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**Independent Auditor's Report**

**To the Members of Syrma SGS Technology Limited**

**Report on the Audit of the Standalone Financial Statements**

**Opinion**

1. We have audited the accompanying standalone financial statements of Syrma SGS Technology 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 Flow 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.

**Emphasis of Matter- Scheme of Amalgamation**

4. We draw attention to note 56 to the accompanying standalone financial statements, which describes that the Company has given effect to the Scheme of Amalgamation ('the Scheme') amongst SGS Infosystems Private Limited (Transferor Company 1), SGS Tekniks Manufacturing Private Limited (Transferor Company 2) and the Company (Transferee Company") and their respective shareholders and creditors, with appointed date of the Scheme being 01 April 2023, as approved by the Hon'ble National Company Law Tribunal vide its order dated 07 October 2025, in accordance with the accounting treatment prescribed in the Scheme which is in line with the accounting principles as laid down in Appendix C to Ind AS 103, "Business Combinations". Accordingly, the comparative financial statement for the corresponding previous year presented in the accompanying standalone financial statements has been restated from the beginning of the preceding year presented, 01 April 2024. Our opinion is not modified in respect of this matter.

**Key Audit Matters**

5. 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.

6. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Key audit matter | How our audit addressed the key audit matter |
|---|---|
| **Revenue recognition from sale of goods** | |
| Refer note 2.10 and note 30 to the accompanying standalone financial statements for the material accounting policy information relating to revenue recognition and details of revenue recognised by the Company during the year.<br><br>The revenue of the Company consists primarily of sale of manufactured goods. The Company recognises such revenue in accordance with the principles of Ind AS 115, Revenue from Contracts with Customers ('Ind AS 115'), at a point in time when the Company transfers the control of goods to its customers, and there is no unfulfilled obligation. Revenue towards a performance obligation is measured at the amount of transaction price allocated to that performance obligation, including variable consideration pertaining to rebates and discounts offered by the Company to its customers.<br><br>The Company has a large number of customers operating in various geographies and the sales contracts/arrangements with such customers have varying commercial terms, including international commercial terms ('INCO terms') that determine the timing of transfer of control. Owing to the above factors, significant efforts and judgment of the management are required in determining the timing of transfer of control and measurement of revenue recognition in accordance with Ind AS 115.<br><br>Further, the Company also focuses on revenue as a key performance measure, which could create an incentive for overstating revenue and thus, the timing of revenue recognition is critical as there is a risk of revenue being recognised before the control is transferred to the customers.<br><br>Considering the diverse terms of contracts with the customers, materiality of amounts involved, the volume of transactions, significant judgements involved, revenue from sale of goods is determined to be an area involving significant risk that requires significant auditor attention and therefore revenue recognition has been considered as a key audit matter for the current year audit. | Our audit in relation to revenue recognition from sale of goods included, but were not limited to, the following procedures:<br><br>a) Obtained an understanding of the management's process for revenue recognition and evaluated the appropriateness of the Company's revenue recognition accounting policies in accordance with Ind AS 115;<br><br>b) Evaluated the design and implementation, and tested the operating effectiveness of the key controls relating to revenue recognition;<br><br>c) Performed analytical procedures on revenue recognized during the year such as gross profit margin analysis, product wise analysis, ratio analysis, customer analysis, etc. to determine any unusual trends;<br><br>d) Tested samples of revenue transactions recorded during the year and during specific period before and after year end by inspecting the underlying supporting documentation which includes goods dispatch notes, shipping documents and proof of delivery to ensure revenue is recorded by correct amount in the correct period for such transactions;<br><br>e) Performed other substantive audit procedures including obtaining trade receivables confirmations on a sample basis and reconciling revenue recorded during the year with statutory returns and review of unusual significant transactions;<br><br>f) Tested manual journal entries impacting revenue selected on risk based criteria with supporting documents and evaluated business rationale thereof; and<br><br>g) Assessed the appropriateness and adequacy of disclosures made in the standalone financial statements in accordance with the requirements of Ind AS 115. |

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><th colspan="2">Impairment assessment of investments, loans and other balances receivable from its subsidiaries</th></tr>
<tr><td>Refer note 2.5 to the standalone financial statements for the material accounting policy information on the impairment assessment of the investments, loans and other balances receivable from its subsidiaries and note 7, 8(a) and 16(f) to the accompanying standalone financial statements for related financial disclosures.<br><br>The management has identified impairment indicators as at 31 March 2026 in respect of investments in certain subsidiaries, which are carried at cost, since the net worth of such entities as at the reporting date is lower than the respective carrying values of these investments. Accordingly, the management has carried out an impairment assessment in respect of such investments in subsidiaries in accordance with the requirements of Ind AS 36, Impairment of Assets ('Ind AS 36').<br><br>Further, as a result of the above, the management has determined that there has been a significant increase in the credit risk pertaining to the loans given to and other balances recoverable from such subsidiaries and accordingly, has assessed lifetime Expected Credit Loss ('ECL') for such asset balances in accordance with the requirements of Ind AS 109, Financial Instruments ('Ind AS 109').<br><br>As at 31 March 2026, the carrying value of investments in, loans extended to, and other recoverable from subsidiaries aggregates to Rs. 5,807.55 million, Rs. 535.71 million and Rs. 69.19 million, respectively.<br><br>The management has determined the recoverable value of the said investments, loans and other balances, by computing fair value of such entities using discounted cash flow model with the help of external valuation experts.<br><br>Significant estimates and judgements underpinning such determination include estimation of growth rates and profit margins used in projected cash flows from such entities and the discount rates used for discounting such cash flows to their present value.<br><br>Considering the materiality of carrying value of investments, loans and other receivable from subsidiaries, and high inherent level of subjectivity and estimation uncertainty with respect to the assumptions used, impairment assessment of investments, loans and other balances receivable from subsidiaries is considered to be a key audit matter for the current year audit.</td><td>Our audit in relation to the impairment assessment of investments, loans and other balances receivable from subsidiaries included, but was not limited, to the following procedures:<br><br>a) Obtained an understanding of the management process and controls for identification of possible impairment indicators and related impairment testing of investments, loans and other balances;<br><br>b) Evaluated the design and implementation, and tested the operating effectiveness of relevant internal controls with respect to impairment assessment of investments, loans and other balances;<br><br>c) Assessed the appropriateness of the accounting policy adopted by the Company relating to impairment assessment in accordance with the requirements of applicable accounting standards;<br><br>d) Traced the cash flow forecasts used in the valuations to approved budgets and business plans;<br><br>e) With respect to the valuations performed by management's valuation experts, we also performed the following procedures:<br><br>• Obtained and read the valuation report issued by the management for determining the fair value ('recoverable amount');<br>• Considered the competence and objectivity of the expert involved; and<br>• Involved auditor's experts to review the appropriateness of valuation methodology and key valuation assumptions used in the said valuations;<br><br>f) Challenged the key assumptions made by the management for the purpose of forecasted cash flows based on our knowledge of the business and market conditions, and reviewed the historical accuracy of projections made by the management in the past basis actual results;<br><br>g) Performed sensitivity analysis of key assumptions used in the valuation to determine and consider related estimation uncertainty;<br><br>h) Checked the mathematical accuracy of the impairment assessment workings;<br><br>i) Assessed the appropriateness and adequacy of disclosures included in the standalone financial statements in compliance with the applicable accounting standards.</td></tr>
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**Information other than the Standalone Financial Statements and Auditor's Report thereon**

7. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the standalone financial statements does not cover the other information and we will 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 identified above when it becomes available 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.

   When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

8. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

9. 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.

10. 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**

11. 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.

12. 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.

13. 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.

14. 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.

15. 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.

**Other Matter**

16. The financial statement of SGS Infosystems Private Limited ("Transferor Company 1") included in the accompanying standalone financial statements while giving effect to the Scheme of Amalgamation as detailed in note 56 to the accompanying standalone financial statements is based on the audited financial statements of the Transferor Company 1 for the year ended 31 March 2025, which have been audited by another firm of Chartered Accountants, R.K. Raman & Co., who have issued an unmodified opinion on the said financial statements vide their audit report dated 07 May 2025. Such audit report has been furnished to us by the management and has been relied upon by us for aforementioned purpose. Our opinion is not modified in respect of this matter.

**Report on Other Legal and Regulatory Requirements**

17. 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.

18. 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.

19. 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 matters stated in paragraph 19(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;

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 19(b) above on reporting under section 143(3)(b) of the Act and paragraph 19(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 note 39 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2026;

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2026;

   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 51VII(e) to the 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 persons or entities, 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;

      b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 51VII(f) to the standalone financial statements, no funds have been received by the Company from any persons or entities, 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

      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. 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.

   As stated in note 54 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; and

**Independent Auditor's Report of even date to the members of Syrma SGS Technology Limited on the standalone financial statements for the year ended 31 March 2026 (cont'd)**

vi. As stated in note 53 to the standalone financial statements and based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2025, has used accounting software for maintaining its books of account and payroll software for maintaining payroll records 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 respective software, except that the audit trail feature was not enabled at the database level for accounting software to log any direct data changes used for maintenance of all accounting records. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, other than the consequential impact of the above exception. Furthermore, except for the consequential impact of the above exception, the audit trail has been preserved by the Company as per the statutory requirements for record retention in the accounting and payroll software from the date the audit trail was enabled for the respective software.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

**Manish Agrawal**
Partner
Membership No.: 507000

**UDIN**: 26507000QKRQIB8136

**Place**: Gurugram
**Date**: 11 May 2026

**Annexure A referred to in paragraph 18 of the Independent Auditor's Report of even date to the members of Syrma SGS Technology 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, capital work-in-progress and relevant details of right-of-use assets.

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

(b) The Company has a regular programme of physical verification of its property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets under which the assets are physically verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets were verified during the year and no material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties 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), disclosed in Note 3 to the standalone financial statements, are held in the name of the Company, except for the following properties:

| Description of property | Gross carrying value (In Rs. million) | Held in name of | Whether promoter, director or their relative or employee | Period held | Reason for not being held in name of Company |
|---|---|---|---|---|---|
| Freehold Land (A-3 Infocity, Sector 34, Gurugram) | 9.67 | SGS Tekniks Private Limited | No | 22 years and 3 months | The title deeds are in the name of SGS Tekniks Private Limited, which was subsequently amalgamated with SGS Tekniks Manufacturing Private Limited pursuant to the order of the Hon'ble High Court of Punjab & Haryana dated 15 September 2012, and thereafter amalgamated with the Company pursuant to the Scheme of amalgamation approved by the Hon'ble NCLT, Mumbai Bench vide order dated 07 October 2025. |
| Freehold Land (Plot no 88, HPSIDC, Baddi, Himachal Pradesh) | 4.07 | SGS Tekniks Private Limited | No | 19 years and 3 months | |
| Freehold Land (Plot no 89, Industrial Area, Baddi, Himachal Pradesh) | 5.55 | SGS Tekniks Manufacturing Private Limited | No | 16 years and 5 months | The title deeds are in the name of SGS Tekniks Manufacturing Private Limited, an erstwhile subsidiary which has been amalgamated with the Company pursuant to the Scheme of amalgamation approved by the Hon'ble NCLT, Mumbai Bench vide order dated 07 October 2025. |

**Annexure A referred to in Paragraph 18 of the Independent Auditor's Report of even date to the members of Syrma SGS Technology Limited on the standalone financial statements for the year ended 31 March 2026 (cont'd)**

| Description of property | Gross carrying value (In Rs. million) | Held in name of | Whether promoter, director or their relative or employee | Period held | Reason for not being held in name of Company |
|---|---|---|---|---|---|
| Freehold Land (Plot No. 174, sector 4, Imt Manesar) | 288.11 | SGS Infosystems Private Limited | No | 13 years and 5 months | The title deeds are in the name of SGS Infosystems Private Limited, an erstwhile subsidiary which has been amalgamated with the Company pursuant to the Scheme of amalgamation approved by the Hon'ble NCLT, Mumbai Bench vide order dated 07 October 2025. |

(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 Companies (Auditor's Report) Order, 2020 (hereinafter referred to as '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, except for goods-in-transit. 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. In respect of goods-in-transit, these have been confirmed from corresponding receipt and dispatch inventory records.

(b) As disclosed in Note 24 to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of Rs. 5 crores 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 not subject to audit/review.

(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. The Company has also not made investments in or provided any loans to firms, limited liability partnerships or any other parties during the year. The Company has made investments in and granted unsecured loans to Companies during the year, in respect of which:

(a) The Company has provided loans to subsidiaries during the year as per details given below:

(Amounts in Rs. million)

| Particulars | Loans |
|---|---|
| Aggregate amount provided/granted during the year:<br>- Subsidiaries | 90.65 |
| Balance outstanding as at balance sheet date:<br>- Subsidiaries | 234.64 |

**Annexure A referred to in Paragraph 18 of the Independent Auditor's Report of even date to the members of Syrma SGS Technology Limited on the standalone financial statements for the year ended 31 March 2026 (cont'd)**

(b) The Company has not provided any guarantee or given any security or granted any advances in the nature of loans during the year. Further, in our opinion, and according to the information and explanations given to us, the investments made and terms and conditions of the grant of all loans are, prima facie, not prejudicial to the interest of the Company.

(c) In respect of three loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and principal and interest amount is not due for repayment currently.

In respect of three loans granted by the Company, the schedule of repayment of principal and the payment of the interest has not been stipulated and accordingly, we are unable to comment as to whether the repayments/receipts of principal and interest are regular.

(d) There is no overdue amount in respect of loans granted to such companies.

(e) In respect of three loans granted by the Company, the schedule of repayment of principal and interest has not been stipulated. According to the information and explanation given to us, such loans have not been demanded for repayment as on date.

The Company has not granted any other loans which have fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans/advances in nature of loan that existed as at the beginning of the year.

(f) The Company has granted loans which are repayable on demand, as per details below:

(Amounts in Rs. million)

| Particulars | All Parties | Related parties |
|---|---|---|
| Aggregate of loans<br>- Repayable on demand (A)<br>- Agreement does not specify any terms or period of repayment (B) | <br>90.65<br>- | <br>90.65<br>- |
| **Total (A+B)** | **90.65** | **90.65** |
| Percentage of loans to the total loans | 100% | 100% |

(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 and investments made and guarantees and security provided by it, as applicable. Further, the Company has not entered into any transaction covered under section 185 of the Act.

(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 products/ services/ business activities 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, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few 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.

**Annexure A referred to in Paragraph 18 of the Independent Auditor's Report of even date to the members of Syrma SGS Technology Limited on the standalone financial statements for the year ended 31 March 2026 (cont'd)**

(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:

(Amounts in Rs. million)

| Name of the statute | Nature of dues | Gross Amount | Amount paid under Protest | Period to which the amount relates | Forum where dispute is pending |
|---|---|---|---|---|---|
| Goods and services Act, 2017 | Discrepancy in tax payable between GSTR-1 and GSTR 3B | 6.62 | Nil | Financial year 2017-18 | Deputy Commissioner (GST Appeals II) |
| Goods and services Act, 2017 | Availment of input tax credit for cases not reflecting in the GSTR 2A | 2.34 | Nil | Financial year 2019-20 to 2021-22 | Additional/Joint Commissioner (Appeals) |
| Income Tax Act, 1961# | Deemed dividend and other disallowances | 3.01 | 4.02 | Assessment year 2006-07 | Assessing Officer |
| Income Tax Act, 1961# | Disallowance under section 14A and 80IC | 0.91 | 0.20 | Assessment year 2016-17 | Commissioner of Income Tax (A) |
| Income Tax Act, 1961# | Disallowance under section 14A | 0.92 | Nil | Assessment year 2017-18 | Commissioner of Income Tax (A) |
| Haryana Tax on Entry of Goods into Local Areas Act, 2008 read with Haryana VAT Act, 2003 | Entry tax on stock transfer | 0.05 | Nil | Financial year 2015-16 | Appellate Authority (Haryana) |
| Haryana Tax on Entry of Goods into Local Areas Act, 2008 read with Haryana VAT Act, 2003 | Entry tax on stock transfer | 1.03 | Nil | Financial year 2016-17 | Appellate Authority (Haryana) |
| Haryana Tax on Entry of Goods into Local Areas Act, 2008 read with Haryana VAT Act, 2003 | Entry tax on stock transfer | 0.16 | Nil | Financial year 2017-18 | Appellate Authority (Haryana) |

# These matters pertains to the erstwhile subsidiary SGS Tekniks Manufacturing Private Limited which has been amalgamated with the Company pursuant to the Scheme of amalgamation approved by the Hon'ble NCLT, Mumbai Bench vide order dated 07 October 2025.

(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 its loans or borrowings or in the payment of interest thereon to any lender.

(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.

**Annexure A referred to in Paragraph 18 of the Independent Auditor's Report of even date to the members of Syrma SGS Technology Limited on the standalone financial statements for the year ended 31 March 2026 (cont'd)**

(c) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of term loans during the year and there has been no utilisation during the current year of the term loans obtained by the Company during any previous years. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the 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 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 subsidiaries and associate.

(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 subsidiaries or associate Company.

(x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Further, in our opinion and according to the information and explanations given to us, money raised in the previous years by way of initial public offer 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.

(b) During the year, the Company has made private placement of shares. In our opinion and according to the information and explanations given to us, the Company has complied with the 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.

(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.

**Annexure A referred to in Paragraph 18 of the Independent Auditor's Report of even date to the members of Syrma SGS Technology Limited on the standalone financial statements for the year ended 31 March 2026 (cont'd)**

(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 ('CIC') (Reserve Bank) Directions, 2016) does not have any CIC.

(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) According to the information and explanations given to us, the Company does not have any unspent amounts towards Corporate Social Responsibility in respect of any ongoing or other than ongoing project as at the end of the financial year. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

(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

**Manish Agrawal**
Partner
Membership No.: 507000

**UDIN:** 26507000QKRQIB8136

**Place**: Gurugram
**Date**: 11 May 2026

**Annexure B to the Independent Auditor's Report of even date to the members of Syrma SGS Technology Limited on the standalone financial statements for the year ended 31 March 2026**

**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 Syrma SGS Technology 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 ('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 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. 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.

**Annexure B to the Independent Auditor's Report of even date to the members of Syrma SGS Technology Limited on the standalone financial statements for the year ended 31 March 2026 (cont'd)**

**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 respect 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

**Manish Agrawal**
Partner
Membership No.: 507000

**UDIN**: 26507000QKRQIB8136

**Place**: Gurugram
**Date**: 11 May 2026

**Syrma SGS Technology Limited**
**Standalone Balance Sheet as at 31 March 2026**
(All amounts are in million Indian rupees, unless otherwise stated)
CIN L30007MH2004PLC148165

| | Particulars | Note | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|---|
| A | **ASSETS** | | | |
| I | **Non-current assets** | | | |
| | (a) Property, plant and equipment | 3A | 6,613.84 | 5,721.06 |
| | (b) Capital work-in-progress | 3B | 335.39 | 526.94 |
| | (c) Right-of-use assets | 4A | 958.60 | 1,015.05 |
| | (d) Goodwill | 5 | 1,090.92 | 1,090.92 |
| | (e) Other intangible assets | 5.1 | 74.06 | 132.37 |
| | (f) Intangible assets under development | 5.2 | 39.21 | 30.21 |
| | (g) Financial assets | | | |
| | (i) Non-current investments | 7 | 5,807.55 | 3,092.69 |
| | (ii) Loans | 8 | 644.71 | 681.51 |
| | (iii) Other financial assets | 9 | 94.01 | 84.84 |
| | (h) Income tax asset (net) | 10 | 31.87 | 122.82 |
| | (i) Other non-current assets | 11 | 162.82 | 85.50 |
| | **Total non-current assets** | | **15,852.98** | **12,583.91** |
| II | **Current Assets** | | | |
| | (a) Inventories | 12 | 9,192.28 | 7,724.53 |
| | (b) Financial assets | | | |
| | (i) Current investments | 13 | 4,846.05 | 181.29 |
| | (ii) Trade receivables | 14 | 15,958.83 | 14,114.02 |
| | (iii) Cash and cash equivalents | 15 | 1,647.46 | 679.52 |
| | (iv) Other bank balances | 15.1 | 915.90 | 2,137.73 |
| | (v) Other financial assets | 16 | 1,981.07 | 988.59 |
| | (c) Other current assets | 17 | 1,957.53 | 1,761.43 |
| | **Total current assets** | | **36,499.12** | **27,587.11** |
| | **Total assets** | | **52,352.10** | **40,171.02** |
| B | **EQUITY AND LIABILITIES** | | | |
| I | **Equity** | | | |
| | (a) Equity share capital | 18 | 1,926.25 | 1,780.47 |
| | (b) Other equity | 19 | 27,689.36 | 15,483.08 |
| | **Total equity** | | **29,615.61** | **17,263.55** |
| II | **Liabilities** | | | |
| 1 | **Non-current liabilities** | | | |
| | (a) Financial liabilities | | | |
| | (i) Borrowings | 20 | 106.97 | 357.05 |
| | (ii) Lease liabilities | 4B | 207.56 | 249.41 |
| | (iii) Other financial liabilities | 21 | 259.02 | 237.81 |
| | (b) Provisions | 22 | 161.77 | 132.84 |
| | (c) Deferred tax liabilities (net) | 46.4 | 101.49 | 113.21 |
| | (d) Other non-current liabilities | 23 | 65.55 | 67.49 |
| | **Total non-current liabilities** | | **902.36** | **1,157.81** |
| 2 | **Current liabilities** | | | |
| | (a) Financial liabilities | | | |
| | (i) Borrowings | 24 | 2,355.09 | 5,438.39 |
| | (ii) Lease liabilities | 4B | 52.99 | 54.10 |
| | (iii) Trade payables | 25 | | |
| | - Total outstanding dues of micro enterprises and small enterprises | | 314.87 | 103.15 |
| | - Total outstanding dues of creditors other than micro enterprises and small enterprises | | 18,255.32 | 15,249.53 |
| | (iv) Other financial liabilities | 26 | 507.54 | 456.11 |
| | (b) Other current liabilities | 27 | 168.58 | 318.85 |
| | (c) Provisions | 28 | 44.78 | 48.02 |
| | (d) Current tax liabilities (net) | 29 | 134.96 | 81.51 |
| | **Total current liabilities** | | **21,834.13** | **21,749.66** |
| | **Total liabilities** | | **22,736.49** | **22,907.47** |
| | **Total equity and liabilities** | | **52,352.10** | **40,171.02** |

Summary of material accounting policy information and other explanatory information 2

The accompanying notes are an integral part of the standalone financial statements.

This is the Standalone Balance Sheet referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Firm Registration no. 001076N/N500013
Chartered Accountants

**Manish Agrawal**
Partner
Membership number : 507000

**Place:** Gurugram
**Date:** 11 May 2026

For and on behalf of the Board of Directors of
**Syrma SGS Technology Limited**

**Sandeep Tandon**
Executive Chairman
DIN : 00054553

**Jasbir Singh Gujral**
Managing Director
DIN : 00198825

**Sa[illegible] Singh**
Chief Executive Officer

**Bijay Kumar Agrawal**
Chief Financial Officer

**Bh[illegible] Pradhan**
Company Secretary
Membership number : F4921

**Place:** Gurugram
**Date:** 11 May 2026

SYRMA SGS TECHNOLOGY LIMITED
SYRMA SGS

**Syrma SGS Technology Limited**
**Standalone Statement of Profit and Loss for the year ended 31 March 2026**
(All amounts are in million Indian rupees, unless otherwise stated)
CIN : L30007MH2004PLC148165

| | Particulars | Note | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|---|---|
| | **Income** | | | |
| 1 | Revenue from operations | 30 | 43,671.54 | 36,157.51 |
| 2 | Other income | 31 | 407.68 | 472.64 |
| 3 | **Total income (1+2)** | | **44,079.22** | **36,630.15** |
| 4 | **Expenses** | | | |
| | (a) Cost of raw materials consumed | 32 | 33,257.72 | 27,989.03 |
| | (b) Purchases of stock-in-trade | 33 | 624.14 | 169.15 |
| | (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade | 34 | (357.62) | 607.36 |
| | (d) Employee benefits expense | 35 | 1,549.98 | 1,416.28 |
| | (e) Finance costs | 36 | 408.82 | 548.00 |
| | (f) Depreciation and amortisation expense | 6 | 678.25 | 632.28 |
| | (g) Other expenses | 37 | 4,165.62 | 3,135.19 |
| | **Total expenses** | | **40,326.91** | **34,497.29** |
| 5 | **Profit before tax (excluding exceptional items) (3 - 4)** | | **3,752.31** | **2,132.86** |
| 6 | **Exceptional items** | 38 | 32.47 | 20.00 |
| 7 | **Profit before tax (5 - 6)** | | **3,719.84** | **2,112.86** |
| 8 | **Tax expense:** | | | |
| | - Current tax (including earlier year taxes) | 46.1 | 799.94 | 452.58 |
| | - Deferred tax credit | 46.1 | (13.79) | (26.31) |
| | **Total tax expense** | | **786.15** | **426.27** |
| 9 | **Profit for the year (7 - 8)** | | **2,933.69** | **1,686.59** |
| 10 | **Other comprehensive income** | | | |
| | **(A) Items that will not be reclassified to profit and loss** | | | |
| | (i) Remeasurement of the defined benefit liability | | 5.57 | (0.72) |
| | (ii) Income tax expenses relating to the above | | (1.40) | 0.59 |
| | | | **4.17** | **(0.13)** |
| | **(B)Items that will be reclassified to profit and loss** | | | |
| | (i) Fair value gain/(loss) on equity investments classified as fair value through other comprehensive income | | 4.69 | (31.32) |
| | (ii) Income tax expenses relating to the above | | (0.67) | 4.48 |
| | | | **4.02** | **(26.84)** |
| | **Total other comprehensive income/(loss) net of tax** | | **8.19** | **(26.97)** |
| 11 | **Total comprehensive income for the year (9 + 10)** | | **2,941.88** | **1,659.62** |
| 12 | **Earnings per equity share (Face value of Rs. 10 each)** | 45 | | |
| | - Basic (In Rs.) | | 15.64 | 9.49 |
| | - Diluted (In Rs.) | | 15.62 | 9.45 |

Summary of material accounting policy information and other explanatory information. 2

The accompanying notes are an integral part of the standalone financial statements.

