAL COMMITMENTS AS AT THE END OF REPORTING YEARS.

### NOTE 41: CONTINGENT LIABILITIES

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Contingent liabilities (to the extent not provided for):** | | |
| a) Income tax demand in respect of earlier years under dispute* | 402 | 405 |
| b) Goods and service tax demand in respect of earlier years under dispute* | 7,387 | 5,993 |
| c) Claims against the Company not acknowledged as debt | 15 | 15 |

*Future cash outflows in respect of above matters are determinable only on receipt of judgements / decisions pending at various forums / authorities. The management, based on their assessment, does not expect these claims to succeed and accordingly, no provision has been recognised in the financial statements. These amount represents gross demand raised by the authorities (including interest) and the amount paid under protest is not charged to the statement of profit and loss by the Company.

d) During the year 2021-22, a government investigating agency filed a case against the Company, two of its employees and a public official in relation to certain allegations concerning a contract. The Company filed an application before the District Court seeking discharge from the proceedings on the grounds that there was no involvement of the Company and that the allegations were not substantiated by the evidence on record. The application was rejected by the District Court. The Company has filed a revision application before the Hon'ble High Court of Gujarat against the said order, which is currently pending disposal. The Company is committed to the highest standards of corporate governance, ethics and compliance, and based on the facts of the case and external legal opinion obtained, management believes that it has strong grounds to defend its position and that the matter is not expected to have a material impact on the standalone financial statements of the Company.

The Company has evaluated all pending litigations, claims, and regulatory proceedings and has recognized provisions where required and disclosed contingent liabilities, as appropriate, in these standalone financial statements. Based on its assessment, management does not believe that the ultimate resolution of these matters will have a material adverse effect on the Company's standalone financial statements.



## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 42: RELATED PARTY DISCLOSURE

(Disclosed to the extent transactions have taken place and where control exist).

**A) Names of related parties**

**i) Key managerial personnel (KMP)/ Directors**

Mr. Rakesh Markhedkar - Chairman and Managing Director (CMD) and Promoter

Mr. Avinash Markhedkar - Whole Time Director (w.e.f. 17 June 2024) and Promoter (w.e.f. 24 September 2024)

Mr. Nakul Markhedkar - Whole Time Director (w.e.f. 17 June 2024) and Promoter (w.e.f. 24 September 2024)

Mr. Dibyendu Ray - Chief Operating Officer (w.e.f. 23 May 2024)

Mr. Ashish Bahety - Chief Financial Officer

Mrs. Kajal Rakholiya - Company Secretary (w.e.f. 06 May 2024)

Mrs. Priti Savla - Independent Director (w.e.f. 24 September 2024)

Mr. Rakesh Sharma - Independent Director (w.e.f. 24 September 2024)

Mr. Arun Unhale - Independent Director (w.e.f. 24 September 2024)

**ii) Relatives/ close member of family of KMP**

Mrs. Kanchan Markhedkar - Wife of CMD

Mr. Vipul Markhedkar - Son of CMD

**iii) Related party where control exists - subsidiary**

Vikran MP Solar Private Limited (Incorporated on 22 January 2026)

**iv) Entities over which Directors/KMP have significant influence**

SEU India Performance Excellence LLP

Vikran Engineering & Exim Private Limited - Employees Group Gratuity Fund

Swarnayug Developers LLP

Rakesh Markhedkar HUF

Power and Control Transformer Industries Private Limited

Vikran Global Infraprojects Private Limited

**v) Entities having significant influence over the Company (Refer note 55)**

Farista Financial Consultants Private Limited (Upto 23 August 2024)

Deb Suppliers and Traders Private Limited (Upto 23 August 2024)

**B) Transactions with related parties :**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **1. Sub-contracting and other charges** | | |
| SEU India Performance Excellence LLP | 21 | 85 |
| **2. Dividend paid** | | |
| Mr. Rakesh Markhedkar | 230 | 223 |
| Mr. Vipul Markhedkar | 28 | 27 |
| Mr. Nakul Markhedkar | 28 | 27 |
| Mrs. Kanchan Markhedkar | 28 | 27 |
| Vikran Global Infraprojects Private Limited | 4 | 4 |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **3. Rent paid *** | | |
| Mrs. Kanchan Markhedkar | 8 | 7 |
| **4. Loan/Advance taken:** | | |
| Mr. Rakesh Markhedkar | 399 | 425 |
| Mrs. Kanchan Markhedkar | 207 | 299 |
| Mr. Nakul Markhedkar | 146 | 88 |
| Mr. Vipul Markhedkar | 56 | 105 |
| Rakesh Markhedkar HUF | 68 | 107 |
| **5. Loan/Advance repaid:** | | |
| Mr. Rakesh Markhedkar | 399 | 425 |
| Mrs. Kanchan Markhedkar | 207 | 299 |
| Mr. Nakul Markhedkar | 146 | 88 |
| Mr. Vipul Markhedkar | 56 | 105 |
| Rakesh Markhedkar HUF | 68 | 107 |
| **6.(a) Loan given:** | | |
| Power and Control Transformers Industries Private Limited | 169 | 189 |
| **6. (b) Loan Repayment received:** | | |
| Power and Control Transformers Industries Private Limited | 24 | - |
| **7. Interest income on loan:** | | |
| Power and Control Transformers Industries Private Limited | 54 | 16 |
| **8. Interest expense:** | | |
| Mr. Rakesh Markhedkar | 42 | 4 |
| Mrs. Kanchan Markhedkar | 24 | 7 |
| Mr. Nakul Markhedkar | 16 | 2 |
| Mr. Vipul Markhedkar | 4 | 2 |
| Rakesh Markhedkar HUF | 9 | 10 |
| **9. Reimbursement of expenses incurred by** | | |
| Mr. Rakesh Markhedkar | 157 | 66 |
| Mrs. Kanchan Markhedkar | 0 | 3 |
| Mr. Nakul Markhedkar | 32 | 17 |
| Mr. Vipul Markhedkar | 0 | 1 |
| Mr. Avinash Markhedkar | - | 0 |
| **10. Expenses incurred by the Company on behalf of** | | |
| Mr. Rakesh Markhedkar^ | 157 | 66 |
| Mrs. Kanchan Markhedkar | 0 | 15 |
| Mr. Nakul Markhedkar | 32 | 13 |
| Mr. Vipul Markhedkar | 0 | 8 |





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **11. Remuneration (short term employee benefits) to KMP and their relatives/ close members of family of KMP** | | |
| Mr. Rakesh Markhedkar | 297 | 266 |
| Mr. Avinash Markhedkar | 99 | 77 |
| Mrs. Kanchan Markhedkar | 308 | 264 |
| Mr. Nakul Markhedkar | 236 | 211 |
| Mr. Vipul Markhedkar | 176 | 138 |
| Mr. Ashish Bahety | 120 | 96 |
| Mr. Dibyendu Ray | 125 | 69 |
| Mrs. Kajal Rakholiya | 27 | 12 |
| **12. Directors' sitting fee** | | |
| Mrs. Priti Savla | 4 | 1 |
| Mr. Rakesh Sharma | 4 | 1 |
| Mr. Arun Unhale | 3 | 1 |
| **13. Salary advance given** | | |
| Mr. Rakesh Markhedkar | - | 44 |
| Mrs. Kanchan Markhedkar | - | 50 |
| Mr. Vipul Markhedkar | - | 50 |
| **14. Salary advance recovery** | | |
| Mr. Rakesh Markhedkar | - | 44 |
| Mrs. Kanchan Markhedkar | - | 50 |
| Mr. Vipul Markhedkar | - | 50 |
| **15. Investment in Subsidiary** | | |
| Vikran MP Solar Private Limited | 1 | - |

* The figures are based on contractual arrangement executed and does not include the impact of Ind AS.

^ Includes INR 152 lakhs (31 March 2025: INR 57 lakhs) towards expense incurred on behalf of promoter selling shareholder, which has been incurred by the Company towards Initial Public Offering (IPO) of the equity shares of the Company.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**C) Balances outstanding at the year- end**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Trade receivables** | | |
| Swarnayug Developers LLP | 148 | 148 |
| **Advance to suppliers** | | |
| SEU India Performance Excellence LLP | - | 1 |
| **Loans (including interest accrued thereon)** | | |
| Power and Control Transformers Industries Private Limited | 397 | 203 |
| **Other financial assets** | | |
| Vikran Engineering & Exim Private Limited Employees Group Gratuity Fund | 0 | 0 |
| Mr. Rakesh Markhedkar | - | 57 |
| **Salary payable** | | |
| Mr. Rakesh Markhedkar | 2 | 83 |
| Mr. Avinash Markhedkar | 4 | 6 |
| Mrs. Kanchan Markhedkar | 9 | 42 |
| Mr. Nakul Markhedkar | 12 | 16 |
| Mr. Vipul Markhedkar | 7 | 2 |
| Mr. Ashish Bahety | 7 | 1 |
| Mr. Dibyendu Ray | 4 | 5 |
| Mrs. Kajal Rakholiya | 1 | 1 |

**Notes:**

(i) Transactions with related parties are in compliance with Section 188 of the Act, as applicable. The outstanding balances at year end are unsecured and due to be settled for consideration in cash / cash equivalent.

(ii) Refer note 20 for details of guarantees provided by related parties for borrowings availed by the Company.

(iii) The remuneration to the KMPs does not includes the provision made for gratuity and compensated absences, as they are determined on an actuarial basis for the Company as a whole.

(iv) The Company executes certain projects through special purpose vehicles (SPV) which are not body corporates. These SPVs are treated as an extension of the Company itself as in substance the Company assumes all the risk and rewards related to such arrangements including managing operations of such projects. Hence such SPVs are not considered as related party for disclosure purpose in this note.

(v) During the previous year ended 31 March 2025, pursuant to approval by National Company Law Tribunal (NCLT) of the scheme of amalgamation of the Company with Farista Financial Consultants Private Limited and Deb suppliers and Traders Private Limited (collectively referred to as 'erstwhile promoters'), these erstwhile promoter companies have been amalgamated with the Company and the shares held by these two entities have been reduced from the share capital of the Company and in-turn new shares of the Company have been issued to the shareholders of erstwhile promoters which included Mr. Rakesh Markhedkar. Also refer note 55.

(vi) Refer note 58 for investments made by the Company subsequent to the year end.

(vii) The closing amount of investment made in subsidiary is not considered as a part of disclosure on outstanding balance due from subsidiary.

(viii) Refer note 18(k) for details of offer for sale by Rakesh Markhedkar - sole promoter selling shareholder in relation to IPO of the Company during the year.



## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 43: CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per Section 135 of the Companies Act, 2013 (the ""Act""), a Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on CSR activities. A CSR Committee has been formed by the Company as per the Act. Following are the details required as per the Act.

**Details of CSR activities undertaken by the Company:**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| a) Gross amount required to be spent during the year | 185 | 119 |
| b) Amount approved by the Board to be spent during the year | 185 | 119 |
| c) Amount spent during the year: | | |
| i) Construction/acquisition of any asset | - | - |
| ii) On purposes other than (i) above | 138 | 119 |
| **Total amount unspent** | **47** | **-** |

**Notes :**

i) Nature of CSR activities includes social welfare, economic activities for education of poor disable children and women, vocational training courses, child development programmes, etc.

ii) Unspent amount as at 31 March 2026 has been transferred to ongoing project "Promoting Education and Health". There were no ongoing project as at 31 March 2025.

iii) During the year, there is no related party transaction in relation to CSR expenditure.

iv) The amount unspent towards CSR activities as at 31 March 2026 has been deposited to a separate bank account by the Company subsequent to the year end within the prescribed timelines.

### NOTE 44: SEGMENT INFORMATION

The Company is principally engaged in a single business segment viz. Engineering, Procurement and Construction (EPC) services. The Company's Chief Operating Decision Maker (CODM) monitor and review the operating result of the Company prepared on the basis of financial information of EPC business, as a whole. Thus, as defined in Ind AS 108 Operating Segments", the Company's entire business falls under this one operational segment.

**(a) Revenue from sale of services on a geographic basis:**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| India | 1,24,794 | 91,182 |
| Outside India | - | - |
| **Total** | **1,24,794** | **91,182** |

**(b) Revenue from sale of services derived from major customers is as follows:**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Revenue from top five customers | 1,04,048 | 63,685 |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**(c)** For the year ended 31 March 2026, one (31 March 2025: three) customer(s), individually accounted for more than 10% of the revenue from operations. Revenue from these customer(s) is INR 69,764 lakhs (31 March 2025: INR 26,371 lakhs, INR 12,280 lakhs and INR 9,410 lakhs).

**(d) Non-current assets***

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| India | 3,380 | 2,471 |
| Outside India | - | - |

* Excluding financial assets and tax assets.

### NOTE 45: DIVIDEND

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **Dividend on equity shares paid during the year:** | | |
| Final dividend for the previous year paid in current year | 389 | 378 |
| | **389** | **378** |

The dividend paid by the Company is in compliance with the Section 123 of Act. No income tax consequences are expected to arise as a result of this transaction at the Company level.

### NOTE 46: PROPOSED DIVIDEND

The Board of Directors, at its meeting held on 22 May 2026, proposed a final dividend of INR 0.18 per equity share. As the distribution of dividends by the Company requires approval at the shareholders' meeting, no liability in this respect is recognised in the standalone financial statements for the year ended 31 March 2026. The dividend proposed is in compliance with the Section 123 of the Act.

### NOTE 47: FAIR VALUE MEASUREMENTS

**(i) Fair value hierarchy**

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participant at the measurement date.

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

**Level 1 :** Prices (unadjusted) in active markets for financial instruments.

**Level 2 :** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

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

**(ii) Valuation technique used to determine fair value**

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- the use of discounted cash flow for fair value at amortised cost





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**(iii) Assets and liabilities which are measured at amortised cost for which fair values are disclosed:**

| Particulars | As at 31 March 2026 | | | | |
|---|---|---|---|---|---|
| | Carrying value | | | | Fair value hierarchy of financial assets and liabilities measured at FVTPL |
| | Amortised cost | Financial assets / liabilities at fair value through profit or loss (FVTPL) | At cost | Total carrying value | |
| **Financial assets** | | | | | |
| Investment in subsidiary | - | - | 1 | 1 | - |
| Investment in mutual funds | - | 117 | - | 117 | Level 1 |
| Trade receivables | 1,04,233 | - | - | 1,04,233 | - |
| Loans | 5,423 | - | - | 5,423 | - |
| Cash and cash equivalents | 3,326 | - | - | 3,326 | - |
| Other bank balances | 18,646 | - | - | 18,646 | - |
| Other financial assets | 8,743 | - | - | 8,743 | - |
| **Financial liabilities** | | | | | |
| Long term borrowings | 4,584 | - | - | 4,584 | - |
| Short term borrowings | 24,643 | - | - | 24,643 | - |
| Lease liabilities | 863 | - | - | 863 | - |
| Trade payables | 78,842 | - | - | 78,842 | - |
| Other financial liabilities | 822 | - | - | 822 | - |

| Particulars | As at 31 March 2025 | | | | |
|---|---|---|---|---|---|
| | Carrying value | | | | Fair value hierarchy of financial assets and liabilities measured at FVTPL |
| | Amortised cost | Financial assets / liabilities at fair value through profit or loss (FVTPL) | At cost | Total carrying value | |
| **Financial assets** | | | | | |
| Investment in subsidiary | - | - | - | - | - |
| Investment in mutual funds | - | 113 | - | 113 | Level 1 |
| Trade receivables | 63,432 | - | - | 63,432 | - |
| Loans | 203 | - | - | 203 | - |
| Cash and cash equivalents | 250 | - | - | 250 | - |
| Other bank balances | 6,457 | - | - | 6,457 | - |
| Other financial assets | 3,221 | - | - | 3,221 | - |
| **Financial liabilities** | | | | | |
| Long term borrowings | 3,192 | - | - | 3,192 | - |
| Short term borrowings | 24,102 | - | - | 24,102 | - |
| Lease liabilities | 152 | - | - | 152 | - |
| Trade payables | 47,762 | - | - | 47,762 | - |
| Other financial liabilities | 1,709 | - | - | 1,709 | - |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**Fair value of financial assets and liabilities measured at amortised cost**

The carrying amounts of trade receivable, cash and cash equivalents, other bank balances, security deposits, loans, trade payables and other current financial liabilities are considered to be the same as their fair values, due to their short term nature.

Fair value of other non-current financial assets approximate their carrying amounts due to the fact that it is estimated by discounting future cash flows using market rates of interest applicable as at reporting dates.

Fair value of long term borrowings approximate their carrying amounts due to the fact that long term borrowings are measured at amortised cost using the floating rates/fixed rates of interest, which in turn are based on interest rates prevailing in the market for similar transaction.

**Fair value of financial assets measured at FVTPL**

The fair values of investments in mutual fund units is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at the reporting dates.

There are no transfers in either level during the reporting years.

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

### NOTE 48: FINANCIAL RISK MANAGEMENT

The Company activities expose it to interest rate risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance, the Company's risk management is carried out by a corporate treasury and corporate finance department under policies approved by the board of directors and top management. The Company's treasury identifies, evaluates and mitigates financial risks in close cooperation with the Company's operating units. The board provides guidance for the overall risk management, as well as policies covering specific areas.

This note explains the sources of risk which the entity is primarily exposed to and how the entity manages the risk and the related impact in the standalone financial statements.

**A Credit risk**

Credit risk is the risk of financial loss arising from counterparty failure to repay or service dues according to the contractual terms and obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and credit worthiness of the customer on continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. The financial instruments that are subject to concentration of credit risk principally consist of trade receivables and cash and bank equivalents.

Bank deposits are placed with reputed banks / financial institutions. Hence, there is no significant credit risk on such fixed deposits. Mutual fund investments are made in plans of renowned asset management company only. The credit risk associated with bank, security deposits and mutual fund investments is relatively low.

Other financial assets includes deposits receivable, interest accrued on deposits and other receivables. These receivables are monitored on a periodic basis for assessing any significant risk of non-recoverability of dues and provision is created accordingly.

Trade receivables are typically unsecured. Credit risk on trade receivables is limited as the Company's customer base substantially includes government promoted undertakings and public sector undertakings. Also, generally the company does not enter into sales transaction with customers having credit loss history. In addition, trade receivable balances are monitored on an on-going basis with the result that the Company's exposure to bad debts is not significant. The portion of the payments retained by the customer until final contract settlement is not considered a significant financing component since it is usually intended to provide customer with a form of security for Company's remaining performance as specified under the contract, which is consistent with the industry practice. The Company does not require collateral in respect of its trade receivables. An impairment analysis is performed at each reporting date using a provision matrix to measure ECL. The provision rates are based on days past due. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and



NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

supportable information that is available at the reporting date about past events, current conditions. It also includes forward looking information like forecasts of future economic conditions, taking into account the macro economic factors affecting the ability of the customers to settle the receivables. In case of disputed trade receivables, the Company performs individual credit risk assessment and creates expected credit loss allowance (ECL) based on internal assessment for such cases.

Contract assets represent the Company's right to consideration in exchange for work completed but not yet billed as at the reporting date. Contract assets are exposed to credit risk to the extent that the customer may be unable to meet its contractual payment obligations once the right to consideration becomes unconditional. In accordance with Ind AS 109, the Company assesses impairment on contract assets using the ECL model. Since contract assets do not have contractual due dates, the Company determines impairment by grouping exposures based on the expected timing of certification and billing.

The Company also performs a specific assessment of contract assets that remain uncertified or unbilled for extended periods. Such assessment includes evaluation of project status, correspondence with customers, reasons for certification delays, contractual entitlement, customer budgetary approvals and subsequent collections, where applicable. Based on the assessment performed, management has concluded that the recognised contract assets are recoverable and the provision for expected credit losses is adequate.

**The following table provides information about the ECL rate for trade receivables :**

| Ageing bracket of trade receivables | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Upto 90 days | 0.10% to 1.00% | 0.10% to 1.00% |
| 91 to 180 days | 2.50% to 4.50% | 2.50% to 4.50% |
| 181 to 365 days | 7.00% to 11.00% | 7.00% to 11.00% |
| More than 365 days | 25.00% to 80.00% | 25.00% to 80.00% |

a) For reconciliation of loss allowance on trade receivables, refer note 14.2.

b) For reconciliation of loss allowance on contract assets, refer note 17.2.

**B Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding to meet obligations when due. Due to the dynamic nature of the underlying businesses, Company maintains flexibility in funding by maintaining sufficient cash and bank balances available to meet the working capital requirements. Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows.

The Company's principal sources of liquidity are cash and cash equivalents, and the cash flow that is generated from operations. The Company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived. The Company closely monitors its liquidity position and maintains adequate source of funding.

The Company also participates in supply chain financing arrangement (SCF) under which suppliers may elect to receive early payment of their invoice by factoring their receivables.

**(i) Maturities of financial liabilities**

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on the contractual undiscounted payments. Refer note 39 for contractual maturities of lease liabilities.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| As at 31 March 2026 | Carrying amount | Contractual maturities | | | | |
|---|---|---|---|---|---|---|
| **Particulars** | **Amount** | **Repayable on demand** | **Upto 1 year** | **Between 1 - 3 years** | **Beyond 3 years** | **Total** |
| **Financial liabilities** | | | | | | |
| Borrowings | 29,227 | 5,863 | 18,665 | 4,699 | - | **29,227** |
| Trade payables | 78,842 | - | 75,890 | 2,517 | 435 | **78,842** |
| Other financial liabilities | 822 | - | 822 | - | - | **822** |
| **Total** | **1,08,891** | **5,863** | **95,377** | **7,216** | **435** | **1,08,891** |

| As at 31 March 2025 | Carrying amount | Contractual maturities | | | | |
|---|---|---|---|---|---|---|
| **Particulars** | **Amount** | **Repayable on demand** | **Upto 1 year** | **Between 1 - 3 years** | **Beyond 3 years** | **Total** |
| **Financial liabilities** | | | | | | |
| Borrowings | 27,294 | 13,015 | 11,140 | 3,112 | 27 | **27,294** |
| Trade payables | 47,762 | - | 45,317 | 2,445 | - | **47,762** |
| Other financial liabilities | 1,709 | - | 1,709 | - | - | **1,709** |
| **Total** | **76,765** | **13,015** | **58,166** | **5,557** | **27** | **76,765** |

**C Market risk**

Market risk is the risk that changes in market prices, such as interest rates and equity prices 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, while optimising the return. The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks.

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rate risks. The Company's exposure to risk of changes in market interest rates primarily to the Company's long-term debt obligations. For the Company the interest risk arises mainly from interest bearing borrowings which are at floating interest rates. To mitigate interest rate risk, the Company closely monitors market interest and optimise borrowing mix / composition.

**(i) Cash flow and interest rate risk**

**- Interest rate risk management**

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rate risks. The Company's exposure to risk of changes in market interest rates primarily to the Company's long-term debt obligations with floating interest rates. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings.





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**- Interest rate exposure**

The exposure of the Company's borrowing to interest rate changes at the end of the reporting year are as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Variable rate borrowing | 17,766 | 16,757 |
| Fixed rate borrowings | 11,461 | 10,537 |
| **Total** | **29,227** | **27,294** |

**-Interest rate sensitivity**

A change of 50 bps in interest rates would have following impact on profit before tax and equity (holding all other variables constant)

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| 50 bps increase would decrease the profit before tax/equity by* | (89) | (84) |
| 50 bps decrease would increase the profit before tax/equity by* | 89 | 84 |

* Sensitivity is calculated based on the assumption that amount outstanding as at reporting dates were utilised during the year.

**(ii) Mutual fund price risk**

The value of unquoted mutual fund investments measured at fair value through profit and loss as at 31 March 2026 is INR 117 lakhs (31 March 2025: INR 113 lakhs. A 10% change in value for year ended 31 March 2026 would result in an impact of INR 12 lakhs (31 March 2025: INR 11 lakhs) on profit before tax and other equity (holding all other variables constant).

### NOTE 49: CAPITAL MANAGEMENT

The Company's objectives when managing capital are to :

1. Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
2. Maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, reduce debt or sell assets.

The Company maintains its capital structure and makes adjustments, if required in the light of changes in economic conditions and the requirements of the financial covenants. Consistent with others in the industry, the Company monitors its capital using the gearing ratio which is net debt divided by equity and intends to manage optimal gearing ratios. In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the borrowings that define the capital structure requirements.

The gearing ratios are as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Net debt (Total borrowings less cash and cash equivalents) | 25,901 | 27,044 |
| Total equity | 1,23,737 | 46,787 |
| **Capital gearing ratio** | **0.21** | **0.58** |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwised stated)

### 50 : DISCLOSURE AS PER IND AS 115 - REVENUE FROM CONTRACTS WITH CUSTOMERS

**a) Reconciliation of revenue from sale of services with the contracted price**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **Contracted price as at opening of the year** | 1,69,825 | 2,01,793 |
| Add : New contracts entered during the year | 3,64,961 | 56,506 |
| Add/(Less): Increase due to additional consideration recognised as per contractual terms/(decrease) due to scope reduction (net), including variable consideration (if any) | 6,146 | 2,708 |
| Less: Revenue recognized during the year | 1,24,794 | 91,182 |
| **Contracted price as at end of the year** | **4,16,138** | **1,69,825** |

**Unsatisfied performance obligations:**

The aggregate amount of transaction price allocated to performance obligation that are unsatisfied as at the end of reporting year is INR 416,138 lakhs (31 March 2025: INR 169,825 lakhs). Management expects that the transaction price allocated to unsatisfied contracts will be recognised as revenue over the next 1 to 3 years (31 March 2025: 1 to 3 years) depending upon the progress of each contract.