This is the Standalone Statement of Profit and Loss referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Firm Registration no. 001076N/N500013
Chartered Accountants

**Manish Agrawal**
Partner
Membership number : 507000

**Place:** Gurugram
**Date**: 11 May 2026

For and on behalf of the Board of Directors of
**Syrma SGS Technology Limited**

**Sandeep Tandon**
Executive Chairman
DIN : 00054553

**Jasbir Singh Gujral**
Managing Director
DIN : 00198825

**Satendra Singh**
Chief Executive Officer

**Bijay Kumar Agrawal**
Chief Financial Officer

**Rahul Pradhan**
Company Secretary
Membership number: F4921

**Place:** Gurugram
**Date**: 11 May 2026

SYRMA SGS TECHNOLOGY LIMITED

**Syrma SGS Technology Limited**
**Standalone Statement of Cash Flow for the year ended 31 March 2026**
(All amounts are in million Indian rupees, unless otherwise stated)
CIN : L30007MH2004PLC148165

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **I. Cash flow from operating activities** | | |
| Profit before tax | 3,719.84 | 2,112.86 |
| *Adjustments for:* | | |
| Depreciation and amortisation expense | 678.25 | 632.28 |
| Finance costs | 408.82 | 548.00 |
| Employee stock compensation expense | 48.93 | 43.87 |
| Dividend income | - | (1.49) |
| Loss/(profit) on sale/discard of property, plant and equipment (net) | 2.86 | (166.11) |
| Profit on termination of leases | - | (0.04) |
| Liabilities no longer required, written back | (5.30) | (38.75) |
| Interest income | (244.46) | (208.93) |
| Net gain on account of sale of current investments (mutual funds) | (7.91) | (8.38) |
| Gain on fair value of current investments (mutual funds) | (90.98) | (13.60) |
| Loss/(gain) on fair valuation of non-current investment | 0.46 | (11.37) |
| Exceptional items (refer note 38) | 32.47 | 20.00 |
| Allowance for expected credit loss | 32.68 | 13.26 |
| Bad debts written off | 9.21 | 5.57 |
| Deemed dividend from subsidiary company | (1.18) | (0.29) |
| Government incentive | (5.27) | (5.53) |
| Unrealised foreign exchange loss/(gain) (net) | 36.59 | (11.55) |
| **Operating profit before working capital/other changes** | **4,615.01** | **2,909.81** |
| *Adjustments for (increase)/decrease in operating assets:* | | |
| Inventories | (1,467.75) | 1,878.25 |
| Trade receivables | (1,732.50) | (5,625.05) |
| Other current financial assets | (992.48) | (622.67) |
| Other non-current financial assets | (12.35) | 35.39 |
| Other non-current assets | 19.13 | (72.34) |
| Other current assets | (196.10) | (54.77) |
| *Adjustments for increase/(decrease) in operating liabilities:* | | |
| Trade payables | 3,059.66 | 3,541.38 |
| Other current financial liabilities | 41.37 | 49.20 |
| Other current liabilities | (145.00) | (180.61) |
| Other non current liabilities | (1.94) | 11.25 |
| Non-current provisions | (3.54) | 19.95 |
| Current provisions | 2.33 | 11.44 |
| **Cash flow from operations** | **3,185.84** | **1,901.23** |
| Direct taxes paid (net of refunds) | (660.08) | (449.22) |
| **Net cash flow from operating activities** | **2,525.76** | **1,452.01** |
| **II. Cash flow from investing activities** | | |
| Capital expenditure towards tangible assets (including capital advances, capital work-in-progress, net of capital creditors) | (1,287.64) | (1,832.67) |
| Capital expenditure towards intangible assets | (55.95) | (73.57) |
| Proceeds from sale of tangible assets | 8.64 | 702.50 |
| Loans received bank from/(given to) subsidiaries and to others (net) | 86.89 | (351.16) |
| Investment in subsidiaries | (2,714.90) | - |
| Redemption of bank deposits out of IPO and QIP proceeds and other deposits (net) | 1,277.24 | 710.34 |
| Interest received on deposits | 183.66 | 164.43 |
| Dividend received | - | 1.49 |
| (Investment in) /sale of current investment mutual fund (net) | (4,561.26) | 47.59 |
| (Increase)/decrease in lien marked/ margin money deposits | (49.63) | 11.79 |
| **Net cash used in investing activities** | **(7,112.95)** | **(619.26)** |

SYRMA SGS TECHNOLOGY LIMITED
SYRMA SGS

**Syrma SGS Technology Limited**
**Standalone Statement of Cash Flow for the year ended 31 March 2026**
(All amounts are in million Indian rupees, unless otherwise stated)
CIN : L30007MH2004PLC148165

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **III. Cash flow from financing activities** | | |
| Proceeds from issue of equity shares (net of issue expenses) | 9,781.92 | 0.06 |
| Purchase of equity shares from secondary market by Syrma SGS Employee Welfare trust | (98.53) | - |
| Proceeds received by Syrma SGS Employee Welfare trust against allotment of secondary shares to employees | (32.43) | 10.36 |
| Repayment of non-current borrowings | (252.14) | (264.60) |
| (Repayment of)/proceeds from current borrowings (net) | (3,132.40) | 326.95 |
| Payment of lease liabilities | (79.65) | (75.57) |
| Finance costs paid | (366.62) | (499.40) |
| Dividend paid | (288.53) | (266.14) |
| **Net cash flow from/(used in) financing activities** | **5,531.62** | **(768.34)** |
| **IV. Net increase in cash and cash equivalents (I + II + III)** | **944.43** | **64.42** |
| **V. Cash and cash equivalents at the beginning of the year** | **679.52** | **601.65** |
| Add: Effect of exchange differences on restatement of foreign currency cash and cash equivalents | 23.51 | 13.45 |
| **VI. Cash and cash equivalents at the end of the year** | **1,647.46** | **679.52** |
| **VII. Cash and cash equivalents as per note 15:** | | |
| Cash on hand | 0.45 | 0.46 |
| Balances with banks | | |
| - In current accounts | 1,544.88 | 514.06 |
| - In exchange earners' foreign currency accounts | 87.85 | 157.18 |
| - Monitoring account - Initial public offer and pre-initial public offer proceeds | 14.28 | 7.82 |
| | **1,647.46** | **679.52** |

Reconciliation of change in liabilities arising from financing activities is given in note 20.4

The above Standalone Statement of Cash Flow has been prepared under the "Indirect Method" as set out in Ind AS 7, 'Statement of Cash Flow'.

Summary of material accounting policy information and other explanatory information. 2

The accompanying notes are an integral part of the standalone financial statements.

This is the Standalone Statement of Cash Flow referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Firm Registration no. 001076N/N500013
Chartered Accountants

**Manish Agrawal**
Partner
Membership number : 507000

**Place:** Gurugram
**Date**: 11 May 2026

For and on behalf of the Board of Directors of
**Syrma SGS Technology Limited**

**Sandeep Tandon**
Executive Chairman
DIN : 00054553

**Jasbir Singh Gujral**
Managing Director
DIN : 00198825

**Satyendra Singh**
Chief Executive Officer

**Bijay Kumar Agrawal**
Chief Financial Officer

**Bhabagrahi Pradhan**
Company Secretary
Membership number: F4921

**Place:** Gurugram
**Date**: 11 May 2026

SYRMA SGS TECHNOLOGY LIMITED
SYRMA SGS

**Syrma SGS Technology Limited**
**Standalone Statement of Changes in Equity for the year ended 31 March 2026**
(All amounts are in million Indian rupees, unless otherwise stated)
CIN : L30007MH2004PLC148165

**A. Equity share capital (refer note 18)**

| Particulars | Number of shares | Amount |
|---|---|---|
| **Balance as at 1 April 2024** | **177,427,081** | **1,774.27** |
| Changes in equity share capital during the year | | |
| Add: Exercise of employee stock option plan resulting in new issue of shares | 572,931 | 5.73 |
| Add: Exercise of employee stock option plan on allotment of shares by Syrma SGS Employee Welfare Trust ('Syrma Trust') | 47,100 | 0.47 |
| **Balance as at 31 March 2025** | **178,047,112** | **1,780.47** |
| Changes in equity share capital during the year | | |
| Add: Fresh issue of shares during the year | 14,306,151 | 143.07 |
| Add: Exercise of employee stock option plan resulting in new issue of shares (refer note 41) | 366,322 | 3.66 |
| Add: Exercise of employee stock option plan on allotment of shares by Syrma Trust | 37,035 | 0.37 |
| Less: Shares held by Syrma Trust for allotment under employee stock option plan ('ESOP') | (131,643) | (1.32) |
| **Balance as at 31 March 2026** | **192,624,977** | **1,926.25** |

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SYRMA SGS TECHNOLOGY LIMITED

**Syrma SGS Technology Limited**
**Standalone Statement of Changes in Equity for the year ended 31 March 2026**
(All amounts are in million Indian rupees, unless otherwise stated)
CIN : L30007MH2004PLC148165

**B. Other equity (refer note 19)**

| Particulars | Capital reserve (out of amalgamation) | Securities premium | Fair value gain / (loss) on equity investments classified as FVTOCI | Surplus in statement of profit and loss | Employee stock option reserve | Total |
|---|---|---|---|---|---|---|
| | Components of other equity | | | | | |
| **Balance as at 1 April 2024** | **8.23** | **10,589.29** | **17.10** | **3,381.05** | **46.14** | **14,041.81** |
| Profit for the year | - | - | - | 1,686.59 | - | 1,686.59 |
| Other comprehensive income for the year | | | | | | |
| Remeasurement of the net defined benefit liabilities, net of tax | - | - | - | (0.13) | - | (0.13) |
| Fair value loss on equity investments classified as FVTOCI, net of tax | - | - | (26.84) | - | - | (26.84) |
| **Total comprehensive income for the year** | **-** | **-** | **(26.84)** | **1,686.46** | **-** | **1,659.62** |
| Transfer upon exercise of employee stock option | - | 41.76 | - | - | (47.43) | (5.67) |
| Employee stock compensation expense (refer note 41) | - | - | - | - | 41.76 | 41.76 |
| Increase on account of issue of employee stock option plan from Syrma Trust | - | 9.89 | - | - | - | 9.89 |
| Adjustment on account of shares issued and dividend paid by subsidiary to employees of the Company | - | - | - | - | 1.81 | 1.81 |
| **Transactions with owners in their capacity as owners** | | | | | | |
| Dividend paid | - | - | - | (266.14) | - | (266.14) |
| **Balance as at 31 March 2025** | **8.23** | **10,640.94** | **(9.74)** | **4,801.37** | **42.28** | **15,483.08** |
| **Balance as at 1 April 2025** | **8.23** | **10,640.94** | **(9.74)** | **4,801.37** | **42.28** | **15,483.08** |
| Profit for the year | - | - | - | 2,933.69 | - | 2,933.69 |
| Other comprehensive income for the year | | | | | | |
| Remeasurement of the net defined benefit liabilities, net of tax | - | - | - | 4.17 | - | 4.17 |
| Fair value loss on equity investments classified as FVTOCI, net of tax | - | - | 4.02 | - | - | 4.02 |
| **Total comprehensive income for the year** | **-** | **-** | **4.02** | **2,937.86** | **-** | **2,941.88** |
| Additions for issue of new equity shares (net of issue expenses) (refer note 18.1) | - | 9,599.56 | | | | 9,599.56 |
| Employee stock compensation expense (refer note 41) | - | - | - | - | 48.93 | 48.93 |
| Increase on account of issue of employee stock option plan from Syrma Trust (refer note 18.2) | - | 7.78 | - | - | - | 7.78 |
| Transfer upon exercise of employee stock option | - | 28.80 | - | - | (32.43) | (3.63) |
| Premium paid by Syrma Trust for shares purchased from secondary market | - | (98.53) | - | - | - | (98.53) |
| Adjustment on account of dividend paid by subsidiary to employees of the Company | - | - | - | - | (1.18) | (1.18) |
| **Transactions with owners in their capacity as owners** | | | | | | |
| Dividend paid (refer note 54) | - | - | - | (288.53) | - | (288.53) |
| **Balance as at 31 March 2026** | **8.23** | **20,178.55** | **(5.72)** | **7,450.70** | **57.60** | **27,689.36** |

Summary of material accounting policy information and other explanatory information. 2

The accompanying notes are an integral part of the standalone financial statements.

This is the Standalone Statement of Changes in Equity referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Firm Registration no. 001076N/N500013
Chartered Accountants

**Manish Agrawal**
Partner
Membership number : 507000

**Place:** Gurugram
**Date:** 11 May 2026

For and on behalf of the Board of Directors of
**Syrma SGS Technology Limited**

**Sandeep Tandon**
Executive Chairman
DIN : 00054553

**Jasbir Singh Gujral**
Managing Director
DIN : 00198825

**Satendra Singh**
Chief Executive Officer

**Bijay Kumar Agrawal**
Chief Financial Officer

**Bhabagrahi Pradhan**
Company Secretary
Membership number: F4921

**Place:** Gurugram
**Date:** 11 May 2026

SYRMA SGS TECHNOLOGY LIMITED
SYRMA SGS

**Syrma SGS Technology Limited**
**Material accounting policy information and other explanatory information to the standalone financial statements for the year ended 31 March 2026**
(All amounts are in million Indian rupees, unless otherwise stated)

| Note | Particulars |
|---|---|
| 1 | **Corporate information**<br>Syrma SGS Technology Limited ("the Company") is a public limited Company domiciled and incorporated in India under the Companies Act, 1956. The Company's equity shares are listed at the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE). The registered office of the Company is located at Unit 601, Floral Deck Plaza, Andheri East, Mumbai.<br><br>The Company is engaged in the business of manufacturing various electronic sub-assemblies, assemblies and box builds, disk drives, memory modules, power supplies / adapters, fiber optic assemblies, magnetic induction coils and Radio Frequency Identification ("RFID") products and other electronic products. The Company has five state of the art manufacturing facilities most of which hold all key accreditations required for the industry. |
| 2 | **Summary of material accounting policy information** |
| 2.1 | **Statement of compliance**<br>The standalone financial statements of the Company have been prepared and presented in accordance with the Generally Accepted Accounting Principles (GAAP). GAAP comprises of Indian Accounting Standards (Ind AS) as specified in Sec 133 of the Companies Act, 2013 ("the Act") read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 ("the Rules") and the relevant amendment rules issued thereafter, pronouncements of regulatory bodies applicable to the Company and other provisions of the Act.<br><br>These standalone financial statements for the year ended 31 March 2026 ('financial statements') are approved and adopted by the Board of Directors in their meeting held on 11 May 2026. The revision to financial statements is permitted by Board of Directors after obtaining necessary approvals or at the instance of regulatory authorities as per provisions of Companies Act, 2013. |
| 2.2 | **Basis of preparation and presentation** |
| (a) | **Basis of preparation**<br>These standalone financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair value at the end of each reporting period, as stated in the accounting policies set out below.<br><br>Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.<br><br>The Standalone financial statements are presented in Indian rupees INR, million, unless otherwise stated, the functional currency of the Company. Items included in the Standalone financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the 'functional currency').<br><br>Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as "0" in the relevant notes in these standalone financial statements.<br><br>Further, The Board of Directors of the Company had approved a Scheme of Amalgamation ("the Scheme") amongst SGS Infosystems Private Limited (Transferor Company 1), SGS Tekniks Manufacturing Private Limited (Transferor Company 2) and the Company and their respective shareholders and creditors on 01 November 2023 in terms of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013. Upon Scheme becoming effective, the Transferor Company 1 shall first get amalgamated and vested into Transferor Company 2 and then the Transferor Company 2 will be amalgamated into and with the Company and all the assets, liabilities and reserves(as defined in the Scheme) will be transferred to the Company, as a going concern.<br><br>The Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench has approved the Scheme vide order dated 07 October 2025 with appointed date being 01 April 2023. Accordingly, the Company has accounted for the Scheme as per 'the Pooling of Interest Method' specified in the approved Scheme which in line with the Appendix C of Ind AS 103, "Business Combinations of Entities under Common Control" and accordingly, the comparative financial information for the previous year presented in the accompanying standalone financial statements has been restated from the beginning of the earliest period presented, being 01 April 2024. (Refer note 56)<br><br>**Going concern**<br>The directors have, at the time of approving the standalone financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the standalone financial statements. |

(All amounts are in million Indian rupees, unless otherwise stated)

| Note | Particulars |
|---|---|
| (b) | **Standards issued/amended and became effective** |

The MCA notified new standards or amendment to existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. The Company has applied following amendments for the first-time during the current year which are effective from 01 April 2025.

**1. Amendments to Ind AS 1 – Classification of liabilities as current or non-current liabilities with covenants**
MCA via notification dated August 13, 2025 announced amendments to Ind AS 1, Presentation of Financial Statements, which elaborate on guidance set out in Ind AS 1 by:
- Clarifying that the right to defer settlement of a liability for at least 12 months after the reporting period;
- Must have substance; and
- Must exist at the end of the reporting period;
- Stating that management's expectations around whether the settlement of a liability would be deferred or not, does not impact the classification of the liability;
- Including requirements of liabilities that can be settled using an entity's own instruments; and
- Stating that at the reporting date, the entity does not consider covenants that will need to be complied with in the future when considering the classification of the debt as current and non-current.

In addition an entity is required to disclose when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months.

The Company has reviewed the new pronouncement and based on its evaluation has determined that these amendments do not have a significant impact on the Company's standalone financial statements.

**2. Amendments to Ind AS 21 – Lack of exchangeability**
MCA via notification dated 07 May 2025, announced amendments to Ind AS 21, The effects of Changes in Foreign Exchange Rates, to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The Company has reviewed the new pronouncement and based on its evaluation has determined that these amendments do not have a significant impact on the Company's standalone financial statements.

**3. Amendments to Ind AS 7 and Ind AS 107 – Supplier finance arrangements**
MCA via notification dated 13 August 2025 announced amendments to Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instrument: Disclosures and which introduced disclosure requirements with the objective to enable users of financial statements to assess how supplier finance arrangements affects an entity's liabilities, cashflows and exposure to liquidity risk.

The Company has reviewed the new pronouncement and based on its evaluation has determined that these amendments do not have a significant impact on the Company's standalone financial statements.

**4. Amendments to Ind AS 12 – International tax reform – pillar two model rules**
MCA via notification dated 13 August 2025 announced amendments to Ind AS 12, Income taxes, which includes:
- A temporary exception to the recognition and disclosure of deferred taxes arising from the implementation of the pillar two model rules; and
- Additional disclosure requirements targeted at a reporting entity's exposure to income taxes in period in which the pillar two model legislation is enacted or substantively enacted but not yet in effect.

The Company has reviewed the new pronouncement and based on its evaluation has determined that these amendments do not have a significant impact on the Company's standalone financial statements.

| Note | Particulars |
|---|---|
| (c) | **Standards issued but not yet effective** |

MCA has issued Ind AS 118 – Presentation and Disclosure in Financial Statements, which will replace Ind AS 1 – Presentation of Financial Statements and is effective 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 standalone financial statements.

All other new standards or amendments that are not yet effective that have been issued by the MCA are not applicable or material to the Company.

SYRMA SGS TECHNOLOGY LIMITED

| Note | Particulars |
|---|---|

**(d) Current/ Non-current classification**

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification.

An asset is classified as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

**2.3 Property, plant and equipment**

**Recognition and initial measurement:**
Property, plant and equipment are stated at their cost of acquisition or construction. Following initial recognition, property plant and equipment are carried at cost less any accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

**Subsequent measurement (depreciation and useful lives):**
Depreciation on items of property, plant and equipment is provided on the straight-line method, based on the management's estimates of useful lives of the assets, which is similar to the useful life prescribed under Schedule II of the Companies Act, 2013:

| Asset category | Useful life (Years) |
|---|---|
| Buildings | 30 Years |
| Plant and machinery | 15 Years |
| Furniture and fittings | 10 Years |
| Office and other equipment | 5 Years |
| Computer & other peripherals | 3 Years to 6 Years |

Depreciation on tangible PPE for the following categories of assets has not been provided in accordance with useful life prescribed in Schedule II to the Act, in whose case the life of the assets has been assessed as under based on technical assessment, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.:

| Asset category | Useful life (Years) |
|---|---|
| Stencils | 3 Years |
| Electrical equipment | 20 Years |

The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.
Depreciation on additions/(disposals) is provided on a pro-rata basis i.e. from/(upto) the date on which asset is ready for use/(disposed of).
The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

**Derecognition:**
The carrying amount of an item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognised.

**Capital work in progress and capital advances:**
Expenditure incurred during the period of construction, including all direct and indirect expenses, incidental and related to construction, is carried forward and on completion, the costs are allocated to the respective property, plant and equipment. Capital work-in-progress also includes assets pending installation and not available for intended use.

SYRMA SGS TECHNOLOGY LIMITED

| Note | Particulars |
|---|---|

**2.4 Goodwill and other intangible assets**

**Goodwill**

Goodwill represents the purchase consideration in excess of the Company's interest in the net fair value of identifiable assets, liabilities and contingent liabilities of the acquired entity. When the net fair value of the identifiable assets, liabilities and contingent liabilities acquired exceeds purchase consideration, the fair value of net assets acquired is reassessed and the bargain purchase gain is recognized in capital reserve. Goodwill is measured at cost less accumulated impairment losses.

**Other intangible assets**

Intangible assets with finite useful lives are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates.

The intangible assets are amortised over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available to the Company for its use. The amortisation period is reviewed at the end of each financial year and the amortisation method is revised to reflect the changed pattern.

Subsequent expenditure on an intangible asset after its purchase / completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

**Intangible assets under development**

Cost of intangible assets not ready for intended use, as on the Balance Sheet date, is shown as Intangible assets under development.

**Derecognition of intangible assets:**

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the Statement of profit or loss when the asset is derecognised.

**Useful lives of intangible assets:**

Estimated useful lives of the intangible assets are as follows:

- Computer software - 3 Years
- Design and prototypes - 1 to 3 Years
- Goodwill - Infinite

**2.5 Impairment of property, plant and equipment and intangible assets**

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

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

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of profit and loss.

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

**Impairment of goodwill**

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a Cash Generating Unit (CGU) is less than its carrying amount. For the impairment test, goodwill is allocated to the CGU or groups of CGUs which benefit from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purposes.

A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets. Impairment occurs when the carrying amount of a CGU including the goodwill, exceeds the estimated recoverable amount of the CGU.

SYRMA SGS TECHNOLOGY LIMITED

| Note | Particulars |
|---|---|

**Impairment of non-financial assets**

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level.

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the Balance Sheet date, there is an indication that a previously assessed impairment loss no longer exists then the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. Impairment losses previously recognised are accordingly reversed in the Statement of Profit and Loss.

To determine value-in-use, management estimates expected future cash flows from each cash generating unit and determines a suitable discount rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of future re-organisations and asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect current market assessment of the time value of money and asset-specific risk factors.

2.6 **Leases**

The Company considers whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**The Company as a lessee**

The Company's lease asset classes consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

(i) The Lease Contract involves the use of an identified asset;

(ii) The Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of lease; and

(iii) The Company has the right to direct the use of the asset.

The Company at the commencement of the lease contract recognizes a right-of-use asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term leases) and lowvalue assets. For these short term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

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

The cost of right-of-use asset comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease, plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets are measured at cost less any accumulated depreciation and impairment losses, if any. The right-of-use asset are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

2.7 **Inventories**

Inventories are valued at the lower of cost on weighted average basis and estimated net realisable value (net of allowances) after providing for obsolescence and other losses, where considered necessary. The cost comprises of cost of purchase, cost of conversion and other costs including appropriate production overheads in the case of finished goods and work-in-progress, incurred in bringing such inventories to their present location and condition. Trade discounts or rebates are deducted in determining the costs of purchase. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sales.

Due allowance is estimated and made by the management for slow moving/ non-moving items of inventory, wherever necessary, based on the past experience and such allowances are adjusted against the carrying inventory value.

Raw materials and stores and spares including packing materials are valued at cost computed on moving weighted average basis. The cost includes purchase price, inward freight and other incidental expenses net of refundable duties, levies and taxes, where applicable.
Work-in-progress is valued at input material cost plus conversion cost as applicable.
Finished goods and stock-in-trade are valued at the lower of net realisable value and cost (including prime cost, non-refundable taxes and duties and other overheads incurred in bringing the inventories to their present location and condition), computed on a moving weighted average basis.

Stock in transit is valued at lower of cost and net realisable value.

| Note | Particulars |
|---|---|
| **2.8** | **Cash and cash equivalents** |
| **(a)** | **Cash and cash equivalents** |
| | Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. |
| **(b)** | **Cash flow statement** |
| | Cash flows are reported using the indirect method, whereby profit/(loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information. |
| **2.9** | **Foreign currency transactions and translations** |
| **(a)** | **Initial recognition** |
| | In preparing the standalone financial statements, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction. |
| **(b)** | **Measurement at the reporting date** |
| | At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. |
| **(c)** | **Treatment of exchange difference** |
| | Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company are recognized as income or expense in the standalone statement of profit and loss. |
| **2.10** | **Revenue recognition** |
| | Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services.<br><br>Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and rebates offered by the Company as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved. |
| **(a)** | **Sale of products** |
| | Revenue from sale of products is recognized when the control on the goods have been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e., when the material is shipped to the customer or on delivery to the customer, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Company has objective evidence that all criteria for acceptance have been satisfied. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.<br><br>Advance from customers and deferred revenue is recognized under other current liabilities which is released to revenue on satisfaction of performance obligation. |
| **(b)** | **Rendering of services** |
| | Income from service activities are recognized over a period on satisfaction of performance obligation towards rendering of such services in accordance with the terms of arrangement. |
| **(c)** | **Tooling charges** |
| | Tooling charges received from customers in advance is recognised based on completion of the project and the number of units sold to the customer during the respective year. The same is recognised at a point in time or over a period of time depending on the terms of arrangement / contract with the customer and the corresponding satisfaction of performance obligation. |
| **(d)** | **Production linked incentive income** |
| | The Company received production linked incentive approval from the Department of Telecommunication at a pre-approved percentage of the net incremental revenue at every year end. The Company files claims for production linked incentive on an annual basis. The Company has recognised the income on an accrual basis once all the pre-conditions set by the government authorities have been met. Based on historical trend of the production linked incentive income being received and no significant adjustments to the production linked incentive claim being made by the authorities, the Company believes that it is highly probable that the claims will be realised. |

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| **2.11** | **Other income** |
| **(a)** | **Interest income** |
| | Interest income from a financial asset is recognized when it is probable that the economic benefit will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to the asset's net carrying amount on initial recognition. |
| **(b)** | **Dividend income** |
| | Dividend income is recognized when the right to receive the income is established. |
| | The Company also recognises deemed dividend for the Stock options issued by the subsidiary to the employees of the Company (refer note 2.12 (e)). |
| **2.12** | **Employee benefits** |
| **(a)** | **Short term employee benefits** |
| | Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably. |
| **(b)** | **Defined contribution plans** |
| | **Provident fund/employee state insurance :** The Company makes specified contributions towards Employees' Provident Fund and Employee State Insurance maintained by the Central Government and the Company's contribution are recognized as an expense in the period in which the services are rendered by the employees. |
| | **Superannuation fund:** The Company contributes a specified percentage of eligible employees' salary to a superannuation fund administered by trustees and managed by the insurer. The Company has no liability for future superannuation benefits other than its annual contribution and recognizes such contributions as an expense in the period in which the services are rendered by the employees. |
| | **Labour welfare fund:** The Company makes specified contributions towards Labour Welfare fund maintained by the State labour Welfare Boards and the Company's contribution are recognized as an expense in the period in which the services are rendered by the employees. |
| | **National pension scheme:** The Company contributes a specified percentage of the eligible employees salary to the National Pension Scheme of the Central Government. The Company has no liability for future pension benefits and the Company's contribution to the scheme are recognized as an expense in the period in which the services are rendered by the employees. |
| **(c)** | **Defined benefit plans** |
| | The Company operates a gratuity plan wherein every employee is entitled to the benefit equivalent to 15 days basic salary last drawn for each completed year of service as per the payment of Gratuity Act, 1972. |
| | A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods and discounting that amount.<br>The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. |
| | Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses are recognised in Other Comprehensive Income (OCI). The Company determines the net interest expense (income) on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then- net defined benefit liability, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss. |
| | When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs. |
| | The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, are based on the market yields on Government securities as at the Balance Sheet date, having maturity periods approximating to the terms of related obligations. |
| | Annual contributions are made to the employee's gratuity fund, established with the Insurer (Plan asset) every year. The fair value of plan assets is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on net basis. |

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| **(d)** | **Other long-term employee benefits**<br><br>**Compensated absences**<br><br>The employees of the Company can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since, the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term provision. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method. Actuarial gains and losses are recognised in profit or loss in the period in which they arise. |
| **(e)** | **Employee share based payments**<br><br>Employees of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).<br><br>**Equity-settled transactions:**<br><br>The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.<br><br>That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and The Company's best estimate of the number of equity instruments that will ultimately vest. The Statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.<br><br>No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.<br><br>When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.<br><br>The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.<br><br>**Stock options granted by the subsidiary ("Syrma Johari Medtech Limited") to the employees of the Company:**<br>The Subsidiary of the Company has granted ESOP's to the employees of the Company. Consequently, the expense relating to the stock options issues by subsidiary are recognized as an expense in the employee benefit expense and correspondingly deemed dividend income is accounted as part of other income.<br><br>**Accounting for the Stock option plan administered through the Syrma Trust:**<br>The accounting of Syrma Trust has been done in the standalone financial statements of the Company as the Trust is administering the ESOP plan on behalf of the Company. (Refer note 18 and 41.6) |
| **2.13** | **Provisions**<br>Provisions are recognised, when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.<br><br>The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). |
| **2.14** | **Contingent liability and contingent assets** |
| **(a)** | Contingent liability is disclosed for:<br>• Possible obligations which will be confirmed only by future events not wholly within the control of the Company; or<br>• Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. |
| **(b)** | Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed. |

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| **2.15** | **Taxes on income** |
| | The income tax expense represents the sum of the tax currently payable and deferred tax. |
| **(a)** | **Current tax** |
| | Income tax expense or credit for the period is the tax payable on the current period's taxable income using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. The Company periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities. |
| | Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously. |
| **(b)** | **Deferred tax** |
| | Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the standalone financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, a deferred tax liability is not recognised if the temporary difference arises from the initial recognition of goodwill. |
| | Deferred tax liabilities are recognised for taxable temporary differences arising on investment in associates, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investment is only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future. 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 profits will be available to allow all or part of the asset to be recovered. |
| | Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the reporting date. |
| | The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis. |
| | For transactions and other events recognised in profit or loss, any related tax effect is also recognised in profit or loss. For transactions and events recognised outside profit or loss (either in other comprehensive income or directly in equity), any related tax effects are also recognised outside profit or loss (either in other comprehensive income or directly in equity, respectively). |
| **(c)** | **Current tax and deferred tax for the year** |
| | Current and deferred tax are recognised in Statement of profit or loss, except when they relate to items that are recognised 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. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination. |
| **2.16** | **Financial instruments** |
| | Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. |
| **(a)** | **Initial recognition** |
| | Financial assets 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 financial assets and financial liabilities at fair value through profit or loss) 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 fair value through profit or loss are recognized immediately in the Statement of profit and loss. However, trade receivables that do not contain a significant financing component are measured at transaction price in accordance with Ind AS 115. |

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| (b) | **Subsequent measurement** |
| (i) | **Financial assets** |
| | All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets, except for investments forming part of interest in subsidiaries / associates, which are measured at cost. |
| | **Classification of financial assets** |
| | The Company classifies its financial assets in the following measurement categories:<br>a) those to be measured subsequently at fair value (either through other comprehensive income, or through Statement of profit or loss), and<br>b)those measured at amortized cost |
| | The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. |
| | **Amortized cost**<br>Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on these assets that is subsequently measured at amortized cost is recognized in Statement of profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method. |
| | **Fair value through other comprehensive income (FVTOCI)**<br>Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVTOCI). Movements in the carrying amount are taken through OCI. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to Statement of profit or loss and recognized in other income/(expense). |
| | **Fair value through profit or loss (FVTPL)**<br>Assets that do not meet the criteria for amortized cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on these assets that is subsequently measured at fair value through profit or loss is recognized in the Statement of profit and loss. |
| | **Impairment of financial assets**<br>Expected credit loss (ECL) is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls). |
| | In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are measured at amortised cost e.g., cash and bank balances, investment in equity instruments of subsidiary companies, trade receivables and loans etc. |
| | At each reporting date, the Company assesses whether financial assets carried at amortised cost is credit-impaired. The Company uses forward looking information to recognise expected credit losses. A financial asset is 'credit-impaired' when one or more events that have detrimental impact on the estimated future cash flows of the financial assets have occurred. |
| | Evidence that the financial asset is credit-impaired includes the following observable data:<br>-significant financial difficulty of the borrower or issuer;<br>-the breach of contract such as a default or being past due as per the ageing brackets;<br>-it is probable that the borrower will enter bankruptcy or other financial re-organisation; or<br>-the disappearance of active market for a security because of financial difficulties. |
| | The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.<br>For recognition of impairment loss on other financial assets, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL. |
| | Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date. |
| | ECL impairment loss allowance (or reversal) recognized during the period is recognized as expense/income in the statement of profit and loss. ECL for financial assets measured as at amortized cost and contractual revenue receivables is presented as an allowance, i.e., as an integral part of the measurement of those assets in the standalone financial statements. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount. |
| | **Write off policy**<br>The Company writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery. Any recoveries made are recognised in Statement of profit or loss. |

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| (ii) | **Financial liabilities and equity instruments:** |
| | **Classification as equity or financial liability** |
| | Equity and Debt instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. |
| | All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL. |
| | **Equity instruments** |
| | An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs. |
| | **Financial liabilities at amortized cost** |
| | Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item. |
| | **Financial liabilities at FVTPL** |
| | Liabilities that do not meet the criteria for amortized cost are measured at fair value through profit or loss. A gain or loss on these assets that is subsequently measured at fair value through profit or loss is recognized in the Statement of profit and loss. |
| (c) | **Derecognition** |
| (i) | **Derecognition of financial assets** |
| | A financial asset is derecognized only when the Company has transferred the rights to receive cash flows from the financial asset. Where the Company has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. |
| | If the Company enters into transactions whereby it transfers assets recognised on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised. |
| (ii) | **Derecognition of financial liabilities** |
| | The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in Statement of profit or loss. |
| | The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in statement of profit or loss. |
| (d) | **Offsetting** |
| | Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously. |
| (e) | **Measurement of fair values** |
| | A number of the accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities. |
| | Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows: |
| | -Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.<br>-Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).<br>-Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs). |
| | The Company has an established internal control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the chief financial officer. |
| | The finance team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, is used to measure fair values, then the finance team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified. |
| | When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. |
| | The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. |
| | Further information about the assumptions made in measuring fair values used in preparing these financial statements is included in the respective notes. |

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(All amounts are in million Indian rupees, unless otherwise stated)

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| **2.17** | **Equity investments in subsidiaries/associate**<br>Investment in subsidiaries/associate are carried at cost in the standalone financial statements. |
| **2.18** | **Investment in mutual funds**<br>Investments that are readily realisable and intended to be held for not more than a year from the date of acquisition are classified as current investments. All other investments are classified as non-current investments.<br>Investment in mutual funds are measured at fair value through profit and loss. Net gains and losses are recognised in Statement of Profit or Loss. |
| **2.19** | **Contingent consideration**<br>Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in profit or loss in accordance with Ind AS 109. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS and shall be recognised in profit or loss. |
| **2.20** | **Earnings per share**<br>Basic earnings per share is computed by dividing the net profit / (loss) after tax (including the post tax effect of exceptional items, if any) for the year attributable to equity shareholders by the weighted average number of actual equity shares outstanding during the year.<br><br>Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of exceptional items, if any) for the year attributable to equity shareholders as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of actual equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. |
| **2.21** | **Segment reporting**<br>Operating segments reflect the Company's management structure and the way the financial information is regularly reviewed by the Company's Chief Operating Decision Maker (CODM). The CODM considers the business from both business and product perspective based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit / (loss) amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.<br><br>The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.<br><br>Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under unallocated revenue/expenses/assets/liabilities. |
| **2.22** | **Borrowing cost**<br>Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.<br><br>Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.<br><br>All other borrowing costs are recognised in Statement of profit or loss in the period in which they are incurred. |
| **2.23** | **Government grant**<br>Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.<br><br>Government grants relating to income are recognized in the profit or loss, as necessary to match them with the costs that they are intended to compensate.<br>**Export benefits**<br>Export Benefits are recognized when there is reasonable certainty that the Company will comply with the conditions attached and that the benefit will be received. |
| **2.24** | **Related party transactions**<br>Related party transactions are accounted for based on terms and conditions of the agreement / arrangement with the respective related parties. These related party transactions are determined on an arm's length basis and are accounted for in the year in which such transactions occur and adjustments if any, to the amounts accounted are recognised in the year of final determination.<br><br>The Company incur various expenses on behalf of the other companies in the group and share the common resources for the group functions. Such expenses, which are incurred for the group, are identified, and cross-charged between the companies. |
| **2.25** | **Exceptional item**<br>Exceptional items are items of income and expenses which are of such size, nature or incidence that their separate disclosure is relevant to explain the performance of the Company. |

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| 2.26 | **Insurance claims**<br>Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection. |
| 2.27 | **Dividend payment**<br>A final dividend, including tax thereon, on equity shares is recorded as a liability on the date of approval by the shareholders. An interim dividend, including tax thereon, is recorded as a liability on the date of declaration by Board of Directors. |
| 2.28 | **Business combinations**<br>The Company applies the acquisition method in accounting for business combinations. The consideration transferred by the Company to obtain control of an entity is calculated as the sum of the acquisition-date fair values of assets transferred and liabilities incurred. Acquisition costs are expensed as incurred.<br><br>Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their acquisition-date fair values. Goodwill is measured as excess of the aggregate of the fair value of the consideration transferred, the amount recognized for non-controlling interests and fair value of any previous interest held, over the fair value of the net of identifiable assets acquired and liabilities assumed. If the fair value of the net of identifiable assets acquired and liabilities assumed is in excess of the aggregate mentioned above, the resulting gain on bargain purchase is recognized in other comprehensive income and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognizes the gain directly in equity as capital reserve, without routing the same through other comprehensive income.<br><br>Business combinations involving entities or businesses under common control are accounted for using the pooling of interest method. The assets and liabilities of the combining entities are reflected at their carrying amounts. No adjustments are made to reflect fair values, or to recognise any new assets or liabilities. |
| 2.29 | **Use of estimates and judgements**<br><br>The following are the critical judgments and the key estimates concerning the future that management has made in the process of applying the Company's accounting policies and that may have the most significant effect on the amounts recognised in the financial Statements or that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.<br>Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively. |
| (a) | **Evaluation of indicators for impairment of assets:** The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets. |
| (b) | **Leases:** Ind AS 116 defines a lease term as the non-cancellable period for which the lessee has the right to use an underlying asset including optional periods, when an entity is reasonably certain to exercise an option to extend (or not to terminate) a lease. The Company considers all relevant facts and circumstances that create an economic incentive for the lessee to exercise the option when determining the lease term. The option to extend the lease term is included in the lease term, if it is reasonably certain that the lessee would exercise the option. The Company reassesses the option when significant events or changes in circumstances occur that are within the control of the lessee. |
| (c) | **Contingent liabilities:** The Company is the subject of legal proceedings and tax issues covering a range of matters, which are pending in various jurisdictions. Due to the uncertainty inherent in such matters, it is difficult to predict the final outcome of such matters. The cases and claims against the Company often raise difficult and complex factual and legal issues, which are subject to many uncertainties, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law. In the normal course of business management consults with legal counsel and certain other experts on matters related to litigation and taxes. The Company accrues a liability when it is determined that an adverse outcome is probable, and the amount of the loss can be reasonably estimated. |
| (d) | **Provisions:** At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Company assesses the requirement of provisions against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgement. |
| (e) | **Recoverability of advances/ receivables:** At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit losses on outstanding receivables and advances. |
| (f) | **Income Taxes:** The Company's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid / recovered for uncertain tax positions (refer note 46). The extent to which deferred tax assets can be recognized is based on management's assessment of the probability of the future taxable income against which the deferred tax assets can be utilized. |

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| Note | Particulars |
|---|---|
| (g) | **Useful lives of depreciable/ amortisable assets:** Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of assets. |
| (h) | **Allowance for expected credit loss:** The allowance for expected credit loss reflects management's estimate of losses inherent in its credit portfolio. This allowance is based on Company's estimate of the losses to be incurred, which derives from past experience with similar receivables, current and historical past due amounts, write-offs and collections, the careful monitoring of portfolio credit quality and current and projected economic and market conditions. Should the present economic and financial situation persist or even worsen, there could be a further deterioration in the financial situation of the Company's debtors compared to that already taken into consideration in calculating the allowances recognised in the financial statements. |
| (i) | **Defined benefit obligations (DBO):** Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses. |
| (j) | **Fair value measurements:** Management applies valuation techniques to determine fair value of financial instruments (where active market quotes are not available) and stock option. This involves developing estimates and assumptions around volatility, dividend yield which may affect the value of equity shares or stock options. |
| (k) | **Allowance for obsolete and slow-moving inventory:** The allowance for obsolete and slow-moving inventory reflects management's estimate of the expected loss in value and has been determined on the basis of past experience and historical and expected future trends. A worsening of the economic and financial situation could cause a further deterioration in conditions compared to that taken into consideration in calculating the allowances recognized in the standalone financial statements. |

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(All amounts are in million Indian rupees, unless otherwise stated)

### 3A Property, plant and equipment

| Particulars | Freehold land | Building | Plant and machinery | Furniture and fixtures | Lease hold improvements | Computers | Electrical installation | Office equipment | Vehicles | Total |
|---|---|---|---|---|---|---|---|---|---|---|
| **Gross carrying value** | | | | | | | | | | |
| **As at 1 April 2024** | **1,123.10** | **1,040.71** | **3,988.02** | **184.66** | **3.95** | **215.36** | **379.93** | **76.40** | **126.04** | **7,138.17** |
| Additions during the year | 20.06 | 88.43 | 422.30 | 24.20 | - | 36.78 | 73.40 | 15.77 | 51.55 | 732.49 |
| Disposals/adjustments | 514.77 | - | 13.88 | 0.02 | - | 7.96 | 1.92 | 5.35 | 25.85 | 569.75 |
| **As at 31 March 2025** | **628.39** | **1,129.14** | **4,396.44** | **208.84** | **3.95** | **244.18** | **451.41** | **86.82** | **151.74** | **7,300.91** |
| Additions during the year | - | 405.63 | 636.77 | 56.35 | - | 76.21 | 184.49 | 21.16 | 24.85 | 1,405.46 |
| Disposals/adjustments | - | 1.86 | 6.69 | 0.89 | - | 1.99 | 0.53 | - | 8.62 | 20.58 |
| **As at 31 March 2026** | **628.39** | **1,532.91** | **5,026.52** | **264.30** | **3.95** | **318.40** | **635.37** | **107.98** | **167.97** | **8,685.79** |
| **Accumulated depreciation** | | | | | | | | | | |
| **As at 1 April 2024** | - | **85.01** | **768.51** | **46.72** | **0.69** | **94.06** | **70.16** | **31.09** | **28.46** | **1,124.70** |
| Charge for the year | - | 45.65 | 320.72 | 18.87 | 0.31 | 52.46 | 18.91 | 12.44 | 17.98 | 487.34 |
| Disposals/adjustments | - | - | 4.79 | - | - | 6.67 | 0.14 | 4.66 | 15.93 | 32.19 |
| **As at 31 March 2025** | - | **130.66** | **1,084.44** | **65.59** | **1.00** | **139.85** | **88.93** | **38.87** | **30.51** | **1,579.85** |
| Charge for the year | - | 75.05 | 293.11 | 20.87 | 0.31 | 54.85 | 23.24 | 14.88 | 19.17 | 501.48 |
| Disposals/adjustments | - | 1.27 | 1.10 | 0.18 | - | 1.19 | 0.04 | - | 5.60 | 9.38 |
| **As at 31 March 2026** | - | 204.44 | **1,376.45** | **86.28** | **1.31** | **193.51** | **112.13** | **53.75** | **44.08** | **2,071.95** |
| **Net carrying value** | | | | | | | | | | |
| **As at 31 March 2025** | **628.39** | **998.48** | **3,312.00** | **143.25** | **2.95** | **104.33** | **362.48** | **47.95** | **121.23** | **5,721.06** |
| **As at 31 March 2026** | **628.39** | **1,328.47** | **3,650.07** | **178.02** | **2.64** | **124.89** | **523.24** | **54.23** | **123.89** | **6,613.84** |

3.1 Refer note 20.2 and 24.1 for property, plant and equipment pledged / hypothecated as securities for borrowings.

3.2 Title deeds of immovable property not held in name of the Company:

**As at 31 March 2026 and 31 March 2025**

| Description of item of property | Gross carrying value | Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director | Property held since which date | Reason for not being held in the name of the Company |
|---|---|---|---|---|
| Freehold land (Plot no 88, HPSIDC, Baddi, Himachal Pradesh) | 4.07 | No | 12 January 2007 | The title deeds are in the name of SGS Tekniks Private Limited, which was subsequently amalgamated with SGS Tekniks Manufacturing Private Limited pursuant to the order of the Hon'ble High Court of Punjab & Haryana dated 15 September 2012, and thereafter amalgamated with the Company pursuant to the Scheme of amalgamation approved by the Hon'ble NCLT, Mumbai Bench vide order dated 07 October 2025. |
| Freehold land (A3 infocity, Sector 34, Gurugram) | 9.67 | No | 07 January 2004 | |
| Freehold Land (Plot no 89, Industrial Area, Baddi, Himachal Pradesh) | 5.55 | No | 17 November 2009 | The title deeds are in the name of SGS Tekniks Manufacturing Private Limited, an erstwhile subsidiary which has been amalgamated with the Company pursuant to the Scheme of amalgamation approved by the Hon'ble NCLT, Mumbai Bench vide order dated 07 October 2025. |
| Freehold Land (Plot No. 174, sector 4, Imt Manesar) | 288.11 | No | 12 November 2012 | The title deeds are in the name of SGS Infosystems Private Limited, an erstwhile subsidiary which has been amalgamated with the Company pursuant to the Scheme of amalgamation approved by the Hon'ble NCLT, Mumbai Bench vide order dated 07 October 2025. |

(All amounts are in million Indian rupees, unless otherwise stated)

**3B Capital work in progress (CWIP)**

CWIP predominantly comprises of the following:-

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Plant and machinery | 263.08 | 212.59 |
| Buildings | 14.20 | 172.95 |
| Electrical equipment | 1.16 | 46.01 |
| Office Equipments | - | 74.30 |
| Furniture | - | 4.17 |
| Others | 56.95 | 16.92 |
| **Total** | **335.39** | **526.94** |

**As at 31 March 2026**

**(i) Ageing schedule:**

| Particulars | Amount in CWIP for a period of | | | | Total |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| Projects in progress | 215.81 | 118.68 | 0.90 | - | 335.39 |
| Project temporarily suspended | - | - | - | - | - |

**As at 31 March 2025**

**(i) Ageing schedule:**

| Particulars | Amount in CWIP for a period of | | | | Total |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| Projects in progress | 517.87 | 9.07 | - | - | 526.94 |
| Project temporarily suspended | - | - | - | - | - |

There are no projects for the year ended 31 March 2026 and 31 March 2025, where completion is over due or has exceeded the cost as compared to its original plan. Hence, the completion schedule is not applicable.

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(All amounts are in million Indian rupees, unless otherwise stated)

**4A Right-of-use (ROU) assets**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Carrying amounts of:** | | |
| Land | 715.96 | 724.86 |
| Building | 242.64 | 290.19 |
| **Total** | **958.60** | **1,015.05** |

**Details of movement in the carrying amounts of ROU assets**

| Particulars | Land | Building | Total |
|---|---|---|---|
| **Gross carrying value** | | | |
| **As at 1 April 2024** | **250.99** | **373.83** | **624.82** |
| Additions during the year | 488.32 | 81.13 | 569.45 |
| Modification | 14.55 | 0.20 | 14.75 |
| Disposals/adjustments | - | - | - |
| **As at 31 March 2025** | **753.86** | **455.16** | **1,209.02** |
| Additions during the year | - | 15.06 | 15.06 |
| Disposals/adjustments | - | - | - |
| **As at 31 March 2026** | **753.86** | **470.22** | **1,224.08** |
| **Accumulated depreciation** | | | |
| **As at 1 April 2024** | **17.08** | **110.13** | **127.21** |
| Charge for the year | 11.92 | 54.84 | 66.76 |
| Disposals/adjustments | - | - | - |
| **As at 31 March 2025** | **29.00** | **164.97** | **193.97** |
| Charge for the year | 8.90 | 62.61 | 71.51 |
| Disposals/adjustments | - | - | - |
| **As at 31 March 2026** | **37.90** | **227.58** | **265.48** |
| **Net carrying value** | | | |
| **As at 31 March 2025** | **724.86** | **290.19** | **1,015.05** |
| **As at 31 March 2026** | **715.96** | **242.64** | **958.60** |

**4B Lease liabilities**

| Particulars | Total |
|---|---|
| **As at 1 April 2024** | **299.19** |
| Additions during the year | 55.06 |
| Accretion of interest | 24.83 |
| Payment of lease liabilities | (75.57) |
| **As at 31 March 2025** | **303.51** |
| Additions during the year | 15.16 |
| Accretion of interest | 21.53 |
| Payment of lease liabilities | (79.65) |
| **As at 31 March 2026** | **260.55** |

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Current | 52.99 | 54.10 |
| Non-current | 207.56 | 249.41 |

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(All amounts are in million Indian rupees, unless otherwise stated)

## 5 Goodwill

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Gross carrying amount | 1,090.92 | 1,090.92 |

**Reconciliation of the carrying amount of goodwill at the beginning and end of the reporting period**

| Particulars | Amount |
|---|---|
| **As at 1 April 2024** | **1,090.92** |
| Additions during the year | - |
| Impairment during the year | - |
| **As at 31 March 2025** | **1,090.92** |
| Additions during the year | - |
| Impairment during the year | - |
| **As at 31 March 2026** | **1,090.92** |

Out of the total carrying amount of goodwill of Rs. 1,090.92 million, Rs. 1,051.45 million pertains to goodwill originally arising on amalgamation between SGS Tekniks Manufacturing Private Limited and SGS Tekniks Private Limited pursuant to the order of the Hon'ble High Court of Punjab and Haryana dated 15 September 2012.

Further, pursuant to the Scheme of amalgamation of SGS Infosystems Private Limited and SGS Tekniks Manufacturing Private Limited with Syrma SGS Technology Limited, as approved vide order dated 07 October 2025 with an appointed date of 01 April 2023, the aforesaid goodwill, including goodwill arising on acquisition of SGS Tekniks Manufacturing Private Limited, has been carried forward and recognised in the standalone financial statements of the Company.

Goodwill is subject to impairment testing every year in line with requirement of Ind AS 36.

**(a) Allocation of goodwill to cash generating units:**

Goodwill does not generate cash flows independently of other assets or groups of assets, and often contributes to the cash flows of multiple cash-generating units. Goodwill sometimes cannot be allocated on a non-arbitrary basis to individual cash-generating units, but only to groups of cash-generating units. As a result, the lowest level within the entity at which the goodwill is monitored for internal management purposes sometimes comprises a number of cash-generating units to which the goodwill relates, but to which it cannot be allocated.

The recoverable amounts of the cash generating units ("CGU") is determined from value in use calculation. The key assumptions for the value in use calculations are those regarding the discount rates, growth rates and projected Earning Before Interest, Depreciation and Taxes (EBIDTA) margins. The cash flow projections cover a period of five years, which management considers to be the most appropriate period over which to evaluate performance based on past experience and the Company's strategic business plan. A terminal value has been estimated by applying an appropriate terminal growth rate to the cash flows beyond the five-year period.

**(b) Impairment of goodwill:**

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the Cash Generating Units (CGU), which benefit from the synergies of the acquisition. The Group internally reviews the goodwill for impairment at the operating segment level, after allocation of the goodwill to CGUs. As at 31 March 2026 and 31 March 2025, the estimated recoverable amount of the CGU exceeded its carrying amount. Reasonable sensitivities in key assumptions is unlikely to cause the carrying amount to exceed the recoverable amount of the cash generating units. The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. As at 31 March 2026 and 31 March 2025, the Company has determined that there is no impairment of goodwill.

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Discount rate | 16.07% | 11.90% |
| Terminal growth rate | 5% | 5% |

### 5.1 Other intangible assets

| Particulars | Computer software and Design and Prototypes* |
|---|---|
| <u>**Gross carrying value**</u> | |
| **As at 1 April 2024** | **180.19** |
| Additions during the year | 105.07 |
| Disposals/adjustments | 0.06 |
| **As at 31 March 2025** | **285.20** |
| Additions during the year | 47.25 |
| Disposals/adjustments | 0.72 |
| **As at 31 March 2026** | **331.73** |
| <u>**Accumulated amortisation**</u> | |
| **As at 1 April 2024** | **74.69** |
| Charge for the year | 78.18 |
| Disposals/adjustments | 0.04 |
| **As at 31 March 2025** | **152.83** |
| Charge for the year | 105.26 |
| Disposals/adjustments | 0.42 |
| **As at 31 March 2026** | **257.67** |
| <u>**Net carrying value**</u> | |
| **As at 31 March 2025** | **132.37** |
| **As at 31 March 2026** | **74.06** |

* Other intangible assets include Computer software (Net carrying value: Rs. 33.93 million as at 31 March 2026, Rs. 43.09 million as at 31 March 2025) and internally generated Design and prototype (Net carrying value: Rs. 40.13 million as at 31 March 2026, Rs. 89.28 million as at 31 March 2025).

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(All amounts are in million Indian rupees, unless otherwise stated)

### 5.2 Intangible assets under development

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Intangible assets under development - projects in progress | 39.21 | 30.21 |

**As at 31 March 2026**
**(i) Ageing schedule:**

| Particulars | Amount in intangible assets under development for a period of | | | | Total |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| Projects in progress | 39.21 | - | - | - | **39.21** |
| Project temporarily suspended | - | - | - | - | - |

**As at 31 March 2025**
**(i) Ageing schedule:**

| Particulars | Amount in intangible assets under development for a period of | | | | Total |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| Projects in progress | 21.37 | 8.84 | - | - | **30.21** |
| Project temporarily suspended | - | - | - | - | - |

There are no projects for the year ended 31 March 2026 and 31 March 2025, where completion is over due or has exceeded the cost as compared to its original plan. Hence, the completion schedule is not applicable.

### 6 Depreciation and amortisation expense

| | Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|---|
| (a) | Depreciation of property, plant and equipment | 501.48 | 487.34 |
| (b) | Amortisation of intangible assets | 105.26 | 78.18 |
| (c) | Depreciation on Right-of-use assets | 71.51 | 66.76 |
| | **Total** | **678.25** | **632.28** |

*(This space has been intentionally left blank)*

(All amounts are in million Indian rupees, unless otherwise stated)

7 Non-current investments

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **(a) Investment carried at cost** | | |
| **Unquoted equity shares - subsidiary** | | |
| Elcome Integrated Systems Private Limited<br>7,44,707 (Nil as at 31 March 2025) equity shares of Rs. 100 each, fully paid up (refer note (v) below) | 2,350.00 | - |
| SGS Solutions GMBH<br>16,500 (16,500 as at 31 March 2025) equity shares of Rs. 10 each, fully paid up | 1.15 | 1.15 |
| Perfect ID India Private Limited<br>2,254,550 (2,254,550 as at 31 March 2025) equity shares of Rs. 10 each, fully paid up | 535.56 | 535.56 |
| Syrma Johari Medtech Limited (previously known as Johari Digital Healthcare Limited)<br>1,773,278 (1,773,278 as at 31 March 2025) equity shares of Rs. 10 each, fully paid up (refer note (i) and (ii) below) | 2,505.82 | 2,505.82 |
| Syrma Technology Inc.<br>20,000 (20,000 as at 31 March 2025) equity shares of $0.0001 each, fully paid up | 15.40 | 15.40 |
| Syrma SGS Electronics Private Limited<br>10,000 (10,000 as at 31 March 2025) equity shares of Rs. 10 each, fully paid up | 0.10 | 0.10 |
| Syrma SGS Design and Manufacturing Private Limited<br>10,000 (10,000 as at 31 March 2025) equity shares of Rs. 10 each, fully paid up | 0.10 | 0.10 |
| Syrma SGS Technology and Engineering Services Limited<br>10,000 (10,000 as at 31 March 2025) equity shares of Rs. 10 each, fully paid up | 0.10 | 0.10 |
| Syrma Semicon Private Limited<br>10,000 (10,000 as at 31 March 2025) equity shares of Rs. 10 each, fully paid up | 0.10 | 0.10 |
| Syrma Mobility Private Limited<br>10,000 (10,000 as at 31 March 2025) equity shares of Rs. 10 each, fully paid up | 0.10 | 0.10 |
| Shinhyup Syrma Circuits Private Limited (previously known as Syrma Strategic Electronics Private Limited)<br>680,448 (10,000 as at 31 March 2025) equity shares of Rs. 10 each, fully paid up (refer note (iii) below) | 360.13 | 0.10 |
| Syrma Elecomp Private Limited<br>10,000 (Nil as at 31 March 2025) equity shares of Rs. 10 each, fully paid up (refer note (iv) below) | 0.10 | - |
| Syrma Component Private Limited<br>10,000 (Nil as at 31 March 2025) equity shares of Rs. 10 each, fully paid up (refer note (iv) below) | 0.10 | - |
| **(b) Investment carried at fair value through profit and loss (FVTPL)** | | |
| **Unquoted - Compulsorily Convertible Preference Shares (CCPS)** | | |
| Airth Research Private Limited<br>763 (763 as at 31 March 2025) CCPS of Rs 10 each, fully paid up | 21.51 | 21.97 |
| **(c) Investment carried at fair value through other comprehensive income (FVTOCI) (refer note (vii) below)** | | |
| **(i) Unquoted equity shares** | | |
| Inotech FEG Gmbh<br>4,127 (4,127 As at 31 March 2025) equity shares of €10 each, fully paid up | 16.88 | 12.19 |
| **(ii) Others (refer note (vi) below)** | | |
| Golden-Torch Education and Scholarship Foundation<br>40,000 (Nil as at 31 March 2025) equity shares of Rs. 10 each, fully paid up | 0.40 | - |
| **Total** | **5,807.55** | **3,092.69** |

**Notes:**

(i) 4 Shares are held by nominees with the Company being the beneficial owner.