**b) Revenue based on performance obligations**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| As services are rendered (over the period of time) | 1,24,794 | 91,182 |
| Upon completion of services (at a point in time) | - | - |

**c) Recognised revenue earned from:**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Related parties | - | - |
| Others | 1,24,794 | 91,182 |

**d) Contract balances**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Trade receivables (net carrying value) | 1,04,233 | 63,432 |
| Contract assets (unbilled work in progress) | 86,394 | 46,637 |
| Advance from customers | 8,574 | 2,335 |
| Contract liability* | 3,840 | 4,400 |

Balance of trade receivables as at 01 April 2024 was INR 46,390 lakhs.

*Revenue recognised during the year from opening contract liability is INR 806 lakhs (31 March 2025 : INR 11,060 lakhs).





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwised stated)

**e) Movement in contract assets and contract liability**

| Particulars | Contract assets (gross) | Contract liability and customer advances |
|---|---|---|
| **Balance as on 01 April 2024** | **28,916** | **14,960** |
| Net increase/ (decrease) | 17,768 | (8,225) |
| **Balance as on 31 March 2025** | **46,684** | **6,735** |
| Net increase/ (decrease) | 40,129 | 5,679 |
| **Balance as on 31 March 2026** | **86,813** | **12,414** |

**Note:** Increase in contract assets is primarily due to higher revenue recognition as compared to progress billing during the year in certain projects, whereas increase in contract liability is primarily due to higher progress billing as compared to revenue recognition during the current year in certain other projects.

**f) Cost to obtain or fulfil the contract:**

(i) Amount of amortisation recognised in Statement of Profit and Loss during the year : Nil (31 March 2025: Nil).

(ii) Amount recognised as contract assets in relation to cost incurred for obtaining contract as at 31 March 2026 : Nil (31 March 2025: Nil).

**g)** In the normal course of business, the payment terms contractually agreed with the customers ranges from 45 to 60 days except retention monies which are due after the completion of the project as per the terms of contract. However, actual realisation may vary.

### 51 KEY ANALYTICAL RATIOS (TO THE EXTENT APPLICABLE) :

| Particulars | Numerator | Denominator | 31 March 2026 | 31 March 2025 | Variance | Explanation for variance in ratio by more than 25% |
|---|---|---|---|---|---|---|
| Current ratio | Current assets | Current liabilities | 1.98 | 1.48 | 33.31% | Increase is on account of increased trade receivables and contract assets at the current year end date. |
| Debt equity ratio | Borrowings (current and non current) | Total equity | 0.24 | 0.58 | -59.51% | Decrease is primarily due to increase in total equity. |
| Debt service coverage ratio | Net profit before tax + depreciation, and amortisation + interest expense on borrowings | Principal and interest repayment of long-term borrowings | 0.58 | 0.54 | 6.71% | Not applicable |
| Return on equity (ROE) | Net profit after taxes | Average Shareholders' equity | 10.76% | 20.50% | -47.53% | Decrease is primarily due to increase in total equity. |

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Numerator | Denominator | 31 March 2026 | 31 March 2025 | Variance | Explanation for variance in ratio by more than 25% |
|---|---|---|---|---|---|---|
| Inventory turnover ratio | COGS + Project related expenses | Average inventory | 13.13 | 11.64 | 12.80% | Not applicable |
| Trade receivable turnover ratio | Revenue from operations. | Average trade receivables | 1.49 | 1.67 | -10.65% | Not applicable |
| Trade payables turnover ratio | Cost of material consumed + Project related expense | Average trade payable | 1.45 | 1.66 | -12.79% | Not applicable |
| Net capital turnover ratio | Revenue from operations | Working capital (Current assets less current liabilities) | 1.05 | 2.22 | -52.52% | Decrease is primarily due to increase in the current assets (primarily trade receivables and contract assets) |
| Net profit ratio | Net profit after tax | Total income | 7.24% | 8.44% | -14.16% | Not applicable |
| Return on capital employed (ROCE) | Earnings before interest and taxes | Capital employed (Total equity + total current & non-current borrowings– cash and cash equivalents and other bank balances) | 13.11% | 23.34% | -43.84% | Decrease is primarily due to increase in total equity. |
| Return on investment | Net profit after taxes | Total assets | 3.66% | 5.74% | -36.23% | Reduction is primarily on account of increase in total assets in the current year. |

### 52 OTHER STATUTORY INFORMATION AS PER SCHEDULE III TO THE ACT

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the reporting years.

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

(v) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(vi) There are no transactions or outstanding balances with struck off companies as at and for the years ended 31 March 2026 and 31 March 2025 except below:





NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Name of entity | Nature of transactions | 31 March 2026 | 31 March 2025 | Relationship |
|---|---|---|---|---|
| Eweels Logistics Services India Private Limited | Advance | 0 | 0 | Vendor |
| Lorshi Enterprises Private Limited | Payables | 0 | 0 | Vendor |
| Taneesh Travel And Tours Private Limited | Advance | 0 | 0 | Vendor |
| Kedar Badri Construction Private Limited* | Payables | 3 | 3 | Vendor |
| Rishabh Human Resource Solution Private Limited* | Payables | 2 | 2 | Vendor |
| TMSV Paripurnam Infrastructure (OPC) Private Limited* | Payables | 0 | 0 | Vendor |
| Unive Orbital Private Limited | Payables | 3 | 3 | Vendor |
| Vidhudi Engineering India Private Limited | Payables | 0 | 0 | Vendor |
| Plinth Construction Private Limited | Payables | 0 | 0 | Vendor |
| Sujala Pipes Private Limited | Payables | 2 | - | Vendor |
| Jyotipriya Infratech Private Limited | Payables | 0 | 0 | Vendor |

** Balance written back*

**53 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.

**54 The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (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 Company ( Ultimate Beneficiaries); or

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

55 The Board of Directors of the Company, at their meeting held on 18 December 2021, had approved the scheme of amalgamation of Farista Financial Consultants Private Limited (“Farista”) and Deb Suppliers and Traders Private Limited (“Deb”) (hereinafter, collectively referred as ‘Transferor Companies’) with the Company under section 230 to 232 of the Act and other applicable provisions of the Act read with Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 (‘the Merger’). The aforesaid Scheme of Merger was approved by National Company Law Tribunal, Mumbai Bench (‘NCLT’) during the previous year, vide its order dated 14 August 2024 pronouncing 01 April 2023 as the Appointed Date. The certified true copy of the NCLT order was filed by the Company with Registrar of Companies on 23 August 2024 (‘Effective Date’).

Pursuant to the said NCLT order and the scheme of the Merger, the Company issued 1,445,940 and 1,450,840 equity shares (having face value of INR 1 each) to the shareholders of Farista and Deb, respectively in the swap ratio as mentioned in the NCLT order, during the previous year. From the equity shares issued to them, 1,449,480 equity shares previously held by Farista and 1,444,300 equity shares previously held by Deb (having face value of INR 1 each) in the Company were reduced from the Effective Date. Further, Deb and Farista have been amalgamated with the Company from the Effective Date.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

Management has assessed that the Merger is not in the nature of business combination as per Ind AS 103 - 'Business Combinations' as Farista and Deb did not have inputs/processes through which any output could be generated. Further, the impact of the Merger is not material to the Company. Consequently, the impact of the Merger is taken from the Effective Date in the books of the Company.

**Assets acquired and liabilities assumed as on the Effective Date:**

| Particulars | Amount |
|---|---|
| Income tax assets | 28 |
| Cash and cash equivalents | 15 |
| Trade payables | (1) |
| **Net assets acquired (a)** | **42** |
| Reduction of existing equity shares held by Farista and Deb in the Company as per the scheme | (29) |
| Issue of new equity shares to the Individual shareholders as per the scheme | 29 |
| **Net impact of equity shares issued (b)** | **0** |
| **Transferred to retained earnings since the merger is not in the nature of business combination (a+b)** | **42** |

**Notes:**

a) There is no contingent consideration payable as a part of the scheme of merger.

b) Transaction costs have been expensed in the statement of profit and loss.

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

The Company uses an accounting software for maintaining its books of account which is operated by a third party software service provider 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 at an application level. The 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with ISAE 3402, Assurance Reports on Controls at a Service Organisation) does not provide any information regarding the existence, operation, retention or tampering (if any) of the audit trail feature at database level for the said accounting software. Consequently, the Company is unable to ascertain whether any audit trail maintained at the database level has been enabled, retained, or safeguarded from tampering. The audit trail feature at the application level has not been tampered with and has been preserved by the Company in accordance with the applicable statutory record retention requirements.





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

### 57 Disclosure of Supplier Finance Arrangements in the nature of Borrowings:

The Company, in case of certain suppliers, enjoys extended credit period by using its credit line after the due date of the invoice. Since these are in nature of working capital loan/ short term loan, such amounts are disclosed as borrowings (Refer note 20).

By virtue of commercial agreement with the finance providers, the Company gets extended credit period for which the finance providers charges interest and processing fee as well which is presented as finance costs. The Company placed certain current assets as a collateral with the finance providers to avail some of such facilities. Such secured facilities have been repaid as at 31 March 2026.

The terms of such arrangements are largely similar to other working capital financing obtained by the Company from various banks/financial institution.

The carrying value of liabilities related to supplier finance arrangement being presented under "Borrowings" are considered to be reasonable approximation of fair value, largely due to the short-term nature of the arrangement.

Disclosures of the supplier finance arrangement are as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Carrying amount of liabilities under supplier finance arrangement** | | |
| Presented within borrowings | 1,424 | 4,755 |
| - Of which suppliers have received payment from the finance provider | 1,424 | * |
| **Range of payment due dates** | | |
| Liabilities that are part of the arrangement | 0-120 days | * |
| Comparable trade payables that are not part of an arrangement | 0-90 days | * |

* The Company applied transitional relief available under Supplier Finance Arrangements (Amendments to Ind AS 7 and Ind AS 107) and has not provided comparative information in the first year of adoption.

**Non-cash changes**

There were no material business combinations or foreign exchange differences that would affect the liabilities under the supplier finance arrangement in either period.

Change in classification from trade payables to borrowing under the supplier finance arrangement of INR 1,424 lakhs as on 31 March 2026 has been considered as non cash transfers for the purpose of disclosure under Ind AS 7.

**Presentation in the Statement of Cash Flows**

The Company has classified the payment made by the finance providers under the aforementioned supplier finance arrangement as operating cash outflows with corresponding financing cash inflows at the time the finance providers pays the vendor, as in substance the Company has considered that the finance providers are acting as payment agent on behalf of the Company. Later, when the Company subsequently pays the outstanding amount to the finance providers, such cash outflow are presented under cash flows from financing activity.

**Liquidity risk analysis for facilities under supplier finance arrangements:**

The Company's commercial contracts with vendors take into account several factors when determining payment terms. These include market conditions, origins of sourcing, and the ability of the vendor to obtain early financing, for example through supplier finance arrangements or direct arrangements with financial institutions. These factors lead to a diversity of payment terms throughout the Company, avoiding concentration of payment terms. The Company has implemented supplier finance arrangements with various finance providers across the country. This has improved the Company's working capital. The finance providers are in good financial condition, and the Company has no significant concentration on liquidity risk with these finance providers.

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**58 Events after the reporting date:**

a) The Company acquired 100% equity stake in NOPL Solar Projects Private Limited for an aggregate consideration of INR 1,000 lakhs, pursuant to Share Purchase Agreements dated 27 April 2026 and 20 May 2026 for acquiring 49% equity stake and 51% equity stake, respectively. Such investment is in line with the Company's strategy to expand its presence in the renewable energy sector.

b) The Company has subscribed to 100% of the paid-up equity share capital of INR 1 lakh in Vikran Renewable Private Limited on its incorporation date - 04 May 2026, thereby making it a wholly-owned subsidiary with effect from that date.

c) The Company has subscribed to 100% of the paid-up equity share capital of INR 1 lakh in Vikran For Good Foundation ("VGF") on its incorporation date - 04 May 2026. VGF is incorporated under Section 8 of the Companies Act, 2013 to undertake charitable and social impact initiatives, including activities aligned with the corporate social responsibility objectives of the Company.

**59** Figures for the previous years have been regrouped/ rearranged, wherever considered necessary, to conform to current year's classification. The impact of such reclassification/ regrouping is not material to the users of the standalone financial statements.

As per our report of even date attached

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

**Rakesh R. Agarwal**
Partner
Membership No. : 109632

Place: Mumbai
Date: 22 May 2026

**For and on behalf of the Board of Directors**
**Vikran Engineering Limited**

**Rakesh Markhedkar**
Chairman & Managing Director
DIN : 07009284

Place: Thane
Date: 22 May 2026

**Avinash Markhedkar**
Whole Time Director
DIN : 03089201

Place: Thane
Date: 22 May 2026

**Ashish Bahety**
Chief Financial Officer

Place: Thane
Date: 22 May 2026

**Kajal Rakholiya**
Company Secretary

Place: Thane
Date: 22 May 2026





# INDEPENDENT AUDITOR'S REPORT

### To the Members of Vikran Engineering Limited

**Report on the Audit of the Consolidated Financial Statements**

### Opinion

1. We have audited the accompanying consolidated financial statements of **Vikran Engineering Limited** ('the Holding Company') and its subsidiary – Vikran MP Solar Private Limited (effective 22 January 2026) (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 Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements and on the other financial information of the subsidiary, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group, as at 31 March 2026, and their consolidated profit (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained together with the audit evidence obtained by the other auditor in terms of their report referred to in paragraph 15 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment and based on the consideration of the report of the other auditor on separate financial statements of the subsidiary, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

5. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Key audit matters | How our audit addressed the key audit matters |
|---|---|
| **(i) Estimation of contract costs and revenue recognition by the Holding Company** | |
| Revenue from operations of the Holding Company consists primarily of sale of engineering, procurement and construction (EPC) services. Revenue is recognized in accordance with the material accounting policy information as described in Note 2(b) to the accompanying consolidated financial statements. Also refer Note 27 and Note 50 to the accompanying consolidated financial statements for details of revenue recognised during the year.<br><br>The Holding Company recognises revenue from aforesaid contracts over a period of time by measuring the progress towards complete satisfaction of the performance obligation, using input method based on the costs incurred till date relative to the estimated total costs to complete the performance obligation, in accordance with Ind AS 115, 'Revenue from contracts with customers (Ind AS 115)'. | Our audit procedures included, but were not limited to, the following:<br>a) Obtained an understanding of the management's revenue recognition process and assessed the appropriateness of the accounting policy adopted by the Holding Company for revenue recognition in accordance with Ind AS 115.<br>b) Evaluated the design and implementation, and tested the operating effectiveness of key internal financial controls over the contract revenue, contract costs and cost estimation process.<br>c) For sample contracts, obtained the percentage of completion and revenue recognition computation from the management, and inspected the underlying documents such as customer contracts/agreements to assess appropriateness of identified performance obligations and transaction price, including impact of variable consideration, if any. We further tested the mathematical accuracy of the calculations. |

| | |
|---|---|
| The above computation involves significant management judgement to estimate the costs to complete, determine impact of contractual variations, claims and ability to deliver the contract within the contractual time limit. These contract estimates are reviewed by the management on a periodic basis.<br><br>Considering high estimation uncertainty, complexities involved, and material impact on the consolidated financial statements, this area has been considered a key audit matter in the current year's audit. | d) For costs incurred to date recorded during the year including during specific periods before and after the year-end, as considered in above management computation, we tested samples to appropriate supporting documentation such as invoices, agreements etc.<br><br>e) To test the budgeted costs to complete, for sample contracts, obtained the breakdown of budgeted costs, tested the key elements of the budgeted costs, evaluated reasonableness of management's judgements and assumptions by using past trends and comparing the movement in estimated total contracts costs from previous periods.<br><br>f) Performed analytical procedures such as project wise analysis to identify unusual trends in revenue recognition, if any.<br><br>g) Evaluated the appropriateness and adequacy of the disclosures made in the consolidated financial statements for revenue recognised during the year in accordance with applicable accounting standards. |
| **(ii) Recoverability of trade receivables and contract assets of the Holding Company** | |
| Trade receivables and contract assets represents significant balances in the consolidated financial statements as at 31 March 2026. Refer Note 2(l) for material accounting policy information and Note 48A for credit risk disclosures.<br><br>The Holding Company recognises expected credit loss ('ECL') allowance on trade receivables and contract assets as per the principles enunciated under Ind AS 109, Financial Instruments ('Ind AS 109').<br><br>Assessment of the recoverability of trade receivables and contract assets is inherently subjective and requires significant management judgement which includes assessment of credit risk profile of customers, project status, reasons for delay in certification of work done, customer budgetary approvals, past collection experience, ongoing litigations and disputes, if any, and consideration of current and future economic and market conditions. Based on such assessment, the management uses a provision matrix to recognise loss allowance in respect of such asset balances.<br><br>Considering the significant judgement involved, high estimation uncertainty and significance of these balances to the consolidated financial statements, we have identified recoverability of trade receivables and contract assets as key audit matter for current year's audit. | Our audit procedures in respect of recoverability of trade receivables and contract assets included, but were not limited to, the following:<br><br>a) Obtained an understanding of the process adopted by the Holding Company for determining the ECL provision and evaluated the appropriateness of the accounting policy adopted by the management in accordance with Ind AS 109;<br><br>b) Evaluated the design and implementation, and tested the operating effectiveness of key internal financial controls over Management's assessment of recoverability of trade receivables and contract assets.<br><br>c) Tested the key assumptions and arithmetical accuracy of the provision matrix model used by Management to calculate the probability of default and estimate the expected credit loss allowance on trade receivables and contract assets.<br><br>d) For a sample of customers, tested the data around customer profiles, ageing of the outstanding trade receivables and collection received, considered in above model, by testing underlying data including invoice date and credits to bank statements. |





| | |
|---|---|
| We further draw attention to the Note 14.1 to the accompanying consolidated financial statements, which is considered to be fundamental to the understanding of the users to the consolidated financial statements. The note describes an uncertainty to the outcome of an ongoing litigation with a customer on recoverability of balance amounting to INR 2,929 lakhs due from such customer, which is currently pending in the Commercial Court, Jaipur.<br><br>Based on the management assessment of the aforesaid matter, the aforesaid amount receivable is considered good and recoverable as at the reporting date, and no adjustment has been made by the management in the accompanying consolidated financial statements. | e) Evaluated the appropriateness and adequacy of the disclosures made in the consolidated financial statements in accordance with applicable accounting standards. |

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

6. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the information included in the Management Discussion and Analysis and Directors' Report, but does not include the consolidated financial statements and our auditor's report thereon.

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

   In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, 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 Financial Statements

7. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements 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 specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of 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, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

8. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

9. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group.

### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

12. 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.

13. 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.

14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matter

15. We did not audit the financial statements one (1) subsidiary, whose financial statements reflect total assets of INR 1.00 lakh as at 31 March 2026, total revenues of Nil and net cash inflows amounting to INR 1.00 lakh for the period 22 January 2026 to 31 March 2026, as considered in the consolidated financial statements. These financial statements have been audited by other auditor whose report has been furnished to us by the Holding Company's management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) of section 143 of the Act in so far as it relates to the aforesaid subsidiary, are based solely on the reports of the other auditor.

    Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the report of the other auditor.

**Report on Other Legal and Regulatory Requirements**

16. Based on our audit and on the consideration of the report of the other auditor, referred to in paragraph 15 above, on separate financial statements of the subsidiary, we report that the Holding Company incorporated in India whose financial statements have been audited under the Act has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the subsidiary company incorporated in India whose financial statements have been audited under the Act, since such subsidiary company is not a public company as defined under section 2(71) of the Act.

17. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued till date by us and by the respective other auditor as mentioned in paragraph 15 above, of companies included in the consolidated financial statements for the year ended 31 March 2026 and covered under the Act we report that:

    A) Following is the qualification/ adverse remark reported by us in the Order report of the companies included in the consolidated financial statements for the year ended 31 March 2026 for which such Order reports have been issued till date:

| S. No. | Name | CIN | Holding Company / subsidiary | Clause number of the CARO report which is qualified or adverse |
|---|---|---|---|---|
| 1 | Vikran Engineering Limited | L93000MH2008PLC272209 | Holding Company | Clause (vii)(a) |

18. As required by section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditor on separate financial statements and other financial information of the subsidiary incorporated in India whose financial statements have been audited under 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 purpose of our audit of the aforesaid consolidated financial statements;

    b) Except for the matters stated in paragraph 18(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditor.

c) The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;

e) On the basis of the written representations received from the directors of the Holding Company, and taken on record by the Board of Directors of the Holding Company, and the report of the statutory auditor of its subsidiary covered under the Act, none of the directors of the Holding Company and its subsidiary are disqualified as on 31 March 2026 from being appointed as a director in terms of section 164(2) of the Act.

f) The qualification relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in paragraph 18(b) above on reporting under section 143(3)(b) of the Act and paragraph 18(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiary covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure A', wherein we have expressed an unmodified opinion; and

h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements and other financial information of the subsidiary incorporated in India whose financial statements have been audited under the Act:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group as detailed in Note 14.1 and Note 41 to the accompanying consolidated financial statements;

ii. Provision has been made in these consolidated financial statements, as required under the applicable law or Ind AS, for material foreseeable losses, on long-term contracts, as detailed in Note 25.1 to the accompanying consolidated financial statements;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary covered under the Act, during the year ended 31 March 2026;

iv. a .The respective managements of the Holding Company and its subsidiary incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary respectively that, to the best of their knowledge and belief as disclosed in Note 54 to the accompanying consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiary to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiary ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

iv. b. The respective managements of the Holding Company and its subsidiary incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary respectively that, to the best of their knowledge and belief, as disclosed in the Note 53 to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiary from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

iv. c. Based on such audit procedures performed by us and that performed by the auditor of the subsidiary, as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditor's notice that has caused us or the other auditor to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. a. The final dividend paid by the Holding Company during the year ended 31 March 2026 in respect of such dividend declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.

v. b. As stated in Note 46 to the accompanying consolidated financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year ended 31 March 2026 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

vi. As stated in Note 56 to the accompanying consolidated financial statements and based on our examination which included test checks, and that performed by the auditor of subsidiary of the Holding Company which is a Company incorporated in India and audited under the Act, except for matter mentioned below, the Holding Company and its subsidiary (period from 22 January 2026 to 31 March 2026), in respect of financial year commencing on 01 April 2025, have used an accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we and the auditor of the above-referred subsidiary did not come across any instance of audit trail feature being tampered with other than the consequential impact of the exception given below in respect of Holding Company. Furthermore, except for matter mentioned below, the audit trail has been preserved by the Holding Company as per the statutory requirements for record retention.

The Holding Company, in respect of financial year commencing on 01 April 2025, has used an accounting software which is operated by a third-party software service provider for maintaining its books of account which has a feature of recording audit trail facility and the same has been operated throughout the year for all relevant transactions recorded in the software at the application level. In absence of any information on existence of audit trail (edit log) facility for any direct data changes made at the database level in the 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with ISAE 3402, Assurance Reports on Controls at a Service Organization), we are unable to comment on whether audit trail feature of the said software was enabled and operated throughout the year for all relevant transactions or whether there were any instances of audit trail feature being tampered with at the database level. The audit trail has been preserved at the application level by the Holding Company as per the statutory requirements for record retention. Further, due to absence of information in the Type 2 report, we are unable to comment on preservation of audit trail at the database level for the Holding Company.

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

**Sd/-**
**Rakesh R. Agarwal**
Partner
Membership No.: 109632

**UDIN: 26109632ENRNPK5746**

**Place**: Mumbai
**Date**: 22 May 2026

Annexure A

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

1. In conjunction with our audit of the consolidated financial statements of **Vikran Engineering Limited** ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), as at and for the year ended **31 March 2026**, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company, which are companies covered under the Act, as at that date.

### Responsibilities of Management and Those Charged with Governance for Internal Financial Controls with reference to Consolidated Financial Statements

2. The respective Board of Directors of the Holding Company and its subsidiary company, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to consolidated financial statements 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 ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the company's business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

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

3. Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and if such controls operated effectively in all material respects.

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

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their report referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company, as aforesaid.

### Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

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

### Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements

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

### Opinion

8. In our opinion and based on the consideration of the report of the other auditor on internal financial controls with reference to financial statements of the subsidiary company, the Holding Company and its subsidiary company, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to consolidated financial statements and such controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

### Other Matter

9. We did not audit the internal financial controls with reference to financial statements insofar as it relates to one (1) subsidiary company, which is a company covered under the Act, whose financial statements reflect total assets of INR 1.00 lakh as at 31 March 2026, total revenues of Nil, total net loss after tax of INR 0.25 lakh, total comprehensive loss of INR 0.25 lakh and net cash inflows amounting to INR 1.00 lakh for the period 22 January 2026 to 31 March 2026, as considered in the consolidated financial statements. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary company has been audited by other auditor whose report has been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements for the Holding Company and its subsidiary company, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary company is based solely on the reports of the auditor of such company. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the report of the other auditor.