(ii) The investment in Syrma Johari Medtech Limited ("Johari")of Rs. 2,505.82 million includes present value of contingent consideration of Rs. 205.56 million (refer note 21(b) and note 36(c)) and Rs. 5.25 million acquisition related cost which is capitalised.

(iii) During the year ended 31 March 2026, the Company made an additional investment of Rs. 360.03 million in Syrma Strategic Electronics Private Limited ("Subsidiary Company"). Further, this Subsidiary Company has issued 228,816 equity shares to SH Electronics Co. Limited for a consideration of Rs. 120.00 million. On account of the above transactions, the Company holds 75% equity stake in this Subsidiary Company as on 31 March 2026.

(All amounts are in million Indian rupees, unless otherwise stated)

(iv) During the year ended 31 March 2026, the Company has incorporated and subscribed to equity in new wholly-owned subsidiaries, namely Syrma Elecomp Private Limited and Syrma Component Private Limited, with an investment of Rs. 0.10 million each.

(v) During the year ended 31 March 2026, the Company has executed securities subscription and purchase agreement ("SSPA") and shareholders' agreement ("SHA") with the promoters of Elcome Integrated Systems Private Limited ("Elcome") to acquire the entire paid-up share capital of Elcome. As on 31 March 2026, the Company has paid total consideration amounting to Rs. 2,350.00 million to acquire 60% stake in Elcome. As per the executed SSPA, the remaining 40% stake will be acquired in a phased manner. Further, in accordance with the aforesaid agreements, Elcome has also acquired the entire paid-up share capital of Navicom Technology International Private Limited ("Navicom"). Post this acquisition, Navicom has become a wholly-owned subsidiary of Elcome.

(vi) Book value is considered as the best estimate of fair value.

(vii) These investments are not held for trading. Accordingly, the Company has elected to present changes in the fair value of these investments in other comprehensive income.

**7.1 Additional information as required by Schedule III to the Act**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Aggregate book value of unquoted investments | 5,807.55 | 3,092.69 |
| Aggregate amount of impairment in value of investments | - | - |

**8 Loans**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Unsecured, considered good** | | |
| (a) Loans to related party (refer note 43.3) | 535.71 | 581.51 |
| (b) Loan to others | 109.00 | 100.00 |
| **Total** | **644.71** | **681.51** |

Note: During the year ended 31 March 2024, the Company had provided an interest-free unsecured loan to Syrma Trust for purchase of shares of the Company from the secondary market. Further, during the year ended 31 March 2026, the Company has provided an additional interest-free unsecured loan to Syrma Trust for the aforesaid purpose. Accordingly, the closing balance as at 31 March 2026 amounts to Rs. 145.67 million (31 March 2025: Rs. 56.76 million). As per the accounting policy of the Company which is in line with the generally accepted accounting principles in India, the loan provided by the Company has been knocked off with loan payable by the Syrma Trust as the financial information of Syrma Trust has been included in the standalone financial statements of the Company (refer note 2.12(e) and 41.7).

**9 Other non-current financial assets**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Unsecured, considered good** | | |
| (a) Security deposits measured at amortised cost | 75.96 | 60.70 |
| (b) Deposits with bank with maturity of more than 12 months* | 18.05 | 23.96 |
| (c) Loans to employees | - | 0.18 |
| **Total** | **94.01** | **84.84** |

* Fixed deposits of Nil (31 March 2025: Rs. 1.95 million) under lien for performance bank guarantees issued to customers.

**10 Income tax assets (net)**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| (a) Advance income tax, including tax deducted at source (net of provisions) | 27.65 | 118.60 |
| (b) Amount paid under protest | 4.22 | 4.22 |
| **Total** | **31.87** | **122.82** |

**11 Other non-current assets**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Unsecured, considered good** | | |
| (a) Capital advances | 107.34 | 10.88 |
| (b) Prepaid expenses | 55.48 | 74.62 |
| **Total** | **162.82** | **85.50** |

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SYRMA SGS TECHNOLOGY LIMITED

(All amounts are in million Indian rupees, unless otherwise stated)

**12 Inventories**
(At lower of cost and net realisable value)

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| (a) Raw materials and components | 6,289.95 | 5,472.41 |
| Materials-in-transit | 788.51 | 534.52 |
| | **7,078.46** | **6,006.93** |
| (b) Work-in-progress | 1,089.72 | 916.12 |
| (c) Finished goods (other than those acquired for trading) | 966.83 | 768.35 |
| (d) Stock-in-trade | 1.25 | 15.71 |
| (e) Stores and spare parts (including packing materials) | 56.02 | 17.42 |
| **Total** | **9,192.28** | **7,724.53** |

**12.1** Movement in allowance for obsolete and non-moving inventory.

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Balance at beginning of the year | 367.99 | 44.97 |
| (Reversal of)/additional allowance created during the year (net)* | (134.12) | 323.02 |
| **Balance at end of the year** | **233.87** | **367.99** |

* Allowance for inventory created/(reversed) during the year has been accounted as part of cost of raw materials consumed (Refer note 32). This includes reversal of provision amounting to Rs. 212.02 million recognised in the previous year in relation to the fire incident at Noida plant, which has been written back during the year pursuant to settlement of the insurance claim.

**13 Current investments**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Investment - measured at FVTPL** | | |
| Investments in mutual funds - quoted | 4,845.95 | 181.18 |
| Investments in other funds - unquoted | 0.10 | 0.11 |
| **Total** | **4,846.05** | **181.29** |

**13.1** Additional information as required by Schedule III to the Act

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Aggregate book value of quoted current investments | 4,845.95 | 181.18 |
| Aggregate market value of quoted current investments | 4,845.95 | 181.18 |
| Aggregate book value of unquoted current investments | 0.10 | 0.11 |
| Aggregate market value of unquoted current investments | 0.10 | 0.11 |

**14 Trade receivables**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Unsecured** | | |
| Trade receivables - considered good | 16,144.38 | 14,266.88 |
| Less: allowance for expected credit loss | (185.55) | (152.86) |
| **Total** | **15,958.83** | **14,114.02** |
| The above amount of trade receivables also includes amount receivable from its related parties (refer note 43.3) | 135.92 | 71.85 |

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(All amounts are in million Indian rupees, unless otherwise stated)

**14.1 Movement in expected credit loss (ECL) allowance**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Balance at beginning of the year | 152.86 | 139.61 |
| Add: Allowance created during the year | 32.69 | 13.25 |
| **Balance at end of the year** | **185.55** | **152.86** |

**14.2** The Company measures the loss allowance for trade receivables at an amount equal to ECL. The expected credit losses on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date.

**14.3** The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix, considering the amounts due from the government undertakings and the other undertakings. Further the Company also establishes an allowance for credit loss that represents its estimate of expected losses in respect of trade and other receivables based on the past and recent collection trend.

The provision matrix at the end of the reporting period(s) is as follows:

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Not due | 1.56% | 1.03% |
| 0-90 days | 3.14% | 2.19% |
| 91-180 days | 20.15% | 16.62% |
| 181-270 days | 42.59% | 37.62% |
| 271-360 days | 72.58% | 65.79% |
| More than 360 days | 100.00% | 100.00% |

**14.4** The Company has receivable due from the following parties in which there are a common directors and other officers.

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Infinx Services Private Limited | - | 3.22 |
| Syrma SGS Electronics Private Limited | - | 6.71 |
| Perfect ID India Private Limited | - | 3.77 |
| **Total** | **-** | **13.70** |

No trade or other receivable is due from directors or other officers of the Company either severally or jointly with any other person. No trade or other receivable is due from firms or private Companies respectively in which any director is a partner, a director or a member, other than mentioned above.

**14.5** Refer note 51(II) for trade receivables ageing.

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(All amounts are in million Indian rupees, unless otherwise stated)

## 15 Cash and cash equivalents

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Cash on hand | 0.45 | 0.46 |
| (b) | Balances with banks | | |
| | - In current accounts* | 1,544.88 | 514.06 |
| | - In exchange earners' foreign currency accounts | 87.85 | 157.18 |
| | - Monitoring account - Initial public offer and pre-initial public offer proceeds | 14.28 | 7.82 |
| | **Total** | **1,647.46** | **679.52** |

* Current account includes Bank balance of Rs. 9.04 million of the Syrma Trust as on 31 March 26 (Rs. 0.59 million as on 31 March 25). (Refer note 41.7)

Cash and cash equivalents are freely available for use.

## 15.1 Other bank balances

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Balances with banks | | |
| | - Unclaimed dividend account* | 0.21 | 0.09 |
| | - Others | 43.68 | 42.00 |
| (b) | Other bank deposits | 53.14 | 780.41 |
| (c) | Initial public offer and pre-initial public offer proceeds | 818.87 | 1,315.23 |
| | **Total** | **915.90** | **2,137.73** |

* These balances are not available for use by the Company and corresponding balance is disclosed as unclaimed dividend in note 26. Further, these are not due for deposit in the Investor Education and Protection Fund ('IEPF').

Note: Fixed deposits of Rs. 9.41 million (31 March 2025: Rs. 2.65 million) under lien for performance bank guarantees issued to customers.

## 16 Other current financial assets

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| | **Unsecured, considered good** | | |
| (a) | Balance receivable from customs authorities | 254.39 | 133.25 |
| (b) | Production linked incentive receivable | 808.20 | 530.50 |
| (c) | Export benefits receivable | 9.55 | 6.58 |
| (d) | Advances to employees | 7.39 | 8.74 |
| (e) | Insurance claim receivable (refer note 38(a)) | - | 94.75 |
| (f) | Recoverable from subsidiary company (refer note 43.2) | 69.19 | 25.90 |
| (g) | Unbilled revenue | 832.35 | 186.83 |
| (h) | Security deposits | - | 2.04 |
| | **Total** | **1,981.07** | **988.59** |

## 17 Other current assets

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| | **Unsecured, considered good** | | |
| (a) | Balances receivable from government authorities | 1,559.69 | 1,518.37 |
| (b) | Advance to suppliers | 223.42 | 125.59 |
| (c) | Other advances | 12.25 | 0.23 |
| (d) | Prepaid expenses | 162.17 | 117.24 |
| | **Total** | **1,957.53** | **1,761.43** |

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## 18 Share capital

| Particulars | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Number of shares | Amount | Number of shares | Amount |
| (a) **Authorised** | | | | |
| Equity shares of Rs. 10/- each | 215,010,000 | 2,150.10 | 200,000,000 | 2,000.00 |
| Preference shares of Rs. 100/- each | 1,200,000 | 120.00 | 1,200,000 | 120.00 |
| 10% redeemable preference shares of Rs. 10/- each | 100,000 | 1.00 | - | - |
| | **216,310,000** | **2,271.10** | **201,200,000** | **2,120.00** |
| (b) **Issued, subscribed and fully paid up** | | | | |
| Equity shares of Rs. 10/- each fully paid up | 192,624,977 | 1,926.25 | 178,047,112 | 1,780.47 |
| **Total** | **192,624,977** | **1,926.25** | **178,047,112** | **1,780.47** |

**Notes:**

**18.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

| Particulars | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Number of shares | Amount | Number of shares | Amount |
| **Equity** | | | | |
| Shares outstanding as at the beginning of the year | 178,047,112 | 1,780.47 | 177,427,081 | 1,774.27 |
| Add: Fresh issue of shares during the year* | 14,306,151 | 143.07 | - | - |
| Add: Exercise of ESOP resulting in new issue of shares | 366,322 | 3.66 | 572,931 | 5.73 |
| Add: Exercise of ESOP on allotment of shares by Syrma Trust | 37,035 | 0.37 | 47,100 | 0.47 |
| Less: Shares held by Syrma Trust for allotment under ESOP (refer note 18.2) | (131,643) | (1.32) | - | - |
| **Shares outstanding as at the end of the year** | **192,624,977** | **1,926.25** | **178,047,112** | **1,780.47** |

* During the year ended 31 March 2026, the Company has issued 14,306,151 equity shares of the face value of Rs. 10 each at a premium of Rs. 689 per share on private placement through Qualified Institutional Placement ('QIP'), aggregating to Rs. 10,000.00 million for certain purpose as stated in the placement document. All the proceeds received have been utilised in accordance with the placement document as on 31 March 2026.

**18.2 Details of shares held by Syrma Trust is as follows:**

During the year ended 31 March 2024, the shareholders of the Company had approved the acquisition of shares from secondary market by Syrma Trust for the implementation of 'Syrma SGS - Employee Stock Option Plan 2023' ("Scheme 3") and 'Syrma SGS - Employee Stock Option Plan 2023' ("Scheme 4") for subsequent allotment to employees. Syrma Trust has been treated as extension of the Company and hence, 205,508 shares held by Syrma Trust as on 31 March 2026 (110,900 shares as on 31 March 2025) have been reduced from the total share capital of the Company.

**Shares held by Syrma Trust**

| Particulars | Number of shares | Total in Rs. in million | Amount adjusted with equity | Amount adjusted with securities premium (refer note 19) |
|---|---|---|---|---|
| As on 31 March 2026 | 205,508 | 137.00 | 2.06 | 134.94 |
| As on 31 March 2025 | 110,900 | 56.39 | 1.11 | 55.28 |

**18.3 Details of shares held by each shareholder holding more than 5% shares in the Company:**

| Class of shares / Name of shareholder | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Number of shares | % Holding in the respective class of shares * | Number of shares | % Holding in the respective class of shares * |
| **Equity** | | | | |
| Tancom Electronics Private Limited | 63,319,425 | 32.87% | 63,319,425 | 35.54% |
| Mr. Jasbir Singh Gujral | 12,497,041 | 6.49% | 12,497,041 | 7.01% |
| Mr. Krishna Kumar Pant | 12,240,435 | 6.35% | 12,285,435 | 6.90% |
| Mr. Ranjeet Singh Lonial | 11,980,000 | 6.22% | 12,070,000 | 6.77% |
| Mr. Sanjiv Narayan | 9,074,067 | 4.71% | 9,179,000 | 5.15% |

***Note:** The percentage of holding as on year ended 31 March 2026 and 31 March 2025 calculated above is based on total number of shares including the number of shares held by Syrma Trust. Hence the total number of shares considered is 192,830,485 shares as on 31 March 2026 (178,158,012 shares as on 31 March 2025).

**18.4 Shareholding of promoters***

| Name of the promoter | Year | Number of shares | % of total shares | % change during the year # |
|---|---|---|---|---|
| Tancom Electronics Private Limited | As at 31 March 2026 | 63,319,425 | 32.87% | (2.67)% |
| | As at 31 March 2025 | 63,319,425 | 35.54% | (0.11)% |
| Mr. Jasbir Singh Gujral | As at 31 March 2026 | 12,497,041 | 6.49% | (0.53)% |
| | As at 31 March 2025 | 12,497,041 | 7.01% | (0.02)% |
| Ms. Veena Kumari Tandon | As at 31 March 2026 | 1,236,609 | 0.64% | (0.15)% |
| | As at 31 March 2025 | 1,410,000 | 0.79% | (0.06)% |

*Promoter means Promoter as defined in the Act.
# % change during the year represents the % change in total holding when compared to the previous year end.

**18.5 Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:**

During the FY 21-22, the members at the Extra ordinary general Meeting (EGM) held on 28 October 2021 have approved the issue of bonus shares in the ratio of 100 equity shares for every 1 equity share as on the date of EGM. Aggregate number of shares allotted as fully paid up by way of bonus shares is 136,255,300 shares of Rs. 10 each.
Further, other than shares issued under ESOP and bonus shares mentioned above, there are no other shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

**18.6 Disclosure of rights**

The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder is entitled to one vote per equity share. Dividends are paid in Indian Rupees. Dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders at the Annual General Meeting, except in the case of interim dividend.

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(All amounts are in million Indian rupees, unless otherwise stated)

**19 Other equity**

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Capital reserve | 8.23 | 8.23 |
| (b) | Securities premium | 20,178.55 | 10,640.94 |
| (c) | Surplus in statement of profit and loss | 7,450.70 | 4,801.37 |
| (d) | Fair value loss on equity investments classified as FVTOCI | (5.72) | (9.74) |
| (e) | Employee stock option reserve | 57.60 | 42.28 |
| | **Total** | **27,689.36** | **15,483.08** |

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| **(a)** | **Capital reserve** | | |
| | Opening balance | 8.23 | 8.23 |
| | Addition for the year | - | - |
| | **Closing balance** | **8.23** | **8.23** |
| **(b)** | **Securities premium** | | |
| | Opening balance | 10,640.94 | 10,589.29 |
| | Additions for issue of new equity shares (net of issue expenses) | 9,599.56 | - |
| | Premium paid by Syrma Trust for shares purchased from secondary market | (98.53) | - |
| | Transfer upon exercise of employee stock option | 28.80 | 41.76 |
| | Increase on account of issue of employee stock option plan from Syrma Trust (refer note 18.2) | 7.78 | 9.89 |
| | **Closing balance** | **20,178.55** | **10,640.94** |
| **(c)** | **Surplus in statement of profit and loss** | | |
| | Opening balance | 4,801.37 | 3,381.05 |
| | Profit for the year | 2,933.69 | 1,686.59 |
| | **Other comprehensive income** | | |
| | Remeasurement of the net defined benefit liabilities, net of tax | 4.17 | (0.13) |
| | Dividend paid (refer note 54) | (288.53) | (266.14) |
| | **Closing balance** | **7,450.70** | **4,801.37** |
| **(d)** | **Fair value (loss)/gain on equity investments classified as FVTOCI** | | |
| | Opening balance | (9.74) | 17.10 |
| | Fair value gain/(loss) on equity investments classified as FVTOCI | 4.69 | (31.32) |
| | Tax impact on the above | (0.67) | 4.48 |
| | **Closing balance** | **(5.72)** | **(9.74)** |
| **(e)** | **Employee stock option reserve** | | |
| | Opening balance | 42.28 | 46.14 |
| | Employee stock compensation expense (refer note 41) | 48.93 | 41.76 |
| | Transfer to securities premium and equity on exercise of options | (32.43) | (47.43) |
| | Adjustment on account of shares issued by subsidiary to employees of the Company | (1.18) | 1.81 |
| | **Closing balance** | **57.60** | **42.28** |
| | **Total** | **27,689.36** | **15,483.08** |

**Notes: Nature and purpose of other reserves**

**19.1 Capital reserve**

The capital reserve represents amounts arising pursuant to amalgamation of 3G Wireless Communications Private Limited with the Company.

**19.2 Securities premium**

Security premium is used to record the premium received on issue of shares. It will be utilised in accordance with the provisions of Companies Act, 2013.

**19.3 Retained Earnings**

Surplus in statement of profit and loss represents company's cumulative earnings since its formation less the dividends/ capitalisation, if any. These reserves are free reserves which can be utilised for any purpose as may be required.

**19.4 Fair value loss on equity investments classified as FVTOCI**

Fair value loss on equity investments classified as FVTOCI reserve has been created on account of change in fair value of the investments. (Refer note 7(c))

**19.5 Employee stock option reserve**

Employee stock option reserve relates to the share options granted by the Company to the Company's employees.

SYRMA SGS TECHNOLOGY LIMITED

(All amounts are in million Indian rupees, unless otherwise stated)

**20 Borrowings (non-current)**

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Term loans from banks (secured) (refer note 20.1, 20.2 and 20.3) | 106.97 | 356.97 |
| (b) | Vehicle loan from financial institution (refer note 20.1, 20.2 and 20.3) | - | 0.08 |
| | **Total** | **106.97** | **357.05** |

**20.1 Terms of secured loans from banks and financial institution:**

**As at 31 March 2026**

| Particulars | Interest Rate | Number of installments outstanding | Repayment terms | Amount outstanding as at 31 March 2026 |
|---|---|---|---|---|
| **(i) Term loan from Axis Bank:** | | | | |
| Term loan | 7.26% | 6 quarters | Principal quarterly and interest monthly | 356.97 |
| **(ii) Vehicle loan from financial institution** | | | | |
| Mercedes-Benz Financial Services India Private Limited | 7.57% | 1 month | Monthly installments | 0.19 |
| **Total** | | | | **357.16** |
| Less: Current maturities of long-term borrowings (refer note 24) | | | | 250.19 |
| **Long term borrowings from bank and financial institution** | | | | **106.97** |

**As at 31 March 2025**

| Particulars | Interest Rate | Number of installments outstanding | Repayment terms | Amount outstanding as at 31 March 2025 |
|---|---|---|---|---|
| **(i) Term loan from Axis bank:** | | | | |
| Term loan | 7.66% | 10 quarters | Principal quarterly and interest monthly | 606.97 |
| **(ii) Vehicle loan from financial institution** | | | | |
| Mercedes-Benz Financial Services India Private Limited | 7.57% | 13 months | Monthly installments | 2.32 |
| **Total** | | | | **609.29** |
| Less: Current maturities of long-term borrowings (refer note 24) | | | | 252.24 |
| **Long term borrowings from bank and financial institution** | | | | **357.05** |

**20.2 Securities**

**(a) Term loan from Axis Bank:**
The Company has availed term loan from Axis Bank for Rs. 356.97 million (31 March 2025: Rs. 606.97 million) at first pari-passu charge on the movable fixed assets of the Company to the extent of 120% of loan outstanding.

**(b) Secured vehicle loan from financial institutions:**
The Company has availed vehicle loan from Mercedes-Benz Financial Services India Private Limited for Rs. 0.19 million (31 March 2025: Rs. 2.32 million) for acquiring a vehicle and is secured by hypothecation of vehicle purchased out of such loan.

**20.3** Above loans are repayable in equal/unequal monthly/quarterly installments as follows:

| Term loan from bank maturity | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Repayable within 1 year | 250.00 | 250.00 |
| Repayable within 1-3 year | 106.97 | 356.97 |
| Repayable after 3 years | - | - |

| Term loan from financial institution maturity | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Repayable within 1 year | 0.19 | 2.24 |
| Repayable within 1-3 year | - | 0.08 |
| Repayable after 3 years | - | - |

**20.4 Reconciliation of change in liabilities arising from financing activities:**

**For the year ended 31 March 2026**

| Particulars | As at 1 April 2025 | Cash flow (net) | Finance costs | Others^ | New lease# | As at 31 March 2026 |
|---|---|---|---|---|---|---|
| Non-current borrowings* | 609.29 | (252.14) | - | 0.01 | - | 357.16 |
| Current borrowings | 5,186.15 | (3,132.40) | - | 51.15 | - | 2,104.90 |
| Interest accrued but not due on loans from banks | 16.04 | (366.62) | 319.45 | 33.36 | - | 2.23 |
| Acquisition liabilities | 235.61 | - | 21.21 | - | - | 256.82 |
| Lease liability | 303.51 | (79.65) | 21.53 | - | 15.16 | 260.55 |

**For the year ended 31 March 2025**

| Particulars | As at 1 April 2024 | Cash flow (net) | Finance costs | Others^ | New lease/new acquisition# | As at 31 March 2025 |
|---|---|---|---|---|---|---|
| Non-current borrowings* | 873.89 | (264.60) | - | - | - | 609.29 |
| Current borrowings | 4,840.07 | 326.95 | - | 19.13 | - | 5,186.15 |
| Interest accrued but not due on loans from banks | 11.71 | (499.40) | 470.24 | 33.49 | - | 16.04 |
| Acquisition liabilities | 216.16 | - | 19.45 | - | - | 235.61 |
| Lease liability | 299.19 | (75.57) | 24.83 | - | 55.06 | 303.51 |

* Non-current borrowing includes current maturities of non-current borrowing.
\# New lease is net off termination of existing leases, renewal of leases and adjustments made to lease liabilities. For new acquisition liabilities, refer note 21.
^ Others includes amortisation of foreign currency exchange differences and processing fees.

(All amounts are in million Indian rupees, unless otherwise stated)

**21 Other non current financial liabilities**

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Security deposits | 2.20 | 2.20 |
| (b) | Acquisition liabilities* | 256.82 | 235.61 |
| | **Total** | **259.02** | **237.81** |

*The investment in Syrma Johari Medtech Limited (formerly known as Johari Digital Healthcare Limited) of Rs. 2,505.82 million includes present value of contingent consideration payable upon achievement of certain milestones amounting to Rs. 205.56 million. The interest on contingent consideration amounting to Rs. 21.21 million has been charged to Statement of profit and loss for the year ended 31 March 2026 (31 March 2025: Rs. 19.45 million). (Refer note 7 and note 36(c)).

**22 Non-current provisions**

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Provision for employee benefits (refer note 40) | | |
| | - Provision for gratuity | 115.46 | 81.98 |
| | - Provision for compensated absences | 46.31 | 50.86 |
| | **Total** | **161.77** | **132.84** |

**23 Other non-current liabilities**

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Employee related payable | 39.01 | 35.68 |
| (a) | Deferred government grant | 26.54 | 31.81 |
| | **Total** | **65.55** | **67.49** |

**23.1 Movement of deferred government grant**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Opening balance of deferred government grant | 37.34 | 16.42 |
| Add: Government grant received | - | 26.45 |
| Less: Government grant recognised during the period | 5.53 | 5.53 |
| Closing balance of deferred government grant | **31.81** | **37.34** |
| Non-current | 26.54 | 31.81 |
| Current | 5.27 | 5.53 |
| | **31.81** | **37.34** |

**24 Borrowings (current)**

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Working capital facilities from banks and others - secured (refer note 24.1) | 2,104.90 | 5,186.15 |
| (b) | Current maturities of long-term borrowings (refer note 20.1) | 250.19 | 252.24 |
| | **Total** | **2,355.09** | **5,438.39** |

**24.1 Notes:**

**I. Working capital demand loan/cash credit as at 31 March 2026**

| Name of lender | Amount outstanding as at 31 March 2026 | Average interest rate |
|---|---|---|
| Axis Bank | 499.00 | 7.70% |
| Kotak Bank | 900.00 | 7.01% |
| HSBC Bank | 150.00 | 8.06% |
| HDFC Bank | 250.00 | 7.22% |

**Security:**
First pari-passu charge on all present and future current assets of the Company.

(All amounts are in million Indian rupees, unless otherwise stated)

**II. Other working capital facilities from banks as at 31 March 2026**

(a) The Company has availed packing credit working capital loan facility from State Bank of India amounting to Rs. 1,000.00 million for a tenure of 180 days, with an average interest rate of 5.91% per annum. The outstanding amount of this facility is Rs. 305.80 million as of 31 March 2026 (31 March 2025: Rs. 418.76 million). This facility is secured by a first pari passu hypothecation charge on the entire current assets of the Company, including stocks of raw materials, stock in process, finished goods, consumable stores and spares, book debts, bills (whether documentary or clean), outstanding monies, receivables, and any other current assets, both present and future.