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

**Sd/-**
Rakesh R. Agarwal
Partner
Membership No.: 109632

**UDIN**: **26109632ENRNPK5746**

Place: Mumbai
Date: 22 May 2026

# CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Notes | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|---|
| **Assets** | | | |
| **Non-current assets** | | | |
| a) Property, plant and equipment | 4A | 1,084 | 904 |
| b) Investment properties | 4B | 207 | 207 |
| c) Intangible assets | 5 | 19 | 20 |
| d) Right-of-use assets | 6 | 836 | 150 |
| e) Financial assets | | | |
| i) Trade receivables | 14 | 2,926 | 2,929 |
| ii) Other financial assets | 9 | 1,472 | 2,069 |
| f) Deferred tax assets (net) | 10 | 3,013 | 1,524 |
| g) Non current tax assets (net) | 11 | 114 | 185 |
| h) Other non-current assets | 12 | 1,234 | 1,190 |
| **Total non-current assets** | | **10,905** | **9,178** |
| **Current assets** | | | |
| a) Inventories | 13 | 7,992 | 5,994 |
| b) Financial assets | | | |
| i) Investments | 7 | 117 | 113 |
| ii) Trade receivables | 14 | 1,01,307 | 60,503 |
| iii) Cash and cash equivalents | 15 | 3,327 | 250 |
| iv) Bank balances other than above | 16 | 18,646 | 6,457 |
| v) Loans | 8 | 5,423 | 203 |
| vi) Other financial assets | 9 | 7,272 | 1,153 |
| c) Contract assets | 17 | 86,394 | 46,637 |
| d) Other current assets | 12 | 8,968 | 4,980 |
| **Total current assets** | | **2,39,446** | **1,26,290** |
| **Total assets** | | **2,50,351** | **1,35,468** |
| **Equity and Liabilities** | | | |
| **Equity** | | | |
| a) Equity share capital | 18 | 2,579 | 1,836 |
| b) Other equity | 19 | 1,21,158 | 44,951 |
| **Equity attributable to owners of the Holding Company** | | **1,23,737** | **46,787** |
| Non-controlling interest | | - | - |
| **Total equity** | | **1,23,737** | **46,787** |
| **Liabilities** | | | |
| **Non-current liabilities** | | | |
| a) Financial liabilities | | | |
| i) Borrowings | 20 | 4,584 | 3,192 |
| ii) Lease liabilities | 21 | 686 | 80 |
| b) Provisions | 25 | 384 | 359 |
| **Total non-current liabilities** | | **5,654** | **3,631** |
| **Current liabilities** | | | |
| a) Financial liabilities | | | |
| i) Borrowings | 20 | 24,643 | 24,102 |
| ii) Lease liabilities | 21 | 177 | 72 |
| iii) Trade payables | 22 | | |
| - Dues of micro and small enterprises | | 5,489 | 9,181 |
| - Dues of trade payables other than micro and small enterprises | | 73,353 | 38,581 |
| iv) Other financial liabilities | 23 | 822 | 1,709 |
| b) Other current liabilities | 24 | 13,049 | 7,068 |
| c) Provisions | 25 | 672 | 738 |
| d) Current tax liabilities (net) | 26 | 2,755 | 3,599 |
| **Total current liabilities** | | **1,20,960** | **85,050** |
| **Total liabilities** | | **1,26,614** | **88,681** |
| **Total equity and liabilities** | | **2,50,351** | **1,35,468** |

The accompanying notes form an integral part of these consolidated financial statements.
As per our report of even date attached.

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

**Rakesh R. Agarwal**
Partner
Membership No. : 109632
Place: Mumbai
Date: 22 May 2026

**For and on behalf of the Board of Directors**
**Vikran Engineering Limited**

**Rakesh Markhedkar**
Chairman & Managing Director
DIN : 07009284
Place: Thane
Date: 22 May 2026

**Avinash Markhedkar**
Whole Time Director
DIN : 03089201
Place: Thane
Date: 22 May 2026

**Ashish Bahety**
Chief Financial Officer
Place: Thane
Date: 22 May 2026

**Kajal Rakholiya**
Company Secretary
Place: Thane
Date: 22 May 2026





# CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Notes | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|---|
| **Income** | | | |
| Revenue from operations | 27 | 1,24,931 | 91,585 |
| Other income | 28 | 1,696 | 651 |
| **Total income** | | **1,26,627** | **92,236** |
| **Expenses** | | | |
| Cost of materials consumed | 29 | 48,275 | 48,368 |
| Project related expense | 30 | 43,541 | 16,042 |
| Employee benefits expense | 31 | 8,383 | 6,763 |
| Finance costs | 32 | 6,644 | 5,358 |
| Depreciation and amortisation expense | 33 | 341 | 297 |
| Other expenses | 34 | 7,219 | 4,389 |
| **Total expenses** | | **1,14,403** | **81,217** |
| **Profit before exceptional Items and tax** | | **12,224** | **11,019** |
| Exceptional items - loss (net) | 35 | (121) | - |
| **Profit before tax** | | **12,103** | **11,019** |
| **Tax expense / (credit)** | | | |
| Current tax | 36 | 3,442 | 3,753 |
| Tax pertaining to earlier years | 36 | - | 78 |
| Deferred tax | 10 | (509) | (593) |
| | | **2,933** | **3,238** |
| **Net profit for the year (a)** | | **9,170** | **7,781** |
| **Other comprehensive income / (loss)** | | | |
| Items that will not be reclassified subsequently to profit or loss: | | | |
| Remeasurement of post employment benefit obligations | | 92 | (116) |
| Income-tax relating to items not reclassified | 10 | (23) | 29 |
| **Total other comprehensive income/ (loss) for the year (net of tax) (b)** | | **69** | **(87)** |
| **Total comprehensive income for the year (a+b)** | | **9,239** | **7,694** |
| **Profit for the year attributable to:** | | | |
| - Owners of the Holding Company | | 9,170 | 7,781 |
| - Non-controlling interest | | - | - |
| **Other comprehensive income / (loss) attributable to:** | | | |
| - Owners of the Holding Company | | 69 | (87) |
| - Non-controlling interest | | - | - |
| **Total comprehensive income for the year attributable to:** | | | |
| - Owners of the Holding Company | | 9,239 | 7,694 |
| - Non-controlling interest | | - | - |
| **Earnings per equity share (Face value of INR 1 each)** | 37 | | |
| Basic earnings per share (in INR) | | 4.05 | 4.35 |
| Diluted earnings per share (in INR) | | 4.05 | 4.35 |

The accompanying notes form an integral part of these consolidated financial statements.
As per our report of even date attached.

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

**Rakesh R. Agarwal**
Partner
Membership No. : 109632
Place: Mumbai
Date: 22 May 2026

**For and on behalf of the Board of Directors**
**Vikran Engineering Limited**

**Rakesh Markhedkar**
Chairman & Managing Director
DIN : 07009284
Place: Thane
Date: 22 May 2026

**Avinash Markhedkar**
Whole Time Director
DIN : 03089201
Place: Thane
Date: 22 May 2026

**Ashish Bahety**
Chief Financial Officer
Place: Thane
Date: 22 May 2026

**Kajal Rakholiya**
Company Secretary
Place: Thane
Date: 22 May 2026

## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Notes | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|---|
| **A. CASH FLOW FROM OPERATING ACTIVITIES** | | | |
| **Profit before tax** | | **12,103** | **11,019** |
| **Adjustments for:** | | | |
| Balances written off/ (written back) (net) | 28 & 34 | (155) | (127) |
| Depreciation and amortisation expense | 33 | 341 | 297 |
| Finance costs on borrowings (including other borrowing costs) and leases | 32 | 6,183 | 4,713 |
| Interest attributable towards advance income tax | 32 | 303 | 387 |
| Exceptional item - loss | 35 | 121 | - |
| Interest income | 28 | (1,493) | (514) |
| Reversal of foreseeable losses on contracts (net) | 27 | (137) | (403) |
| Net gain on sale/ change in fair value of mutual fund investments | 28 | (4) | (7) |
| Gain/ (Loss) on sale/ disposal of property, plant and equipment and lease liabilities | 28 & 34 | (3) | 0 |
| Inventories written down | 13 | 93 | 87 |
| Allowance for expected credit loss on trade receivables | 34 | 1,661 | 655 |
| Loss allowance on contract assets | 34 | 372 | 47 |
| **Operating profit before working capital changes** | | **19,385** | **16,154** |
| **Changes in working capital:** | | | |
| (Increase)/decrease in inventories | 13 | (2,090) | (1,008) |
| (Increase)/decrease in trade receivables | 14 | (42,384) | (17,697) |
| (Increase)/decrease in contract assets | 17 | (40,129) | (17,767) |
| (Increase)/decrease in other assets | 9 & 12 | (10,394) | (1,837) |
| Increase/(decrease) in trade payables | 22 | 31,352 | 18,197 |
| Increase/(decrease) in other liabilities | 23 & 24 | 5,130 | (6,847) |
| Increase/(decrease) in provisions | 25 | (25) | 160 |
| **Cash generated from/ (used in) operations** | | **(39,155)** | **(10,645)** |
| Income taxes paid (net of refunds) | 36(c) | (4,544) | (2,234) |
| Tax assets acquired pursuant to scheme of amalgamation | 55 | - | (28) |
| **Net cash used in operating activities - [A]** | | **(43,699)** | **(12,907)** |
| **B. CASH FLOW FROM INVESTING ACTIVITIES** | | | |
| Payment for purchase of property, plant and equipment and intangible assets (including capital advances and payable for capital goods) | 4A, 4B & 5 | (320) | (267) |
| Loan given during the year | 8 | (5,079) | (189) |
| Loan repayment received during the year | 8 | 24 | - |
| Proceeds from sale of property, plant and equipment | 4A, 4B & 5 | - | 1 |
| Investment in mutual funds | 7 | - | (15) |
| Maturity/(increase) in fixed deposits (not considered as cash and cash equivalent) | 16 | (11,299) | (971) |
| Interest received | 28 | 1,091 | 514 |
| **Net cash used in investing activities - [B]** | | **(15,583)** | **(927)** |
| **C. CASH FLOW FROM FINANCING ACTIVITIES** | | | |
| Proceeds from issue of equity shares (including securities premium and net off expenses directly attributable to issue of equity shares) | 18 & 19 | 67,097 | 10,274 |
| Principal paid on lease liabilities | 21 | (98) | (77) |
| Interest paid on lease liabilities | 21 | (59) | (11) |
| Proceeds from long term borrowings | 20 | 5,000 | 5,120 |
| Repayment of long term borrowings | 20 | (624) | (908) |
| Proceeds from short term borrowings | 20 | 30,458 | 6,577 |
| Repayment of short term borrowings | 20 | (32,932) | (1,834) |
| Dividend paid | 45 | (389) | (378) |
| Finance costs on borrowings paid | 32 | (6,094) | (4,702) |
| **Net cash generated from financing activities - [C]** | | **62,359** | **14,061** |
| **Net (decrease)/ increase in cash and cash equivalents - [A+B+C]** | | **3,077** | **227** |
| Cash and cash equivalents at the beginning of the year | | 250 | 8 |
| Cash and cash equivalents acquired pursuant to scheme of amalgamation | 55 | - | 15 |
| **Cash and cash equivalents at the end of the year** | 15 | **3,327** | **250** |
| **Non-cash financing activity :** Issue of bonus shares | 18 | - | 1,800 |
| **Non-cash investing activity :** Acquisition of right-of-use assets | 6 | 866 | 176 |
| **Non-cash investing activity :** Deletion of right-of-use assets | 6 | 71 | 224 |

**Notes:**

1) Figures in brackets represents outflow of cash and cash equivalents.

2) The consolidated statement of cash flows has been prepared under the “Indirect method” as set out in Indian Accounting Standard (Ind AS) 7 - “Statement of Cash Flows”.

3) Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities is given in Note 20(e) to the consolidated financial statements.

The accompanying notes form an integral part of these consolidated financial statements.
As per our report of even date attached.

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

**Rakesh R. Agarwal**
Partner
Membership No. : 109632
Place: Mumbai
Date: 22 May 2026

**For and on behalf of the Board of Directors**
**Vikran Engineering Limited**

**Rakesh Markhedkar**
Chairman & Managing Director
DIN : 07009284
Place: Thane
Date: 22 May 2026

**Avinash Markhedkar**
Whole Time Director
DIN : 03089201
Place: Thane
Date: 22 May 2026

**Ashish Bahety**
Chief Financial Officer
Place: Thane
Date: 22 May 2026

**Kajal Rakholiya**
Company Secretary
Place: Thane
Date: 22 May 2026

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

### A. EQUITY SHARE CAPITAL

| Particulars | Notes | Number of shares | Amount |
|---|---|---|---|
| Issued, subscribed and fully paid-up | | | |
| Equity shares | | | |
| **As at 31 March 2024 (Equity shares of INR 10 each) [Refer note 1(b)]** | 18 | **3,32,029** | **33** |
| Increase/ (decrease) during the year | | 18,32,49,101 | 1,803 |
| **As at 31 March 2025 (Equity shares of INR 1 each) [Refer note 1(b)]** | 18 | **18,35,81,130** | **1,836** |
| Increase during the year | | 7,43,29,896 | 743 |
| **As at 31 March 2026 (Equity shares of INR 1 each)** | 18 | **25,79,11,026** | **2,579** |

### B. OTHER EQUITY

| Particulars | Securities premium | Retained earnings | Debenture Redemption Reserve | Total |
|---|---|---|---|---|
| **Balance as at 01 April 2024 [Refer note 1(b)]** | **10,314** | **18,782** | **-** | **29,096** |
| Profit for the year | - | 7,781 | - | 7,781 |
| Other comprehensive income / (loss) (net of tax) | - | (87) | - | (87) |
| Dividend paid during the year (Refer note 45) | - | (378) | - | (378) |
| Securities premium on equity shares issued during the year | 10,401 | - | - | 10,401 |
| Issue of bonus shares during the year | (1,800) | - | - | (1,800) |
| Expenses directly attributable to issue of equity shares | (130) | - | - | (130) |
| Tax impact on expenses directly attributable to issue of equity shares | 26 | - | - | 26 |
| Adjustment on account of scheme of amalgamation (Refer note 55) | - | 42 | - | 42 |
| Transferred to debenture redemption reserve | - | (500) | 500 | - |
| **Balance as at 31 March 2025 [Refer note 1(b)]** | **18,811** | **25,640** | **500** | **44,951** |
| Profit for the year | - | 9,170 | - | 9,170 |
| Dividend paid during the year (Refer note 45) | - | (389) | - | (389) |
| Other comprehensive income / (loss) (net of tax) | - | 69 | - | 69 |
| Securities premium on equity shares issued during the year through IPO | 71,357 | - | - | 71,357 |
| Expenses directly attributable to issue of equity shares | (5,003) | - | - | (5,003) |
| Tax impact on expenses directly attributable to issue of equity shares | 1,003 | - | - | 1,003 |
| Transferred from debenture redemption reserve | - | 500 | (500) | - |
| **Balance as at 31 March 2026** | **86,168** | **34,990** | **-** | **1,21,158** |

**Nature of reserves:**

**i) Securities premium**

Securities premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

**ii) Retained earnings**

Retained earnings represents the accumulated profits / losses made by the Company over the years as reduced by dividends or other distributions paid to the shareholders, and includes remeasurement gains/ loss on defined benefit plan.

**iii) Debenture Redemption Reserve (DRR)**

The Holding Company had issued redeemable non-convertible debentures and, in accordance with the requirements of the Companies (Share Capital and Debentures) Rules, 2014 (as amended), had created a DRR in the past.

The requirement to maintain a DRR is not applicable to listed companies. Accordingly, the balance standing in the DRR has been transferred to retained earnings during the year ended 31 March 2026 post listing of the Holding Company on stock exchanges.

The accompanying notes form an integral part of these consolidated financial statements.
As per our report of even date attached.

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

**Rakesh R. Agarwal**
Partner
Membership No. : 109632
Place: Mumbai
Date: 22 May 2026

**For and on behalf of the Board of Directors**
**Vikran Engineering Limited**

**Rakesh Markhedkar**
Chairman & Managing Director
DIN : 07009284
Place: Thane
Date: 22 May 2026

**Avinash Markhedkar**
Whole Time Director
DIN : 03089201
Place: Thane
Date: 22 May 2026

**Ashish Bahety**
Chief Financial Officer
Place: Thane
Date: 22 May 2026

**Kajal Rakholiya**
Company Secretary
Place: Thane
Date: 22 May 2026





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

### Corporate Information

Vikran Engineering Limited (formerly, Vikran Engineering Private Limited) (the "Company" or "Vikran" or "VEL" or "the Holding Company") is a Company domiciled in India. The Holding Company having CIN L93000MH2008PLC272209, is an Engineering, Procurement and Construction (EPC) Company. The Holding Company, together with its subsidiary (hereinafter, the "Group") provides end-to-end services from conceptualisation, design, supply, installation, testing and commissioning on a turnkey basis and has presence across multiple sectors including power, water, and railway infrastructure. The registered office of the Holding Company is located at 401, Odyssey IT Park, Road No. 9, Industrial Wagle Estate, Thane, Maharashtra, India – 400 604.

The equity shares of the Holding Company got listed on National Stock Exchange of India Limited and BSE Limited on 03 September 2025.

The consolidated financial statements for the year ended 31 March 2026 were authorised for issue by the Board of Directors of the Holding Company on 22 May 2026.

### 1) Basis of preparation

(a) The consolidated financial statements have been prepared to comply in all material respects with the Indian Accounting Standards (Ind AS) notified under Section 133 of Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules, 2015, other relevant provisions of the Act, the presentation and disclosure requirement of Division II of Schedule III to the Act (Ind AS compliant Schedule III), and the guidelines issued by Securities Exchange Board of India, as applicable.

(b) The Holding Company has prepared the consolidated financial statements for the first time for the year ended 31 March 2026, consequent to incorporation of a wholly owned subsidiary – Vikran MP Solar Private Limited (effective 22 January 2026) during the current year. Accordingly, figures for the previous year presented in these consolidated financial statements represents the standalone financial statements of the Holding Company and are not strictly comparable with the current year consolidated financial statements.

(c) The consolidated financial statements have been prepared using going concern assumption and on a historical cost basis, except for certain financial assets and liabilities, defined benefit obligations, which are measured at fair value.

(d) The consolidated financial statements are presented in Indian Rupee (INR), which is also the Holding Company's functional currency. All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest lakh as per the requirements of Schedule III, unless otherwise stated. Any amount appearing in consolidated financial statements as '0' represent amount less than INR 50,000.

(e) Assets and liabilities have been classified as current or non-current, wherever applicable, as per the operating cycle of the Group as per the guidance set out in Schedule III to the Act. Operating cycle for the business activities of the Group related to long term contracts covers the duration of the project/ contract/ service including the defect liability/ warranty period, where applicable and extends up to the realisation of receivables (including retention monies) within the credit period normally applicable to the respective project/ contract/ service. Deferred tax assets and liabilities are classified as non-current only.

Assets and liabilities other than those relating to long term contracts are classified as current if it is expected to realise or settle within 12 months after the balance sheet date.

### 2) Summary of material accounting policy information

This note provides a summary of the material accounting policies adopted in the preparation of these consolidated financial statements.

#### a) Basis of consolidation

The consolidated financial statements have been prepared on the following basis:

**Subsidiaries**

Subsidiaries are the entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date the control ceases. The acquisition method of accounting is used to account for business

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

combination by the Group. The Group combines the separate financial statements of the Holding Company and its subsidiaries line by line adding together like items of assets, liabilities, contingent liability, equity, income and expenses. Intergroup transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. The subsidiary has a reporting date of 31 March 2026.

**Change in ownership interests**

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests or reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity. When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit and loss. The fair value becomes the initial carrying amount for the purposes of subsequent accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in OCI in respect of that entity are reclassified to profit or loss as if the Group had directly disposed of the related assets and liabilities.

**Consistency in accounting policy**

The financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's separate financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies, wherever necessary and practicable.

**Other explanatory notes**

Notes to the consolidated financial statements represent notes involving items which are considered material and are accordingly disclosed. Materiality for the purpose is assessed in relation to the information contained in the financial statements. Further, additional statutory information disclosed in separate financial statements of the subsidiary and/or a Holding Company having no bearing on the true and fair view of the Group's position or results, has not been disclosed in these consolidated financial statements.

### b) Revenue Recognition

Revenue is measured based on the transaction price, which is the consideration, adjusted for variable considerations, if any, as specified in the contracts with the customers. Revenue excludes taxes collected from customers on behalf of the government. Accruals for variable considerations are estimated based on accumulated experience and underlying agreements with customers. Revenue is recognised when the Group satisfies performance obligations by transferring the promised services or goods to its customers. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved.

The Group satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

- As the entity performs, the customer simultaneously receives and consumes the benefits provided by the entity's performance.
- The entity's performance creates or enhances an asset (e.g., work in progress) that the customer controls as the asset is created or enhanced.
- The entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date.

Performance obligations with reference to EPC contracts are satisfied over the period of time, and accordingly, revenue from such contracts is recognized based on progress of performance determined using input method with reference to the cost incurred on contract and their estimated total costs. Margin is not recognised until the outcome of the contract is certain. Transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of a third party. Revenue, measured at transaction price, is adjusted towards liquidated damages, time value of money and price variations, escalation, change in scope etc. wherever, applicable. Variation in contract work and other claims are included to the extent that the amount can be measured reliably, and there is no uncertainty regarding non-acceptance of such variation/ claims by the customer.

The Group evaluates whether each contract consists of a single performance obligation or multiple performance obligations. Due to the nature of the work required to be performed on many of the performance obligations, the estimation of total revenue and cost at completion is subject to many variables and requires significant judgement. The Group considers its experience with similar transactions and expectations regarding the contract in estimating the amount of variable consideration to which it will be entitled and determining whether the estimated variable consideration should be constrained. The Group includes estimated amounts in the transaction price to the extent it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved.

Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price.

Progress billings are generally issued upon completion of certain phases of the work as stipulated in the contract. Billing terms of the over-time contracts vary but are generally based on achieving specified milestones. The difference between the timing of revenue recognised and customer billings result in changes to contract assets (unbilled work in progress) and contract liabilities. Contractual retention amounts billed to customers are generally due upon expiration of the contract period.

The contracts generally result in revenue recognised in excess of billings which are presented as contract assets in the consolidated balance sheet. Amounts billed and due from customers are classified as receivables on the statement of financial position. The portion of the payments retained by the customer until final contract settlement is not considered a significant financing component since it is usually intended to provide customer with a form of security for Group's remaining performance as specified under the contract, which is consistent with the industry practice. Contract liabilities represent amounts billed to customers in excess of revenue recognised till date. A liability is recognised for advance payments, and it is not considered as a significant financing component since it is used to meet working capital requirements at the time of project mobilization stage. The same is presented as contract liability in the consolidated balance sheet.

Estimates of revenue and costs are reviewed periodically and revised, wherever circumstances change, resulting increases or decreases in revenue determination, is recognized in the consolidated statement of profit and loss in the period in which estimates are revised.

Costs to obtain a contract which are incurred regardless of whether the contract was obtained are charged-off in consolidated statement of profit and loss immediately in the period in which such costs are incurred.

Interest income is accrued on a time proportion basis, by reference to the amount outstanding and at the effective interest rate applicable.

Income other than the above is recognised as and when due or received, whichever is earlier.

### c) Taxes

Income tax expense comprises of current tax expense and deferred tax expenses. Current tax and deferred tax are recognized in consolidated statement of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless stated otherwise)

(i) Current income tax:

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act of the respective jurisdiction. The current tax is calculated using tax rates that have been enacted or substantively enacted, at the reporting date.

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

(ii) Deferred tax:

Deferred tax is recognized using the Balance Sheet approach on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be recovered or settled.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

The Group recognises deferred tax liability for all taxable temporary differences, except to the extent that both of the following conditions are satisfied:

- When the Group can control the timing of the reversal of the temporary difference; and
- It is probable that the temporary difference will not reverse in the foreseeable future.

### d) Property, Plant and Equipment

All items of property, plant and equipment are initially recorded at cost. Cost of property, plant and equipment comprises purchase price, non-refundable taxes, levies, borrowing cost if capitalization criteria are met and any directly attributable cost of bringing the asset to its working condition for the intended use. Subsequent to initial recognition, property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The cost of an item of property, plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless stated otherwise)

of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the consolidated statement of profit and loss as and when incurred.

Depreciation on property, plant and equipment is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 as per straight line method.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each period end and adjusted prospectively, if appropriate.

On transition to Ind AS, the Group had elected to continue with the carrying value of all of its property, plant and equipment recognised and measured as per the previous GAAP and had used that carrying value as the deemed cost of the property, plant and equipment.

### e) Investment properties

Investment properties are held to earn rentals or for capital appreciation, or both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Investment properties are measured initially at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group. All other repair and maintenance costs are recognised in consolidated statement of profit and loss as incurred. Subsequent to initial recognition, investment properties are measured at cost less any accumulated impairment losses.

On transition to Ind AS, the Group had elected to continue with the carrying value of all of its investment properties, recognised and measured as per the previous GAAP and had used that carrying value as the deemed cost of the property, plant and equipment.

### f) Intangible assets

Intangible assets such as computer software acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment loss, if any.

Intangible assets are amortised over their estimated useful life of 3 years on straight line method and is recognised in the consolidated statement of profit and loss under the head "Depreciation and Amortisation expense". The estimated useful life of the intangible assets and the amortization period are reviewed at the end of each financial year and the amortization period is revised to reflect the changed pattern, if any.