(b) The Company has a credit card facility from American Express Banking Corporation with balance outstanding for Rs. 0.10 million, repayable within the applicable credit terms.

**III. Working capital demand loan/cash credit as at 31 March 2025**

| Name of lender | Amount outstanding as at 31 March 2025 | Average Interest rate |
|---|---|---|
| Axis Bank | 748.21 | 8.02% |
| Citi Bank | 1,190.00 | 7.96% |
| HSBC Bank | 99.49 | 8.45% |
| HDFC Bank | 1,078.30 | 7.97% |
| Yes Bank | 600.00 | 8.10% |

**Security:**

(a) First pari-passu charge on all present and future current assets of the Company.

(b) Second pari-passu charge by way of hypothecation on movable fixed assets of the Company, both present and future under multiple banking arrangement.

**IV. Other working capital facilities from banks as at 31 March 2025**

(a) During the previous year ended 31 March 2025, the Company secured a supplier bill discounting facility from HSBC Bank, with an average interest rate of 7.53% per annum. The outstanding amount of this facility is Rs. 429.97 million as of 31 March 2025. This facility is secured by a first pari passu charge over all current assets (present and future) of the Company, and a second pari passu charge on the Company's movable fixed assets (present and future), excluding assets exclusively financed by Axis Bank.

(b) The Company has availed packing credit working capital loan facility from State Bank of India amounting to Rs. 550.00 million for a tenure of 180 days, with an average interest rate of 5.31% per annum. The outstanding amount of this facility is Rs. 418.76 million as of 31 March 2025. This facility is secured by a first pari passu hypothecation charge on the entire current assets of the Company, including stocks of raw materials, stock in process, finished goods, consumable stores and spares, book debts, bills (whether documentary or clean), outstanding monies, receivables, and any other current assets, both present and future.

(c) During the previous year ended 31 March 2025, the Company has availed a packing credit working capital loan facility from Kotak Mahindra Bank amounting to Rs. 550.00 million for a tenure of 180 days, with an average interest rate of 5.05% per annum. The outstanding amount of this facility is Rs. 137.58 million as of 31 March 2025. This facility is secured by a first pari passu hypothecation charge, to be shared with other banks, on all existing and future receivables and current assets of the Company.

(d) During the previous year ended 31 March 2025, the Company had availed a working capital loan facility from Citibank. The outstanding amount of this facility is Rs. 307.46 million as at 31 March 2025. The loan carries an interest rate ranging from 7.88% to 9.78% per annum. This facility is secured by a first pari passu charge on present and future stocks and book debts, as well as on movable fixed assets of the Holding Company (excluding those financed through term loans). The working capital loan is repayable on the respective due dates of each drawdown, which are generally within a period of less than 12 months.

(e) During the year ended 31 March 2025, the Company has availed working capital facilities from HDFC Bank, comprising cash credit and working capital loans. The outstanding amounts as at 31 March 2025 are Rs. 80.81 million for cash credit and Rs. 95.57 million for working capital loans, carrying an interest rate ranging from 8.00% to 10.03% per annum.
These facilities are secured by a first pari passu charge on all present and future current assets of the borrower and a second pari passu charge on plant and machinery and other movable fixed assets (present and future). The working capital loans are repayable on the respective due dates of each drawdown, which are generally within a period of less than 12 months.

**24.2** Refer note 51(IV) for the comparison of quarterly returns furnished to Banks with books of account.

SYRMA SGS TECHNOLOGY LIMITED

(All amounts are in million Indian rupees, unless otherwise stated)

**25 Trade payables**

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Total outstanding dues of micro enterprises and small enterprises (refer note 25.3) | 314.87 | 103.15 |
| (b) | Total outstanding dues of creditors other than micro enterprises and small enterprises | 18,255.32 | 15,249.53 |
| | **Total** | **18,570.19** | **15,352.68** |

**25.1** Trade payables are non-interest bearing and are normally settled as per due dates.

**25.2** Refer note 51(III) for trade payables ageing.

**25.3 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (i) | Principal amount remaining unpaid to any supplier as at the end of the accounting year* | 365.83 | 113.19 |
| (ii) | Interest due thereon remaining unpaid to any supplier as at the end of the accounting year | 4.42 | 1.96 |
| (iii) | The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year; | 271.16 | 226.76 |
| (iv) | The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act. | - | - |
| (v) | The amount of interest accrued and remaining unpaid at the end of the accounting year | - | - |
| (vi) | 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 MSMED Act. | - | - |

*includes payable towards procurement of capital assets part of other current financial liabilities towards MSME amounting to Rs. 55.38 million (31 March 2025: Rs. 12.00 million).

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management.

**26 Other current financial liabilities**

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Capital creditors^ | 204.40 | 180.52 |
| (b) | Interest accrued but not due on loans from banks | 2.23 | 16.04 |
| (c) | Employee related payables | 300.70 | 259.46 |
| (d) | Unclaimed dividends* (refer note 15.1) | 0.21 | 0.09 |
| | **Total** | **507.54** | **456.11** |

* As at 31 March 2026, there is no amount due and outstanding to be transferred to IEPF by the Company. Unclaimed dividend, if any, shall be transferred to the IEPF as and when they become due.
^ Includes payable towards MSME amounting to Rs. 55.38 million (31 March 2025: Rs. 12.00 million) (refer note 25.3).

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SYRMA SGS TECHNOLOGY LIMITED

(All amounts are in million Indian rupees, unless otherwise stated)

## 27 Other current liabilities

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Deferred revenue* | - | 10.07 |
| (b) | Deferred government grant (refer note 23.1) | 5.27 | 5.53 |
| (c) | Advance from customers | 114.83 | 147.20 |
| (d) | Statutory dues payable | 39.78 | 154.18 |
| (e) | Other payables | 8.70 | 1.87 |
| | **Total** | **168.58** | **318.85** |

*Deferred revenue represents tooling charges received in advance from one of the customer. On the basis of completion of projects, the same was recognised as tooling income in the standalone statement of profit or loss.

## 28 Provisions (current)

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Provision for employee benefits (refer note 40) | | |
| | - Provision for gratuity | 34.84 | 36.18 |
| | - Provision for compensated absences | 9.94 | 11.84 |
| | **Total** | **44.78** | **48.02** |

## 29 Current tax liabilities (net)

| | Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| (a) | Provision for income tax (net of advance tax and tax deducted as source receivable) | 134.96 | 81.51 |
| | **Total** | **134.96** | **81.51** |

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(All amounts are in million Indian rupees, unless otherwise stated)

## 30 Revenue from operations

| | Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|---|
| (a) | Sale of products (net) | | |
| | - Manufactured goods | 41,161.05 | 34,961.68 |
| | - Traded goods | 884.83 | 247.00 |
| (b) | Sale of services | 603.28 | 257.30 |
| (c) | Other operating revenues | | |
| | - Scrap sale, incentive from government and others | 630.17 | 462.78 |
| | - Tooling charges | 392.21 | 228.75 |
| | **Total other operating revenues** | **1,022.38** | **691.53** |
| | **Total** | **43,671.54** | **36,157.51** |

### 30.1 Reconciliation of revenue recognized with the contract price is as follows:

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Contract price | 43,041.37 | 35,694.73 |
| Adjustment for: | | |
| - Discounts and rebates | - | - |
| - Refund liability | - | - |
| **Revenue recognised** | **43,041.37** | **35,694.73** |

**Note:** The aforesaid excludes scrap sale, incentive from government and others recognised under revenue from operations.

### 30.2 Disaggregation of revenue information

The table below presents disaggregated revenues from contracts with customers which is recognised based on goods transferred at a point of time by geography and offerings of the Company.
As per the management, the below disaggregation best depicts the nature, amount, timing and uncertainty of how revenues and cash flows are affected by industry, market and other economic factors.

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Revenue by geography** | | |
| India | 32,920.65 | 28,178.06 |
| Germany | 2,940.80 | 1,382.09 |
| Rest of the world | 7,179.92 | 6,134.58 |
| **Total revenue from operations** | **43,041.37** | **35,694.73** |

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Revenue by segment** | | |
| Electronic manufacturing services | 42,082.46 | 35,426.37 |
| Others | 958.91 | 268.36 |
| **Total revenue from operations** | **43,041.37** | **35,694.73** |

### 30.3 Timing of recognition of revenue

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Products / services transferred at point in time | 42,438.09 | 35,437.43 |
| Products / services transferred over a period of time | 603.28 | 257.30 |
| **Total revenue from contracts with customers** | **43,041.37** | **35,694.73** |

**Note:** The aforesaid excludes scrap sale, incentive from government and others recognised under revenue from operations.

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(All amounts are in million Indian rupees, unless otherwise stated)

### 30.4 Contract balances

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Trade receivable* | 16,144.38 | 14,266.88 |
| Unbilled revenue | 832.35 | 186.83 |
| Advance from customer | 114.83 | 147.20 |
| Deferred revenue | - | 10.07 |

*Represents gross trade receivables without considering expected credit loss allowance

**Revenue recognised in relation to contract liabilities**

Ind AS 115 also requires disclosure of 'revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period' and 'revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods. Same has been disclosed as below:

**Movement in contract liabilities**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Balance at the beginning of the year** | 157.27 | 457.23 |
| Add: Addition during the year | 104.76 | 147.20 |
| Less: Revenue recognised during the year | (147.20) | (447.16) |
| **Balance at the end of the year** | **114.83** | **157.27** |

### 31 Other income

| | Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|---|
| (a) | **Interest income on financial assets carried at amortised cost** | | |
| | - Bank deposits | 181.78 | 176.49 |
| | - Security deposits | 2.73 | 3.42 |
| | - Loan to related parties | 32.09 | 28.65 |
| | - Others | 27.86 | 0.37 |
| | **Total interest income (I)** | **244.46** | **208.93** |
| (b) | **Non-operating income:** | | |
| | - Dividend income from investments measured at FVTPL | - | 1.49 |
| | - Net gain on fair value changes in financial assets (mutual funds) | 90.98 | 13.60 |
| | - Net gain on account of sale of current investments (mutual funds) | 7.91 | 8.38 |
| | - Gain on fair valuation of non-current investment | - | 11.37 |
| | - Profit on sale / discard of property, plant and equipment (net) | - | 166.11 |
| | - Profit on termination of leases | - | 0.04 |
| | - Liabilities no longer required, written back | 5.30 | 38.75 |
| | - Management fee | 48.25 | 21.46 |
| | - Deemed dividend from subsidiary company | 1.18 | 0.29 |
| | - Miscellaneous income | 9.59 | 2.22 |
| | **Total non-operating income (II)** | **163.21** | **263.71** |
| | **Total (I + II)** | **407.68** | **472.64** |

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**Syrma SGS Technology Limited**
**Material accounting policy information and other explanatory information to the standalone financial statements for the year ended 31 March 2026**
(All amounts are in million Indian rupees, unless otherwise stated)

## 32 Cost of raw materials consumed

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Opening stock | 6,006.93 | 7,145.73 |
| Add: Purchases | 34,329.25 | 26,850.23 |
| | **40,336.18** | **33,995.96** |
| Less: Closing stock (refer note 12) | 7,078.46 | 6,006.93 |
| **Consumption of raw materials** | **33,257.72** | **27,989.03** |

## 33 Purchase of stock-in-trade

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Purchase of stock-in-trade | 624.14 | 169.15 |
| **Total** | **624.14** | **169.15** |

## 34 Changes in inventories of finished goods, work-in-progress and stock-in-trade

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| (a) Inventories at the end of the year: (refer note 12) | | |
| Finished goods | 966.83 | 768.35 |
| Work-in-progress | 1,089.72 | 916.12 |
| Stock-in-trade | 1.25 | 15.71 |
| **Sub-total (A)** | **2,057.80** | **1,700.18** |
| (b) Inventories at the beginning of the year: | | |
| Finished goods | 768.35 | 953.39 |
| Work-in-progress | 916.12 | 1,350.43 |
| Stock-in-trade | 15.71 | 3.72 |
| **Sub-total (B)** | **1,700.18** | **2,307.54** |
| **Net (increase) / decrease (B) - (A)** | **(357.62)** | **607.36** |

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SYRMA SGS TECHNOLOGY LIMITED

(All amounts are in million Indian rupees, unless otherwise stated)

**35 Employee benefits expense**

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| (a) Salaries, wages and bonus | 1,215.27 | 1,117.47 |
| (b) Contribution to provident and other funds (net) (refer note 40) | 76.72 | 72.19 |
| (c) Gratuity expense | 30.80 | 26.30 |
| (d) Compensated absences expense | 6.08 | 30.04 |
| (e) Remuneration to executive directors | 85.77 | 84.71 |
| (f) Staff welfare expenses | 97.13 | 65.01 |
| (g) Commission and sitting fees to non-executive directors | 12.97 | 10.21 |
| (h) Employee stock compensation expense (refer note 41) | 48.93 | 43.87 |
| | **1,573.67** | **1,449.80** |
| Less: Recovery of salaries from related parties (refer note 43.2) | (23.69) | (33.52) |
| **Total** | **1,549.98** | **1,416.28** |

**36 Finance costs**

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| (a) Interest on borrowings* | 319.45 | 470.24 |
| (b) Interest on lease liability | 21.53 | 24.83 |
| (c) Interest on acquisition liabilities (refer note 21) | 21.21 | 19.45 |
| (d) Interest on delayed payment of taxes | 13.28 | - |
| (e) Interest on delayed payments to micro enterprises and small enterprises | 4.42 | 1.96 |
| (f) Other borrowing costs | 28.93 | 31.52 |
| **Total** | **408.82** | **548.00** |

* The above excludes borrowing cost capitalised towards qualifying assets amounting to Rs. 11.57 million for the year ended 31 March 2026 (31 March 2025: Rs. 20.21 million) at a rate of 6.73% per annum for the year ended 31 March 2026 (7.84% per annum for the year ended 31 March 2025).

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(All amounts are in million Indian rupees, unless otherwise stated)

## 37 Other expenses

| | Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|---|
| (a) | Consumption of stores and spares | 161.29 | 43.65 |
| (b) | Stipend to apprentices | 66.29 | 50.76 |
| (c) | Insurance | 43.86 | 46.85 |
| (d) | Power and fuel | 257.82 | 218.29 |
| (e) | Contract wages | 1,891.11 | 1,614.47 |
| (f) | Job work charges | 68.60 | 61.22 |
| (g) | Testing and development charges | 23.27 | 23.32 |
| (h) | Freight outward and clearing | 115.31 | 111.27 |
| (i) | Subscription and membership | 4.62 | 6.97 |
| (j) | Rent | 37.53 | 30.86 |
| (k) | Repairs and maintenance | | |
| | - Plant and machinery | 75.15 | 60.01 |
| | - Buildings | 7.97 | 40.10 |
| | - Others | 171.91 | 113.23 |
| (l) | Advertising and sales promotion | 211.74 | 64.00 |
| (m) | Travelling and conveyance | 109.43 | 157.25 |
| (n) | Allowance for expected credit loss | 32.68 | 13.26 |
| (o) | Communication costs | 14.20 | 12.49 |
| (p) | Office maintenance | 64.51 | 33.03 |
| (q) | Legal and professional fees | 283.01 | 273.60 |
| (r) | Payments to auditor (refer note 37.1) | 15.05 | 12.43 |
| (s) | Loss on sale/discard of property, plant and equipment (net) | 2.86 | - |
| (t) | Security charges | 45.67 | 31.97 |
| (u) | Corporate social responsibility (refer note 37.2) | 31.80 | 23.80 |
| (v) | Rates and taxes | 20.58 | 21.35 |
| (w) | Net loss on foreign currency fluctuations | 365.70 | 5.32 |
| (x) | Bad debts written off | 9.21 | 5.57 |
| (y) | Printing and stationery | 17.88 | 14.94 |
| (z) | Loss on fair valuation of non-current investment | 0.46 | - |
| (aa) | Miscellaneous expenses | 22.72 | 53.71 |
| | | **4,172.23** | **3,143.72** |
| | Less: Recovery of expenses from related parties (refer note 43.2) | (6.61) | (8.54) |
| | **Total** | **4,165.62** | **3,135.19** |

## 37.1 Payment to statutory auditors

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Payments to auditors comprises: | | |
| - For statutory audit | 7.90 | 9.08 |
| - For certification and other services | 6.25 | 2.17 |
| - Reimbursement of expenses | 0.90 | 1.18 |
| **Total** | **15.05** | **12.43** |

**Notes:**

(a) The above amounts for the current year ended 31 March 2026 excludes Rs. 11.30 million paid for services related to qualified instituional placement ('QIP') which are considered as a part of offer expenses for the purpose issue of shares under QIP and accordingly have been netted from securities premium. Refer note 18.1.

(b) The above amounts for the previous year ended 31 March 2025 includes Rs. 3.28 million paid to the predecessor auditors upto the date of their retirement by rotation and Rs. 0.02 million paid to the other auditor owing to the amalgamation of Companies (refer note 56).

SYRMA SGS TECHNOLOGY LIMITED

(All amounts are in million Indian rupees, unless otherwise stated)

### 37.2 Corporate social responsibility (CSR) expenditure

| | Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|---|
| (a) | Amount required to be spent by the Company during the year | 31.80 | 23.80 |
| (b) | Amount of expenditure incurred (paid in cash) | 31.80 | 23.80 |
| (c) | Shortfall/(excess) paid at the end of the year | - | - |
| (d) | Total of previous years shortfall | - | - |
| (e) | Reason for shortfall | Not applicable | Not applicable |
| (f) | Amount of expenditure incurred on: | | |
| | (i) Construction/acquisition an asset | - | - |
| | (ii) On purposes other than (i) above | 31.80 | 23.80 |
| | **Subtotal** | **31.80** | **23.80** |
| (g) | Nature of CSR activities | | |
| | - Protection of national heritage, art and culture including restoration of buildings | - | 4.23 |
| | - Promoting gender equality | - | 2.50 |
| | - Promoting education | - | 6.32 |
| | - Eradicating poverty, hunger and malnutrition | 0.22 | 1.80 |
| | - Empowering women/skill development | 31.58 | 8.95 |
| | **Subtotal** | **31.80** | **23.80** |
| (h) | Details of related party transactions, e.g., contribution to a trust controlled by the Company in relation to CSR expenditure | Not applicable | Not applicable |
| (i) | Provisions with respect to CSR expenditure pursuant to contractual obligation | Not applicable | Not applicable |

### 38 Exceptional items

| | Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|---|
| (a) | Fire incident (refer note (i) below) | | |
| | Allowance for inventory | - | 214.75 |
| | Insurance claim receivable | - | (194.75) |
| (b) | Impact of implementation of New Labour Codes (refer note (ii) below) | 32.47 | - |
| | **Total** | **32.47** | **20.00** |

**Notes:**

(i) A fire incident had occurred at one of the Company's plant situated at Noida, Uttar Pradesh on 22 December 2024. There has been no loss or injury to human life or other casualty due to fire incident, however there was certain damage to inventory lying at the plant. During the previous year ended 31 March 2025, the Company has submitted an insurance claim basis the preliminary assessment of loss by the management with respect to the damage caused to inventories. The claim assessment was in process by the Insurer till 31 March 2025, but based on assessment of recoverability of the claim, the Company had estimated and provided for an impairment loss on inventory, which had been presented net of claim receivable from insurance company as an exceptional loss amounting to Rs. 20.00 million. During the year ended 31 March 2026, the Company has received final insurance claim amounting to Rs. 93.21 million (interim insurance claim received during the year ended 31 March 2025: Rs. 100.00 million). Balance amount of Rs. 1.54 million has been written off.

(ii) The Government of India has consolidated 29 existing labour legislations into a united framework comprising four Labour Code viz Code on wages 2019, Code on Social Security 2020, Industrial Relation Code 2020, and Occupational Safety, Health and Working Condition Code 2020 (collectively referred to as the New Labour Codes). These Codes have been made effective from 21 November 2025. The impact of the above change amounting to Rs. 32.47 million has been disclosed as "Exceptional items" in the standalone financial statements for the year ended 31 March 2026. The Company will evaluate the impact on the measurement of employee benefits and provide the appropriate accounting treatment for any further notification and clarification issued by the authorities in this regard.

SYRMA SGS TECHNOLOGY LIMITED

(All amounts are in million Indian rupees, unless otherwise stated)

**39 Contingent liabilities and commitments (to the extent not specifically provided for)**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| (a) Claims against the Company not acknowledged as debt | | |
| - Demand for goods and services tax (GST) | | |
| FY 2017-18 (refer note (i) below) | 6.62 | 6.62 |
| FY 2018-2019, FY 2019-20, FY 2020-21 and FY 2021-22 (refer note (ii) below) | 2.34 | 2.34 |
| - Demand for Income tax | | |
| AY 2006-07, 2016-17 and 2017-18 (refer note (iii) below) | 4.84 | 4.84 |
| - Haryana Tax on Entry of Goods into Local Areas Act, 2008 read with Haryana VAT Act, 2003 | | |
| FY 2015-16, FY 2016-17 and FY 2017-18 (refer note (iv) below) | 1.24 | - |
| (b) Commitments | | |
| - Capital commitments (refer note (v) below) | 315.15 | 69.31 |
| - Investments commitment (refer note (vi) below) | 27.24 | 23.07 |

**Notes:**

(i) During the year ended 31 March 2024, the Company had received a demand order for financial year 2017-18, on mismatch of turnover reported in GSTR 1 and GSTR 3B amounting to Rs. 6.62 million (31 March 2025: Rs. 6.62 million). The management has provided reconciliations and filed appeal against the demand order and based on internal assessment, is confident that the order will be set aside. The matter is pending with CIT Appeals. Considering all available records, facts and internal assessment, the Company has not identified any adjustments in the standalone financial statements. Further, there is no significant update in the matter.

(ii) During the previous year ended 31 March 2025, the Company had received a demand order for FY 2018-2019, FY 2019-20, FY 2020-21 and FY 2021-22, on alleged availment of ITC which is not reflected in GSTR 2A amounting to Rs. 2.34 million (31 March 2025: Rs. 2.34 million). The management has provided reconciliations and filed appeal against the demand order and based on internal assessment, is confident that the order will be set aside. The matter is pending with CIT Appeals. Considering all available records, facts and internal assessment, the Company has not identified any adjustments in the standalone financial statements. Further, there is no significant update in the matter.

(iii) During the previous years, SGS Tekniks Manufacturing Private Limited, an esrtwhile subsidiary, now amalgamated with the Company, had received demand notice from income tax authorities for the Assessment years 2006-07, 2016-17 and 2017-18, disallowing certain expenditure and exempted incomes claimed by the Company. Income tax demands being disputed by the Company amounting to Rs. 4.84 million (31 March 2025: Rs. 4.84 million). The Company has deposited Rs. 4.22 million (31 March 2025: Rs. 4.22 million) under protest and the same has been included in the Income tax asset (net) (refer note 10). The Income tax demand excludes penalty and interest. Based on external consultant advice, the Company has concluded that chances of liability devolving on the company is not probable and hence no provision in respect thereof has been made in the books. Further, there is no significant update in the matter.

(iv) During the current year ended 31 March 2026, the Company has received orders dated 27 October 2025 from the Haryana GST Department for FY 2015–16, FY 2016-17 and FY 2017–18 confirming demand of Entry Tax on stock transfers, pursuant to the Haryana GST (Removal of Difficulties) Order, 2024. The Company has filed appeals on 5 January 2026 challenging the demands on grounds of non-receipt of notice and lack of opportunity of being heard, levy being unsustainable post omission of Entry 52 of List II of the Constitution, and the assessments being time-barred. The matter involves legal issues which are also pending before the Punjab and Haryana High Court in similar cases. Considering all available records, facts and internal assessment, the Company has not identified any adjustments in the standalone financial statements.

(v) Capital commitments represents the estimated amounts of contracts remaining to be executed on capital account, net of advances and not provided for.

(vi) During the year ended 31 March 2024, the Company had entered into a strategic agreement with a professional consultant for providing transformation program services for a period of 5 years for a consideration in the form of fixed and variable consideration. The fixed consideration had been accounted over the period of the agreement. The variable consideration is based on the benefits derived by the Company over a period of time based on achievement of milestones and accordingly the same would be accounted in respective periods.

(vii) The amounts shown above represent the best possible estimates arrived at on the basis of the available information. The uncertainties and possible reimbursement are dependent on the outcome of the various legal proceedings which have been initiated by the Company or the claimants, as the case may be.

(viii) The Management is confident that no liability shall arise from the above mentioned contingencies, hence the same have not been recognized in the books.

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(All amounts are in million Indian rupees, unless otherwise stated)

## 40 Employee benefits

### 40.1 Defined contribution plan

The Company's (employer's) contribution to defined contribution plans recognised as expenses in the statement of profit and loss under employee benefits expense (refer note 35) are:

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Provident fund | 72.60 | 67.50 |
| Employee state insurance | 1.15 | 1.12 |
| National pension fund | - | 0.37 |
| Superannuation fund | 2.54 | 2.78 |
| Labour welfare fund | 0.43 | 0.42 |
| **Total** | **76.72** | **72.19** |

### 40.2 Defined benefit plans

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the amount calculated as per the Payment of Gratuity Act, 1972. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India.

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

| | |
|---|---|
| Investment risk | The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. When there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit. Investments for these plans are carried out by Life Insurance Corporation of India. |
| Interest risk | A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's investments. |
| Longevity risk | The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability. |
| Salary risk | The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability. |

In respect of the above plans, the actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at 31 March 2026 and 31 March 2025 by an independent member firm of the Institute of Actuaries of India. The present value of the defined benefit obligation and the related current service cost and past service cost, were measured using the projected unit credit method.

**(a) Amount recognised in the total comprehensive income in respect of the defined benefit plan are as follows :**

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Gratuity:** | | |
| Service cost | | |
| - Current service cost | 23.20 | 18.92 |
| - Interest expense on defined benefit obligation | 8.22 | 7.47 |
| - Interest income on plan assets | (0.62) | (0.09) |
| **Components of defined benefit costs recognised in statement of profit and loss (A)** | **30.80** | **26.30** |
| Past service cost | 20.92 | - |
| **Components of defined benefit costs recognised as exceptional item** | **20.92** | **-** |
| **Remeasurement of the net defined benefit liability :** | | |
| Return on plan assets (excluding amount included in net interest expense) | (0.21) | (0.18) |
| Actuarial (gain)/loss arising from changes in financial assumptions | (16.28) | 0.64 |
| Actuarial loss arising from experience adjustments | 9.78 | 4.27 |
| Actuarial loss/(gain) arising from demographic adjustments | 1.14 | (4.01) |
| **Components of defined benefit costs recognised in other comprehensive income (B)** | **(5.57)** | **0.72** |
| **Total (A) + (B)** | **25.23** | **27.02** |

(i) The current service cost and interest expense (net) for the relevant year are included in the "Employee Benefit Expenses" line item in the statement of profit and loss. (Refer note 35)

(ii) Past service cost arising on account of implementation of the New Labour Codes has been disclosed as an exceptional item in the Statement of Profit and Loss (refer note 38).

(iii) The remeasurement of the net defined benefit liability is disclosed in other comprehensive income.