On transition to Ind AS, the Group had elected to continue with the carrying value of all of intangible assets recognised and measured as per the previous GAAP and had used that carrying value as the deemed cost of the property, plant and equipment.

### g) Inventories

The stock of construction materials, stores, spares is valued at cost or net realisable value, whichever is lower. However, these items are considered to be realisable at cost if the finished products in which they will be used, are expected to be sold at or above cost. Cost is determined on weighted average basis and includes all applicable cost of bringing the goods to their present location and condition. Revenue from sale of scrap material is presented as reduction from cost of materials consumed in the consolidated statement of profit and loss.

### h) Cash and cash equivalents

Cash and cash equivalents comprises cash in hand and demand deposits with banks, short-term balances (with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. Margin money deposits, earmarked balances with banks and other bank balances which have restrictions are presented as other bank balances.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### i) Borrowing costs

Borrowing costs consists of interest, ancillary costs and other costs in connection with the borrowing of funds.

Borrowing costs attributable to acquisition and/or construction of qualifying assets are capitalised as a part of the cost of such assets, up to the date such assets are ready for their intended use. All other borrowing costs are charged to the consolidated statement of profit and loss.

### j) Impairment of non-financial assets

The Group assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognised in the Statement of profit and loss.

### k) Leases

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

**Group as a lessee**

At the commencement date of a lease, the Group recognises a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Right-of-use assets are measured at cost, less any accumulated depreciation, impairment losses and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized and lease payments made at or before the commencement date. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification or a change in the lease term. The Group separately recognises the interest expense on the lease liability as finance cost and the depreciation expense on the right-of-use asset.

The Group accounts for a lease modification as a separate lease when both of the following conditions are met:

- The modification increases the scope of the lease by adding the right to use one or more underlying assets.
- The consideration for the lease increases commensurate with the price for the increase in scope and any adjustments to that stand-alone price reflect the circumstances of the particular contract.

  For a lease modification that fully or partially decreases the scope of the lease the Group decreases the carrying amount of the right-of-use asset to reflect partial or full termination of the lease. Any difference between those adjustments is recognized in profit or loss at the effective date of the modification.





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

The Group has elected to use the exemptions proposed by the standard on lease contracts for which the lease terms end within 12 months as of the date of initial application, and lease contracts for which the underlying asset is of low value. The Group recognises the lease payments associated with such leases as an expense in the consolidated statement of profit and loss.

### l) Financial Instruments and Equity Instruments

**Initial recognition and measurement**

Financial instruments (assets and liabilities) are recognised when the Group becomes a party to a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets (unless it is a trade receivable without a significant financing component) and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, other than those designated as fair value through profit or loss (FVTPL), are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in consolidated statement of profit and loss. A trade receivable without a significant financing component is initially measured at the transaction price. The amount of retention money held by the customers is disclosed as part of trade receivables.

#### i. Financial assets

All regular way purchase or sale of financial assets are recognised and derecognised on a trade date basis. Regular way purchase or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

**Subsequent measurement**

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets:

a) Financial assets measured at amortised cost

b) Financial assets measured at fair value through profit or loss (FVTPL)

**Financial assets measured at amortised cost**

A financial asset is measured at amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the instruments give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. EIR is the rate that exactly discounts estimated future cash receipts (including all fees, transaction costs and other premiums or discounts) through the expected life of the debt instrument or where appropriate, a shorter period, to the net carrying amount on initial recognition.

The EIR amortisation is included in other income in the consolidated statement of profit and loss. The losses arising from impairment are recognised in the consolidated statement of profit and loss. This category generally applies to trade and other receivables, loans, etc.

**Financial assets measured at FVTPL**

**Debt instrument**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the consolidated statement of profit and loss.

**De-recognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass through' arrangement; and either

- the Group has transferred substantially all the risks and rewards of the asset, or
- the Group has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

**Impairment of financial assets**

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

- Debt instruments measured at amortised cost e.g., bank deposits and loan assets
- Trade receivables
- Other financial assets not designated as FVTPL

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

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

The Group follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables as well as contract assets. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

**ii. Financial liabilities**

**Subsequent measurement**

All financial liabilities are subsequently measured at amortised cost using the EIR method or at FVTPL.

**Financial liabilities at amortised cost**

After initial recognition, interest-bearing borrowings and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in consolidated statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the consolidated statement of profit and loss.

**Financial liabilities at FVTPL**

Financial liabilities are classified as FVTPL when the financial liabilities are held for trading or are designated as FVTPL on initial recognition. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the profit or loss.

**De-recognition**

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**iii. Trade receivables**

A receivable represents the Group's right to an amount of consideration under the contract with a customer that is unconditional and realizable on the due date (i.e., only the passage of time is required before payment of the consideration is due). Trade receivable without a significant financing component is initially measured at the transaction price.

**iv. Trade and other payables**

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per agreed terms. Trade payables are presented based on the operating cycle of the Group. They are recognised initially at their transaction price and subsequently measured at amortised cost using the effective interest method.

**v. Offsetting financial instruments**

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

**Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of expenses directly attributable to issue of such equity.

**m) Provisions (other than employee benefits)**

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

**n) Provision for warranty**

The estimated liability for warranty is recorded at the commencement of defect liability period. These estimates are established using historical information on the nature, frequency and average cost of obligations and management estimates regarding possible future incidence based on corrective actions during the period under warranty phase.

**o) Contingencies**

Disclosure of contingent liabilities is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognised in the consolidated financial statements however such assets are assessed continuously and if it is virtually certain that an inflow of economic benefits will arise, the assets and the related income are recognised in the period in which the change occurs. Contingent assets are disclosed where an inflow of economic benefits is probable.

**p) Employee Benefits**

Liability on account of short-term employee benefits is recognised on an undiscounted and accrual basis during the period when the employee renders service/ vesting period of the benefit.

Defined Contribution Plan:

The Group pays contribution to the provident fund, labour welfare fund and employee state insurance corporation which is administered by respective Government authorities. The Group has no further payment obligations once the contributions have been paid. The Contributions are recognized as employee benefit expense in the consolidated statement of profit and loss to the year it pertains.

Defined benefit plan:

(a) Gratuity: The Group's liability towards gratuity is based on the actuarial valuation using the projected unit credit method which considers each period of service as giving rise to additional unit of benefit entitlement and measures each unit separately to build up the final obligation. The cost for past services is recognized on a straight-line basis over the average period until the amended benefits become vested.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the consolidated statement of changes in equity and in the consolidated balance sheet.

Obligation is measured at the present value of estimated future cash flows using a discount rate that is determined by reference to market yields at the reporting date on Government bonds where the currency and the terms of Government bonds are consistent with the currency and estimated term of defined benefit obligation.

(b) Compensated absences: The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the period end. The Group presents the entire compensated absences provision as a current liability in the consolidated balance sheet, since it does not have an unconditional right to defer its settlement for twelve months after the reporting date. However, based on past experience, the Group does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

### q) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss (excluding OCI) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue and share splits that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per share is computed by dividing the net profit for the period as adjusted for dividend, interest and other changes to expense and income (net of any attributable taxes) relating to the dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.

### r) Exceptional items

When items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed separately as exceptional items.

### s) Segment reporting

Operating segments are identified based on the manner in which the Chief Operating Decision Maker ('CODM') decides about resource allocation and reviews performance of the Group. The





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

Managing Director and Whole Time Directors are identified as CODM of the Holding Company The CODM regularly monitors and reviews the operating result as one segment of EPC. Thus, as defined in Ind AS 108 "Operating Segments", the Group's entire business falls under this one operational segment.

### t) Debenture Redemption Reserve (DRR)

The Group creates DRR in accordance with the applicable provisions of the Companies Act, 2013, out of profits of the Group available for payment of dividend. Upon cessation of the statutory requirement to maintain the DRR, the balance therein is transferred to retained earnings.

### u) Initial Public Offer (IPO) related transaction costs

The expenses pertaining to IPO includes expenses pertaining to fresh issue of equity shares, offer for sale by selling shareholders and listing of equity shares and is accounted for as follows:

- Incremental costs that are directly attributable to issuing new shares were deferred until successful consummation of IPO upon which have been deducted from equity;
- Incremental costs that are not directly attributable to issuing new shares or offer for sale by selling shareholders, are recorded as an expense in the consolidated statement of profit and loss as and when incurred; and
- Costs that relate to fresh issue of equity shares and offer for sale by selling shareholders are allocated between those functions on a rational and consistent basis as per agreed terms.

### v) Supplier finance arrangements

The Group has entered into supplier finance arrangements with financial institutions to facilitate settlement of amounts due to suppliers. The classification of liabilities arising under such arrangements requires management judgment based on the specific terms and conditions of the arrangement and an assessment of the economic substance of the transaction.

Liabilities subject to supplier finance arrangements continue to be presented as trade payables where the arrangement does not result in a substantial modification of the original terms of the underlying trade payable and the transaction remains operating in nature. In such cases, the arrangement is considered a mechanism for facilitating payment to suppliers, and the related obligation continues to form part of the Group's normal working capital cycle.

Where the supplier finance arrangement results in a substantial modification of the original liability or the economic substance of the transaction is determined to be financing in nature, including situations where the Group obtains extension of credit terms such that the obligation no longer forms part of its normal working capital cycle, the original trade payable is derecognized and a corresponding financial liability is recognized as borrowings. Subsequent measurement of such liabilities is performed in accordance with the accounting policy applicable to borrowings.

### w) Share issue expenses

Share issue expenses are adjusted against the Securities Premium Account as permissible under Section 52 of the Act, to the extent any balance is available for utilisation in the Securities Premium Account. Share issue expenses in excess of the balance in the Securities Premium Account is expensed in the consolidated statement of profit and loss.

### x) Events occurring after the balance sheet date

Based on the nature of the event, the Group identifies the events occurring between the balance sheet date and the date on which the consolidated financial statements are approved as 'Adjusting Event' and 'Non-adjusting event'. Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date or because of statutory requirements or because of their special nature. For non-adjusting events, the Group may provide a disclosure in the consolidated financial statements considering the nature of the event/ transaction.

### 2.1 Key accounting estimates and judgements

The preparation of the Group's consolidated financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. Management believes that the estimates used in the preparation of the consolidated financial statements are prudent and reasonable. Estimates and underlying assumptions are reviewed by management at each reporting date. Actual results could differ from these estimates. Any revision of these estimates is recognised prospectively in the current and future periods.

Information about significant areas of estimation and assumptions/ uncertainty and judgements in applying accounting policies are as follows:

(i) Deferred tax assets

The assessment of the probability of future taxable profit in which deferred tax assets can be utilized is based on the Group's latest forecast, which is adjusted for significant non-taxable profit and expenses and specific limits to the use of any unused tax loss or credit. If a positive forecast of taxable profit indicates the probable use of a deferred tax asset, especially when it can be utilized without a time limit, that deferred tax asset is usually recognized in full.

(ii) Revenue recognition

Determination of revenue under percentage of completion method necessarily involves making estimates, some of which are of a technical nature, concerning, where relevant, the percentage of completion, costs to completion, the expected revenue from the project or activity and foreseeable losses to completion. Estimates of project income, as well as project costs, are reviewed periodically. The effect of changes, if any, to estimates is recognised in the consolidated financial statements in the year in which such changes are determined.

(iii) Current income taxes

The tax jurisdiction for the Holding Company is India. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods. The recognition of taxes that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances.

(iv) Accounting for defined benefit plans

In accounting for post-retirement benefits, several statistical and other factors that attempt to anticipate future events are used to calculate plan expenses and liabilities. These factors include expected discount rate assumptions and rate of future compensation increases. To estimate these factors, actuarial consultants also use estimates such as withdrawal, turnover, and mortality rates which require significant judgment. The actuarial assumptions used by the Group may differ materially from actual results in future periods due to changing market and economic conditions, regulatory events, judicial rulings, higher or lower withdrawal rates, or longer or shorter participant life spans.

(v) Impairment

An impairment loss is recognised for the amount by which an asset's or cash-generating unit's carrying amount exceeds its recoverable amount to determine the recoverable amount, management estimates expected future cash flows from each asset or cash generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring expected future cash flows, management makes assumptions about future operating results. These assumptions relate to future events and circumstances. The actual results may vary and may cause significant adjustments to the Group's assets.

In most cases, determining the applicable discount rate involves estimating the appropriate adjustment to market risk and the appropriate adjustment to asset-specific risk factors.





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

(vi) Foreseeable losses

In case of contracts, when it is probable that total contract costs will exceed total contract revenue, the expected loss (foreseeable loss) is recognised. Such loss is measured based on management experience of handling similar contract in past and estimates regarding possible future incidence during the contract period.

(vii) Expected credit loss

The measurement of ECL reflects a probability-weighted outcome, the time value of money and the best available forward-looking information, market condition, credit profile of the customer, project status, past collection experience, litigation (if any). The correlation between historical observed default rates, forecast economic conditions and expected credit loss is a significant estimate. The amount of expected credit loss is sensitive to changes in circumstances and forecasted economic conditions. The Group's historical credit loss experience and forecast of economic conditions may not be representative of the actual default in the future.

(viii) Fair value of financial instruments

Management uses valuation techniques in measuring the fair value of financial instruments where active market quotes are not available. In applying the valuation techniques, management makes maximum use of market inputs and uses estimates and assumptions that are, as far as possible, consistent with observable data that market participants would use in pricing the instrument. Where applicable data is not observable, management uses its best estimate about the assumptions that market participants would make. These estimates may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

(ix) Provisions and contingent liabilities

A provision is recognised when the Group has a present obligation as result of a past event and it is probable that the outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each reporting date and adjusted to reflect the current best estimates. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgements and the use of estimates regarding the outcome of future events.

(x) Joint arrangements

Based on the requirement of tender issuing authority/ prospective customer, the Group has formed joint arrangement which are not body corporate. The Group applies judgment considering the underlying terms agreed with the venturer, substance of transactions and responsibility assumed by the Group including managing operations of such venture. Basis such assessment, if the Group determines that (a) joint control does not exist and (b) in substance it assumes practically all the risk and rewards related to such arrangements, it considers such arrangement as its own extension. Accordingly, as at reporting periods, the Group has included the results and transactions of such arrangements in its consolidated financial statements and has not considered such arrangements as separate component for reporting purpose.

(xi) Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease required significant judgement. The Group uses judgement in assessing the lease term (including anticipated renewals) and the applicable incremental borrowing rate. The Group revises the lease term if there is a change in non-cancellable period of a lease.

(xii) Business combination

Management applies judgement in determining whether an acquisition/ merger constitute a business combination or not. In applying judgement, the Group determines whether the acquisition/ merger constitute inputs and when processes are applied to those inputs, it should have the ability to contribute to the creation of outputs. In

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

case such criteria is not met, the acquisition/ merger is not considered as business combination.

(xiii) Useful lives of depreciable assets

Management reviews its estimate of the useful lives and residual values of depreciable assets at each reporting date, based on the expected utility of the assets. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of the Group's assets are determined by the management at the time the asset is acquired and reviewed periodically.

(xiv) Allowances for inventories

Management reviews the inventory age listing on a periodic basis. The purpose is to ascertain whether an allowance is required to be made for any obsolete and slow-moving items. The Group also takes into account the recoverability of project-specific inventory based on factors such as the stage of project execution, expected future consumption, defect liability and operations & maintenance phases, physical condition, and the risk of obsolescence or deterioration. Management is satisfied that adequate allowance for obsolete and slow-moving inventories has been made in the consolidated financial statements.

### 3) Recent accounting pronouncements

The Ministry of Corporate Affairs (MCA) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31 March 2026, MCA has notified following amendment to Ind AS, applicable to the Group w.e.f. 01 April 2025.

**Ind AS 21**: The Effects of Changes in Foreign Exchange Rates relating to lack of exchangeability.

**Ind AS 12:** Income Taxes relating to International Tax Reform – Pillar Two Model Rules – Exception to recognition and disclosure of deferred tax.

**Ind AS 7:** Statement of Cash Flows and Ind AS 107: Financial Instrument: Disclosures, relating to supplier finance arrangements.

**Ind AS 1:** Presentation of Financial Statements relating to classification of liabilities as current or non- current and non- current liabilities with covenants.

The Group has determined that it does not have any material impact in its consolidated financial statements of the above amendments except for the implementation of amendments related to supplier finance arrangements which have been appropriately disclosed in the consolidated financial statements.

**New and amended standards which are issued but not yet effective and has not been early adopted by the Group**

**Ind AS 1** - The amendment requires that if a covenant breach is rectified after the reporting date, the same will be treated as a non-adjusting event and this amendment will be applicable from annual reporting periods beginning on or after the 01 April 2026.

The Group does not expect to have a material impact of the above amendment on the consolidated financial statements.

**Ind AS 118** "Presentation and Disclosure in Financial Statements" ('Ind AS 118'), is proposed to replace Ind AS 1 "Presentation of Financial Statements" and is expected to be implemented for annual reporting periods beginning on or after 01 April 2027. Ind AS 118 introduces revised presentation requirements in the statement of profit and loss and enhanced disclosure requirements. The standard is expected to impact presentation and disclosures but not the recognition and measurement.

The Group is currently evaluating the impact of this standard on the accompanying consolidated financial statements.





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 4A: PROPERTY, PLANT AND EQUIPMENT

| Particulars | Land | Office Premise | Temporary Sheds | Plant and Machinery | Electrical Equipment | Computers | Tools and Tackles | Furniture and Fixtures | Vehicles | Office Equipment | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|
| **Gross carrying amount** | | | | | | | | | | | |
| **As at 31 March 2024 [Refer note 1(b)]** | **73** | **279** | **74** | **143** | **97** | **252** | **461** | **150** | **134** | **50** | **1,713** |
| Additions | - | - | 18 | 2 | 2 | 24 | 29 | 2 | 146 | 28 | 251 |
| Disposals | - | - | - | - | - | - | - | - | (1) | - | (1) |
| **As at 31 March 2025 [Refer note 1(b)]** | **73** | **279** | **92** | **145** | **99** | **276** | **490** | **152** | **279** | **78** | **1,963** |
| Additions | - | - | 5 | - | 49 | 52 | 75 | 106 | 12 | 54 | 353 |
| Disposals | - | - | - | - | - | - | - | - | (0) | - | (0) |
| **As at 31 March 2026** | **73** | **279** | **97** | **145** | **148** | **328** | **565** | **258** | **291** | **132** | **2,316** |
| **Accumulated depreciation** | | | | | | | | | | | |
| **As at 31 March 2024 [Refer note 1(b)]** | **-** | **36** | **54** | **29** | **53** | **178** | **316** | **75** | **83** | **25** | **849** |
| Depreciation charge for the period | - | 4 | 19 | 9 | 9 | 33 | 90 | 14 | 22 | 10 | 210 |
| Reversal on disposals | - | - | - | - | - | - | - | - | 0 | - | 0 |
| **As at 31 March 2025 [Refer note 1(b)]** | **-** | **40** | **73** | **38** | **62** | **211** | **406** | **89** | **105** | **35** | **1,059** |
| Depreciation charge for the period | - | 4 | 7 | 9 | 11 | 39 | 46 | 15 | 28 | 14 | 173 |
| Reversal on disposals | - | - | - | - | - | - | - | - | (0) | - | (0) |
| **As at 31 March 2026** | **-** | **44** | **80** | **47** | **73** | **250** | **452** | **104** | **133** | **49** | **1,232** |
| **Net carrying amount** | | | | | | | | | | | |
| As at 31 March 2025 [Refer note 1(b)] | 73 | 239 | 19 | 107 | 37 | 65 | 84 | 63 | 174 | 43 | **904** |
| As at 31 March 2026 | 73 | 235 | 17 | 98 | 75 | 78 | 113 | 154 | 158 | 83 | **1,084** |

**Notes:**

i) Refer note 20 for the assets forming part of property, plant and equipment which are offered as security/ charge for the borrowings availed by the Group.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 4B: INVESTMENT PROPERTIES

| Particulars | Amount |
|---|---|
| **Gross carrying amount** | |
| Balance as at 01 April 2024 [Refer note 1(b)] | 207 |
| Additions during the year | - |
| Balance as at 31 March 2025 [Refer note 1(b)] | 207 |
| Additions during the year | - |
| Balance as at 31 March 2026 | 207 |
| **Accumulated depreciation** | |
| Balance as at 01 April 2024 [Refer note 1(b)] | - |
| Depreciation charge for the year | - |
| Balance as at 31 March 2025 [Refer note 1(b)] | - |
| Depreciation charge for the year | - |
| Balance as at 31 March 2026 | - |
| **Net carrying amount:** | |
| As at 31 March 2025 [Refer note 1(b)] | **207** |
| As at 31 March 2026 | **207** |

**Notes:**

i) Investment properties of the Group comprise of land in respect of which the work towards its development has not been started as at the reporting dates.

ii) The Group has not earned any income from its investment properties during the reporting years.

iii) As at 31 March 2026 and 31 March 2025, the fair value of the properties are INR 2,696 lakhs and INR 2,696 lakhs respectively. The valuation is based on valuation performed by an independent valuer registered in terms of the Act. Such independent valuer has considered the circle rate issued by the local authority for determining the fair value. Circle rates are primarily dependent on factors such as location, zoning, market trends, infrastructure, and other amenities available in the area.

### NOTE 5: INTANGIBLE ASSETS

| Particulars | Computer software | Total |
|---|---|---|
| **Gross carrying amount** | | |
| **As at 01 April 2024 [Refer note 1(b)]** | **257** | **257** |
| Additions during the year | 7 | 7 |
| **As at 31 March 2025 [Refer note 1(b)]** | **264** | **264** |
| Additions during the year | 3 | 3 |
| **As at 31 March 2026** | **267** | **267** |





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Computer software | Total |
|---|---|---|
| **Accumulated amortisation** | | |
| **As at 01 April 2024 [Refer note 1(b)]** | **234** | **234** |
| Amortisation charge for the year | 10 | 10 |
| **As at 31 March 2025 [Refer note 1(b)]** | **244** | **244** |
| Amortisation charge for the year | 4 | 4 |
| **As at 31 March 2026** | **248** | **248** |
| **Net carrying amount** | | |
| As at 31 March 2025 [Refer note 1(b)] | 20 | 20 |
| As at 31 March 2026 | 19 | **19** |

### NOTE 6: RIGHT-OF-USE (ROU) ASSETS

| Particulars | Leased premises | Total |
|---|---|---|
| **Gross carrying amount** | | |
| **As at 01 April 2024 [Refer note 1(b)]** | **295** | **295** |
| Additions during the period | 176 | 176 |
| Disposals during the period | (224) | (224) |
| **As at 31 March 2025 [Refer note 1(b)]** | **247** | **247** |
| Additions during the period | 866 | 866 |
| Disposals during the period | (71) | (71) |
| **As at 31 March 2026** | **1,042** | **1,042** |
| **Accumulated depreciation** | | |
| **As at 01 April 2024 [Refer note 1(b)]** | **200** | **200** |
| Depreciation charge for the period | 77 | 77 |
| Reversal on disposals | (180) | (180) |
| **As at 31 March 2025 [Refer note 1(b)]** | **97** | **97** |
| Depreciation charge for the period | 164 | 164 |
| Reversal on disposals | (55) | (55) |
| **As at 31 March 2026** | **206** | **206** |
| **Net carrying amount** | | |
| As at 31 March 2025 [Refer note 1(b)] | 150 | **150** |
| As at 31 March 2026 | 836 | **836** |

**Note:**

i) Refer note 39 for disclosure on leased asset.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 7: INVESTMENTS

| Particulars | Face Value per share/ unit | Number of Shares/Units | | Amount | |
|---|---|---|---|---|---|
| | | As at 31 March 2026 | As at 31 March 2025 | As at 31 March 2026 | As at 31 March 2025 |
| A. Investment carried at fair value through profit or loss (FVTPL) | | | | | |
| Unquoted | | | | | |
| **Mutual Funds*** | | | | | |
| Union Balanced Advantage Fund Regular Plan - Growth | 10 | 1,78,555 | 1,78,555 | 34 | 34 |
| LIC MF Banking And PSU Debt Fund - Direct Plan-Growth | 10 | 4,093 | 4,093 | 2 | 2 |
| Union Corporate Bond Fund Regular Plan - Growth | 10 | 4,97,708 | 4,97,708 | 78 | 74 |
| Baroda BNP Paribas Multi Assets Fund - Regular Growth | 10 | 19,989 | 19,989 | 3 | 3 |
| **Total Current Investments** | | | | **117** | **113** |

**Summary of investments (Current)**

| Particulars | Amount | |
|---|---|---|
| | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
| Aggregate amount of quoted investments and market value thereof | - | - |
| Aggregate amount of unquoted investments | 117 | 113 |
| Aggregate amount of impairment allowance in the value of investments | - | - |
| Investments carried at cost | - | - |
| Investments carried at fair value through other comprehensive income (FVTOCI) | - | - |
| Investments carried at fair value through profit and loss (FVTPL) | 117 | 113 |

** Includes INR 117 lakhs (31 March 2025 : INR 113 lakhs) given as collaterals against borrowings taken by the Group.

**Note: Information required under section 186(4) to the Act**

(a) The Group has not made any investment except as disclosed above.