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**(b) The amount included in the Balance Sheet arising from the entity's obligation in respect of defined benefit plan is as follows :**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Net liability recognised in the Balance Sheet:** | | |
| **Gratuity:** | | |
| Present value of defined benefit obligation | 161.99 | 126.98 |
| Fair value of plan assets | 11.69 | 8.82 |
| **Deficit** | **150.30** | **118.16** |
| Current portion of the above | 34.84 | 36.18 |
| Non current portion of the above | 115.46 | 81.98 |

**(c) Movement in the present value of the defined benefit obligation are as follows :**

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Gratuity:** | | |
| Present value of defined benefit obligation at the beginning of the year | 126.98 | 105.18 |
| Expenses recognised in the statement of profit and loss: | | |
| - Current service cost | 23.20 | 18.92 |
| - Interest expense | 8.22 | 7.47 |
| - Past service cost | 20.92 | - |
| Recognised in other comprehensive income: | | |
| - Remeasurement (gains)/losses | (5.36) | 0.90 |
| Benefit payments | (11.97) | (5.49) |
| **Present value of defined benefit obligation at the end of the year** | **161.99** | **126.98** |

**(d) Movement in fair value of plan assets are as follows :**

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Gratuity:** | | |
| Fair value of plan assets at the beginning of the year | 8.82 | 5.60 |
| Income recognised in statement of profit and loss: | | |
| - Expected return on plan assets | 0.62 | 0.09 |
| Recognised in other comprehensive income: | | |
| - Remeasurement gains | 0.21 | 0.18 |
| Contributions by employer (including benefit payments recoverable) | 14.01 | 8.44 |
| Benefit payments | (11.97) | (5.49) |
| **Fair value of plan assets at the end of the year** | **11.69** | **8.82** |

The actual return on plan assets as furnished by insurer is Rs. (0.48) million and Rs. (0.47) million for the year ended 31 March 2026 and 31 March 2025 respectively.

**(e)** The entire plan assets are managed by the insurer. The details with respect to the composition of investments in the fair value of plan assets have not been disclosed in the absence of the necessary information.

**(f) The principal assumptions used for the purpose of actuarial valuation were as follows :**

| Particulars | As at 31 March 2026 | As at 31 March 2025* |
|---|---|---|
| **Gratuity:** | | |
| Discount rate | 7.31% | 6.62% - 6.75% |
| Expected rate of salary increase | 8.00% | 8.00% |
| Expected return on plan assets | 6.62% | 7.25% |
| Attrition Rate | 23.00% | 18.50% - 28.92% |
| Mortality tables* | Indian Assured Life (2012-14) Ultimate | Indian Assured Life (2012-14) Ultimate |

* Based on India's standard mortality table with modification to reflect the expected changes in mortality / others.

(i) The estimate of future salary increase takes into account inflation, seniority, promotion and other relevant factors.

(ii) Discount rate is based on the prevailing market yields of Indian Government bonds as at the balance sheet date for the estimated term of the obligation.

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**(g)** Significant actuarial assumptions for the determination of defined benefit obligation are discount rate, expected salary increase rate, attrition rate and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting Year while holding all other assumptions constant :

**In respect of gratuity:**

| (Increase)/decrease on the defined benefit obligation | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **(i) Discount rate** | | |
| Increase by 100 bps | (7.79) | (6.13) |
| Decrease by 100 bps | 8.57 | 6.80 |
| **(ii) Salary growth** | | |
| Increase by 100 bps | 7.00 | 5.73 |
| Decrease by 100 bps | (6.77) | (5.45) |
| **(iii) Attrition rate** | | |
| Increase by 100 bps | (0.81) | (0.86) |
| Decrease by 100 bps | 0.62 | 0.92 |
| **(iv) Mortality rate** | | |
| Increase by 10% | 0.01 | 0.02 |

(i) The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

(ii) Furthermore, in presenting the above sensitivity analysis the present value of defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period which is the same as that applied in calculating the defined benefit obligation liability recognised in the Balance Sheet.

(iii) There is no change in the methods and assumptions used in preparing the sensitivity analysis from the prior years.

**(h) Experience adjustments**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Experience adjustments on plan liabilities - (gains)/losses | (5.36) | 0.90 |
| Experience adjustments on plan assets - gains | 0.21 | 0.18 |

**(i) Effect of plan on entity's future cash flows**

(i) Funding arrangements and funding policy

The Company has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance Company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company.

(ii) Expected contributions to post-employment benefit plans for the next year from the respective year end date is as follows:

| Year ended | Amount |
|---|---|
| As at 31 March 2026 | 26.09 |
| As at 31 March 2025 | 29.34 |

(iii) The weighted average duration of the defined benefit obligation during the respective year end is as follows:.

| Year ended | Weighted average duration* |
|---|---|
| As at 31 March 2026 | 7.25 years to 13 years |
| As at 31 March 2025 | 6.20 years to 12 years |

(iv) Maturity profile of defined benefit obligation on an undiscounted basis is as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Year 1 | 34.84 | 36.18 |
| Year 2 | 13.60 | 8.72 |
| Year 3 | 12.89 | 9.80 |
| Year 4 | 16.76 | 9.18 |
| Year 5 | 11.68 | 12.83 |
| Thereafter | 154.42 | 92.02 |
| **Total** | **244.19** | **168.73** |

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**40.3 Compensated absences**

The compensated absences cover the Company's liability for earned leave. 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. Accordingly, the Company has accounted for provision for compensated absences as below:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Non-current portion | 46.31 | 50.86 |
| Current portion | 9.94 | 11.84 |
| **Total** | **56.25** | **62.70** |

Amount recognised in the total comprehensive income in respect of the compensated absence is as follows :

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Recognised in statement of profit and loss | 6.08 | 30.04 |
| **Total** | **6.08** | **30.04** |

The key assumptions used in the computation of provision for compensated absences as per the actuarial valuation done by an independent actuary are as given below:

| Particulars | As at 31 March 2026 | As at 31 March 2025* |
|---|---|---|
| **Assumptions:** | | |
| Discount rate | 7.31% | 6.62% - 6.75% |
| Expected rate of salary increase | 8.00% | 8.00% |
| Attrition rate | 23.00% | 18.50% - 28.92% |
| Mortality tables | Indian Assured Life (2012-14) Ultimate | Indian Assured Life (2012-14) Ultimate |

* Previous year figures are presented as a range due to differences in actuarial assumptions used by the amalgamating entities prior to the amalgamation during the current year.

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## 41 Share-based payments

### 41.1 Details of the employee share option plan of the Company

**Scheme 1 and Scheme 2 :**
On 19 October 2021, the shareholders of the Company have approved the Syrma SGS Employee Stock Option Scheme ('Scheme 1') which forms part of the Syrma SGS Stock Option Plan. Under the Scheme 1, the Company has issued 7,726 options of Rs. 10 each to eligible employees. Employees covered by the plan are granted an option to purchase shares subject to certain vesting conditions. The plan is administered by the Nomination and Remuneration Committee constituted by the Board of Directors of the Company.

On 19 October 2021, the shareholders of the Company have approved the Syrma SGS Employee Stock Option Scheme ('Scheme 2') which forms part of the Syrma SGS Stock Option Plan. Under the Scheme 2, the Company has issued 16,133 options of Rs. 10 each to eligible employees. Employees covered by the plan are granted an option to purchase shares subject to certain vesting conditions. The plan is administered by the Nomination and Remuneration Committee constituted by the Board of Directors of the Company.

Each employee share option converts into one equity share of the Company on exercise of option under Scheme 1 or Scheme 2. Options may be exercised at any time from the date of vesting to the date of their expiry.

The members in the Extra Ordinary General Meeting (EGM) held on 28 October 2021 have approved the issue of bonus shares in the ratio of 100 equity shares for every 1 equity share as on the date of EGM. Consequently, at the time of exercise of share options, each option shall be converted into the ratio of 1: 101. The number of options disclosed below are after giving the impact of Bonus issue.

| Option series | Grant date | Number of options granted (pre-bonus) | Number of options (post-bonus) | Exercise price in Rs. | Vesting period | Fair value of the option* | Vesting condition |
|---|---|---|---|---|---|---|---|
| (1) Scheme 1 | 19 October 2021 | 7,726 | 780,326 | 10 | 1 to 3 years | 56.83 | Time based vesting |
| (2) Scheme 2 | 19 October 2021 | 16,133 | 1,629,433 | 10 | 1 to 4 years | 55.52 | Time based vesting |

*Represent cost recorded by the Company based on fair valuation report.

**Scheme 3**
On 08 September 2023, the shareholders of the Company have approved the following

- the Syrma SGS Employee Stock Option Scheme ('Scheme 3') which forms part of the Syrma SGS Stock Option Plan and has given power to the Nomination and Remuneration Committee (NRC) of the Company to grant, time to time, in one or more tranches, such number of employee stock options ('Options') to eligible employees.

- acquisition of shares from secondary market by the Trust for the implementation of 'Syrma SGS - Employee Stock Option Plan 2023' for subsequent allotment to employees.

On 11 January 2024, the NRC had granted 235,500 options to eligible employees. Employees covered by the plan are granted an option to purchase shares subject to certain vesting conditions.

| Option series | Grant date | Number of options | Exercise price in Rs. | Vesting period | Fair value of the option* | Vesting condition |
|---|---|---|---|---|---|---|
| Scheme 3 | 11 January 2024 | 235,500 | 220 | 1 to 5 years | 326.44 | Time and performance based vesting |

*Represent cost recorded by the Company based on fair valuation report.

**Scheme 4**
On 08 September 2023, the shareholders of the Company have approved the following

- the Syrma SGS Employee Stock Option Scheme ('Scheme 4') which forms part of the Syrma SGS Stock Option Plan and has given power to the Nomination and Remuneration Committee (NRC) of the Company to grant, time to time, in one or more tranches, such number of employee stock options ('Options') to eligible employees.

- acquisition of shares from secondary market by the Trust for the implementation of 'Syrma SGS - Employee Stock Option Plan 2023' for subsequent allotment to employees.

On 23 December 2025, the NRC has granted 421,947 to eligible employees. Employees covered by the plan are granted an option to purchase shares subject to certain vesting conditions.

| Option series | Grant date | Number of options | Exercise price in Rs. | Vesting period | Fair value of the option* | Vesting condition |
|---|---|---|---|---|---|---|
| Scheme 4 | 23 December 2025 | 421,947 | 220 | 1 to 3 years | 534.08 | Time and performance based vesting |

*Represent cost recorded by the Company based on fair valuation report.

### 41.2 Vesting schedule

The Company has issued stock options on its own shares to specified employees of the Company and its esrtwhile subsidiary i.e, SGS Tekniks Manufacturing Private Limited. The Company uses fair value to account for the compensation cost of stock options to employees in the standalone financial statements. The following are the vesting pattern of ESOPs

| Particulars | Scheme 1 | Scheme 2 | Scheme 3 | Scheme 4 |
|---|---|---|---|---|
| At the end of one year of service from grant date | 50% | 25% | 20% | 30% |
| At the end of two years | 25% | 25% | 20% | 30% |
| At the end of three years | 25% | 25% | 20% | 40% |
| At the end of four years | - | 25% | 20% | - |
| At the end of five years | - | - | 20% | - |
| **Total** | **100%** | **100%** | **100%** | **100%** |

### 41.3 Reconciliation of outstanding options

The details of options granted under the above schemes are as follows.

| Particulars | Scheme 1 | | Scheme 2 | | Scheme 3 | | Scheme 4 | |
|---|---|---|---|---|---|---|---|---|
| | Number of options (post-bonus) | Weighted average exercise price per option | Number of options (post-bonus) | Weighted average exercise price per option | Number of options | Weighted average exercise price per option | Number of options | Weighted average exercise price per option |
| **Outstanding as at 1 April 2024** | **190,617** | **10** | **746,652** | **10** | **235,500** | **220** | **-** | **-** |
| Reversal of estimated forfeiture of shares | - | - | 22,301 | - | - | - | - | - |
| Forfeited during the year | - | - | (6,113) | - | - | - | - | - |
| Exercised during the year | (190,617) | 10 | (382,314) | 10 | (47,100) | 220 | - | - |
| **Outstanding as at 31 March 2025** | **-** | **-** | **380,526** | **10** | **188,400** | **220** | **-** | **-** |
| Granted during the year | - | - | - | - | - | - | 421,947 | 220 |
| Forfeited during the year | - | - | (12,839) | - | (36,000) | - | - | - |
| Exercised during the year | - | - | (366,322) | 10 | (37,035) | 220 | - | - |
| **Outstanding as at 31 March 2026** | **-** | **-** | **1,365** | **10** | **115,365** | **220** | **421,947** | **220** |

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(All amounts are in million Indian rupees, unless otherwise stated)

**41.4 Fair value of share options granted**

**During the year ended 31 March 2026:**

The weighted average fair value of the share options granted (post bonus) for the year ended 31 March 2026 is Rs. 534.08 (post bonus). The fair value of options have been estimated on the dates of each grant using the Black Scholes model. The various inputs considered in computation of fair value are as follows

| Option Series | Scheme 1 | Scheme 2 | Scheme 3 | Scheme 4 |
|---|---|---|---|---|
| Grant date share price (Fair value) | 65.95 | 64.36 | 546.44 | 754.08 |
| Exercise price | 10 | 10 | 220 | 220 |
| Expected volatility | 52.90% | 50.30% | 37.75% | 50.31% |
| Dividend yield | 2.70% | 2.67% | 0.31% | 0.21% |
| Risk-free interest rate | 4.51% | 4.78% | 6.93% | 5.70% |
| Weighted average remaining contractual life (in years) | - | - | 1.78 | 1.83 |

**During the year ended 31 March 2025:**

The weighted average fair value of the share options granted (post bonus) for the year ended 31 March 2025 is Rs. 326.44 (post bonus). The fair value of options have been estimated on the dates of each grant using the Black Scholes model. The various inputs considered in computation of fair value are as follows

| Option Series | Scheme 1 | Scheme 2 | Scheme 3 |
|---|---|---|---|
| Grant date share price (Fair value) | 65.95 | 64.36 | 546.44 |
| Exercise price | 10 | 10 | 220 |
| Expected volatility | 52.90% | 50.30% | 37.75% |
| Dividend yield | 2.70% | 2.67% | 0.31% |
| Risk-free interest rate | 4.51% | 4.78% | 6.93% |
| Weighted average remaining contractual life (in years) | - | 0.94 | 2.78 |

**41.5 Details of options granted by subsidiary (Johari) to the employees of the Company**

On 30 October 2024, the shareholders of the Syrma Johari Medtech Limited have approved the following

- the Johari Digital Employee Stock Option Scheme which forms part of the Johari Digital Stock Option Plan and has given power to the Nomination and Remuneration Committee (NRC) of Johari to grant, time to time, in one or more tranches, such number of employee stock options ('Options') to eligible employees.

- acquisition of shares from promotors by the Johari Digital Employee Welfare Trust for the implementation of 'Johari Digital Employee Stock Option Plan 2024' for subsequent allotment to employees.

On 1 January 2025, the NRC has granted 79,527 options to eligible employees out of which 7,336 options have been granted to the employees of Syrma. Employees covered by the plan are granted an option to purchase shares subject to certain vesting conditions.

| Option Series | Johari Digital Stock Option Scheme |
|---|---|
| Grant date | 01 January 2025 |
| Number of options* | 7,336 |
| Exercise price | 1,295 |
| Vesting period | 50% Vesting prior to the IPO<br>25% Vesting 1 year after the IPO listing date<br>25% Vesting 2 years after the IPO listing date |
| Fair Value of the option** | Tranch I 572.44<br>Tranch II 647.33<br>Tranch III 748.93 |
| Vesting condition | (i) For all employees continued employment without any poor performance rating<br>(ii) For GM/ function head above only if 85% of Target EBITDA achieved |

**41.6 Expense recognised in the statement of profit and loss**

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Employee stock compensation expense under employee benefit expense (refer note 35)* | 48.93 | 43.87 |

* The above expense includes Rs. 1.18 million (31 March 2025: Rs. 0.29 million) for the options which are granted by the subsidiary (Johari) to the employees of the Company with a corresponding credit to deemed dividend (refer note 19).

The expense relating to the option granted to the employees of the subsidiary company are recognised by the subsidiary company to the extent of Nil (31 March 2025: Rs. 2.10 million) and correspondingly the Company has considered the same as deemed investment in the subsidiary company. (refer note 7 and note 19)

**41.7 Assets and liabilities of Syrma Trust recognised in Standalone Financial Statements:**

**As at 31 March 2026:**

| Particulars | Amount as per books of Syrma Trust as on 31 March 2026 | Amount as per books of Syrma Trust as on 31 March 2025 | Accounted in standalone financial statement |
|---|---|---|---|
| Investment in shares of the Company by purchase from secondary market | 137.00 | 56.39 | Knocked off with share capital and securities premium (refer note 18) |
| Cash and cash equivalents | 9.04 | 0.59 | Accounted under balances with banks (in current account) under cash and cash equivalents (refer note 15.1) |
| Tax deducted at source receivable | 0.04 | 0.02 | Advance income tax, including tax deducted at source (net of provisions) under Income tax assets head (refer note 10) |
| **Total assets accounted** | **146.08** | **57.00** | |
| Opening reserves | 0.24 | - | Knocked off with opening retained earnings under other equity (refer note 19) |
| Loan from Company | 145.68 | 56.76 | Knocked off with loan given to related parties under loans (considered good - unsecured) (refer note 8) |
| **Total liabilities accounted** | **145.91** | **56.76** | |
| Dividend income | 0.17 | 0.24 | Knocked off with retained earnings under other equity (refer note 19) |
| **Total income accounted** | **0.17** | **0.24** | |

**42 Segment reporting**

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses and for which discrete financial information is available. The operating segments' operating results are reviewed by the Chief Operating Decision Maker (Board of Directors) to make decisions about resources to be allocated to the segments and assess their performance. The Company's business activities fall within one component (namely, 'Electronic manufacturing services'). Accordingly, separate disclosures per the requirements of Ind AS 108, Operating Segments, are not considered necessary. Segment information has been provided under the material accounting policies and other explanatory information of the consolidated financial statement for the year ended 31 March 2026 as per para 4 of Indian Accounting Standard (Ind AS) 108 "Operating Segments", specified under Section 133 of the Companies Act, 2013

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(All amounts are in million Indian rupees, unless otherwise stated)

## 43 Disclosure in respect of related parties

### 43.1 Names of related parties and nature of relationship

| Description of relationship | Name of the related parties |
|---|---|
| Subsidiaries | Perfect ID India Private Limited<br>Syrma Technology Inc.<br>Syrma Johari Medtech Limited (previously known as Johari Digital Healthcare Limited)<br>Syrma SGS Electronics Private Limited<br>Syrma SGS Design and Manufacturing Private Limited<br>Syrma SGS Technology and Engineering Private Limited<br>Syrma Semicon Private Limited<br>Syrma Mobility Private Limited<br>Syrma Elecomp Private Limited (from 24 May 2025)<br>Syrma Components Private Limited (from 27 May 2025)<br>Elcome Integrated Systems Private Limited (from 16 December 2025)<br>SGS Solutions GMBH<br>Shinhyup Syrma Circuits Private Limited (previously known as Syrma Strategic Electronics Private Limited) |
| Stepdown subsidiaries and Trust | Syrma Johari Medtech Inc (previously known as Johari Digital Healthcare Inc)<br>Johari Digital Employee Welfare Trust<br>Navicom Technology International Private Limited (from 31 December 2025) |
| Stepdown associate | Perfect IOT Wireless Solutions LLP (till 20 March 2026) |
| Entities in which the Whole Time Directors or their relatives exercise control | Infinx Technology Solutions Private Limited (previously known as Infinx Services Private Limited)<br>Reliable Consultancy Services Private Limited<br>Tandon Holdings Limited<br>Jetways Travels Private Limited<br>Ebony Electronics Private Limited |
| Whole-Time Directors (WTD) | Mr. Sandeep Tandon (Executive Chairman)<br>Mr. Jasbir Singh Gujral (Managing Director) |
| Key Managerial Personnel (KMP) | Mr. Satendra Singh (Chief Executive Officer)<br>Mr. Bijay Kumar Agrawal (Chief Financial Officer)<br>Mr. Bhabagrahi Pradhan (Company secretary from 05 August 2025)<br>Mr. Sandeep Kumar (Company secretary till 07 October 2025)#<br>Ms. Komal Malik (Company Secretary till 30 July 2025) |
| Non-Executive Directors | Mr. Jayesh Doshi<br>Mr. Hetal Madhukant Gandhi<br>Mr. Anil Govindan Nair<br>Mr. Bharat Anand<br>Ms. Smita Amit Jatia<br>Mr. Kunal Shah<br>Mr. Jaideep Tandon (till 26 September 2025)<br>Mr. Sudeep Tandon (from 26 September 2025)<br>Mr. R S Lonial (till 07 October 2025) #<br>Mr. K K Pant (till 07 October 2025) #<br>Mr. Vikram Chopra (till 07 October 2025) #<br>Ms. Shivangi Goyal (till 07 October 2025) # |

**Notes:**

1. Related party relationships are as identified by the management.
2. The aforesaid list includes only list of related parties with transactions during the year except where the control exists.

# KMP and non-executive directors who were associated with SGS Tekniks Manufacturing Private Limited and SGS Infosystems Private Limited (erstwhile subsidiaries) prior to the amalgamation and who are not part of the Board of the Company post amalgamation (refer note 56).

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(All amounts are in million Indian rupees, unless otherwise stated)

43.2 Transactions with the related parties

| Particulars | Name of the related party | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|---|
| **Income (Refer note f below)** | | | |
| Sales of goods and services | Infinx Technology Solutions Private Limited (previously known as Infinx Services Private Limited) | 9.03 | 5.16 |
| | Perfect ID India Private Limited | 0.72 | 0.02 |
| | SGS Solutions GMBH | 186.41 | 80.41 |
| | Syrma SGS Electronics Private Limited | 51.54 | 2.78 |
| Interest income on loan given | Syrma Technology Inc | 9.80 | 7.61 |
| | Johari Digital Employee Welfare Trust | 7.20 | 2.72 |
| | Syrma SGS Design & Manufacturing Private Limited | 0.01 | - |
| | Shinhyup Syrma Circuits Private Limited (previously known as Syrma Strategic Electronics Private Limited) | 1.54 | - |
| | Syrma SGS Electronics Private Limited | 13.54 | 18.32 |
| Income from management fees | Syrma Johari Medtech Limited (previously known as Johari Digital Healthcare Limited) | 48.25 | 21.46 |
| Miscellaneous income | SGS Solutions GMBH | - | 0.22 |
| **Expenses (Refer note f below)** | | | |
| Purchase of goods and services | SGS Solutions GmBH | 11.17 | 3.17 |
| | Jetways Travels Private Limited | 2.30 | 1.29 |
| | Syrma SGS Electronics Private Limited | - | 32.21 |
| | Perfect ID India Private Limited | 20.42 | 0.08 |
| Employee benefits expense | Tandon Holdings Limited | 0.04 | - |
| Other expenses | Syrma SGS Electronics Private Limited | 13.50 | 18.00 |
| | Tandon Holdings Limited | 24.72 | 24.22 |
| | Perfect ID India Private Limited | 0.12 | - |
| | SGS Solutions GmBH | 5.57 | - |
| **Remuneration to executive directors and KMP** | | | |
| Salary (refer note (b) below) | Mr. Sandeep Tandon | 26.24 | 24.95 |
| | Mr. Jasbir Singh Gujral | 19.76 | 19.76 |
| | Mr. Satendra Singh | 35.32 | 36.60 |
| | Mr. Bijay Kumar Agrawal | 15.91 | 11.76 |
| | Mr. Bhabagrahi Pradhan | 4.31 | - |
| | Mr. R S Lonial | 10.41 | 19.72 |
| | Mr. K K Pant | 10.41 | 19.72 |
| | Ms. Komal Malik | 1.28 | 3.70 |
| Contribution to provident fund | Mr. Sandeep Tandon | 0.64 | 1.92 |
| | Mr. Jasbir Singh Gujral | 0.64 | 0.64 |
| | Mr. Satendra Singh | 1.26 | 1.26 |
| | Mr. Bijay Kumar Agrawal | 0.58 | 0.51 |
| | Mr. Bhabagrahi Pradhan | 0.17 | - |
| | Mr. R S Lonial | 0.12 | 0.28 |
| | Mr. K K Pant | 0.12 | 0.28 |
| | Ms. Komal Malik | 0.07 | 0.19 |
| Perquisite * | Mr. Sandeep Tandon | 5.62 | 5.53 |
| | Mr. Jasbir Singh Gujral | 0.01 | 3.14 |
| | Mr. Satendra Singh | - | 0.20 |
| | Mr. Bijay Kumar Agrawal | 0.01 | 0.38 |
| Share based payment transaction perquisite (refer note (a) below) | Mr. Bijay Kumar Agrawal | 18.95 | 10.04 |
| | Mr. Satendra Singh | 10.21 | 4.91 |
| Reimbursement | Mr. Sandeep Tandon | 5.22 | 2.29 |
| | Mr. Jasbir Singh Gujral | 0.36 | 0.30 |
| | Mr. Satendra Singh | 1.24 | 1.25 |
| | Mr. Bijay Kumar Agrawal | 0.75 | 0.15 |
| | Mr. R S Lonial | 0.46 | 0.84 |
| | Mr. K K Pant | 0.52 | 0.97 |
| | Ms. Komal Malik | - | 0.24 |
| **Remuneration to non-executive directors** | | | |
| Sitting fees paid | Mr. Hetal Madhukant Gandhi | 1.06 | 0.87 |
| | Mr. Anil Govindan Nair | 0.84 | 0.64 |
| | Mr. Bharat Anand | 0.42 | 0.39 |
| | Ms. Smita Amit Jatia | 0.63 | 0.18 |
| | Mr. Vikram Chopra | 0.12 | 0.16 |
| | Ms. Shivangi Goyal | 0.12 | 0.12 |
| | Mr. Kunal Shah | 0.38 | 0.09 |
| Commission paid (Refer note (c) below) | Mr. Hetal Madhukant Gandhi | 2.30 | 0.70 |
| | Mr. Anil Govindan Nair | 1.50 | 0.60 |
| | Mr. Bharat Anand | 0.50 | 0.30 |
| | Ms. Smita Amit Jatia | 1.50 | 0.60 |
| | Mr. Kunal Shah | 0.80 | 0.30 |
| Share based payment transaction perquisite (refer note (a) below) | Mr. Jayesh Doshi | 140.35 | 71.74 |

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(All amounts are in million Indian rupees, unless otherwise stated)

| Particulars | Name of the related party | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|---|
| **Other transactions** | | | |
| Recovery of expenses | Perfect ID India Private Limited | 16.50 | 42.06 |
| | Shinhyup Syrma Circuits Private Limited (previously known as Syrma Strategic Electronics Private Limited) | 15.07 | - |
| Reimbursement of expenses | Syrma Technology Inc | 48.29 | 2.16 |
| | SGS Solutions GMBH | 4.27 | 3.25 |
| | Syrma SGS Technology and Engineering Services Limited | 21.27 | 4.12 |
| | Reliable Consultancy Services Private Limited | 4.80 | 4.80 |
| | Tandon Holdings Limited | - | 19.80 |
| | Perfect ID India Private Limited | - | 3.25 |
| | Syrma Electronics Private Limited | - | 4.43 |
| Purchase of capital assets | Ebony Electronics Private Limited (upfront payment for Right of use assets) | - | 470.00 |
| | Syrma SGS Electronics Private Limited | 123.16 | - |
| Loans given/(repaid) - net | Syrma Technology Inc | - | 59.49 |
| | Shinhyup Syrma Circuits Private Limited (previously known as Syrma Strategic Electronics Private Limited) | 45.15 | - |
| | Syrma SGS Design & Manufacturing Private Limited | 0.50 | - |
| | Johari Digital Employee Welfare Trust | - | 80.00 |
| | Syrma SGS Electronics Private Limited | (142.46) | 114.20 |

* The above perquisite amounts represent computation based on the provisions of Income tax act, 1961.