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 8: LOANS

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Unsecured, considered good** | | |
| Loan to a related party* (Refer note 42) | 397 | 203 |
| Loan to others** | 5,026 | - |
| | **5,423** | **203** |
| **Sub-classification of loans:** | | |
| Loans considered good - secured | - | - |
| Loans considered good - unsecured | 5,423 | 203 |
| Loans which have significant increase in credit risk | - | - |
| Loans - credit impaired | - | - |
| **Total** | **5,423** | **203** |

* Loan to a related party represents loan given to an entity in which one of the directors is a director.
** Loan to others represents loan given to other business entity solely for business purposes including working capital requirement.

**Note: Information required under section 186(4) to the Act**

(a) Loan to a related party carries an interest rate of 18.00% p.a. The same has been given towards general corporate and working capital purposes and is repayable on demand.

(b) Loan to others carries an interest of 15.00% p.a. The same has been given for business purposes including working capital purposes and is repayable on demand.

**Disclosure pursuant to the Regulation 34(3) read with para A of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Loans given to related party:

| Name of the entity to whom loan given | Nature (Loan / Guarantee / Security / Investment) | Purpose | Amount outstanding as on | |
|---|---|---|---|---|
| | | | 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
| Power and Control Transformers Industries Private Limited | Loan | General corporate and working capital | 397 | 203 |
| | | | 397 | 203 |

| Name of the entity to whom loan given | Nature (Loan / Guarantee / Security / Investment) | Purpose | Maximum amount outstanding during the year ended | |
|---|---|---|---|---|
| | | | 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
| Power and Control Transformers Industries Private Limited | Loan | General corporate and working capital | 397 | 203 |
| | | | 397 | 203 |

Further, no investment is held by the above related party in the shares of the Holding Company.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 9: OTHER FINANCIAL ASSETS

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Non-current (Unsecured, considered good)** | | |
| Security deposits** | 74 | - |
| Bank deposits | | |
| Bank deposits having remaining maturity of more than 12 months* | 1,398 | 2,069 |
| | **1,472** | **2,069** |
| **Current (Unsecured, considered good)** | | |
| Security deposits** | 6,994 | 638 |
| Earnest money deposits (EMD)** | 169 | 369 |
| Receivable from promoter selling shareholder $$ | - | 57 |
| Other receivables*** | 109 | 89 |
| | **7,272** | **1,153** |
| **Sub-classification of security deposits and EMDs:** | | |
| Considered good - secured | - | - |
| considered good - unsecured | 7,237 | 1,007 |
| Significant increase in credit risk | - | - |
| Credit impaired | - | - |
| | **7,237** | **1,007** |

* For details of fixed deposits held as security, refer note 16.

** Security deposits and EMDs are interest free non-derivative financial assets carried at amortised cost. These primarily includes deposits given against rented premises, tender bidding and towards certain borrowings availed by the Group.

$$ Represents expense recoverable from the promoter selling shareholder, which has been incurred by the Holding Company towards Initial Public Offering (IPO) of the equity shares of the Holding Company. The same was recoverable in the proportion of offer for sale to total issue size and has been recovered in the current year.

*** Primarily includes reimbursements receivable from customers towards amount paid for crop compensation, claim receivable from an insurance company against theft and expenses incurred on behalf of other parties.

### NOTE 10: DEFERRED TAX ASSETS (NET)

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Deferred tax liabilities arising on account of:** | | |
| Temporary differences between right of use assets and lease liability | 7 | 1 |
| Others (including unrealised gain on investments carried at FVTPL) | 6 | 0 |
| | **13** | **1** |
| **Deferred tax assets arising on account of:** | | |
| Expense allowable on payment basis | 1,004 | 998 |
| Impact of items allowed under the Income Tax Act, 1961 on a proportionate basis | 1,035 | 41 |
| Expected credit loss | 963 | 452 |
| Temporary differences between book and tax balance of property, plant and equipment | 24 | 34 |
| | **3,026** | **1,525** |
| **Net deferred tax assets** | **3,013** | **1,524** |





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

The Group offsets tax assets and liabilities only if it has a legally enforceable right to set off current tax assets and current tax liabilities, and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

**(a) Movement in deferred tax assets and deferred tax liabilities from 01 April 2025 to 31 March 2026**

| Particulars | Opening balance as at 01 April 2025 | (Charged) / credited to P&L | (Charged) / credited to OCI | (Charged) / credited to other equity | Closing balance as at 31 March 2026 |
|---|---|---|---|---|---|
| **Deferred tax liability arising on account of:** | | | | | |
| Temporary differences between right of use assets and lease liability | 1 | 6 | - | - | 7 |
| Others (including unrealised gain on investments carried at FVTPL) | - | 6 | - | - | 6 |
| | **1** | **12** | **-** | **-** | **13** |
| **Deferred tax asset arising on account of:** | | | | | |
| Expense allowable on payment basis | 998 | 29 | (23) | - | 1,004 |
| Impact of items allowed under the Income Tax Act, 1961 on a proportionate basis | 41 | (9) | - | 1,003 | 1,035 |
| Expected credit loss | 452 | 511 | - | - | 963 |
| On timing difference between book depreciation and depreciation as per the Income-tax Act, 1961 | 34 | (10) | - | - | 24 |
| | **1,525** | **521** | **(23)** | **1,003** | **3,026** |
| **Deferred tax assets (net)** | **1,524** | **509** | **(23)** | **1,003** | **3,013** |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless stated otherwise)

**(b) Movement in deferred tax assets and deferred tax liabilities from 01 April 2024 to 31 March 2025**

| Particulars | Opening balance as at 01 April 2024 | (Charged) / credited to P&L | (Charged) / credited to OCI | (Charged) / credited to other equity | Closing balance as at 31 March 2025 |
|---|---|---|---|---|---|
| **Deferred tax liability arising on account of** | | | | | |
| Temporary differences between right of use assets and lease liability | 5 | (4) | - | - | 1 |
| Others (including unrealised gain on investments carried at FVTPL) | 0 | 0 | - | - | 0 |
| | **5** | **(4)** | **-** | **-** | **1** |
| **Deferred tax asset arising on account of** | | | | | |
| Expense allowable on payment basis | 586 | 383 | 29 | - | 998 |
| Impact of items allowed under the Income Tax Act, 1961 on a proportionate basis | - | 15 | - | 26 | 41 |
| Expected credit loss | 275 | 177 | - | - | 452 |
| On timing difference between book depreciation and depreciation as per the Income-tax Act, 1961 | 20 | 14 | - | - | 34 |
| | **881** | **589** | **29** | **26** | **1,525** |
| **Deferred tax assets (net)** | **876** | **593** | **29** | **26** | **1,524** |

### NOTE 11: NON-CURRENT TAX ASSETS (NET)

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Advance income tax (net) (Refer note 36) | 114 | 185 |
| | **114** | **185** |

**Note:** The above amounts are net off provisions - 31 March 2026: INR 8,612 lakhs and 31 March 2025: INR 4,493 lakhs.

### NOTE 12: OTHER ASSETS

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Non - current:** | | |
| Prepaid expenses | 250 | 314 |
| Balances with government authorities (net)^ | 984 | 876 |
| | **1,234** | **1,190** |



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless stated otherwise)

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Current:** | | |
| Advances to employees (Unsecured, considered good) | 366 | 356 |
| Prepaid expenses | 691 | 464 |
| Share issue expenses* | - | 438 |
| Advances to suppliers and sub-contractors (Unsecured, considered good) (Refer note 42) | 3,659 | 1,193 |
| Balances with government authorities (net) | 4,252 | 2,529 |
| | **8,968** | **4,980** |

^ Represents amount paid under protest towards disputed demands of indirect taxes.

* Pertains to expenses incurred by the Company towards Initial Public Offering (IPO) of the equity shares of the Holding Company carried forward to the extent of Holding Company share, which has been adjusted with securities premium at the time of issue of shares in the current year in accordance with the requirement of Section 52 of the Act.

### NOTE 13: INVENTORIES (VALUED AT LOWER OF COST AND NET REALISABLE VALUE)

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Construction materials | 7,701 | 5,804 |
| Stores and spare parts | 291 | 190 |
| | **7,992** | **5,994** |

**Note:** Inventories provided/written off during the year ended 31 March 2026: INR 93 lakhs and 31 March 2025: INR 87 lakhs. These amounts are recognised as an expense in the consolidated statement of profit and loss.

### NOTE 14: TRADE RECEIVABLES

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Non-Current** | | |
| **Unsecured:** | | |
| Disputed: | | |
| - Others (Refer note 14.1) | 2,926 | 2,929 |
| Credit impaired | 3 | - |
| | 2,929 | 2,929 |
| Less: Expected credit loss allowance (Refer note 14.2) | (3) | - |
| **Total Non-Current Trade receivables** | **2,926** | **2,929** |
| **Current** | | |
| **Unsecured:** | | |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Considered good: | | |
| - Receivable from related party (Refer note 42) | 148 | 148 |
| - Others | 1,01,159 | 60,355 |
| Credit impaired | 3,403 | 1,745 |
| | 1,04,710 | 62,248 |
| Less: Expected credit loss allowance (Refer note 14.2) | (3,403) | (1,745) |
| **Total Current Trade Receivables** | **1,01,307** | **60,503** |
| Sub-classification of trade receivables (Non-current and Current) | | |
| Considered good - secured | - | - |
| Considered good - unsecured | 1,04,233 | 63,432 |
| Significant increase in credit risk | - | - |
| Credit impaired | 3,406 | 1,745 |
| Less: Expected credit loss allowance | (3,406) | (1,745) |
| | **1,04,233** | **63,432** |

**Notes:**

(a) Trade receivables includes an amount of INR 148 lakhs (31 March 2025 : INR 148 lakhs) from an entity in which one of the directors of the Holding Company is a partner.

(b) Trade receivables (current) includes retention money amounting to INR 20,488 lakhs (31 March 2025 : INR 16,545 lakhs).

NOTE 14.1: Non-current trade receivables as at 31 March 2026 includes amount from a customer amounting to INR 2,929 lakhs (31 March 2025 : INR 2,929 lakhs). The said customer invoked the performance and advance guarantee and short closed the project in the month of April 2023. The Holding Company has filed a claim for recovery of dues from the customer in the commercial court Jaipur and the matter is currently pending for disposal. The next date of hearing is scheduled for 29 June 2026. Management, based on the contractual tenability of their claim and legal opinion obtained, is confident of recovering such amount and hence the same is considered good for recovery as at the reporting date, and also no liability is likely to arise for the Group on the aforesaid matter and accordingly, no adjustments have been made to the consolidated financial statements in this respect.

### NOTE 14.2: MOVEMENT IN EXPECTED CREDIT LOSS ALLOWANCE :

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Non-Current** | | |
| **Balance at the beginning of the year** | - | - |
| Add: Allowance made during the year | 3 | - |
| Less: Reversal of allowance/ amounts written back | - | - |
| **Balance at the end of the year** | **3** | **-** |
| **Current** | | |
| **Balance at the beginning of the year** | 1,745 | 1,090 |
| Add: Allowance made during the year | 1,658 | 655 |
| Less: Reversal of allowance/ amounts written back | - | - |
| **Balance at the end of the year** | **3,403** | **1,745** |





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**Trade receivables ageing (excluding expected credit loss allowance) - Non Current**

**As at 31 March 2026**

| Particulars | Not Due | Outstanding for following years from due date of payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed trade receivables - considered good | - | - | - | - | - | - | - |
| (ii)Undisputed trade receivables - credit impaired | - | - | - | - | - | - | - |
| (iii)Disputed trade receivables - considered good | - | - | - | - | - | 2,926 | **2,926** |
| (iv)Disputed trade receivables - credit impaired | - | - | - | - | - | 3 | **3** |
| **Total** | **-** | **-** | **-** | **-** | **-** | **2,929** | **2,929** |

**Trade receivables ageing (excluding expected credit loss allowance) - Current**

**As at 31 March 2026**

| Particulars | Not Due | Outstanding for following years from due date of payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed trade receivables - considered good | 75,526 | 17,433 | 5,187 | 2,622 | 100 | 219 | **1,01,087** |
| (ii) Undisputed trade receivables - credit impaired | 78 | 248 | 505 | 706 | 654 | 894 | **3,085** |
| (iii) Disputed trade receivables - considered good | - | - | - | 148 | - | 72 | **220** |
| (iv) Disputed trade receivables - credit impaired | - | - | - | 48 | - | 270 | **318** |
| **Total** | **75,604** | **17,681** | **5,692** | **3,524** | **754** | **1,455** | **1,04,710** |

**Trade receivables ageing (excluding expected credit loss allowance) - Non Current**

**As at 31 March 2025**

| Particulars | Not Due | Outstanding for following years from due date of payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed trade receivables - considered good | - | - | - | - | - | - | - |
| (ii) Undisputed trade receivables - credit impaired | - | - | - | - | - | - | - |
| (iii) Disputed trade receivables - considered good | - | - | - | - | 2,929 | - | **2,929** |
| (iv) Disputed trade receivables - credit impaired | - | - | - | - | - | - | - |
| **Total** | **-** | **-** | **-** | **-** | **2,929** | **-** | **2,929** |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**Trade receivables ageing (excluding expected credit loss allowance) - Current**
**As at 31 March 2025**

| Particulars | Not Due | Outstanding for following years from due date of payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed trade receivables - considered good | 50,484 | 6,564 | 2,228 | 684 | 346 | 197 | **60,503** |
| (ii) Undisputed trade receivables - credit impaired | 51 | 131 | 203 | 228 | 346 | 786 | **1,745** |
| (iii) Disputed trade receivables - considered good | - | - | - | - | - | - | **-** |
| (iv) Disputed trade receivables - credit impaired | - | - | - | - | - | - | **-** |
| **Total** | **50,535** | **6,695** | **2,431** | **912** | **692** | **983** | **62,248** |

### NOTE 15: CASH AND CASH EQUIVALENTS

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Balances with banks in current accounts | 2,795 | 51 |
| In deposits account with original maturity of less than 3 months | 503 | 191 |
| Cash on hand | 29 | 8 |
| | **3,327** | **250** |

**Note:** There are no repatriation restriction with regard to above cash and cash equivalents as at the end of respective reporting years.

### NOTE 16: BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| In Bank Deposits with remaining maturity less than 12 months* | 18,646 | 6,457 |
| | **18,646** | **6,457** |

| | | |
|---|---|---|
| Fixed deposits (current and non-current) held as margin money or security against borrowings and other commitments. | 19,757 | 8,088 |

*including those with original maturity of more than twelve months but remaining maturity of less than twelve months.

Refer note 48A for information on credit risk of bank deposits.

### NOTE 17: CONTRACT ASSETS (UNBILLED WORK IN PROGRESS)

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Unsecured, considered good** | | |
| Contract assets (unbilled work in progress) | 86,813 | 46,684 |
| Less: loss allowance | (419) | (47) |
| | **86,394** | **46,637** |

The contract assets represents amounts receivable from customers, primarily relate to the Company's rights to consideration for work executed. The contract assets are transferred to trade receivables when the rights to collection becomes unconditional due to passage of time.





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 17.1: REFER NOTE 50 FOR ADDITIONAL DETAILS IN RELATION TO CONTRACT ASSETS.

### NOTE 17.2 MOVEMENT IN LOSS ALLOWANCE ON CONTRACT ASSETS:

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Balance at the beginning of the year** | **47** | **-** |
| Add: Allowance made during the year | 372 | 47 |
| Less: Reversal of allowance/ amounts written back | - | - |
| **Balance at the end of the year** | **419** | **47** |

### NOTE 18: EQUITY SHARE CAPITAL

**(a) (i) Authorised share capital:**

| Particulars | As at 31 March 2026 | | As at 31 March 2025 [Refer note 1(b)] | |
|---|---|---|---|---|
| | Number of shares | Amount | Number of shares | Amount |
| Ordinary shares of INR 1 each | 30,00,00,000 | 3,000 | 30,00,00,000 | 3,000 |

**(a) (ii) Issued, subscribed and fully paid-up:**

| Particulars | As at 31 March, 2026 | | As at 31 March 2025 [Refer note 1(b)] | |
|---|---|---|---|---|
| | Number of shares | Amount | Number of shares | Amount |
| Ordinary shares of INR 1 each | 25,79,11,026 | 2,579 | 18,35,81,130 | 1,836 |

**(b) Reconciliation of equity shares at the beginning and at the end of the reporting period:**

| Particulars | Number of shares | Amount |
|---|---|---|
| Issued, subscribed and fully paid-up ordinary shares of INR 1 each | | |
| **Current reporting period** | | |
| **Balance as at 1 April 2025** | **18,35,81,130** | **1,836** |
| Shares issued during the year (refer note (k) below) | 7,43,29,896 | 743 |
| **Balance as at 31 March 2026** | **25,79,11,026** | **2,579** |
| **Previous reporting period** | | |
| **Balance as at 1 April 2024 [Refer note 1(b)]** | **3,32,029** | **33** |
| Shares issued during the year for consideration in cash | 27,634 | 3 |
| Issue of shares on account of sub-division of shares (refer note (h) below) | 32,36,967 | - |
| Reduction of existing shares of the Company as per the scheme of amalgamation (refer note (i) below) | (28,93,780) | (29) |
| Issue of new equity shares of the Company to the shareholders as per the scheme of amalgamation (refer note (i) below) | 28,96,780 | 29 |
| Issue of bonus shares (refer note [f(ii)] below) | 17,99,81,500 | 1,800 |
| **Balance as at 31 March 2025 [Refer note 1(b)]** | **18,35,81,130** | **1,836** |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**Terms and rights attached to equity shares**

The Holding Company has only one class of equity shares having a par value of INR 1 per share as on 31 March 2026. Each holder of equity shares is entitled to one vote per share. The equity shareholders are entitled to dividend to be proposed by the Board of Directors and to be approved by the shareholders in the general meeting, except interim dividend, if any. In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Holding Company. The distribution will be in proportion to the number of fully paid-up equity shares held by the shareholders.

**(c) Details of equity shares held by each shareholder holding more than 5% shares in the Holding Company**

| Particulars | As at 31 March 2026 | | As at 31 March 2025 [Refer note 1(b)] | |
|---|---|---|---|---|
| | Number (Face value of INR 1 each) | % of holding | Number (Face value of INR 1 each) | % of holding |
| **Equity shares of INR 1 each** | | | | |
| Rakesh Markhedkar | 10,33,18,499 | 40.06% | 10,83,57,150 | 59.02% |
| Kanchan Markhedkar | 1,32,96,210 | 5.16% | 1,32,96,210 | 7.24% |
| Nakul Markhedkar | 1,33,10,210 | 5.16% | 1,32,96,210 | 7.24% |
| Vipul Markhedkar | 1,33,10,210 | 5.16% | 1,32,96,210 | 7.24% |
| India Inflection Opportunity Trust – India Inflection Opportunity Fund | - | - | 1,06,87,050 | 5.82% |

As per records of the Holding, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

**(d) Details of equity shares held by promoters of the Holding Company**

| Particulars | As at 31st March 2026 | | As at 31 March 2025 [Refer note 1(b)] | |
|---|---|---|---|---|
| | Number of shares (Face value of INR 1 each) | % of holding | Number of shares (Face value of INR 1 each) | % of holding |
| Rakesh Markhedkar (refer note (i) below) | 10,33,18,499 | 40.06% | 10,83,57,150 | 59.02% |
| Avinash Markhedkar* | 300 | 0.00% | - | - |
| Nakul Markhedkar* | 1,33,10,210 | 5.16% | 1,32,96,210 | 7.24% |

*During the previous year, the Board of Directors of the Company in their meeting held on 24 September 2024 had designated Mr. Avinash Markhedkar and Mr. Nakul Markhedkar as additional promoters of the Company. Also refer note (i) below.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**(e) % Change in promoters shareholding**

| Particulars | % change during the year ended 31 March 2026 $$ | % change during the year ended 31 March 2025^ [Refer note 1(b)] |
|---|---|---|
| Rakesh Markhedkar | -32.13% | 58.72% |
| Avinash Markhedkar | 100.00% | - |
| Nakul Markhedkar | -28.75% | - |
| Deb Suppliers & Traders Private Limited | - | -43.66% |
| Farista Financial Consultants Private Limited | - | -43.50% |

**$$ Reasons for change in promoter shareholding during the year ended 31 March 2026:**

Rakesh Markhedkar - 52,57,731 equity shares were sold during the Initial Public Offer of the Holding Company. Further, 2,19,080 equity shares were purchased through open market transaction.

Avinash Markhedkar - Equity shares purchased through open market transaction.

Nakul Markhedkar - The % holding has reduced due to additional shares issued during the year whereas in absolute terms, count of shares held has increased as equity shares were purchased through open market transaction.

^ Refer note (i) below for reasons of change in promoter shareholding during the year ended 31 March 2025.

**(f) Bonus shares / buy back / shares for consideration other than cash issued during past five years by the Holding Company:**

(i) Aggregate number and class of shares allotted as fully paid up pursuant to contracts without payment being received in cash:

**For the year ended 31 March 2026** : Nil

**For the year ended 31 March 2025** : The Holding Company has allotted 3,000 equity shares pursuant to approval of scheme of amalgamation of the Company with its erstwhile promoters. Also refer note 55.

**For the year ended 31 March 2024** : 3,700 shares alloted to Vikran Global Infraproject Private Limited upon conversion of loan into equity shares during the year ended 31 March 2024.

(ii) Aggregate number and class of shares allotted as fully paid up by way of bonus shares -

**For the year ended 31 March 2026** : Nil

**For the year ended 31 March 2025** : The Company, in its annual general meeting dated 26 August 2024 approved the issuance of bonus shares to the equity shareholders in the ratio of 50 equity shares for each share held. The record date for the said purpose was fixed as 23 August 2024.

(iii) Aggregate number and class of shares bought back - Nil

**(g)** The Holding Company made private placement of equity shares during the year ended 31 March 2025. The Holding Company complied with the applicable requirements of section 42 and section 62 of the Act and the rules framed thereunder with respect to the same. Further, the amounts so raised was utilised by the Holding Company for the purposes for which these funds were raised.

**(h)** Pursuant to a resolution passed in extraordinary general meeting of the Holding Company dated 12 August 2024, shareholders approved sub-division of each equity share having face value of INR 10 each into equity shares of face value of INR 1 each.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**(i)** During the previous year, pursuant to approval by National Company Law Tribunal (NCLT) of the scheme of amalgamation of the Holding Company with Farista Financial Consultants Private Limited and Deb suppliers and Traders Private Limited (collectively referred to as 'erstwhile promoters'), these erstwhile promoters have been amalgamated with the Holding Company and the shares held by these two entities were reduced from the share capital of the Holding Company and in-tum new shares of the Holding Company were issued to the shareholders of erstwhile promoters which included Mr. Rakesh Markhedkar. Also refer note 55.

**(j)** During the previous year, the Holding Company increased the authorised share capital from 5,000,000 equity shares to 300,000,000 equity shares of INR 1 each, which was approved by the shareholders in the extraordinary general meeting held on 12 August 2024.

**(k)** During the year ended 31 March 2026, the Holding Company completed its Initial Public Offering ('IPO') of 79,587,627 equity shares of face value of INR 1 each at an issue price of INR 97 per equity share (including a share premium of INR 96 per equity share) comprising of fresh issue of 74,329,896 equity shares and an offer for sale of 5,257,731 equity shares by the promoter selling shareholder. The equity shares of the Holding Company got listed on the National Stock Exchange of India Limited and BSE Limited on 03 September 2025.

The Holding Company received net proceeds of INR 67,097 lakhs on account of fresh issue of equity shares (gross proceeds of INR 72,100 lakhs reduced by estimated offer related expenses of INR 5,003 lakhs). The utilisation of the net IPO proceeds is summarised below:

| Object of the issue as per prospectus | Net proceeds to be utilised as per prospectus | Utilisation up to 31 March 2026 | Unutilised amount as on 31 March 2026 |
|---|---|---|---|
| Funding working capital requirements | 54,100 | 54,100 | - |
| Meet expenditure for general corporate purposes | 12,997 | 12,997 | - |
| **Total** | **67,097** | **67,097** | **-** |

### NOTE 19: OTHER EQUITY

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Securities premium | 86,168 | 18,811 |
| Retained earnings | 34,990 | 25,640 |
| Debenture redemption reserve | - | 500 |
| **Total** | **1,21,158** | **44,951** |

**(i) Securities premium**

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Balance at the beginning of the year** | **18,811** | **10,314** |
| Securities premium on shares issued during the year | - | 10,401 |
| Securities premium on shares issued during the year through IPO [refer note 18(k)] | 71,357 | - |
| Issue of bonus shares during the year | - | (1,800) |
| Expenses directly attributable to issue of equity shares | (5,003) | (130) |
| Tax impact on expenses directly attributable to issue of equity shares | 1,003 | 26 |
| **Balance at the end of the year** | **86,168** | **18,811** |





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**(ii) Retained earnings**

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Balance at the beginning of the year** | **25,640** | **18,782** |
| Profit for the year | 9,170 | 7,781 |
| Dividend paid during the year (Refer note 45) | (389) | (378) |
| Items of other comprehensive income/(loss) recognised in retained earnings (net of tax) | 69 | (87) |
| Adjustment on account of scheme of amalgamation (Refer note 55) | - | 42 |
| Transferred from/(to) Debenture Redemption Reserve | 500 | (500) |
| **Balance at the end of the year** | **34,990** | **25,640** |

**(iii) Debenture Redemption Reserve**

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Balance at the beginning of the year** | **500** | **-** |
| Transferred from/(to) retained earnings | (500) | 500 |
| **Balance at the end of the year** | **-** | **500** |

### NOTE 20: BORROWINGS

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Non-current - at amortised cost** | | |
| **Secured** | | |
| **Term loans** | | |
| - from banks | 573 | 990 |
| - from financial institution | 4,883 | - |
| Less: Current maturities of long-term borrowings | (945) | (418) |
| | **4,511** | **572** |
| **Vehicle loans** | | |
| - from banks | 94 | 116 |
| Less: Current maturities of long-term borrowings | (21) | (22) |
| | **73** | **94** |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Non-convertible debentures (NCD)** | | |
| 100 units (31 March 2025: 100 units) of redeemable NCD's of face value of INR 50,00,000 each | 5,030 | 5,000 |
| Less: Current maturities of long-term borrowings | (5,030) | (2,500) |
| | **-** | **2,500** |
| **Unsecured** | | |
| **Working capital loans** | | |
| - from banks | - | 26 |
| - from financial institution | 25 | 67 |
| Less: Current maturities of long-term borrowings | (25) | (67) |
| | **-** | **26** |
| | **4,584** | **3,192** |
| **Current - at amortised cost** | | |
| **Secured** | | |
| Current maturities of long-term borrowings | 5,996 | 2,940 |
| Cash credit facilities | 5,864 | 13,015 |
| **Working capital loans:** | | |
| - from banks | 10,240 | - |
| - from financial institution | 1,094 | 2,750 |
| **Supplier bills discounted** | | |
| - from financial institution | - | 4,742 |
| | **23,194** | **23,447** |
| **Unsecured** | | |
| Current maturities of long-term borrowings | 25 | 67 |
| **Working capital loans:** | | |
| - from financial institution | - | 575 |
| **Supplier bills discounted** | | |
| - from financial institution | 1,424 | 13 |
| | **1,449** | **655** |
| | **24,643** | **24,102** |





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

a) Nature, security and terms of repayment of borrowings :

(all the borrowings are availed by the Holding Company)

| Borrowing type | Particulars and nature of security | Terms of repayment and interest rate |
|---|---|---|
| **1.(i) Term loan from banks:** | Term loan from banks having balance outstanding amounting to INR 573 lakhs (31 March 2005 : INR 990 lakhs) and are primarily secured by way of first pari-passu charge on the entire current assets of the Holding Company including inventories, receivables and all other current assets both present as well as future. The loan is also secured by certain office premises, land, fixed deposits and mutual funds investments of the Group.<br>The loan is also secured by way of personal guarantee by Mr. Rakesh Markhedkar (Chairman and Managing director), Mr. Avinash Markhedkar (Whole Time Director), Mrs. Kanchan Markhedkar (relative of a Director), Mr. Nakul Markhedkar (Whole Time Director) and Mr. Vipul Markhedkar (Relative of a Director). | Loan is repayable in 60 to 72 equal monthly instalments along with interest, upto FY 2027-28 and carries variable interest rate ranging from 9.00% p.a. to 9.25% p.a. (31 March 2025: 7.95% to 9.60% p.a.) and is linked to MCLR with agreed interest rate reset clause. |
| **1.(ii) Term loan from financial institution:** | Term loan from financial institution amounting to INR 4,883 lakhs (31 March 2025 : Nil) is secured with a subservient and continuing charge by way of hypothecation on all present and future movable fixed assets and current assets with further securitisation by a cash collateral lien of 1,200 lakhs marked in favour of the lender. Further the loan is also secured by pledge of entire unencumbered shares of NOPL Solar Projects Private Limited and first ranking pari passu charge by the way of hypothecation over the escrow account in which all proceeds / cashflows from NOPL Solar Projects Private Limited to the Group. The loan is also secured by way of personal guarantee by Mr. Rakesh Markhedkar (Chairman and Managing director) and Mr. Nakul Markhedkar (Whole Time Director). | The loan carries fixed interest rate 11.50% p.a. subordinated to working capital loan consortium only and is repayable over 42 months upto FY 2030-31. |
| **2(i). Vehicle loan from banks** | Vehicle loan from banks amounting to INR 94 lakhs (31 March 2025 : INR 114 lakhs) is secured by hypothecation of financed vehicles. The vehicles financed through such borrowing are forming part of the property, plant and equipment. | The loan carries fixed interest rate of 10.50% p.a. and is repayable in 60 monthly instalments along with interest upto FY 2029-30. |
| **2(ii). Vehicle loan from banks** | Vehicle loan from banks amounting to Nil (31 March 2025 : INR 2 lakhs) is secured by hypothecation of financed vehicles. The vehicles financed through such borrowing are forming part of the property, plant and equipment. | The loan carries variable interest rate of 10.45% p.a. (31 March 2025: 10.45% p.a.) linked to Repo Linked Loan Rate (RLLR) with agreed interest rate reset clause and has been fully repaid in the current year. |
| **3. Cash credit facilities** | Cash credit facilities amounting to INR 5,864 lakhs (31 March 2025 : INR 13,015 lakhs) are primarily secured by way of hypothecation on the entire current assets of the Holding Company. These are also secured by way of personal guarantee by Mr. Rakesh Markhedkar (Chairman and Managing director), Mr. Avinash Markhedkar (Whole Time Director), Mrs. Kanchan Markhedkar (relative of a Director), Mr. Nakul Markhedkar (Whole Time Director) and Mr. Vipul Markhedkar (Relative of a Director). The above mentioned personnel have also given certain personal immovable properties as security. | The facilities are repayable on demand carrying variable interest rate ranging from 10.00% p.a. to 13.00% p.a. (31 March 2025: 9.25% to 12.77% p.a.) linked to MCLR. |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Borrowing type | Particulars and nature of security | Terms of repayment and interest rate |
|---|---|---|
| **4. Working capital loan from financial institutions (unsecured) (current and non current)** | Working capital loans from financial institutions with balance outstanding amounting to INR 25 lakhs (31 March 2025: INR 642 lakhs). | Working capital loans from financial institutions carries fixed interest rate of 18.50% p.a. (31 March 2025 : 9.00% p.a. to 34.00% p.a ) and is repayable in next 12 months (31 March 2025 : 10 to 24 months) monthly instalments along with interest. |
| **5. Working capital loan from financial institution (secured, current)** | Working capital loan amounting to INR 1,094 lakhs (31 March 2025 : INR 2,750 lakhs).<br>These are primarily secured by way of (i) NACH Mandate and 3 undated cheques equivalent to sanctioned amount and (ii) Cash collateral to the extent of 15.83% p.a - 20.00% p.a (31 March 2025 : 15.00% p.a - 25.00% p.a) of sanctioned amount as non-interest bearing security deposit. The loan is also secured by way of personal guarantee by Mr. Rakesh Markhedkar (Chairman and Managing director), Mrs. Kanchan Markhedkar (relative of a Director) and Mr. Nakul Markhedkar (Whole time director). | Such loans carry variable interest rates of 10.00% p.a - 10.25% p.a. (31 March 2025 : 10.00% p.a - 10.95% p.a) and are repayable in 4 quarterly instalments up to FY 2026-27. |
| **6. Working capital loan from banks (secured)** | Working capital loans from banks amount to INR 10,240 lakhs (31 March 2025: Nil) are primarily secured by way of first pari-passu charge on the entire current assets of the Holding Company including inventories, receivables and all other current assets both present as well as future. The loan is also secured by certain office premises, land, fixed deposits and mutual funds investments of the Holding Company. Further, it is also secured by way of personal guarantee by Mr. Rakesh Markhedkar (Chairman and Managing director), Mr. Avinash Markhedkar (Whole Time Director), Mrs. Kanchan Markhedkar (relative of a Director), Mr. Nakul Markhedkar (Whole Time Director) and Mr. Vipul Markhedkar (Relative of a Director). The above mentioned personnel have also given certain personal immovable properties as security. | Such loans carry fixed interest rate ranging from 10.15% p.a. to 12.20% p.a. and is repayable within 90 days along with interest. |
| **7. Working capital loan from banks (unsecured)** | Working capital loan from bank with balance outstanding amounting to Nil (31 March 2025: 26 lakhs) | Working capital loans from banks carries fixed interest rate ranging from 14.00% p.a. to 17.50% p.a. and has been fully repaid in the current year. |





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Borrowing type | Particulars and nature of security | Terms of repayment and interest rate |
|---|---|---|
| **8. Non-convertible debentures (NCD)** | Redeemable non-convertible debentures consists of:<br>a. Two tranches of 20 and 30 units each amounting to INR 1,000 lakhs and INR 1,500 lakhs, respectively, of redeemable non-convertible debentures of face value of INR 50 lakhs each raised on a private placement basis. These debentures have been issued for fulfilling the working capital requirements of the Holding Company and other general corporate purposes.<br>Such debentures are secured by way of:<br>(i) Residual/subservient charge on current assets and moveable fixed assets of the Company.<br>(ii) unconditional and irrevocable personal guarantee of Mr. Rakesh Markhedkar (Chairman and Managing director).<br>(iii) Demand promissory notes.<br>(iv) Lien letter.<br>b. One tranche of 50 units amounting to 2,500 lakhs of redeemable non-convertible debentures of face value of INR 50 lakhs each raised on a private placement basis. These debentures have been issued for fulfilling the working capital requirements of the Company and other general corporate purposes.<br>Such debentures are secured by way of residual charge on current assets and moveable fixed assets of the Holding Company. | a. Carries fixed interest rate of 12.00% p.a and are redeemable at par on maturity in July 2026.<br>b. Carries fixed interest rate of 12.00% p.a and are redeemable at par on maturity in April 2026. |
| **9.(i) Supplier bills discounted (Secured SCF)** | Such arrangement by financial institutions are secured by way of bank guarantees provided and certain fixed deposits of the Holding Company. | Such arrangement carries interest rate ranging from 12.50% p.a. to 13.75% p.a. These were fully repaid during the current year. |
| **9. (ii) Supplier bills discounted (Unsecured SCF)** | Unsecured supplier bills discounted by financial institutions amounting to INR 1,424 lakhs ( 31 March 2025: INR 13 lakhs). | Unsecured SCF carries interest rate of 11.00% p.a. to 13.00% p.a. (31 March 2025 : 11.25% p.a.) and is repayable within 6 months to 12 months. |
| **10. Loans from related parties** | The Holding Company availed unsecured loans from certain related parties in the current year and previous year which were fully repaid in the respective year of availment itself. | The same carried fixed interest rate of 18.00% p.a. and were repayable on demand. |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**b) (i)** The quarterly returns/statements of current assets filed by the Holding Company with bank is in agreement with the books of account for the quarters of the year ended 31 March 2026 except for following instances:

| Name of the bank | Nature of current assets held as security | Quarter ended | Particulars of securities provided | Amount disclosed as per return | Amount as per books of account | Difference* |
|---|---|---|---|---|---|---|
| Consortium of banks/financial institutions | All the current assets of the Holding Company | June 2025 | Inventories | 6,882 | 6,824 | 58 |
| | | | Trade receivables (including contract assets net of contract liabilities) | 1,06,730 | 1,11,665 | (4,935) |
| | | September 2025 | Inventories | 6,486 | 6,408 | 78 |
| | | | Trade receivables (including contract assets net of contract liabilities) | 1,17,622 | 1,17,114 | 508 |
| | | December 2025 | Inventories | 7,566 | 7,700 | (134) |
| | | | Trade receivables (including contract assets net of contract liabilities) | 1,35,789 | 1,36,253 | (464) |
| | | March 2026 | Inventories | 8,004 | 7,992 | 12 |
| | | | Trade receivables (including contract assets net of contract liabilities) | 1,88,937 | 1,90,612 | (1,675) |

**b) (ii)** The quarterly returns/statements of current assets filed by the Holding Company with bank is in agreement with the books of account for the quarters of the year ended 31 March 2025 except for following instances:

| Name of the bank | Nature of current assets held as security | Quarter ended | Particulars of securities provided | Amount disclosed as per return | Amount as per books of account | Difference* |
|---|---|---|---|---|---|---|
| Consortium of banks/financial institutions | All the current assets of the Holding Company | June 2024 | Inventories | 5,348 | 5,520 | (172) |
| | | | Trade receivables | 65,502 | 65,473 | 29 |
| | | September 2024 | Inventories | 6,450 | 6,449 | 1 |
| | | December 2024 | Inventories | 6,211 | 6,033 | 178 |
| | | | Trade receivables | 78,943 | 83,586 | (4,643) |
| | | March 2025 | Inventories | 4,678 | 5,994 | (1,316) |
| | | | Trade receivables | 1,05,591 | 1,07,461 | (1,870) |

*The differences are due to submissions being by the Holding Company on the basis of provisional financial information.

**c)** The Group has utilised the borrowings for the specific purpose for which it was obtained.

**d)** The Group has not been declared wilful defaulter by any bank or financial institution or lender during the reporting period and Group is also in compliance with applicable financial covenants wherever prescribed in the terms and conditions of borrowings.





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**e)** Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities as required by Ind AS 7 "Statement of Cash Flows" is as under:

| Particulars | As at 01 April 2025 | Cash in flows | Cash out flows | Non-cash changes | | As at 31 March 2026 |
|---|---|---|---|---|---|---|
| | | | | Interest accrued | Other changes | |
| Equity share capital | 1,836 | 743 | - | - | - | 2,579 |
| Securities premium (Refer note (ii) below) | 18,811 | 66,354 | - | - | 1,003 | 86,168 |
| Long-term borrowings (including current maturities) (Refer note (iv) below) | 6,199 | 5,000 | (624) | 30 | - | 10,605 |
| Lease liabilities (Refer note (iii) below) | 152 | - | (157) | 59 | 809 | 863 |
| Short-term borrowings | 21,095 | 30,458 | (32,932) | - | 1 | 18,622 |

| Particulars | As at 01 April 2024 | Cash in flows | Cash out flows | Non-cash changes | | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|---|---|---|---|
| | | | | Interest accrued | Other changes | |
| Equity share capital (Refer note (i) below) | 33 | 3 | - | - | 1,800 | 1,836 |
| Securities premium (Refer note (ii) below) | 10,314 | 10,271 | - | - | (1,774) | 18,811 |
| Long-term borrowings (including current maturities) | 1,987 | 5,120 | (908) | - | - | 6,199 |
| Lease liabilities (Refer note (iii) below) | 74 | - | (88) | 11 | 155 | 152 |
| Short-term borrowings | 16,352 | 6,577 | (1,834) | - | - | 21,095 |

**Notes :**

(i) Other changes in equity share capital is on account of equity shares issued for consideration other than cash and on account of bonus shares issued during the relevant year.

(ii) Other changes in securities premium during the year ended 31 March 2026 is on account of tax impact of expenses directly attributable to issue of equity shares and during the year ended 31 March 2025 is on account of bonus shares issued during that year and tax impact on expenses directly attributable to issue of equity shares.

(iii) Other changes in lease liabilities is on account of lease liabilities recognised in accordance with Ind AS 116 in the respective years including other adjustments thereon in lease liabilities.

(iv) Other changes in borrowings is account of amortisation of ancillary borrowing cost.

**f)** The Group has not defaulted in repayment of loans or other borrowings to any lender or in the payment of interest thereon.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

### NOTE 21: LEASE LIABILITIES

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Non-current** | | |
| Lease liabilities (Refer note 39) | 686 | 80 |
| | **686** | **80** |
| **Current** | | |
| Lease liabilities (Refer note 39) | 177 | 72 |
| | **177** | **72** |

### NOTE 22: TRADE PAYABLES

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Dues to : | | |
| - Micro enterprises and small enterprises (MSE) | 5,489 | 9,181 |
| - Trade payables other than MSE | 73,353 | 38,581 |
| **Total** | **78,842** | **47,762** |

(a) Trade payables are generally non-interest bearing and are settled within normal operating cycle of the Group.

(b) Trade payables includes retention money amounting to INR 8,995 lakhs and INR 7,240 lakhs as at 31 March 2026 and 31 March 2025, respectively. These are payable on completion of a milestone, completion of the contract or after a specified period from completion of the work.

**Trade payable ageing:**

**As at 31 March 2026**

| Particulars | Not Due* | Outstanding for following years from due date of payment | | | | Total |
|---|---|---|---|---|---|---|
| | | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed dues - MSE | 3,379 | 715 | 321 | 5 | - | **4,420** |
| (ii) Undisputed dues - Others | 63,288 | 8,006 | 732 | 892 | 435 | **73,353** |
| (iii) Disputed dues - MSE | 502 | - | 567 | - | - | **1,069** |
| (iv) Disputed dues - Others | - | - | - | - | - | **-** |
| **Total** | **67,169** | **8,721** | **1,620** | **897** | **435** | **78,842** |

* Includes unbilled trade payables amounting to INR 31,264 lakhs.

**As at 31 March 2025**

| Particulars | Not Due* | Outstanding for following years from due date of payment | | | | Total |
|---|---|---|---|---|---|---|
| | | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) Undisputed dues - MSE | 6,073 | 2,038 | 1 | - | - | **8,112** |
| (ii) Undisputed dues - Others | 33,385 | 4,822 | 34 | 223 | 117 | **38,581** |
| (iii) Disputed dues - MSE | 502 | 567 | - | - | - | **1,069** |
| (iv) Disputed dues - Others | - | - | - | - | - | **-** |
| **Total** | **39,960** | **7,427** | **35** | **223** | **117** | **47,762** |

* Includes unbilled trade payables amounting to INR 7,628 lakhs.







**Supplier Finance Arrangement:**

The Group enters into supplier finance arrangements with finance providers to facilitate the early payment of dues on its behalf to some of the Group's vendors who may elect to factor their invoice through such banks/financial institutions. The finance providers pay the amounts to a participating vendor in respect of invoices owed by the Group and receive settlement from the Group at a later date. Payment dates and terms for the Company do not vary based on whether the supplier chooses to factor their receivable. The economic substance of the transaction is determined to be in nature of operating activity where the original contract with the vendors does not get substantially modified on entering into arrangement. These arrangement continue to hold characteristics of trade payables and are disclosed as such.

Disclosures of the supplier finance arrangement are as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Carrying amount of liabilities under supplier finance** | | |
| Presented within trade payables | 22,060 | 14,469 |
| - Of which suppliers have received payment from the finance provider | 22,060 | * |
| **Range of payment due dates** | | |
| Liabilities that are part of the arrangement | 0 - 180 days | * |
| Comparable trade payables that are not part of an arrangement | 0 - 180 days | * |

* The Group applied transitional relief available under Supplier Finance Arrangements (Amendments to Ind AS 7 and Ind AS 107) and has not provided comparative information in the first year of adoption.

**Non-cash changes**

There were no material business combinations or foreign exchange differences that affected the liabilities under the supplier finance arrangements in either period. Payments made by the finance providers to the vendors are treated as a non-cash item and settlement of dues to the finance provider by the Group under this arrangement is treated as operating cash outflows because they continue to be part of normal operating cycle and reflect the substance of the payment for purchase of goods and services.

### NOTE 23: OTHER CURRENT FINANCIAL LIABILITIES

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Employee related payables* | 719 | 571 |
| Unspent corporate social responsibility liability | 47 | - |
| Deposits from vendors/ sub-contractors** | - | 1,119 |
| Payable for capital goods | 56 | 19 |
| | **822** | **1,709** |

* Refer note 42 for salary payable to related parties.

** Represents deposits taken from certain vendors/ sub-contractors of the Group towards performance of the contract. The same are interest free and are refundable to the vendors/ sub-contractor as per the schedule mentioned in the contract.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 24: OTHER CURRENT LIABILITIES

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Contract liability (Refer note 50) | 3,840 | 4,400 |
| Advance from customers - revenue received in advance (Refer note 50) | 8,574 | 2,335 |
| Statutory dues payable | 635 | 333 |
| **Total** | **13,049** | **7,068** |

**Note:** The contract liabilities represents advance from customers and advance billing to customers, primarily related to invoice raised on customers on achievement of milestones for which revenue is to be recognised over a period of time.

### NOTE 25: PROVISIONS

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Non-current** | | |
| Provision for warranty | 12 | 46 |
| Provision for gratuity (refer note 38) | 372 | 313 |
| | **384** | **359** |
| **Current** | | |
| Provision for foreseeable losses | 258 | 395 |
| Provision for warranty | 34 | 13 |
| Provision for gratuity (refer note 38) | 35 | 60 |
| Provision for compensated absences (refer note 38) | 345 | 270 |
| | **672** | **738** |

### NOTE 25.1: MOVEMENT IN PROVISION FOR FORESEEABLE LOSSES

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Balance at the beginning of the year | 395 | 798 |
| Recognised during the year | 81 | 89 |
| Utilised/reversed during the year | (218) | (492) |
| Balance at the end of the year | **258** | **395** |

In case of contracts, when it is probable that total contract costs will exceed total contract revenue, the expected loss (foreseeable loss) is recognised as an expense immediately in the statement of profit and loss.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 25.2 : MOVEMENT IN PROVISION FOR WARRANTY (CURRENT AND NON CURRENT):

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Balance at the beginning of the year | 59 | 78 |
| Recognised during the year | 0 | 2 |
| Utilised/reversed during the year | (13) | (21) |
| Balance at the end of the year | **46** | **59** |

The Group has made provision for expenses expected to be incurred during defect liability period which are in the nature of assurance warranty. The Group expects to incur the related expenditure over the defect liability period.

### NOTE 26: CURRENT TAX LIABILITIES

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Income tax liabilities (net of advance taxes paid - INR 996 lakhs as at 31 March 2026 and INR 683 lakhs as at 31 March 2025) (Refer Note 36) | 2,755 | 3,599 |
| | **2,755** | **3,599** |

### NOTE 27: REVENUE FROM OPERATIONS

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Sale of services:** | | |
| Income from engineering, procurement and construction (EPC) services* | 1,24,794 | 91,182 |
| **Other operating revenue:** | | |
| Reversal of provision towards foreseeable losses on contracts (net) | 137 | 403 |
| | **1,24,931** | **91,585** |

***Note:** Refer note 50 for additional details.

### NOTE 28: OTHER INCOME

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Sale of services:** | | |
| - on bank deposits | 1,310 | 496 |
| - on income tax refund | 6 | 3 |
| - on loans* | 177 | 16 |
| **Other non operating income:** | | |
| Provisions/liabilities no longer required written back (net) | 190 | 127 |
| Gain on sale of property, plant and equipment (net) | - | 0 |
| Gain on mutual fund investments (on sale and fair value changes) | 4 | 7 |
| Miscellaneous income | 9 | 2 |
| | **1,696** | **651** |

*Interest income includes INR 54 lakhs (31 March 2025: INR 16 lakhs) on loan given to related parties (Refer Note 42).

**Note:** Miscellaneous income above include gain on disposal of lease liabilities amounting to INR 3 lakhs (31 March 2025: Nil).

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 29: COST OF MATERIALS CONSUMED (INCLUDING STORES AND SPARES)

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Cost of materials consumed (Refer note 13) | 48,275 | 48,368 |
| **Total** | **48,275** | **48,368** |
| **Reconciliation of cost of materials consumed :** | | |
| Opening stock | 5,994 | 4,986 |
| Opening stock in transit | - | 87 |
| Add: Purchases during the year (net) | 50,273 | 49,289 |
| Less: closing stock | 7,992 | 5,994 |
| | **48,275** | **48,368** |

### NOTE 30: PROJECT RELATED EXPENSE

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Sub-contracting charges | 41,042 | 14,355 |
| Technical consultancy charges | 1,128 | 629 |
| Plant and machinery hire charges (Refer note 39) | 220 | 238 |
| Transportation charges | 430 | 280 |
| Loading and unloading charges | 481 | 392 |
| Warranty expenses | 0 | 2 |
| Other project related expense | 240 | 146 |
| | **43,541** | **16,042** |

### NOTE 31: EMPLOYEE BENEFITS EXPENSE

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Salaries and bonus (including directors' remuneration) | 7,616 | 6,027 |
| Contribution to provident and other funds (Refer note 38) | 310 | 263 |
| Staff welfare expenses | 270 | 313 |
| Gratuity expense (Refer note 38) | 109 | 101 |
| Compensated absences expense (Refer note 38) | 78 | 59 |
| | **8,383** | **6,763** |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 32: FINANCE COSTS

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Interest expense on:** | | |
| - borrowings carried at amortised cost | 4,426 | 3,448 |
| - non-convertible debentures | 836 | 196 |
| - delayed payment of statutory dues and shortfall in payment of advance income tax | 318 | 390 |
| - lease liabilities (Refer note 39) | 59 | 11 |
| - delayed payment to micro and small enterprises vendors | 143 | 256 |
| Other borrowing costs* | 862 | 1,057 |
| | **6,644** | **5,358** |

* primarily includes loan processing charges, stamp duty , bank guarantee, letter of credit charges, and other charges

### NOTE 33: DEPRECIATION AND AMORTISATION EXPENSE

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Depreciation on property, plant and equipment (Refer note 4A) | 173 | 210 |
| Depreciation on right of use assets (Refer note 6) | 164 | 77 |
| Amortisation on intangible assets (Refer note 5) | 4 | 10 |
| | **341** | **297** |

### NOTE 34: OTHER EXPENSES

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Electricity expense | 66 | 64 |
| Rent expense (Refer note 39)* | 465 | 402 |
| Repairs and maintenance - buildings | 6 | 5 |
| Repairs and maintenance - others | 301 | 199 |
| Security charges | 478 | 344 |
| Insurance | 337 | 247 |
| Rates and taxes | 600 | 547 |
| Vehicle hire charges (Refer note 39)* | 453 | 364 |
| Travelling and conveyance | 432 | 388 |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Communication | 15 | 28 |
| Consulting and professional fees | 871 | 481 |
| Site expenses | 129 | 102 |
| Donation | 1 | 1 |
| Printing and stationary | 69 | 58 |
| Loss on disposal of Property Plant and Equipment (net) | 0 | 0 |
| Bank charges | 349 | 158 |
| Business promotion expenses | 257 | 56 |
| Corporate social responsibility expenses | 185 | 119 |
| Allowance for expected credit loss (Refer note 14.2) | 1,661 | 655 |
| Loss allowance on contract assets (Refer note 17.2) | 372 | 47 |
| Miscellaneous expenses | 172 | 123 |
| | **7,219** | **4,389** |

* Pertains to rentals for short term leases and expenses incurred on non-lease components.