### 43.3 Related party balances as at the year end

| Particulars | Name of the related party | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| **Assets at year end** | | | |
| Non-current investments | Perfect ID India Private Limited | 535.56 | 535.56 |
| | Syrma Technology Inc | 15.40 | 15.40 |
| | Syrma Johari Medtech Limited (previously known as Johari Digital Healthcare Limited) | 2,505.82 | 2,505.82 |
| | Syrma SGS Design and Manufacturing Private Limited | 0.10 | 0.10 |
| | Syrma SGS Technology and Engineering Services Limited | 0.10 | 0.10 |
| | Syrma Mobility Private Limited | 0.10 | 0.10 |
| | Syrma Semicon Private Limited | 0.10 | 0.10 |
| | Shinhyup Syrma Circuits Private Limited (previously known as Syrma Strategic Electronics Private Limited) | 360.13 | 0.10 |
| | Syrma Elecomp Private Limited | 0.10 | - |
| | Syrma Component Private Limited | 0.10 | - |
| | SGS Solutions GMBH | 1.15 | 1.15 |
| | Elcome Integrated Systems Private Limited | 2,350.00 | - |
| | Syrma SGS Electronics Private Limited | 0.10 | 0.10 |
| Security deposit (refer note (d) below) | Reliable Consultancy Services Private Limited | 10.00 | 10.00 |
| Trade receivables | Syrma SGS Electronics Private Limited | - | 6.71 |
| | Infinx Technology Solutions Private Limited (previously known as Infinx Services Private Limited) | - | 3.22 |
| | Perfect ID India Private Limited | - | 3.77 |
| | SGS Solutions GMBH | 135.92 | 34.72 |
| | Syrma Johari Medtech Limited (previously known as Johari Digital Healthcare Limited) | - | 23.43 |
| Other receivables | Shinhyup Syrma Circuits Private Limited (previously known as Syrma Strategic Electronics Private Limited) | 16.25 | - |
| | Syrma Johari Medtech Limited (previously known as Johari Digital Healthcare Limited) | 48.62 | 23.18 |
| | Perfect ID India Private Limited | 4.32 | 26.16 |
| Loans (including interest accrued) | Syrma Technology Inc | 212.14 | 182.55 |
| | Johari Digital Employee Welfare Trust | 88.93 | 82.45 |
| | Shinhyup Syrma Circuits Private Limited (previously known as Syrma Strategic Electronics Private Limited) | 46.54 | - |
| | Syrma SGS Design and Manufacturing Private Limited | 0.51 | - |
| | Syrma SGS Electronics Private Limited | 187.59 | 316.51 |
| Security deposits | Perfect ID India Private Limited | 0.20 | 0.20 |
| Trade payable | Perfect ID India Private Limited | 15.31 | 0.22 |
| | Reliable Consultancy Services Private Limited | 1.08 | 0.38 |
| | Tandon Holdings Limited | 2.04 | 7.20 |
| | SGS Solutions GmBH | 7.13 | 0.98 |
| | Syrma SGS Electronics Private Limited | - | 57.13 |
| | Syrma Technology Inc | - | 0.51 |
| | Jetways Travels Private Limited | 0.03 | 0.02 |
| | Syrma SGS Technology and Engineering Services Limited | 21.51 | 3.71 |

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(All amounts are in million Indian rupees, unless otherwise stated)

**Notes:**

(a) During the year ended 31 March 2026, the folllowing related parties have exercised stock options -

| S. No. | Name of the KMP and non-executive Directors | Number of options (exercised) during FY 25-26 | Amount of perquisite* |
|---|---|---|---|
| 1 | Mr. Bijay Kumar Agrawal | 24,846 | 18.95 |
| 2 | Mr. Jayesh Doshi | 177,509 | 140.35 |
| 3 | Mr. Satendra Singh | 22,842 | 10.21 |

During the year ended 31 March 2025, the folllowing related parties have exercised stock options -

| S. No. | Name of the KMP and non-executive Directors | Number of options (exercised) during FY 24-25 | Amount of perquisite* |
|---|---|---|---|
| 1 | Mr. Bijay Kumar Agrawal | 24,846 | 10.04 |
| 2 | Mr. Jayesh Doshi | 177,507 | 71.74 |
| 3 | Mr. Satendra Singh | 23,500 | 4.91 |

*The perquisite computed above are as per Income Tax Act,1961.

(b) As the liabilities for gratuity and leave encashment are provided on actuarial basis for the Company as a whole, the amounts pertaining to KMP are not included above.

(c) The Commission amount disclosed above represents the actual payment made during the year upon receipt of approval of shareholders in general meeting. The amount payable against which provision has been created which is subject to approval of shareholders in general meeting has not been considered for disclosures w.r.t transactions and year-end balances.

(d) The security deposit amount disclosed above, is presented at the undiscounted amount and not at amortised cost as carried in the standalone financial statements.

(e) The aforesaid transactions are disclosed only from the date / upto the date, the party has become / ceases to become a related party to the Company.

(f) The amount of payables/receivables indicated above is after deducting tax (wherever applicable) and after including Goods and Services Tax (wherever applicable) as charged by/to the counter party as part of the invoice/relevant document

The amount of transactions disclosed above is without considering Goods and Services Tax (wherever input credit has been availed) as charged by/to the counter party as part of the invoice/relevant document and is gross of withholding tax under the Income Tax Act, 1961.

(g) Terms and conditions:
All transactions with related parties are made on the terms equivalent to those that prevailing arm's length transactions and within the ordinary course of business. Outstanding balances at respective year ends are unsecured and settlement is generally done in cash.

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**44 Leases**

(a) The Company, at the inception of a contract assesses whether a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.
In adopting Ind AS 116, the Company has applied the below practical expedients:
(i) The Company has applied a discount rate within reasonable range to a portfolio of leases based upon their characteristics.
(ii) The Company has treated the leases with remaining lease term of less than 12 months as if they were "short term leases".
(iii) The Company has not applied the requirements of Ind AS 116 for leases of low value assets.
(iv) The Company has excluded the initial direct costs from measurement of the right-of-use asset at the date of transition.

(b) The Company has taken land and buildings on leases having lease terms of more than 1 year to 99 years, with the option to extend the term of leases. Refer note 4 for carrying amount of right-to-use assets at the end of the reporting period by class of underlying asset.

(c) The following is the breakup of current and non-current lease liabilities :

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Current | 52.99 | 54.10 |
| Non-current | 207.56 | 249.41 |
| **Total** | **260.55** | **303.51** |

(d) The contractual maturities of lease liabilities on an undiscounted basis is as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Not later than one year | 59.59 | 75.31 |
| Later than one year but not later than five years | 135.03 | 188.21 |
| Later than five years | 93.18 | 123.98 |
| **Total** | **287.80** | **387.50** |

(e) Amounts recognised in the statement of profit and loss:

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Interest on lease liabilities | 21.53 | 24.83 |
| Expenses relating to short term leases | 37.53 | 30.86 |
| Depreciation on right-of-use assets | 71.51 | 66.76 |
| **Total** | **130.57** | **122.44** |

(f) Amounts recognised in the cash flow statement:

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Total cash outflow for leases | 79.65 | 75.57 |

**45 Earnings per share (EPS)**

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Earnings** | | |
| Net profit attributable to equity shareholders for calculation of basic EPS (Rs. in million) | 2,933.69 | 1,686.59 |
| Net profit attributable to equity shareholders for calculation of diluted EPS (Rs. in million) | 2,933.69 | 1,686.59 |
| **Shares** | | |
| Number of equity shares at the beginning of the year | 178,158,012 | 177,585,081 |
| Number of ESOP exercised during the year | 366,322 | 572,931 |
| Fresh issue of shares during the year | 14,306,151 | - |
| **Total number of equity shares outstanding at the end of the year** | **192,830,485** | **178,158,012** |
| Weighted average number of equity shares outstanding during the year for calculation of basic EPS (A) | 187,589,726 | 177,814,253 |
| Weighted average number of dilutive component of stock options outstanding during the year (B) (Refer note below) | 190,499 | 614,083 |
| **Weighted average number of shares outstanding during the year for calculation of dilutive EPS (C = A+B)** | **187,780,225** | **178,428,336** |
| Face value per share (In Rs.) | 10.00 | 10.00 |
| **Earning per share** | | |
| Basic (In Rs.) | 15.64 | 9.49 |
| Diluted (In Rs.) | 15.62 | 9.45 |

**Note :**
Dilutive component of stock options outstanding as at 31 March 2026 and 31 March 2025, is computed after factoring the impact of issue of ESOP. (Refer note 18).
For the purpose of calculation of basic EPS and dilutive EPS, the outstanding weighted average number of shares includes the shares held by Trust. (Refer note 18).

(All amounts are in million Indian rupees, unless otherwise stated)

## 46 Taxation

### 46.1 Tax expense for the year

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Current tax:** | | |
| Current tax (including earlier year taxes) | 799.94 | 452.58 |
| **Total** | **799.94** | **452.58** |
| **Deferred tax:** | | |
| In respect of reversal of deferred tax liability (net) | (13.79) | (26.31) |
| **Total** | **(13.79)** | **(26.31)** |
| **Total tax expense recognised in statement of profit and loss** | **786.15** | **426.27** |

### 46.2 Income tax on other comprehensive income

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Deferred tax:** | | |
| Arising on income and expenses recognised in other comprehensive income: | | |
| Remeasurement of defined benefit obligation (refer note 40) | 1.40 | (0.59) |
| Fair value gain on equity investments classified as FVTOCI (refer note 7) | 0.67 | (4.48) |
| | **2.07** | **(5.07)** |
| **Bifurcation of the income tax recognised in other comprehensive income into:** | | |
| Items that will not be reclassified to statement of profit and loss | 1.40 | (0.59) |
| Items that will be reclassified to statement of profit and loss | 0.67 | (4.48) |

### 46.3 The income tax expense for the year can be reconciled to the accounting profit as follows:

| Particulars | For the year ended 31 March 2026 | | For the year ended 31 March 2025 | |
|---|---|---|---|---|
| | Amount | Tax Amount | Amount | Tax Amount |
| Profit before tax from operations | 3,719.84 | | 2,112.86 | - |
| Income tax expense using the Company's tax rate (refer note (i)) | - | 936.21 | - | 531.76 |
| **Tax effect of :** | | | | |
| ***Permanent differences*** | | | | |
| Effect of expenses/income that are not deductible in determining taxable profit | 71.72 | 18.05 | 48.96 | 12.32 |
| Effect of expenses which are deductible only in determining taxable profit | (550.06) | (138.44) | (203.72) | (51.27) |
| ***Other differences*** | | | | |
| Income taxable at specified rate | (44.46) | (11.19) | (0.06) | (0.01) |
| Tax adjustment for earlier years | (15.94) | (4.01) | (217.10) | (54.64) |
| Others | (57.48) | (14.47) | (49.21) | (11.89) |
| **Total** | | **786.15** | | **426.27** |

**Note:**
The tax rate used w.r.t reconciliation above for the year ended March 2026 is corporate tax rate of 25.17% (for the year ended 31 March 2025 25.17%), including applicable surcharge and cess payable by corporate entities in India on taxable profits under the Income Tax Act, 1961.

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(All amounts are in million Indian rupees, unless otherwise stated)

**46.4 Following is the analysis of the deferred tax (asset) / liabilities presented in the balance sheet.**

**(a) As at 31 March 2026**

| Particulars | Opening balance | Recognised in profit and loss | Recognised in other comprehensive income | Recognised in other equity | Closing balance |
|---|---|---|---|---|---|
| Tax effect of items constituting deferred tax liabilities: | | | | | |
| Difference between carrying value in tangible and intangible assets as per books of account and Income Tax Act, 1961 | 295.29 | 10.40 | - | - | 305.69 |
| Fair value gain on equity investments classified as FVTOCI | 0.71 | - | 0.67 | - | 1.38 |
| Fair value gain/(loss) on equity investments classified as FVTPL | 1.71 | (0.07) | - | - | 1.64 |
| Loss on ESOP shares | - | 2.79 | - | - | 2.79 |
| Fair valuation of mutual funds | 9.66 | 3.35 | - | - | 13.01 |
| **Deferred tax liabilities (A)** | **307.37** | **16.47** | **0.67** | **-** | **324.51** |
| Tax effect of items constituting deferred tax assets: | | | | | |
| Employee benefits | 96.50 | 16.61 | (1.40) | - | 111.71 |
| Initial public offer expenses | 20.26 | (10.19) | - | - | 10.07 |
| Lease liability net of right-of-use assets | 8.65 | (16.54) | - | - | (7.89) |
| Provision for inventory | 29.55 | 29.31 | - | - | 58.86 |
| Delay in Payment to Micro, Small and Medium Enterprises | 0.73 | 0.57 | - | - | 1.30 |
| Provision for sales commission (payments to residents per Section 40(a)(ia)) | - | 2.27 | - | - | 2.27 |
| Expected credit loss | 38.47 | 8.23 | - | - | 46.70 |
| **Deferred tax assets (B)** | **194.16** | **30.26** | **(1.40)** | **-** | **223.02** |
| **Net deferred tax liabilities (A-B)** | **113.21** | **(13.79)** | **2.07** | **-** | **101.49** |

**(b) As at 31 March 2025**

| Particulars | Opening balance | Recognised in profit and loss | Recognised in other comprehensive income | Recognised in other equity | Closing balance |
|---|---|---|---|---|---|
| Tax effect of items constituting deferred tax liabilities: | | | | | |
| Difference between carrying value in tangible and intangible assets as per books of account and Income Tax Act, 1961 | 263.78 | 31.51 | - | - | 295.29 |
| Fair value gain on equity investments classified as FVTOCI | 5.19 | - | (4.48) | - | 0.71 |
| Fair value gain on equity investments classified as FVTPL | 0.14 | 1.57 | - | - | 1.71 |
| Effective interest rate on borrowings | 0.04 | (0.04) | - | - | - |
| Fair valuation of mutual funds | 19.35 | (9.69) | - | - | 9.66 |
| **Deferred tax liabilities (A)** | **288.50** | **23.35** | **(4.48)** | **-** | **307.37** |
| Tax effect of items constituting deferred tax assets: | | | | | |
| Employee benefits | 73.90 | 22.01 | 0.59 | - | 96.50 |
| Initial public offer expenses | 30.43 | (10.17) | - | - | 20.26 |
| Lease liability net of right-of-use assets | 4.45 | 4.20 | - | - | 8.65 |
| Provision for inventory | - | 29.55 | - | - | 29.55 |
| Delay in Payment to Micro, Small and Medium Enterprises | - | 0.73 | - | - | 0.73 |
| Expected credit loss | 35.13 | 3.34 | - | - | 38.47 |
| **Deferred tax assets (B)** | **143.91** | **49.66** | **0.59** | **-** | **194.16** |
| **Net deferred tax liabilities (A-B)** | **144.59** | **(26.31)** | **(5.07)** | **-** | **113.21** |

**46.5 International transactions**

The Company has entered into international transactions with its associated enterprises. As per transfer pricing legislation under section 92 - 92F of the Income - tax Act, 1961, the Company is required to use certain specific methods in computing arm's length price of international transactions with associated enterprises and maintain documentation in this respect. Since law requires existence of such information and documentation to be contemporanious in nature, the Company has updated the Transfer Pricing study to ensure that the transactions with associate enterprises undertaken are at "Arms length basis". Based on the preliminary study and assessment for the current year, the management is of the view that the same would not have a material impact on these standalone financial statements.

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## 47 Provisions for warranty

The Company had made provision for contractual warranty obligations based on the assessment of the amount it expects to incur to meet such obligations. The details of the same are given below:

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Opening balance | - | 1.33 |
| Provision created during the year | - | - |
| Provision utilized / reversed during the year | - | (1.33) |
| **Closing balance** | - | - |

## 48 Production linked incentive

The government aims to foster a robust semiconductor ecosystem by bolstering the electronic manufacturing industry through various Production-Linked Incentives (PLI) scheme (Telecom) which stimulates exports and domestic electronic manufacturing growth. Under the scheme, eligible companies will receive incentives ranging from 4% to 6% on incremental sales (over base year) of goods manufactured in India.

This incentive will be provided for a period of five years following the base year as defined. The Company recognises its shares of incentive on a net basis in the statement of profit and loss and creates a payable for the amount which is to be passed on to the customer. The same is passed on to the customer as and when the amount of incentive is received.

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(All amounts are in million Indian rupees, unless otherwise stated)

**49 Financial instruments**

**49.1 Capital management**

The Company manages its capital to ensure that it is able to continue as a going concern while maximizing the return to the stakeholders through the optimization of the debt and equity balance. The Company determines the amount of capital required on the basis of an annual budgeting exercise, future capital projects outlay etc. The funding requirements are met through equity, internal accruals and borrowings (short term / long term).

**Gearing ratio:**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Debt* | 2,464.29 | 5,811.48 |
| Cash and bank balances** | (2,563.36) | (2,817.25) |
| **Net debt** | **(99.07)** | **2,994.23** |
| Total equity# | 29,615.61 | 17,263.55 |
| **Net debt to equity ratio (in times)^** | **(0.00)** | **0.17** |

*Debt is defined as non-current borrowings including current maturities of non-current borrowings, current borrowings and interest accrued on borrowings.
**Cash and bank balances includes other bank balances.
#Equity includes all capital and reserves of the Company that are managed as capital.
^Certain amounts that are required to be disclosed and do not appear due to rounding-off are expressed as "0.00".

**49.2 Categories of financial instruments**

**As at 31 March 2026**
**Financial assets:**

| Particulars | At cost | Amortised cost | Financial assets at fair value through profit or loss | Financial assets at fair value through other comprehensive income | Total carrying value |
|---|---|---|---|---|---|
| **Non-current financial asset** | | | | | |
| - Investment in equity shares - subsidiary | 5,768.76 | - | - | - | 5,768.76 |
| - Security deposits | - | 75.96 | - | - | 75.96 |
| - Loans | - | 644.71 | - | - | 644.71 |
| - Investment in Compulsorily Convertible Preference Shares (CCPS) | - | - | 21.51 | - | 21.51 |
| - Investment in equity shares and others | - | - | - | 17.28 | 17.28 |
| - Deposits with bank with maturity of more than 12 months | - | 18.05 | - | - | 18.05 |
| | **5,768.76** | **738.72** | **21.51** | **17.28** | **6,546.27** |
| **Current financial asset** | | | | | |
| - Trade receivables | - | 15,958.83 | - | - | 15,958.83 |
| - Investment in mutual funds | - | - | 4,846.05 | - | 4,846.05 |
| - Cash and cash equivalents | - | 1,647.46 | - | - | 1,647.46 |
| - Other bank balances | - | 915.90 | - | - | 915.90 |
| - Other financial asset | - | 1,981.07 | - | - | 1,981.07 |
| | - | **20,503.26** | **4,846.05** | - | **25,349.31** |
| **Total** | **5,768.76** | **21,241.99** | **4,867.55** | **17.28** | **31,895.58** |

**Financial liabilities :**

| Particulars | At cost | Amortised cost | Financial liabilities at fair value through profit or loss | Financial liabilities at fair value through other comprehensive income | Total carrying value |
|---|---|---|---|---|---|
| **Non-current financial liability** | | | | | |
| - Borrowings | - | 106.97 | - | - | 106.97 |
| - Security deposit | - | 2.20 | - | - | 2.20 |
| - Lease liabilities | - | 207.56 | - | - | 207.56 |
| - Acquisition liabilities | | 256.82 | | | 256.82 |
| | - | **573.55** | - | - | **573.55** |
| **Current financial liability** | | | | | |
| - Borrowings | - | 2,355.09 | - | - | 2,355.09 |
| - Trade payables | - | 18,570.19 | - | - | 18,570.19 |
| - Lease liabilities | - | 52.99 | - | - | 52.99 |
| - Other financial liabilities | - | 507.54 | - | - | 507.54 |
| | - | **21,485.82** | - | - | **21,485.82** |
| **Total** | - | **22,059.37** | - | - | **22,059.37** |

(All amounts are in million Indian rupees, unless otherwise stated)

**As at 31 March 2025**

**Financial assets :**

| Particulars | At cost | Amortised cost | Financial liabilities at fair value through profit or loss | Financial liabilities at fair value through other comprehensive income | Total carrying value |
|---|---|---|---|---|---|
| **Non-current financial asset** | | | | | |
| - Investment in subsidiaries | 3,058.53 | - | - | - | 3,058.53 |
| - Security deposits | - | 60.70 | - | - | 60.70 |
| - Loans | - | 681.69 | - | - | 681.69 |
| - Investment in CCPS | - | - | 21.97 | - | 21.97 |
| - Investment in equity shares | - | - | - | 12.19 | 12.19 |
| - Other bank deposits | - | 23.96 | - | - | 23.96 |
| | **3,058.53** | **766.35** | **21.97** | **12.19** | **3,859.04** |
| **Current financial asset** | | | | | |
| - Trade receivables | - | 14,114.02 | - | - | 14,114.02 |
| - Investment in mutual funds | - | - | 181.29 | - | 181.29 |
| - Cash and cash equivalents | - | 679.52 | - | - | 679.52 |
| - Other bank balances | - | 2,137.73 | - | - | 2,137.73 |
| - Other financial asset | - | 988.59 | - | - | 988.59 |
| | - | **17,919.85** | **181.29** | - | **18,101.14** |
| **Total** | **3,058.53** | **18,686.20** | **203.26** | **12.19** | **21,960.18** |

**Financial liabilities :**

| Particulars | At cost | Amortised cost | Financial liabilities at fair value through profit or loss | Financial liabilities at fair value through other comprehensive income | Total carrying value |
|---|---|---|---|---|---|
| **Non-current financial liability** | | | | | |
| - Borrowings | - | 357.05 | - | - | 357.05 |
| - Security deposit | - | 2.20 | - | - | 2.20 |
| - Lease liabilities | - | 249.41 | - | - | 249.41 |
| - Acquisition Liabilities | - | 235.61 | - | - | 235.61 |
| | - | **844.27** | - | - | **844.27** |
| **Current financial liability** | | | | | |
| - Borrowings | - | 5,438.39 | - | - | 5,438.39 |
| - Trade payables | - | 15,352.68 | - | - | 15,352.68 |
| - Lease liabilities | - | 54.10 | - | - | 54.10 |
| - Other financial liabilities | - | 456.11 | - | - | 456.11 |
| | - | **21,301.28** | - | - | **21,301.28** |
| **Total** | - | **22,145.56** | - | - | **22,145.56** |

**49.3 Financial risk management framework:**

The Company's treasury function provides services to the business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Company. These risks include market risk (including currency risk, interest rate risk and other price risk) and credit risk.

The Company has not offset financial assets and financial liabilities.

**49.4 Market risk:**

The Company's activities are exposed to finance risk, interest risk and credit risk. However, the Company is primarily exposed to the financial risks of changes in foreign currency exchange rates. Market risk exposures are measured using sensitivity analysis. There has been no change to the Company's exposure to market risks or the manner in which these risks are being managed and measured.

*(This space has been intentionally left blank)*

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**49.5 Foreign currency risk management:**

The Company undertakes transactions denominated in foreign currencies and consequently exposures to exchange rate fluctuation arises. These exposures are reviewed periodically with reference to the risk management policy followed by the Company.

The Company does trade financial instruments which are not designated as hedges for accounting purposes, but provide an economic hedge of the particular transaction risk or a risk component of the transaction. Fair value changes in such derivative instruments are recognised in the statement of profit and loss.

**As at 31 March 2026**

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting year that have not been hedged by a derivative instrument or otherwise are as follows:

**A. Outstanding assets**

| Particulars | Currency | Foreign currency in million | Rs. in million |
|---|---|---|---|
| Bank balance - exchange earners' foreign currency accounts | USD | 0.63 | 59.75 |
| | EUR | 0.26 | 28.11 |
| Loan to related party | USD | 2.24 | 212.13 |
| Trade receivables | USD | 28.44 | 2,691.41 |
| | EUR | 7.13 | 776.57 |

**B. Outstanding liabilities**

| Particulars | Currency | Foreign currency in million | Rs. in million |
|---|---|---|---|
| Short-term borrowings | USD | 3.23 | 305.81 |
| Payables (including payables on purchase of property, plant and equipment) | USD | 136.79 | 12,950.66 |
| | EUR | 3.69 | 401.85 |
| | AUD | 0.00 | 0.11 |
| | CNY | 0.50 | 6.85 |
| | GBP | 0.01 | 1.03 |
| | JPY | 113.79 | 69.81 |

**As at 31 March 2025**

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting year that have not been hedged by a derivative instrument or otherwise are as follows:

**A. Outstanding assets**

| Particulars | Currency | Foreign currency in million | Rs. in million |
|---|---|---|---|
| Bank balance - exchange earners' foreign currency accounts | USD | 1.51 | 129.47 |
| | EUR | 0.30 | 27.69 |
| Loan to related party | USD | 2.13 | 182.55 |
| Receivables | USD | 21.00 | 1,796.68 |
| | EUR | 7.52 | 694.01 |

**B. Outstanding liabilities**

| Particulars | Currency | Foreign currency in million | Rs. in million |
|---|---|---|---|
| Short-term borrowings | USD | 6.50 | 556.23 |
| Payables (including payables on purchase of property, plant and equipment) | USD | 141.88 | 12,144.98 |
| | EUR | 1.79 | 165.41 |
| | AUD | 0.04 | 2.26 |
| | CNY | 0.86 | 10.24 |
| | GBP | 0.00 | 0.56 |
| | JPY | 312.68 | 215.19 |
| | CAD | 0.01 | 0.53 |
| | CHF | 0.00 | 0.20 |

**49.6 Foreign currency sensitivity analysis :**

The Company is mainly exposed to the currencies of USD, EUR and JPY.

The following table details the Company's sensitivity to a 5% increase and decrease in the Indian rupees against the relevant foreign currencies. 5% is the rate used in order to determine the sensitivity analysis considering the past trends and expectation of the management for changes in the foreign currency exchange rate. The sensitivity analysis includes the outstanding foreign currency denominated monetary items and adjusts their translation at the year end for a 5% change in foreign currency rates. A positive number below indicates an increase in profit or equity where the Indian Rupees strengthens 5% against the relevant currency. For a 5% weakening of the Indian Rupees against the relevant currency, there would be a comparable impact on the profit or equity and balance below would be negative.

**Impact on profit /(loss) and Equity (net of tax) for an increase of 5%:**

| Particulars | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Impact on profit or loss | Impact on equity (net of tax) | Impact on profit or loss | Impact on equity (net of tax) |
| USD | (514.64) | (385.12) | (529.63) | (396.33) |
| EUR | 20.14 | 15.07 | 27.81 | 20.81 |
| CHF | - | - | (0.01) | (0.01) |
| AUD | (0.01) | (0.01) | (0.12) | (0.09) |
| CNY | (0.34) | (0.25) | (0.51) | (0.38) |
| GBP | (0.05) | (0.04) | (0.01) | (0.01) |
| CAD | - | - | (0.03) | (0.02) |
| JPY | (3.49) | (2.61) | (10.76) | (8.05) |
| **Total** | **(498.39)** | **(372.96)** | **(513.26)** | **(384.08)** |

A 5% decrease in the rupee against the above currencies as at 31 March 2026 and 31 March 2025 would have had the equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

**Note :**

This is mainly attributable to the exposure of receivable and payable outstanding in the above mentioned currencies to the Company at the end of the respective reporting period.

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(All amounts are in million Indian rupees, unless otherwise stated)

**49.7 Interest rate risk management**

Interest rate is the risk that an upward / downward movement in interest rates would adversely / favourably affect the borrowing costs of the Company.

**Fair value sensitivity analysis for floating-rate instruments**

The sensitivity analysis below have been determined based on exposure to the interest rates for financial instruments at the end of the reporting period and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in case of instruments that have floating rates.

The sensitivity analysis have been carried out based on the exposure to interest rates for term loans from banks, debt securities and borrowings carried at variable rate. If interest rates had been 25 basis points higher and all other variables were constant, the Company's profit after tax would have changed by the following:

**Impact on profit /(loss) and equity**

| Particulars | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Impact on profit or loss | Impact on equity (net of tax) | Impact on profit or loss | Impact on equity (net of tax) |
| Impact on profit for the year | (6.15) | (4.60) | (7.58) | (5.67) |

A 25 basis points decrease in the interest rate as at 31 March 2026 and 31 March 2025 would have had the equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

**49.8 Liquidity risk management**

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and borrowing facilities, by continuously monitoring forecast and actual cash flows and by matching maturing profiles of financial assets and financial liabilities in accordance with the risk management policy of the Company. The Company invests its surplus funds in bank fixed deposits and mutual funds.