### NOTE 35: EXCEPTIONAL ITEMS

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Impact of new labour codes [refer note 38(2)(iii)] | 121 | - |
| | **121** | **-** |

### NOTE 36: CURRENT TAX AND DEFERRED TAX

**(a) Income tax and deferred tax expense through the consolidated statement of profit and loss**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Current tax:** | | |
| Current tax on profits for the year | 3,442 | 3,753 |
| Adjustments for tax of prior years | - | 78 |
| | **3,442** | **3,831** |
| **Deferred tax credit:** | | |
| In respect of current year origination and reversal of temporary differences | (509) | (593) |
| **Total** | **2,933** | **3,238** |





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**(b) Income tax on other comprehensive income**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Deferred tax credit / (expense) | (23) | 29 |
| **Total** | **(23)** | **29** |

**(c) Movement of income tax assets / (liabilities) - net**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Opening balance (net)** | **(3,414)** | **(1,403)** |
| Tax assets acquired pursuant to scheme of amalgamation (Refer note 55) | - | (28) |
| Income tax refund received during the year | - | (233) |
| Taxes paid during the year | 4,544 | 2,467 |
| Income tax charge during the year | (3,442) | (3,753) |
| Adjustment for tax of prior years | - | (78) |
| Interest on shortfall in payment of advance income taxes | (303) | (387) |
| Others (write off, etc.) | (26) | - |
| **Closing balance** | **(2,641)** | **(3,414)** |
| Non-current tax assets (net) (Refer note 11) | 114 | 185 |
| Current tax liabilities (Refer note 26) | 2,755 | 3,599 |
| **Closing balance** | **(2,641)** | **(3,414)** |

**(d) Reconciliation of tax expense and the accounting profit multiplied by India's applicable tax rate:**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Accounting profit before income tax** | **12,103** | **11,019** |
| Applicable income tax rate (in %) | 25.17% | 25.17% |
| Computed expected tax expense | 3,046 | 2,773 |
| Tax effect of amount which are not (taxable)/ deductible in calculating taxable income | 396 | 981 |
| Adjustments for tax of prior years | - | 78 |
| Deferred tax on origination/reversal of temporary differences | (509) | (593) |
| **Tax expense reported in the consolidated statement of profit and loss** | **2,933** | **3,238** |

**(e) The Finance Act, 2025 has enacted the Income-tax Act, 2025, which replaces the Income-tax Act, 1961 and is effective from 01 April 2026.**

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 37: EARNINGS PER EQUITY SHARE

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Net profit attributable to equity shareholders for the year [a] | 9,170 | 7,781 |
| Weighted average number of equity shares for basic earnings per share [b] | 22,63,46,276 | 3,50,439 |
| Add: Effect of split of equity shares (Refer note (i) below) | - | 31,53,953 |
| Add: Effect of bonus shares issue (Refer note (ii) below) | - | 17,52,19,618 |
| Total weighted average number of equity shares for basic earnings per share [c] | 22,63,46,276 | 17,87,24,010 |
| Dilutive potential equity shares | - | - |
| Weighted average number of equity shares for diluted earnings per share [d] | 22,63,46,276 | 17,87,24,010 |
| Basic earnings per share (in INR) [a/c] | 4.05 | 4.35 |
| Diluted earnings per share (in INR) [a/d] | 4.05 | 4.35 |
| Face value per share (in INR) | 1.00 | 1.00 |

**Notes:**

(i) Pursuant to a resolution passed in extraordinary general meeting of the Holding Company dated 12 August 2024, shareholders have approved split of each equity share having face value of INR 10 each into equity shares of face value of INR 1 each (the "split").

(ii) The shareholders of the Holding Company, in its annual general meeting dated 26 August 2024, have approved the issuance of bonus shares to the equity shareholders in the ratio of 50 equity shares for each share held as at record date fixed as 23 August 2024.

(iii) As required under Ind AS 33 - "Earnings Per Share", the effect of split and bonus is adjusted for the purpose of computing earnings per share for all the period presented retrospectively.

### NOTE 38: EMPLOYEE BENEFITS

**1. Short term employee benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, incentives and allowances, short terms compensated absences, etc., and the expected cost of bonus, ex-gratia are recognized in the year in which the employee renders the related services.

**2. Long term employee benefits**

(i) Defined benefit plan

(a) Gratuity (unfunded)

The Group provides for gratuity for employees in India as per the provisions of the Code on Social Security, 2020. Employees are eligible for gratuity upon completion of the contractual period of continuous service as defined under the Code on Social Security, 2020. The level of benefit provided depends on the members length of service and salary at the time of retirement/termination age. The present value of obligation is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The following tables summaries the components of net benefits expense recognized in the statement of profit and loss and other comprehensive income and the amount recognized in the balance sheet for the defined benefit plan.





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | As at 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Change in the present value of the defined benefit obligation:** | | |
| Opening defined benefit obligation | **373** | **253** |
| Interest cost | 24 | 17 |
| Current service cost | 85 | 84 |
| Past service cost [refer note 38(2)(iii)] | 55 | - |
| Benefits paid | (38) | (30) |
| Actuarial (gain)/ loss on obligation | (92) | 49 |
| **Closing defined benefit obligation** | **407** | **373** |
| **Amount recognized in the consolidated balance sheet:** | | |
| Present value of defined benefit obligation at the end of the year | 407 | 373 |
| **Net liability recognized in the consolidated balance sheet** | **407** | **373** |
| Current | 35 | 60 |
| Non-current | 372 | 313 |
| **Total** | **407** | **373** |

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Expense recognized in the consolidated statement of profit and loss** | | |
| Current service cost | 85 | 84 |
| Interest cost | 24 | 17 |
| Past service cost (refer note 38(2)(iii)) | 55 | - |
| **Net expense recognized in the consolidated statement of profit and loss** | **164** | **101** |

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Expense recognized in the consolidated other comprehensive income:** | | |
| Actuarial (gain)/ loss on defined benefit obligations | (92) | 49 |
| **Net (income)/expense recognized in the consolidated total comprehensive income** | **(92)** | **49** |
| **Breakup of actuarial loss/ (gain)** | | |
| Due to change in financial assumptions | (196) | 9 |
| Due to experience adjustments | 104 | 40 |
| | **(92)** | **49** |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**Actuarial assumptions used**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Discount rate (% per annum) | 7.48% | 6.82% |
| Salary growth rate (% per annum) | 6.00% | 6.00% |

**Demographic assumptions used:**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Mortality rate | Indian Assured Lives Mortality (2012-14) Ultimate table | Indian Assured Lives Mortality (2012-14) Ultimate table |
| Retirement age (in years) | 58 | 58 |
| Average future service (in years) | 14 | 19 |
| Attrition rate (% per annum) | 10.00% | 2.00% to 10.00% |

These assumptions were developed by the management with the assistance of independent actuarial appraisers using the projected unit credit method. Discount factors are determined by reference to government bonds that are denominated in the currency in which the benefits will be paid (i.e INR) and have terms to maturity approximating the terms of the obligation. Other assumptions are based on management's historical experience. The estimate of future salary increase considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

**Sensitivity analysis**

The reported figures are sensitive to the actuarial assumptions. The changes to the defined benefit obligations for increase / decrease of 1% from assumed discount rate, salary growth rate and attrition rate are given below. In presenting the sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting year, which is the same method as applied in calculating the defined benefit obligation as recognized in the balance sheet. The sensitivity analysis is based on a change in one assumption while not changing all other assumptions. This analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in the assumptions would occur in isolation of one another since some of the assumptions may be co-related. The following table summarizes the effects of changes in these actuarial assumptions on the defined benefit liability at year-end. There was no change in the methods and assumptions used in preparing the sensitivity analysis from previous year.

| Particulars | Year ended 31 March 2026 | | Year ended 31 March 2025 [Refer note 1(b)] | |
|---|---|---|---|---|
| | Increase by 1% | Decrease by 1% | Increase by 1% | Decrease by 1% |
| **Discount rate** | | | | |
| Change in the defined benefit obligation | (34) | 40 | (29) | 34 |
| **Salary growth rate** | | | | |
| Change in the defined benefit obligation | 39 | (34) | 36 | (31) |
| **Attrition rate** | | | | |
| Change in the defined benefit obligation | 2 | (3) | 0 | (0) |





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**The defined benefit obligations shall mature after year end as follows :**

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| 1st following year | 35 | 60 |
| 2nd following year | 60 | 34 |
| 3rd following year | 20 | 67 |
| 4th following year | 26 | 14 |
| 5th following year | 36 | 19 |
| 6 years and onwards upto 10 years | 138 | 99 |
| **Other information** | | |
| Number of active members | 835 | 738 |
| Weighted average duration of the projected benefit obligation for gratuity (in years) | 14 | 14 |
| Adjusted average future service (in years) | 14 | 19 |

**(b) Compensated absences**

Compensated absences is a non-funded defined benefit scheme. The obligation for leave entitlement is recognized in the same manner as gratuity.

The expense towards compensated absence recognised in the consolidayed statement of profit and loss for 31 March 2026 is INR 78 lakhs (also refer note 38(2)(iii)) below and for 31 March 2025 is INR 59 lakhs.

Amount of actuarial loss recognised in other comprehensive income for 31 March 2026 is Nil and for 31 March 2025 is INR 67 lakhs.

Amount recognised in consolidated balance sheet as at 31 March 2026: INR 345 lakhs and 31 March 2025: INR 270 lakhs.

**(ii) Defined contribution plan**

The Group pays fixed contribution to the provident fund, national pension scheme, employee's state insurance corporation entities and labour welfare fund in relation to several state plans and insurances for individual employees. This fund is administered by the respective Government authorities and the Group has no legal or constructive obligations to pay contributions in addition to its fixed contributions, which are recognised as an expense in the year that related employee services are received.

The Group's contribution to defined contribution plan recognised as employee benefit expenses is as below:

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Employer's contribution towards Provident Fund (PF) | 275 | 234 |
| National pension scheme (NPS) | 35 | 29 |
| Employer's contribution towards Employee's State Insurance Corporation (ESIC) | 0 | 0 |
| Employers contribution towards Labour welfare fund (LWF) | 0 | 0 |
| | **310** | **263** |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**(iii) Impact of New Labour Codes**

The Government of India has consolidated multiple existing labour legislations into a unified framework comprising four Labour Codes (New Labour Codes), effective 21 November 2025. The Group has assessed the estimated financial Implication arising from implementation of New Labour Codes which has resulted in an increase in gratuity liability by INR 55 lakhs and compensated absence by INR 66 lakhs, arising out of past service cost primarily due to change in the definition of "wages". Considering the materiality, regulatory driven and non-recurring nature of this impact, the Company has presented it as exceptional item in these consolidated financial statements for the year ended 31 March 2026. The Group continues to monitor the finalisation of Central and State Rules and clarifications from the Government on other aspects of the New Labour Codes and would provide appropriate accounting effect on the basis of such developments, as needed.

## NOTE 39: LEASES

The Group's leased assets primarily consists of leases for office premises having different lease terms to conduct its business in the ordinary course.

The Group has discounted lease payments using the incremental borrowing rate for measuring lease liabilities and accordingly recognised ROU assets, after adjusting any prepaid lease rentals.

The lease arrangements with lease term of 12 months or less, and the leases of low-value assets have been excluded from measurement of lease liability and ROU assets. The lease payments related to these arrangements are charged to consolidated statement of profit and loss under the respective head.

The Group does not have any major lease restrictions and commitment towards variable rent as per the contract.

**Right-of-use assets:**

(i) The net carrying value of right-of-use assets as at 31 March 2026 amounts to INR 836 lakhs and 31 March 2025: INR 150 lakhs and the movement thereof has been disclosed separately in note 6 to the financial statements.

**Lease liabilities:**

(i) The movement in lease liabilities is as follows :

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Opening balance | 152 | 74 |
| Add : Addition during the year | 829 | 169 |
| Add : Interest on lease liabilities | 59 | 11 |
| Less : Payment of lease liabilities | (157) | (88) |
| Add : Other adjustments | (20) | (14) |
| **Closing balance** | **863** | **152** |
| Non current | 686 | 80 |
| Current | 177 | 72 |

(ii) The table below provides details regarding the contractual maturities of lease liabilities on undiscounted basis:

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| 0-1 year | 260 | 82 |
| 1-5 years | 829 | 91 |
| 5 years and above | - | - |





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

The Group has recognised the following in the consolidated statement of profit and loss:

(i) Depreciation expense from right-of-use assets of 31 March 2026: INR 164 lakhs and 31 March 2025: INR 77 lakhs.

(ii) Interest on lease liabilities of 31 March 2026: INR 59 lakhs and 31 March 2025: INR 11 lakhs. (Refer note 32).

(iii) Expense amounting to 31 March 2026: INR 1,138 lakhs and 31 March 2025: INR 1,004 lakhs related to leases of low-value assets and leases with less than twelve months of lease term. These have been included under plant and machinery, vehicle hire charges and rent expenses (Refer notes 30 and 34).

## NOTE 40 : THERE ARE NO CAPITAL COMMITMENTS AS AT THE END OF REPORTING YEARS.

## NOTE 41: CONTINGENT LIABILITIES

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Contingent liabilities (to the extent not provided for):** | | |
| a) Income tax demand in respect of earlier years under dispute* | 402 | 405 |
| b) Goods and service tax demand in respect of earlier years under dispute* | 7,387 | 5,993 |
| c) Claims against the Group not acknowledged as debt | 15 | 15 |

* Future cash outflows in respect of above matters are determinable only on receipt of judgements / decisions pending at various forums / authorities. The management, based on their assessment, does not expect these claims to succeed and accordingly, no provision has been recognised in the financial statements. These amount represents gross demand raised by the authorities (including interest) and the amount paid under protest is not charged to the consolidated statement of profit and loss by the Group.

(d) During the year 2021-22, a government investigating agency filed a case against the Holding Company, two of its employees and a public official in relation to certain allegations concerning a contract. The Holding Company filed an application before the District Court seeking discharge from the proceedings on the grounds that there was no involvement of the Holding Company and that the allegations were not substantiated by the evidence on record. The application was rejected by the District Court. The Holding Company has filed a revision application before the Hon'ble High Court of Gujarat against the said order, which is currently pending disposal. The Holding Company is committed to the highest standards of corporate governance, ethics and compliance, and based on the facts of the case and external legal opinion obtained, management believes that it has strong grounds to defend its position and that the matter is not expected to have a material impact on the consolidated financial statements.

The Group has evaluated all pending litigations, claims, and regulatory proceedings and has recognized provisions where required and disclosed contingent liabilities, as appropriate, in these consolidated financial statements. Based on its assessment, management does not believe that the ultimate resolution of these matters will have a material adverse effect on the consolidated financial statements.

## NOTE 42: RELATED PARTY DISCLOSURE

(Disclosed to the extent transactions have taken place and where control exist).

**A) Names of related parties**

i) Key managerial personnel (KMP)/ Directors

Mr. Rakesh Markhedkar - Chairman and Managing Director (CMD) and Promoter

Mr. Avinash Markhedkar - Whole Time Director (w.e.f. 17 June 2024) and Promoter (w.e.f. 24 September 2024)

Mr. Nakul Markhedkar - Whole Time Director (w.e.f. 17 June 2024) and Promoter (w.e.f. 24 September 2024)

Mr. Dibyendu Ray - Chief Operating Officer (w.e.f. 23 May 2024)

Mr. Ashish Bahety - Chief Financial Officer

Mrs. Kajal Rakholiya - Company Secretary (w.e.f. 06 May 2024)

Mrs. Priti Savla - Independent Director (w.e.f. 24 September 2024)

Mr. Rakesh Sharma - Independent Director (w.e.f. 24 September 2024)

Mr. Arun Unhale - Independent Director (w.e.f. 24 September 2024)

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**ii) Relatives/ close member of family of KMP of the Holding Company**

Mrs. Kanchan Markhedkar - Wife of CMD

Mr. Vipul Markhedkar - Son of CMD

**iii) Entities over which Directors/KMP of the Holding Company have significant influence**

SEU India Performance Excellence LLP

Vikran Engineering & Exim Private Limited - Employees Group Gratuity Fund

Swarnayug Developers LLP

Rakesh Markhedkar HUF

Power and Control Transformer Industries Private Limited

Vikran Global Infraprojects Private Limited

**iv) Entities having significant influence over the Holding Company (Refer note 55)**

Farista Financial Consultants Private Limited (Upto 23 August 2024)

Deb Suppliers and Traders Private Limited (Upto 23 August 2024))

**B) Transactions with related parties :**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **1. Sub-contracting and other charges** | | |
| SEU India Performance Excellence LLP | 21 | 85 |
| **2. Dividend paid** | | |
| Mr. Rakesh Markhedkar | 230 | 223 |
| Mr. Vipul Markhedkar | 28 | 27 |
| Mr. Nakul Markhedkar | 28 | 27 |
| Mrs. Kanchan Markhedkar | 28 | 27 |
| Vikran Global Infraprojects Private Limited | 4 | 4 |
| **3. Rent paid *** | | |
| Mrs. Kanchan Markhedkar | 8 | 7 |
| **4. Loan/Advance taken:** | | |
| Mr. Rakesh Markhedkar | 399 | 425 |
| Mrs. Kanchan Markhedkar | 207 | 299 |
| Mr. Nakul Markhedkar | 146 | 88 |
| Mr. Vipul Markhedkar | 56 | 105 |
| Rakesh Markhedkar HUF | 68 | 107 |



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **5. Loan/Advance repaid:** | | |
| Mr. Rakesh Markhedkar | 399 | 425 |
| Mrs. Kanchan Markhedkar | 207 | 299 |
| Mr. Nakul Markhedkar | 146 | 88 |
| Mr. Vipul Markhedkar | 56 | 105 |
| Rakesh Markhedkar HUF | 68 | 107 |
| **6.(a) Loan given:** | | |
| Power and Control Transformers Industries Private Limited | 169 | 189 |
| **6. (b) Loan Repayment received:** | | |
| Power and Control Transformers Industries Private Limited | 24 | - |
| **7. Interest income on loan:** | | |
| Power and Control Transformers Industries Private Limited | 54 | 16 |
| **8. Interest expense:** | | |
| Mr. Rakesh Markhedkar | 42 | 4 |
| Mrs. Kanchan Markhedkar | 24 | 7 |
| Mr. Nakul Markhedkar | 16 | 2 |
| Mr. Vipul Markhedkar | 4 | 2 |
| Rakesh Markhedkar HUF | 9 | 10 |
| **9. Reimbursement of expenses incurred by** | | |
| Mr. Rakesh Markhedkar | 157 | 66 |
| Mrs. Kanchan Markhedkar | 0 | 3 |
| Mr. Nakul Markhedkar | 32 | 17 |
| Mr. Vipul Markhedkar | 0 | 1 |
| Mr. Avinash Markhedkar | - | 0 |
| **10. Expenses incurred by the Group on behalf of** | | |
| Mr. Rakesh Markhedkar^ | 157 | 66 |
| Mrs. Kanchan Markhedkar | 0 | 15 |
| Mr. Nakul Markhedkar | 32 | 13 |
| Mr. Vipul Markhedkar | 0 | 8 |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **11. Remuneration (short term employee benefits) to KMP and their relatives/ close members of family of KMP** | | |
| Mr. Rakesh Markhedkar | 297 | 266 |
| Mr. Avinash Markhedkar | 99 | 77 |
| Mrs. Kanchan Markhedkar | 308 | 264 |
| Mr. Nakul Markhedkar | 236 | 211 |
| Mr. Vipul Markhedkar | 176 | 138 |
| Mr. Ashish Bahtey | 120 | 96 |
| Mr. Dibyendu Ray | 125 | 69 |
| Mrs. Kajal Rakholiya | 27 | 12 |
| **12. Directors' sitting fee** | | |
| Mrs. Priti Savla | 4 | 1 |
| Mr. Rakesh Sharma | 4 | 1 |
| Mr. Arun Unhale | 3 | 1 |
| **13. Salary advance given** | | |
| Mr. Rakesh Markhedkar | - | 44 |
| Mrs. Kanchan Markhedkar | - | 50 |
| Mr. Vipul Markhedkar | - | 50 |
| **14. Salary advance recovery** | | |
| Mr. Rakesh Markhedkar | - | 44 |
| Mrs. Kanchan Markhedkar | - | 50 |
| Mr. Vipul Markhedkar | - | 50 |

* The figures are based on contractual arrangement executed and does not include the impact of Ind AS.

^ Includes INR 152 lakhs (31 March 2025: INR 57 lakhs) towards expense incurred on behalf of promoter selling shareholder, which has been incurred by the Holding Company towards Initial Public Offering (IPO) of the equity shares of the Holding Company.





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026
(All amounts in INR lakhs, unless otherwise stated)

**C) Balances outstanding at the year-end**

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Trade receivables** | | |
| Swarnayug Developers LLP | 148 | 148 |
| **Advance to suppliers** | | |
| SEU India Performance Excellence LLP | - | 1 |
| **Loans (including interest accrued thereon)** | | |
| Power and Control Transformers Industries Private Limited | 397 | 203 |
| **Other financial assets** | | |
| Vikran Engineering & Exim Private Limited Employees Group Gratuity Fund | 0 | 0 |
| Mr. Rakesh Markhedkar | - | 57 |
| **Salary payable** | | |
| Mr. Rakesh Markhedkar | 2 | 83 |
| Mr. Avinash Markhedkar | 4 | 6 |
| Mrs. Kanchan Markhedkar | 9 | 42 |
| Mr. Nakul Markhedkar | 12 | 16 |
| Mr. Vipul Markhedkar | 7 | 2 |
| Mr. Ashish Bahety | 7 | 1 |
| Mr. Dibyendu Ray | 4 | 5 |
| Mrs. Kajal Rakholiya | 1 | 1 |

**Notes:**

((i) Transactions with related parties are in compliance with Section 188 of the Act, as applicable. The outstanding balances at year end are unsecured and due to be settled for consideration in cash / cash equivalent.

(ii) Refer note 20 for details of guarantees provided by related parties for borrowings availed by the Group.

(iii) The remuneration to the KMPs does not includes the provision made for gratuity and compensated absences, as they are determined on an actuarial basis for the Group as a whole.

(iv) The Group executes certain projects through special purpose vehicles (SPV) which are not body corporates. These SPVs are treated as an extension of the Group itself as in substance the Group assumes all the risk and rewards related to such arrangements including managing operations of such projects. Hence such SPVs are not considered as related party for disclosure purpose in this note.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

(v) During the previous year ended 31 March 2025, pursuant to approval by National Company Law Tribunal (NCLT) of the scheme of amalgamation of the Holding Company with Farista Financial Consultants Private Limited and Deb suppliers and Traders Private Limited (collectively referred to as 'erstwhile promoters'), these erstwhile promoter companies have been amalgamated with the Holding Company and the shares held by these two entities have been reduced from the share capital of the Company and in-turn new shares of the Holding Company have been issued to the shareholders of erstwhile promoters which included Mr. Rakesh Markhedkar. Also refer note 55.

(vi) Refer note 58 for investments made by the Group subsequent to the year end.

(vii) Refer note 18(k) for details of offer for sale by Rakesh Markhedkar - sole promoter selling shareholder in relation to IPO of the Holding Company during the current year.

**NOTE 43:** Additional Information required under Schedule III to the Companies Act, 2013 for the entities included in the consolidated financial statements, as at and for the year ended 31 March 2026:

| Particulars | Principal place of business/ country of incorporation | Ownership interest | Net Assets, i.e., total assets minus total liabilities | | Share in profit or (loss) | | Share in other comprehensive income | | Share in total comprehensive income | |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | As % of consolidated net assets | Amount | As % of consolidated profit or (loss) | Amount | As % of consolidated other comprehensive income | Amount | As % of consolidated total comprehensive income | Amount |
| 1 | | | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |
| **Holding Company:** Vikran Engineering Limited | | | 100.00% | 1,23,737 | 100.00% | 9,170 | 100.00% | 69 | 100.00% | 9,239 |
| **Subsidiary:** Vikran MP Solar Private Limited (effective 22 January 2026) | India | 100.00% | 0.00% | 1 | (0.00%) | (0) | - | - | (0.00%) | (0) |
| Consolidation adjustments | | | (0.00%) | (1) | - | - | - | - | - | - |
| **Total** | | | **100.00%** | **1,23,737** | **100.00%** | **9,170** | **100.00%** | **69** | **100.00%** | **9,239** |

**Note:** The above information is disclosed only for the year ended 31 March 2026 since there was no other entity in the Group except Holding Company, in the previous year





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 44: SEGMENT INFORMATION

The Group is principally engaged in a single business segment viz. Engineering, Procurement and Construction (EPC) services. The Group's Chief Operating Decision Maker (CODM) monitor and review the operating result of the Group prepared on the basis of financial information of EPC business, as a whole. Thus, as defined in Ind AS 108 "Operating Segments", the Group's entire business falls under this one operational segment.