**Liquidity and interest risk tables :**

The following table detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table below represents principal and interest cash flows. To the extent that interest rates are floating, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

**As at 31 March 2026**

| Particulars | Less than 1 year | 1 to 5 years | 5 years and above | Total contractual cash flows | Carrying amount |
|---|---|---|---|---|---|
| Borrowings | 2,355.09 | 106.97 | - | 2,462.06 | 2,462.06 |
| Lease liabilities | 59.59 | 135.03 | 93.18 | 287.80 | 260.55 |
| Trade payables | 18,570.19 | - | - | 18,570.19 | 18,570.19 |
| Acquisition liabilities | - | 280.00 | - | 280.00 | 256.82 |
| Other financial liabilities | 507.54 | - | - | 507.54 | 507.54 |
| Security deposits | - | 2.20 | - | 2.20 | 2.20 |
| **Total** | **21,492.42** | **524.20** | **93.18** | **22,109.79** | **22,059.37** |

**As at 31 March 2025**

| Particulars | Less than 1 year | 1 to 5 years | 5 years and above | Total contractual cash flows | Carrying amount |
|---|---|---|---|---|---|
| Borrowings | 5,438.39 | 357.05 | - | 5,795.44 | 5,795.44 |
| Lease liabilities | 75.31 | 188.21 | 123.98 | 387.50 | 303.51 |
| Trade payables | 15,352.68 | - | - | 15,352.68 | 15,352.68 |
| Acquisition liabilities | - | 280.00 | - | 280.00 | 235.61 |
| Other financial liabilities | 456.11 | - | - | 456.11 | 456.11 |
| Security deposits | - | 2.20 | - | 2.20 | 2.20 |
| **Total** | **21,322.50** | **827.46** | **123.98** | **22,273.94** | **22,145.56** |

The amount included above for variable interest rate instruments for non-derivative financial liabilities is subject to change if changes in variable interest rates differ to those estimates of interest determined at the end of the reporting period.

**49.9 Credit risk**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties. The Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved on a regular basis.

The Company assesses and manages credit risk based on internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

i) Low credit risk
ii) Moderate credit risk
iii) High credit risk

Based on business environment in which the Company operates, a default on a financial asset is considered when the counterparty fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions. Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company.The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in Statement of Profit and Loss.

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

| Basis of categorisation | Asset class exposed to credit risk | Provision for expected credit loss |
|---|---|---|
| Low credit risk | Investments other than subsidiaries, investments in mutual funds, loans, trade receivables, cash and cash equivalents, other bank balances, financial asset measured at amortised cost | 6 month expected credit loss or life time expected credit loss |
| High credit risk | Trade receivables | Life time expected credit loss or specific provision whichever is higher. |

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(All amounts are in million Indian rupees, unless otherwise stated)

**Financial asset that expose the entity to credit risk**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Low credit risk** | | |
| Investments* | 38.79 | 34.16 |
| Investments in mutual funds | 4,846.05 | 181.29 |
| Loans | 644.71 | 681.51 |
| Security deposits | 75.96 | 60.70 |
| Trade receivables | 15,958.83 | 14,114.02 |
| Cash and cash equivalents | 1,647.46 | 679.52 |
| Bank balances other than cash and cash equivalents | 915.90 | 2,137.73 |
| Other financial asset | 1,999.12 | 1,012.73 |
| **High credit risk** | | |
| Trade receivables^ | 185.55 | 152.86 |
| **Total** | **26,312.37** | **19,054.51** |

* Investment in subsidiaries are measured at cost as per Ind AS 27, 'Separate financial statements' and hence, not presented here.
^ Refer note 14.3 for the provision matrix at the end of the reporting periods.

**49.10 Commodity risk**

Fluctuation in commodity price affects directly and indirectly the price of raw material and components used by the Company. The key raw material for the Company are Printed Circuit Boards (PCB), Integrated Circuits (IC) and Transistors. The Company imports its few raw materials and due to ongoing situation in international market, these raw material is in shortage or available at higher prices resulting in reduced margins. The Company keeps on negotiating with its customers to recover through price hike of the finished products.

**49.11 Fair value measurement**

The management assessed that fair value of cash and cash equivalents, trade receivables, loans, borrowings, trade payables and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.
The following methods and assumptions were used to estimate the fair value / amortized cost:

(a) Long-term fixed-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual losses and creditworthiness of the receivables

(b) The fair value of unquoted instruments, loans from banks and other financial liabilities, as well as other non-current financial liabilities are estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

(c) Fair values of the Company's interest-bearing borrowings and loans are determined by using discounted cash flow (DCF) method using discount rate that reflects the issuer's borrowing rate as at the end of the respective reporting period. The own non-performance risk as at 31 March 2026 and 31 March 2025 was assessed to be insignificant.

**(i) Financial Assets that are measured at fair value through other comprehensive income/statement of profit and loss**

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis

| Particulars | Amount | | Fair value hierarchy | Valuation technique(s) and key input(s) |
|---|---|---|---|---|
| | As at 31 March 2026 | As at 31 March 2025 | | |
| Investment in CCPS - FVTPL | 21.51 | 21.97 | Level III | The fair value is calculated based on the inputs for the assets that are not based on observable market data |
| Investment in equity shares - FVOCI | 17.28 | 12.19 | Level III | The fair value is calculated based on the inputs for the assets that are not based on observable market data |
| Investments in mutual fund - FVTPL | 4,846.05 | 181.29 | Level I | The fair value is calculated based on the inputs for the assets that are based on observable market data |
| Acquisition liabilities - FVTPL | 256.82 | 235.61 | Level III | The fair value is calculated based on the inputs for the liabilities that are not based on observable market data |

There are no transfer between level 1, level 2 and level 3.

**(ii) Financial assets that are not measured at fair value:**

| Particulars | Amount | |
|---|---|---|
| | As at 31 March 2026 | As at 31 March 2025 |
| Investment in subsidiaries^ | 5,768.75 | 3,058.53 |

^ The aforesaid value represents the cost, as carried in books as per the accounting policy of the Company. Refer note 7.

**49.12 Price risk**

**Exposure**

The Company exposure to price risk arises from investments held and classified in the balance sheet either as fair value through other comprehensive income or at fair value through profit or loss. To manage the price risk arising from investments, the Company diversifies its portfolio of assets. There are investments in mutual funds which are measured at fair value through profit and loss.

**Sensitivity**

Below is the sensitivity of due to changes in fair value.

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Fair value sensitivity** | | |
| Fair value - increase by 1% | 48.84 | 2.15 |
| Fair value - decrease by 1% | (48.84) | (2.15) |

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Syrma SGS Technology Limited
**Material accounting policy information and other explanatory information to the standalone financial statements for the year ended 31 March 2026**
(All amounts are in million Indian rupees, unless otherwise stated)

**50 - Specified ratios as per schedule III requirements**

| Ratio | Numerator | Denominator | As at 31 March 2026 | As at 31 March 2025 | Change in % | Reason |
|---|---|---|---|---|---|---|
| Current ratio (in times) | Current assets | Current liabilities | 1.67 | 1.27 | 31.79% | The current ratio has increased primarily due to higher current assets driven by growth in trade receivables, inventories and mutual funds investments in line with increased scale of operations, resulting in a proportionately lower increase in current liabilities. |
| Debt-equity ratio (in times) | Non-current borrowings + Current borrowings | Total equity | 0.08 | 0.34 | (75.24%) | The debt-equity ratio has decreased significantly during the year primarily due to repayment of borrowings out of proceeds from QIP, along with increase in shareholders' funds on account of equity infusion and accretion of profits, resulting in an improved capital structure. |
| Debt service coverage ratio (in times) | Earning available for debt service = Net profit after taxes + Non-cash operating expenses/income (net) + interest expense excluding short term borrowings interest on acquisition liabilities and other charges | Debt service = Interest and lease payments + principal repayments of long-term borrowings | 10.68 | 6.52 | 63.74% | The Debt Service Coverage Ratio has improved during the year primarily on account of higher operating profits and cash accruals, coupled with reduced finance costs and lower debt servicing obligations due to repayment of borrowings from QIP issue proceeds, resulting in enhanced debt servicing capacity. |
| Inventory turnover (in times) | Cost of materials consumed | Average inventories | 3.98 | 3.33 | 19.76% | Refer note a below. |
| Trade receivable turnover ratio (in times) | Net credit sales = sale of products and services, scrap sales and goods and services tax component on such sales. | Average trade receivables | 2.84 | 3.18 | (10.68%) | Refer note a below. |
| Trade payable turnover ratio (in times) | Net credit purchases = Cost of goods sold + all other expenses including corresponding GST Input credit availed except cash and non-cash transaction like rates and taxes | Average trade payables | 2.28 | 2.20 | 3.57% | Refer note a below. |
| Net capital turnover ratio (in times) | Revenue from operations | Working capital [Current assets - Current liabilities] | 2.98 | 6.19 | (51.92%) | The net capital turnover ratio has decreased primarily due to increase in working capital arising from higher inventory levels and scale-up of operations, along with increase in trade receivables in line with revenue growth and increase in investments in mutual funds resulting in relatively lower net-capital turnover ratio. |
| Net profit ratio (in %) | Profit after tax | Revenue from operations | 6.72% | 4.66% | 44.01% | The net profit ratio has improved primarily due to better operating margins driven by improved product mix, operating efficiencies and cost optimisation initiatives, resulting in higher profitability compared to the previous year. |
| Return on capital employed (in %) | Earnings before interest and taxes | Capital employed = Total assets excluding investments in subsidiaries/associates and intangible assets - current liabilities excluding short term borrowings and lease liabilities long term provisions | 15.36% | 12.94% | 18.67% | Refer note a below. |
| Return on investment (in %) | Income generated from investment in mutual funds | Average invested funds in mutual funds | 3.93% | 12.09% | (67.47%) | The return on investment has decreased primarily due to increase in mutual funds during the current year, resulting in a decline in overall returns compared to the previous year. |
| Return on equity (in %) | Profit after tax | Average of total equity | 12.52% | 10.20% | 22.74% | Refer note a below. |

**Note:**
(a) The change in ratio is less than 25% as compared to previous year and hence no explanation required to be furnished.

*(This space has been intentionally left blank)*

(All amounts are in million Indian rupees, unless otherwise stated)

**51 Additional regulatory information as required by Schedule III to the Companies Act, 2013 - Others**

**I. Loans or advances in the nature of loans granted to promoters, directors, KMPs and related parties**

**As at 31 March 2026**

| Type of borrower | Amount of loan or advance in the nature of loan outstanding | In the nature of loan/advance | Percentage to the total loans and advances in the nature of loans | Repayable on demand/without specifying any terms or period of repayment |
|---|---|---|---|---|
| Related parties | 681.38 | Loan | 56% | 3 loans are repayable on demand<br>1 loan without specifying any terms or period of repayment |

The above amount includes balance outstanding of Rs. 145.67 million with respect to loan given to the Syrma Trust which has been eliminated at the standalone level. (Refer note 41.7) and interest accrued on the loans.

**As at 31 March 2025**

| Type of borrower | Amount of loan or advance in the nature of loan outstanding | In the nature of loan/advance | Percentage to the total loans and advances in the nature of loans | Repayable on demand/without specifying any terms or period of repayment |
|---|---|---|---|---|
| Related parties | 635.27 | Loan | 56% | 1 loan is repayable on demand<br>1 loan without specifying any terms or period of repayment |

The above amount includes balance outstanding of Rs. 56.76 million with respect to loan given to the Syrma Trust which has been eliminated at the standalone level. (Refer note 41.7) and interest accrued on the loans

**II. The ageing schedule of trade receivables is as follows: (refer note 14.5)**

**a) As at 31 March 2026**

| Particulars | Outstanding for following periods from due date of payment | | | | | Not due | 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 | 4,412.68 | 214.18 | 63.30 | 35.14 | 95.25 | 11,323.83 | 16,144.38 |
| (ii) Undisputed trade receivables – which have significant increase in credit risk | - | - | - | - | - | - | - |
| (iii) Undisputed trade receivables – credit impaired | - | - | - | - | - | - | - |
| (iv) Disputed trade receivables – considered good | - | - | - | - | - | - | - |
| (v) Disputed trade receivables – which have significant increase in credit risk | - | - | - | - | - | - | - |
| (vi) Disputed trade receivables – credit impaired | - | - | - | - | - | - | - |
| **Total** | **4,412.68** | **214.18** | **63.30** | **35.14** | **95.25** | **11,323.83** | **16,144.38** |

**b) As at 31 March 2025**

| Particulars | Outstanding for following periods from due date of payment | | | | | Not due | 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 | 2,789.15 | 180.55 | 99.04 | 75.12 | 33.32 | 11,089.70 | 14,266.88 |
| (ii) Undisputed trade receivables – which have significant increase in credit risk | - | - | - | - | - | - | - |
| (iii) Undisputed trade receivables – credit impaired | - | - | - | - | - | - | - |
| (iv) Disputed trade receivables – considered good | - | - | - | - | - | - | - |
| (v) Disputed trade receivables – which have significant increase in credit risk | - | - | - | - | - | - | - |
| (vi) Disputed trade receivables – credit impaired | - | - | - | - | - | - | - |
| **Total** | **2,789.15** | **180.55** | **99.04** | **75.12** | **33.32** | **11,089.70** | **14,266.88** |

* The ageing has been given based on gross trade receivables without considering expected credit loss allowance.

**III. The ageing schedule of trade payables is as follows: (refer note 25.2)**

**As at 31 March 2026**

| Particulars | Outstanding for following periods from due date of payment | | | | Not due | Total |
|---|---|---|---|---|---|---|
| | Less than 1 year | 1 - 2 years | 2 - 3 years | More than 3 years | | |
| (i) MSME | 81.46 | 2.36 | 3.45 | 0.31 | 227.29 | 314.87 |
| (ii) Others | 5,930.29 | 56.18 | - | 3.15 | 12,265.70 | 18,255.32 |
| (iii) Disputed dues - MSME | - | - | - | - | - | - |
| (iv) Disputed dues - others | - | - | - | - | - | - |
| **Total** | **6,011.75** | **58.54** | **3.45** | **3.46** | **12,492.99** | **18,570.19** |

**As at 31 March 2025**

| Particulars | Outstanding for following periods from due date of payment | | | | Not due | Total |
|---|---|---|---|---|---|---|
| | Less than 1 year | 1 - 2 years | 2 - 3 years | More than 3 years | | |
| (i) MSME | 9.18 | 0.16 | 0.06 | 0.09 | 93.66 | 103.15 |
| (ii) Others | 4,543.57 | 714.75 | 23.21 | 15.07 | 9,952.93 | 15,249.53 |
| (iii) Disputed dues - MSME | - | - | - | - | - | - |
| (iv) Disputed dues - others | - | - | - | - | - | - |
| **Total** | **4,552.75** | **714.91** | **23.27** | **15.16** | **10,046.59** | **15,352.68** |

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SYRMA SGS TECHNOLOGY LIMITED

(All amounts are in million Indian rupees, unless otherwise stated)

**IV. Comparison of quarterly returns furnished to banks with books of account**

The Company is filing statement of inventories and trade receivables as per covenants stated in sanction letter to the banks for working capital loan. The below is summary of quarterly statement filed with the banks duly compared with the books of accounts.

**For the year ended 31 March 2026**

| Quarter ended* | Inventory | | | Receivables | | |
|---|---|---|---|---|---|---|
| | As per quarterly return (A) | As per books (B) | Difference (C= B - A) | As per quarterly return (D) | As per books (E) | Difference (F = E - D) |
| 30 June 2025 | 8,333.23 | 8,333.23 | - | 15,989.17 | 15,989.17 | - |
| 30 September 2025 | 8,105.22 | 8,105.22 | - | 18,519.41 | 18,519.41 | - |
| 31 December 2025 | 9,263.33 | 9,263.33 | - | 16,223.43 | 16,223.43 | - |

**For the year ended 31 March 2025**

| Quarter ended | Inventory | | | Receivables | | |
|---|---|---|---|---|---|---|
| | As per quarterly return (A) | As per books (B) | Difference (C= B - A) | As per quarterly return (D) | As per books (E) | Difference (F = E - D) |
| 30 June 2024 | 9,556.91 | 9,556.91 | - | 10,529.34 | 10,529.34 | - |
| 30 September 2024 | 9,628.74 | 9,628.74 | - | 10,150.66 | 10,150.66 | - |
| 31 December 2024 | 10,267.25 | 10,267.25 | - | 11,189.25 | 11,189.25 | - |
| 31 March 2025 | 7,724.53 | 7,724.53 | - | 14,114.02 | 14,114.02 | - |

* The quarterly statement for the period ended 31 March 2026 had not been filed by the Company with the banks as at the date of approval of these financial statements.

The above information is based on the returns / statements filed by the Company. The [illegible] of revision was to submit the information as per books of accounts with the banks.

**V. Disclosure under Section 186(4) of the Companies Act, 2013**

**Loans given**

| Name of related party | Nature of relationship | Nature of Loan | Interest % per annum | Tenor of loan (in years) | Purpose for which loan has been utilised | Loans given | | Maximum amount outstanding* | | Amount outstanding* | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | | For the year ended 31 March 2026 | For the year ended 31 March 2025 | As at 31 March 2026 | As at 31 March 2025 | As at 31 March 2026 | As at 31 March 2025 |
| Syrma Technology Inc | Subsidiary | Unsecured-Considered good | 5.50% | NA | Working Capital | - | 59.49 | 212.14 | 182.55 | 212.14 | 182.55 |
| Syrma SGS Electronics Private Limited | Subsidiary | Unsecured-Considered good | 7.75% | NA | Working Capital | -142.46 | 114.20 | 187.59 | 316.51 | 187.59 | 316.51 |
| Johari Digital Employee Welfare Trust | Trust of Subsidiary | Unsecured-Considered good | 9.00% | 2 | Purchase of shares of Syrma Johari Medtech Private Limited from promoters | - | 80.00 | 88.93 | 82.45 | 88.93 | 82.45 |
| Syrma SGS Employee Welfare Trust* | Trust | Unsecured-Considered good | NA | NA | Purchase of shares from secondary market | 100.00 | - | 145.68 | 80.00 | 145.68 | 56.76 |
| Syrma SGS Design and Manufacturing Private Limited | Subsidiary | Unsecured-Considered good | 7.50% | NA | Working Capital | 0.50 | - | 0.51 | - | 0.51 | - |
| Shinhyup Syrma Circuits Private Limited (previously known as Syrma Strategic Electronics Private Limited) | Subsidiary | Unsecured-Considered good | 9.30% | NA | Working Capital | 45.15 | - | 46.54 | - | 46.54 | - |
| | | | | | | | | | Subtotal (A) | 681.38 | 638.27 |

*these amount also includes interest acc[illegible]ed during the year

**Investments made**

| S. No | Name of the Company | Investments at cost | |
|---|---|---|---|
| | | As at 31 March 2026 | As at 31 March 2025 |
| 1 | Elcome Integrated Systems Private Limited | 2,350.00 | - |
| 2 | Perfect ID India Private Limited | 535.56 | 535.56 |
| 3 | Syrma Johari Medtech Limited (previously known as Johari Digital Healthcare Limited) | 2,505.82 | 2,505.82 |
| 4 | Syrma Technology Inc | 15.40 | 15.40 |
| 5 | Syrma SGS Electronics Private Limited | 0.10 | 0.10 |
| 6 | Syrma SGS Design and Manufacturing Private Limited | 0.10 | 0.10 |
| 7 | Syrma SGS Technology and Engineering Services Limited | 0.10 | 0.10 |
| 8 | Syrma Semicon Private Limited | 0.10 | 0.10 |
| 9 | Syrma Mobility Private Limited | 0.10 | 0.10 |
| 10 | Shinhyup Syrma Circuits Private Limited (previously known as Syrma Strategic Electronics Private Limited) | 360.13 | 0.10 |
| 11 | Syrma Elecomp Private Limited | 0.10 | - |
| 12 | Syrma Component Private Limited | 0.10 | - |
| 13 | SGS Solutions GMBH | 1.15 | 1.15 |
| | **Subtotal (B)** | **5,768.75** | **3,058.53** |

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Total (A)+(B)** | 6,450.13 | 3,696.80 |

SYRMA SGS TECHNOLOGY LIMITED
SYRMA SGS

(All amounts are in million Indian rupees, unless otherwise stated)

### VI. Details of IPO Proceeds

The Company received an amount of Rs. 7,257.22 million (net of IPO expenses of Rs. 402.78 million) from proceeds out of fresh issue of equity shares. The utilisation of net IPO proceeds is summarised below:

**As at 31 March 2026**

| Objects of the issue as per prospectus | Amount to be utilised as per prospectus | Utilisation upto 31 March 2026 | Unutilised amount as on 31 March 2026 |
|---|---|---|---|
| Funding capital expenditure | 4,030.00 | 3,598.37 | 431.63 |
| Funding working capital requirements | 1,315.80 | 1,315.13 | 0.67 |
| General corporate purposes | 1,911.42 | 1,900.00 | 11.42 |
| **Total** | **7,257.22** | **6,813.50** | **443.72** |

**As at 31 March 2025**

| Objects of the issue as per prospectus | Amount to be utilised as per prospectus | Utilisation upto 31 March 2025 | Unutilised amount as on 31 March 2025 |
|---|---|---|---|
| Funding capital expenditure | 4,030.00 | 3,037.50 | 992.50 |
| Funding working capital requirements | 1,315.80 | 1,315.13 | 0.67 |
| General corporate purposes | 1,911.42 | 1,900.00 | 11.42 |
| **Total** | **7,257.22** | **6,252.63** | **1,004.59** |

Net IPO Proceeds which were unutilised as at 31 March 2026 and 31 March 2025 were temporarily invested in deposits with Scheduled commercial banks.

### VII. Other statutory information

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company did not have any transactions with Companies struck off.

(c) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(d) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

(e) The Company has not advanced or loaned or invested funds to any other person or entity, including foreign entities (intermediaries) with the understanding 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

(f) The Company has not received any fund from any person or entity, 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.

(g) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(h) The Company has not been declared wilful defaulter by any Bank or Financial Institution or other lender.

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

(j) The Company has utilised the borrowing amount taken from banks for the purpose as stated in the sanction letter.

*This space has been intentionally left blank*

(All amounts are in million Indian rupees, unless otherwise stated)

**52 Foreign Exchange Management Act, 1999**

The Company has approached the designated authority and is in the process of filing the required documents as may be required with the designated authority in connection with the various foreign exchange transactions of earlier years, relating to certain long outstanding payables to foreign parties and receivable from export customers etc., to ensure compliance with the Foreign Exchange Management Act, 1999.

The management is confident of completing all the required formalities and obtaining the required approvals / ratification from the designated authority (AD bank / RBI as the case may be) and does not estimate any outflow of cash on account of the same.

**53** The 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 cannot be disabled.

The Company, in respect of the financial year commencing on 01 April 2025, has used accounting software for maintaining its books of account and payroll software for maintaining payroll records 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 respective software, except that the audit trail feature was not enabled at the database level for accounting software to log any direct data changes used for maintenance of all accounting records.

Furthermore, except for the consequential impact of the above exception, the audit trail has been preserved by the Company as per the statutory requirements for record retention in the accounting and payroll software from the date the audit trail was enabled for the respective software.

**54 Events after the latest reporting period**

The Board of Directors have recommended a final dividend of Rs. 1.5/- per equity share (15%) of the face value of Rs. 10/- each for the financial year ended 31 March 2026 (Rs. 1.5/- per equity share (15%) of the face value of Rs. 10/- each for the financial year ended 31 March 2025) subject to approval by shareholders at the ensuing Annual General Meeting ("AGM") and hence no provision is created in the standalone financial statements.

**55 Approval of financial statements**

In connection with the preparation of the standalone financial statements for the year ended 31 March 2026, the Board of Directors have confirmed the propriety of the contracts / agreements entered into by / on behalf of the Company and the resultant revenue earned / expenses incurred arising out of the same after reviewing the levels of authorisation and the available documentary evidences and the overall control environment. Further, the Board of Directors have also reviewed the realizable value of all the current assets of the Company and have confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the standalone financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these standalone financial statements at its meeting held on 11 May 2026.

**56** The Board of Directors of the Company had approved a Scheme of Amalgamation ("the Scheme") amongst SGS Infosystems Private Limited (Transferor Company 1), SGS Tekniks Manufacturing Private Limited (Transferor Company 2) and the Company and their respective shareholders and creditors on 01 November 2023 in terms of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013. Upon Scheme becoming effective, the Transferor Company 1 shall first get amalgamated and vested into Transferor Company 2 and then the Transferor Company 2 will be amalgamated into and with the Company and all the assets, liabilities and reserves (as defined in the Scheme) will be transferred to the Company, as a going concern.

The Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench has approved the Scheme vide order dated 07 October 2025 with appointed date being 01 April 2023. Accordingly, the Company has accounted for the Scheme as per 'the Pooling of Interest Method' specified in the approved Scheme which in line with the Appendix C of Ind AS 103, "Business Combinations of Entities under Common Control" and accordingly, the comparative financial information for the previous year presented in the accompanying standalone financial statements has been restated from the beginning of the earliest period presented, being 01 April 2024. Total of net identiable assets acquired (net of liability and reserves) by the Company from the SGS Infosystems Private Limited and SGS Tekniks Manufacturing Private Limited, was Rs. 120.00 million and Rs. 16.13 million respectively, which was equal to the carrying amount of investments cancelled in these transferor companies.

The carrying value of assets, liabilities and reserves taken over by the Company in accordance with the terms of the Scheme as at 01 April 2024 has been summarised below:

**The impact of the merger on these standalone financial statements is as under :**

Change in total assets, total liabilities and total equity

| Description | As at 31 March 2025 | |
|---|---|---|
| | Reported | Restated |
| Total assets | 34,778.59 | 40,171.02 |
| Total liabilities | 19,801.25 | 22,907.47 |
| Total equity | 14,977.34 | 17,263.55 |

Change in revenue from operations, profit before tax, profit after tax

| Description | Year ended 31 Mar 2025 | |
|---|---|---|
| | Reported | Restated |
| Revenue from operations | 22,777.50 | 36,157.51 |
| Profit before tax | 952.30 | 2,112.86 |
| Profit after tax | 797.28 | 1,686.59 |

Change on cash flows arising on operating, investing and financing activities.

| Particulars | Year ended 31 Mar 2025 | |
|---|---|---|
| | Reported | Restated |
| Net cash flows generated from operating activities | 865.35 | 1,452.01 |
| Net cash flows used in investing activities | (465.48) | (619.26) |
| Net cash flows used in financing activities | (397.86) | (768.34) |

**Syrma SGS Technology Limited**
**Material accounting policy information and other explanatory information to the standalone financial statements for the year ended 31 March 2026**
(All amounts are in million Indian rupees, unless otherwise stated)
CIN : L30007MH2004PLC148165

**57** The figures of previous year have been regrouped/reclassed to make them comparative with those of current year wherever considered necessary. The impact of such reclassification/regrouping is not material to the standalone financial statements.

For **Walker Chandiok & Co LLP**
Firm Registration no. 001076N/N500013
Chartered Accountants

**Manish Agrawal**
Partner
Membership number : 507000

Place: Gurugram
Date: 11 May 2026

For and on behalf of the Board of Directors of
**Syrma SGS Technology Limited**

**Sandeep Tandon**
Executive Chairman
DIN : 00054553

**Jasbir Singh Gujral**
Managing Director
DIN : 00198825

**Satendra Singh**
Chief Executive Officer

**Bijay Kumar Agrawal**
Chief Financial Officer

**Bhabagrahi Pradhan**
Company Secretary
Membership number: F4921

**Place:** Gurugram
**Date:** 11 May 2026