**(a) Revenue from sale of services on a geographic basis:**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| India | 1,24,794 | 91,182 |
| Outside India | - | - |
| **Total** | **1,24,794** | **91,182** |

**(b) Revenue from sale of services derived from major customers is as follows:**

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Revenue from top five customers | 1,04,048 | 63,685 |

**(c) For the year ended 31 March 2026, one (31 March 2025: three) customer(s). individually accounted for more than 10% of the revenue from operations. Revenue from these customer(s) is INR 69,764 lakhs (31 March 2025: INR 26,371 lakhs, INR 12,280 lakhs and INR 9,410 lakhs).**

**(d) Non-current assets***

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| India | 3,380 | 2,471 |
| Outside India | - | - |

* Excluding financial assets and tax assets.

### NOTE 45: DIVIDEND

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| **Dividend on equity shares paid during the year:** | | |
| Final dividend for the previous year paid in current year | 389 | 378 |
| | **389** | **378** |

The dividend paid by the Holding Company is in compliance with the Section 123 of Act. No income tax consequences are expected lo arise as a result of this transaction at the Group level.

### NOTE 46: PROPOSED DIVIDEND

The Board of Directors of the Holding Company, at its meeting held on 22 May 2026, proposed a final dividend of INR 0.18 per equity share. As the distribution of dividends by the Holding Company requires approval at the shareholders' meeting, no liability in this respect is recognised in the consolidated financial statements for the year ended 31 March 2026. The proposed dividend is in compliance with the Section 123 of the Act.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 47: FAIR VALUE MEASUREMENTS

**(i) Fair value hierarchy**

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participant at the measurement date.

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table..

**Level 1 :** Prices (unadjusted) in active markets for financial instruments.

**Level 2 :** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

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

**(ii) Valuation technique used to determine fair value**

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- the use of discounted cash flow for fair value at amortised cost

**(iii) Assets and liabilities which are measured at amortised cost for which fair values are disclosed**

| Particulars | As at 31 March 2026 | | | |
|---|---|---|---|---|
| | Carrying value | | | Fair value hierarchy of financial assets and liabilities measured at FVTPL |
| | Amortised cost | Financial assets / liabilities at fair value through profit or loss (FVTPL) | Total carrying value | |
| **Financial assets** | | | | |
| Investment in mutual funds | - | 117 | **117** | Level 1 |
| Trade receivables | 1,04,233 | - | **1,04,233** | - |
| Loans | 5,423 | - | **5,423** | - |
| Cash and cash equivalents | 3,326 | - | **3,326** | - |
| Other bank balances | 18,646 | - | **18,646** | - |
| Other financial assets | 8,743 | - | **8,743** | - |
| **Financial liabilities** | | | | |
| Long term borrowings | 4,584 | - | **4,584** | - |
| Short term borrowings | 24,643 | - | **24,643** | - |
| Lease liabilities | 863 | - | **863** | - |
| Trade payables | 78,842 | - | **78,842** | - |
| Other financial liabilities | 822 | - | **822** | - |





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

| Particulars | As at 31 March 2025 [Refer note 1(b)] | | | |
|---|---|---|---|---|
| | Carrying value | | | Fair value hierarchy of financial assets and liabilities measured at FVTPL |
| | Amortised cost | Financial assets / liabilities at fair value through profit or loss (FVTPL) | Total carrying value | |
| **Financial assets** | | | | |
| Investment in mutual funds | - | 113 | **113** | Level 1 |
| Trade receivables | 63,432 | - | **63,432** | - |
| Loans | 203 | - | **203** | - |
| Cash and cash equivalents | 250 | - | **250** | - |
| Other bank balances | 6,457 | - | **6,457** | - |
| Other financial assets | 3,221 | - | **3,221** | - |
| **Financial liabilities** | | | | |
| Long term borrowings | 3,192 | - | **3,192** | - |
| Short term borrowings | 24,102 | - | **24,102** | - |
| Lease liabilities | 152 | - | **152** | - |
| Trade payables | 47,762 | - | **47,762** | - |
| Other financial liabilities | 1,709 | - | **1,709** | - |

**Fair value of financial assets and liabilities measured at amortised cost**

The carrying amounts of trade receivable, cash and cash equivalents, other bank balances, security deposits, trade payables and other current financial liabilities are considered to be the same as their fair values, due to their short term nature.

Fair value of other non-current financial assets approximate their carrying amounts due to the fact that it is estimated by discounting future cash flows using market rates of interest applicable as at reporting dates.

Fair value of long term borrowings approximate their carrying amounts due to the fact that long term borrowings are measured at amortised cost using the floating rates/fixed rates of interest, which in turn are based on interest rates prevailing in the market for similar transaction.

**Fair value of financial assets measured at FVTPL**

The fair values of investments in mutual fund units is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at the reporting dates.

There are no transfers in either level during the reporting years.

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

### NOTE 48: FINANCIAL RISK MANAGEMENT

The Group activities expose it to interest rate risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance, the Group's risk management is carried out by a corporate treasury and corporate finance department under policies approved by the board of directors and top management. The Group's treasury identifies, evaluates and mitigates financial risks in close cooperation with the Group's operating units. The board provides guidance for the overall risk management, as well as policies covering specific areas.

This note explains the sources of risk which the entity is primarily exposed to and how the entity manages the risk and the related impact in the consolidated financial statements.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**A Credit risk**

Credit risk is the risk of financial loss arising from counterparty failure to repay or service dues according to the contractual terms and obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and credit worthiness of the customer on continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. The financial instruments that are subject to concentration of credit risk principally consist of trade receivables and cash and bank equivalents.

Bank deposits are placed with reputed banks / financial institutions. Hence, there is no significant credit risk on such fixed deposits. Mutual fund investments are made in plans of renowned asset management company only. The credit risk associated with bank, security deposits and mutual fund investments is relatively low.

Other financial assets includes deposits receivable, interest accrued on deposits and other receivables. These receivables are monitored on a periodic basis for assessing any significant risk of non-recoverability of dues and provision is created accordingly.

Trade receivables are typically unsecured. Credit risk on trade receivables is limited as the Group's customer base substantially includes government promoted undertakings and public sector undertakings. Also, generally the Group does not enter into sales transaction with customers having credit loss history. In addition, trade receivable balances are monitored on an on-going basis with the result that the Group's exposure to bad debts is not significant. The portion of the payments retained by the customer until final contract settlement is not considered a significant financing component since it is usually intended to provide customer with a form of security for Group's remaining performance as specified under the contract, which is consistent with the industry practice. The Group does not require collateral in respect of its trade receivables. An impairment analysis is performed at each reporting date using a provision matrix to measure ECL. The provision rates are based on days past due. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions. It also includes forward looking information like forecasts of future economic conditions, taking into account the macro economic factors affecting the ability of the customers to settle the receivables. In case of disputed trade receivables, the Group performs individual credit risk assessment and creates expected credit loss allowance (ECL) based on internal assessment for such cases.

Contract assets represent the Group's right to consideration in exchange for work completed but not yet billed as at the reporting date. Contract assets are exposed to credit risk to the extent that the customer may be unable to meet its contractual payment obligations once the right to consideration becomes unconditional. In accordance with Ind AS 109, the Group assesses impairment on contract assets using the ECL model. Since contract assets do not have contractual due dates, the Group determines impairment by grouping exposures based on the expected timing of certification and billing.

The Group also performs a specific assessment of contract assets that remain uncertified or unbilled for extended periods. Such assessment includes evaluation of project status, correspondence with customers, reasons for certification delays, contractual entitlement, customer budgetary approvals and subsequent collections, where applicable. Based on the assessment performed, management has concluded that the recognised contract assets are recoverable and the provision for expected credit losses is adequate.

**The following table provides information about the ECL rate for trade receivables :**

| Ageing bracket of trade receivables | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Upto 90 days | 0.10% to 1.00% | 0.10% to 1.00% |
| 91 to 180 days | 2.50% to 4.50% | 2.50% to 4.50% |
| 181 to 365 days | 7.00% to 11.00% | 7.00% to 11.00% |
| More than 365 days | 25.00% to 80.00% | 25.00% to 80.00% |

a) For reconciliation of loss allowance on trade receivables, refer note 14.2.

b) For reconciliation of loss allowance on contract assets, refer note 17.2.





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**B Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding to meet obligations when due. Due to the dynamic nature of the underlying businesses, Group maintains flexibility in funding by maintaining sufficient cash and bank balances available to meet the working capital requirements. Management monitors rolling forecasts of the Group's liquidity position on the basis of expected cash flows.

The Group's principal sources of liquidity are cash and cash equivalents, and the cash flow that is generated from operations. The Group believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived. The Group closely monitors its liquidity position and maintains adequate source of funding.

The Group also participates in supply chain financing arrangement (SCF) under which suppliers may elect to receive early payment of their invoice by factoring their receivables.

**(i) Maturities of financial liabilities**

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on the contractual undiscounted payments.

Refer note 39 for contractual maturities of lease liabilities..

| As at 31 March 2026 | Carrying amount | Contractual maturities | | | | |
|---|---|---|---|---|---|---|
| **Particulars** | **Amount** | **Repayable on demand** | **Upto 1 year** | **Between 1 - 3 years** | **Beyond 3 years** | **Total** |
| **Financial liabilities** | | | | | | |
| Borrowings | 29,227 | 5,863 | 18,665 | 4,699 | - | **29,227** |
| Trade payables | 78,842 | - | 75,890 | 2,517 | 435 | **78,842** |
| Other financial liabilities | 822 | - | 822 | - | - | **822** |
| **Total** | **1,08,891** | **5,863** | **95,377** | **7,216** | **435** | **1,08,891** |

| As at 31 March 2025 [Refer note 1(b)] | Carrying amount | Contractual maturities | | | | |
|---|---|---|---|---|---|---|
| **Particulars** | **Amount** | **Repayable on demand** | **Upto 1 year** | **Between 1 - 3 years** | **Beyond 3 years** | **Total** |
| **Financial liabilities** | | | | | | |
| Borrowings | 27,294 | 13,015 | 11,140 | 3,112 | 27 | **27,294** |
| Trade payables | 47,762 | - | 45,317 | 2,445 | - | **47,762** |
| Other financial liabilities | 1,709 | - | 1,709 | - | - | **1,709** |
| **Total** | **76,765** | **13,015** | **58,166** | **5,557** | **27** | **76,765** |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**C Market risk**

Market risk is the risk that changes in market prices, such as interest rates and equity prices will affect the Group'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, while optimising the return. The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks.

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rate risks. The Group's exposure to risk of changes in market interest rates primarily to the Group's long-term debt obligations. For the Group the interest risk arises mainly from interest bearing borrowings which are at floating interest rates. To mitigate interest rate risk, the Group closely monitors market interest and optimise borrowing mix / composition.

**(i) Cash flow and interest rate risk**

- **Interest rate risk management**

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rate risks. The Group's exposure to risk of changes in market interest rates primarily to the Group's long-term debt obligations with floating interest rates. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings.

- **Interest rate exposure**

The exposure of the Group's borrowing to interest rate changes at the end of the reporting year are as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Variable rate borrowing | 17,766 | 16,757 |
| Fixed rate borrowings | 11,461 | 10,537 |
| **Total** | **29,227** | **27,294** |

- **Interest rate sensitivity**

A change of 50 bps in interest rates would have following impact on profit before tax and equity (holding all other variables constant)

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| 50 bps increase would decrease the profit before tax/equity by* | (89) | (84) |
| 50 bps decrease would increase the profit before tax/equity by* | 89 | 84 |

* Sensitivity is calculated based on the assumption that amount outstanding as at reporting dates were utilised during the year.

**(ii) Mutual fund price risk**

The value of unquoted mutual fund investments measured at fair value through profit and loss as at 31 March 2026 is INR 117 lakhs (31 March 2025: INR 113 lakhs. A 10% change in value for year ended 31 March 2026 would result in an impact of INR 12 lakhs (31 March 2025: INR 11 lakhs) on profit before tax and other equity (holding all other variables constant).





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

### NOTE 49: CAPITAL MANAGEMENT

The Group's objectives when managing capital are to :

1. Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
2. Maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, reduce debt or sell assets.

The Group maintains its capital structure and makes adjustments, if required in the light of changes in economic conditions and the requirements of the financial covenants. Consistent with others in the industry, the Group monitors its capital using the gearing ratio which is net debt divided by equity and intends to manage optimal gearing ratios. In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the borrowings that define the capital structure.

The gearing ratios are as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Net debt (Total borrowings less cash and cash equivalents) | 25,901 | 27,044 |
| Total equity | 1,23,737 | 46,787 |
| **Capital gearing ratio** | **0.21** | **0.58** |

### 50 : DISCLOSURE AS PER IND AS 115 - REVENUE FROM CONTRACTS WITH CUSTOMERS

**a) Reconciliation of revenue from sale of services with the contracted price**

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Contracted price as at opening of the year | 1,69,825 | 2,01,793 |
| Add : New contracts entered during the year | 3,64,961 | 56,506 |
| Add/(Less): Increase due to additional consideration recognised as per contractual terms/(decrease) due to scope reduction (net), including variable consideration (if any) | 6,146 | 2,708 |
| Less: Revenue recognized during the year | 1,24,794 | 91,182 |
| **Contracted price as at end of the year** | **4,16,138** | **1,69,825** |

**Unsatisfied performance obligations:**

The aggregate amount of transaction price allocated to performance obligation that are unsatisfied as at the end of reporting year is INR 416,138 lakhs (31 March 2025: INR 169,825 lakhs). Management expects that the transaction price allocated to unsatisfied contracts will be recognised as revenue over the next 1 to 3 years (31 March 2025: 1 to 3 years) depending upon the progress of each contract.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**b) Revenue based on performance obligations**

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| As services are rendered (over the period of time) | 1,24,794 | 91,182 |
| Upon completion of services (at a point in time) | - | - |

**c) Recognised revenue earned from:**

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Related parties | - | - |
| Others | 1,24,794 | 91,182 |

**d) Contract balances**

| Particulars | As at 31 March 2026 | As at 31 March 2025 [Refer note 1(b)] |
|---|---|---|
| Trade receivables (net carrying value) | 1,04,233 | 63,432 |
| Contract assets (unbilled work in progress) | 86,813 | 46,684 |
| Advance from customers | 8,574 | 2,335 |
| Contract liability* | 3,840 | 4,400 |

Balance of trade receivables as at 01 April 2024 was INR 46,390 lakhs.

* Revenue recognised during the year from opening contract liability is INR 806 lakhs (31 March 2025 : INR 11,060 lakhs).

**e) Movement in contract assets and contract liability**

| Particulars | Contract assets (gross) | Contract liability and customer advances |
|---|---|---|
| **Balance as on 01 April 2024** | **28,916** | **14,960** |
| Net increase/ (decrease) | 17,768 | (8,225) |
| **Balance as on 31 March 2025** | **46,684** | **6,735** |
| Net increase/ (decrease) | 40,129 | 5,679 |
| **Balance as on 31 March 2026** | **86,813** | **12,414** |

**Note:** Increase in contract assets is primarily due to higher revenue recognition as compared to progress billing during the year in certain projects, whereas reduction in contract liabilities is due to lower progress billing as compared to revenue recognition during the year in certain other projects.

**f) Cost to obtain or fulfil the contract:**

(i) Amount of amortisation recognised in Statement of Profit and Loss during the year : Nil (31 March 2025: Nil).

(ii) Amount recognised as contract assets in relation to cost incurred for obtaining contract as at 31 March 2026 : Nil (31 March 2025: Nil).

**g)** In the normal course of business, the payment terms contractually agreed with the customers ranges from 45 to 60 days except retention monies which are due after the completion of the project as per the terms of contract.





## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless otherwise stated)

**51** Figures for the previous year have been regrouped/ rearranged, wherever considered necessary, to conform to current year's classification. The impact of such reclassification/ regrouping is not material to the users of the consolidated financial statements. Also refer note 1(b).

**52 OTHER STATUTORY INFORMATION AS PER SCHEDULE III TO THE ACT**

(i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

(ii) The Group has not traded or invested in Crypto currency or Virtual Currency during the reporting years.

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

(iv) The Group has complied with the number of layers prescribed under the Companies Act, 2013.

(v) There are no transactions or outstanding balances with struck off companies as at and for the years ended 31 March 2026 and 31 March 2025 except below:

| Name of entity | Nature of transactions | 31 March 2026 | 31 March 2025 [Refer note 1(b)] | Relationship |
|---|---|---|---|---|
| Eweels Logistics Services India Private Limited | Advance | 0 | 0 | Vendor |
| Lorshi Enterprises Private Limited | Payables | 0 | 0 | Vendor |
| Taneesh Travel And Tours Private Limited | Advance | 0 | 0 | Vendor |
| Kedar Badri Construction Private Limited* | Payables | 3 | 3 | Vendor |
| Rishabh Human Resource Solution Private Limited* | Payables | 2 | 2 | Vendor |
| TMSV Paripurnam Infrastructure (OPC) Private Limited* | Payables | 0 | 0 | Vendor |
| Unive Orbital Private Limited | Payables | 3 | 3 | Vendor |
| Vidhudi Engineering India Private Limited | Payables | 0 | 0 | Vendor |
| Plinth Construction Private Limited | Payables | 0 | 0 | Vendor |
| Sujala Pipes Private Limited | Payables | 2 | - | Vendor |
| Jyotipriya Infratech Private Limited | Payables | 0 | 0 | Vendor |

** Balance written back.*

**53 The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall :**

(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.

**54 The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (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 Group ( Ultimate Beneficiaries); or

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in INR lakhs, unless stated otherwise)

**55** The Board of Directors of the Holding Company, at their meeting held on 18 December 2021, had approved the scheme of amalgamation of Farista Financial Consultants Private Limited ("Farista") and Deb Suppliers and Traders Private Limited ("Deb") (hereinafter, collectively referred as Transferor Companies') with the Holding Company under section 230 to 232 of the Act and other applicable provisions of the Act read with Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 ('the Merger'). The aforesaid Scheme of Merger was approved by National Company Law Tribunal, Mumbai Bench ('NCLT') during the previous year, vide its order dated 14 August 2024 pronouncing 01 April 2023 as the Appointed Date. The certified true copy of the NCLT order was filed by the Holding Company with Registrar of Companies on 23 August 2024 ('Effective Date').

Pursuant to the said NCLT order and the scheme of the Merger, the Company has issued 1,445,940 and 1,450,840 equity shares (having face value of INR 1 each) to the shareholders of Farista and Deb, respectively in the swap ratio as mentioned in the NCLT order. From the equity shares issued to them, 1,449,480 equity shares previously held by Farista and 1,444,300 equity shares previously held by Deb (having face value of INR 1 each) in the Company have been reduced from the Effective Date. Further, Deb and Farista have been amalgamated with the Company from the Effective Date.

Management has assessed that the Merger is not in the nature of business combination as per Ind AS 103 - 'Business Combinations' as Farista and Deb did not have inputs/processes through which any output could be generated. Further, the impact of the Merger is not material to the Company. Consequently, the impact of the Merger has taken from the Effective Date in the books of the Company.

Assets acquired and liabilities assumed as on the Effective Date:

| Particulars | Amount |
|---|---|
| Income tax assets | 28 |
| Cash and cash equivalents | 15 |
| Trade payables | (1) |
| **Net assets acquired (a)** | **42** |
| Reduction of existing equity shares held by Farista and Deb in the Company as per the scheme | (29) |
| Issue of new equity shares to the Individual shareholders as per the scheme | 29 |
| **Net impact of equity shares issued (b)** | **0** |
| **Transferred to retained earnings since the merger is not in the nature of business combination (a+b)** | **42** |

**Notes:**

a) There is no contingent consideration payable as a part of the scheme of merger.

b) Transaction costs have been expensed in the statement of profit and loss.

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

The Holding Company uses an accounting software for maintaining its books of account which is operated by a third party software service provider 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 at an application level. The 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with ISAE 3402, Assurance Reports on Controls at a Service Organisation) does not provide any information regarding the existence, operation, retention or tampering (if any) of the audit trail feature at database level for the said accounting software. Consequently, the Holding Company is unable to ascertain whether any audit trail maintained at the database level has been enabled, retained, or safeguarded from tampering. The audit trail feature at the application level has not been tampered with and has been preserved by the Holding Company in accordance with the applicable statutory record retention requirements.

The subsidiary company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the period, from its date of incorporation to 31 March 2026, for all relevant transactions recorded in the software. The audit trail feature has not been tampered with.

**57** **Disclosure of Supplier Finance Arrangements in the nature of Borrowings:**

The Group, in case of certain suppliers, enjoys extended credit period by using its credit line after the due date of the invoice. Since these are in nature of working capital loan/ short term loan, such amounts are disclosed as borrowings (Refer note 20).

By virtue of commercial agreement with the finance providers, the Group gets extended credit period for which the finance providers charges interest and processing fee as well which is presented as finance costs. The Group placed certain current assets as a collateral with the finance providers to avail some of such facilities. Such secured facilities have been repaid as at 31 March 2026. The terms of such arrangements are largely similar to other working capital financing obtained by the Group from various banks/financial institution. The carrying value of liabilities related to supplier finance arrangement being presented under "Borrowings" are considered to be reasonable approximation of fair value, largely due to the short-term nature of the arrangement.

Disclosures of the supplier finance arrangement are as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 Refer note 1(b) |
|---|---|---|
| **Carrying amount of liabilities under supplier finance arrangement** | | |
| Presented within borrowings | 1,424 | 4,755 |
| - Of which suppliers have received payment from the finance provider | 1,424 | * |
| **Range of payment due dates** | | |
| Liabilities that are part of the arrangement | 0-120 days | * |
| Comparable trade payables that are not part of an arrangement | 0-90 days | * |

* The Group applied transitional relief available under Supplier Finance Arrangements (Amendments to Ind AS 7 and Ind AS 107) and has not provided comparative information in the first year of adoption.

**Non-cash changes**

There were no material business combinations or foreign exchange differences that would affect the liabilities under the supplier finance arrangement in either period. Change in classification from trade payables to borrowing under the supplier finance arrangement of INR 1,424 lakhs as on 31 March 2026 has been considered as non cash transfers for the purpose of disclosure under Ind AS 7.

**Presentation in the Statement of Cash Flows**

The Group has classified the payment made by the finance providers under the aforementioned supplier finance arrangement as operating cash outflows with corresponding financing cash inflows at the time the finance providers pays the vendor, as in substance the Group has considered that the finance providers are acting as payment agent on behalf of the Group. Later, when the Group subsequently pays the outslanding amount to the finance providers, such cash outflow are presented under cash flows from financing activity.

**Liquidity risk analysis for facilities under supplier finance arrangements:**

The Group's commercial contracts with vendors take into account several factors when determining payment terms. These include market conditions, origins of sourcing, and the ability of the vendor to obtain early financing, for example through supplier finance arrangements or direct arrangements with financial institutions. These factors lead to a diversity of payment terms throughout the Group, avoiding concentration of payment terms. The Group has implemented supplier finance arrangements with various finance providers across the country. This has improved the Group's working capital. The finance providers are in good financial condition, and the Group has no significant concentration on liquidity risk with these finance providers.

## 58 Events after the reporting date:

a) The Group acquired 100% equity stake in NOPL Solar Projects Private Limited for an aggregate consideration of INR 1,000 lakhs, pursuant to Share Purchase Agreements dated 27 April 2026 and 20 May 2026 for acquiring 49% equity stake and 51% equity stake, respectively. Such investment is in line with the Group's strategy to expand its presence in the renewable energy sector.

b) The Group has subscribed to 100% of the paid-up equity share capital of INR 1 lakh in Vikran Renewable Private Limited on its incorporation date - 04 May 2026, thereby making it a wholly-owned subsidiary with effect from that date.

c) The Group has subscribed to 100% of the paid-up equity share capital of INR 1 lakh in Vikran For Good Foundation ("VGF") on its incorporation date - 04 May 2026. VGF is incorporated under Section 8 of the Companies Act, 2013 to undertake charitable and social impact initiatives, including activities aligned with the corporate social responsibility objectives of the Group.

As per our report of even date attached.

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

**Rakesh R. Agarwal**
Partner
Membership No. : 109632

Place: Mumbai
Date: 22 May 2026

**For and on behalf of the Board of Directors**
**Vikran Engineering Limited**

**Rakesh Markhedkar**
Chairman & Managing Director
DIN : 07009284

Place: Thane
Date: 22 May 2026

**Avinash Markhedkar**
Whole Time Director
DIN : 03089201

Place: Thane
Date: 22 May 2026

**Ashish Bahety**
Chief Financial Officer
Place: Thane
Date: 22 May 2026

**Kajal Rakholiya**
Company Secretary
Place: Thane
Date: 22 May 2026

VIKRAN
ENGINEERING LIMITED

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Wagle Industrial Estate, Thane West, Thane, Maharashtra 400604.