

KINECO

DIRECTORS' REPORT

To,
The Members,
Kinenco Limited

Report of the Board of Directors for the Financial Year ending 31st March, 2026

Your Directors present herein below the 31st Annual Report on the business and operations of your Company and the financial statements for the Financial Year ended 31st March, 2026.

1) Financial & Business Highlights (Standalone and Consolidated):

The Company delivered strong revenue growth during FY 2025-26, driven primarily by the Railways, Aerospace and Defence businesses and the contribution of its international rail subsidiaries.

Standalone

A snap shot of the performance of the company as per Standalone financial statement is as under:

(Rs. In Crore)		
Particulars	For FY 2025-26	For FY 2024-25
Turnover (Net)	238.05	177.16
EBITDA	19.22	31.66
Profit/(Loss) before tax	-1.98	12.33
Profit/(Loss) after tax	-2.48	7.26
Cash Profit	12.64	24.13

Standalone revenue increased by 34.4% during the year. The standalone businesses comprise Railways, Aerospace, Defence and Industrial.

The standalone results reflect significant investments in engineering, manufacturing capacity, programme management, customer qualifications and organisational capabilities made ahead of the expected scale-up of major programmes.

Consolidated

A snap shot of performance of the group as per consolidated financial statement is as under:

(Rs. In Crore)		
Particulars	For FY 2025-26	For FY 2024-25
Turnover (Net)	433.21	244.86
EBITDA	49.89	44.17
Profit/(Loss) before tax	26.61	22.28
Profit/(Loss) after tax	24.64	17.23
Cash Profit	40.67	31.41

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Consolidated revenue increased by 76.9%, while consolidated EBITDA and PAT increased substantially, reflecting the contribution of the international rail businesses acquired by the Group.

Kineco Exel Composites India Private Limited is a 45%-owned associate/joint venture and is not consolidated line by line. Its revenue and EBITDA are therefore excluded from the above standalone and consolidated turnover and EBITDA figures. Only Kineco's proportionate share of its net profit or (loss) is recognised in the consolidated financial statements, in accordance with applicable accounting principles.

YEAR IN RETROSPECT

FY26 was a year of substantial growth, strategic investment and capability building across the Group.

Standalone revenue increased to Rs. 238.05 crore from Rs. 177.16 crore in the previous year. Consolidated revenue increased to Rs. 433.21 crore from Rs. 244.86 crore.

The Company continued to invest ahead of the expected scale-up of its Railways, Aerospace and Defence businesses. The international acquisitions of Semvac A/S, Denmark, and TRB Lightweight Structures Limited, UK, further strengthened the Group's global rail platform and contributed to consolidated performance.

The Board believes that the investments and strategic initiatives undertaken during FY26 have established a stronger platform for growth in the coming years.

STANDALONE PERFORMANCE — Investing Ahead of Growth

Kineco Limited's standalone businesses comprise Railways, Aerospace, Defence and Industrial.

The standalone loss for the year needs to be viewed in the context of the significant investments made ahead of the expected scale-up of these businesses.

Railways delivered strong revenue growth during the year. At the same time, the Company expanded its engineering, programme management, manufacturing and corporate capabilities in preparation for the large turnkey rail-interior programmes secured from private rail car builders.

The Railways order book stands at approximately Rs. 1,800 crore, including programmes covering 100 Vande Bharat Sleeper trainsets. Revenue and profitability from these programmes are expected to progressively ramp up as serial production and deliveries commence.

Defence delivered approximately 39% revenue growth with healthy gross margins. However, the business remains at an early stage of scale, and investments in people, capabilities and infrastructure made in anticipation of future programme ramp-up continue to weigh on current net margins.

Aerospace continued to make strong strategic progress, securing new programmes, customer approvals and long-term opportunities with leading global aerospace companies. However, revenue realisation during the year was adversely impacted by approximately 40% due to geopolitical and war-related supply-chain disruptions.

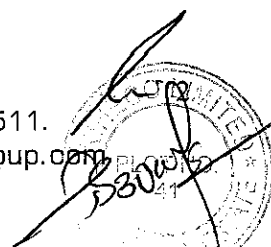
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The Company continued to invest in customer qualifications, capacity and capabilities to support its growing order pipeline.

Accordingly, the standalone financial performance for FY26 reflects front-loaded investments, ramp-up costs associated with large new programmes and external supply-chain disruptions in Aerospace. The underlying trajectory of the businesses remains strong.

CONSOLIDATED PERFORMANCE — Benefits of Global Expansion

The consolidated results demonstrate the benefit of the Company's strategy of combining organic growth with targeted international acquisitions.

The acquisition of Semvac A/S, Denmark, has been revenue and profit accretive, strengthening Kineco Global Rail's technology portfolio and international customer access.

The acquisition of TRB Lightweight Structures Limited, UK, further strengthened the Group's global rail platform by adding established capabilities in lightweight composite and aluminium structures for rail interiors and coach doors.

As a result, consolidated EBITDA increased to Rs. 49.89 crore and consolidated PAT increased to Rs. 24.64 crore, compared with Rs. 44.17 crore and Rs. 17.23 crore respectively in FY25.

DIVISION WISE BUSINESS REVIEW

RAILWAYS

Railways was the principal driver of standalone growth, with revenue increasing 67% to Rs. 128.75 crore.

The Company secured major turnkey rail-interior programmes and strengthened its position as a strategic partner to private rail car builders. The Railways order book stands at approximately Rs. 1,800 crore, providing strong revenue visibility over the next five to six years.

During the preceding financial year, the Company entered the European rail market through the acquisition of Semvac A/S, a trusted provider of rail sanitation systems. During the year under review, Semvac's technology and capabilities were integrated into the Kineco Global Rail portfolio, with a focus on repositioning it as a Tier-1 provider of integrated rail sanitation solutions.

This has already yielded success with the award of its first new-build contract in five years for fully integrated sanitary modules for a flagship European commuter train programme.

In August 2025, the Company further strengthened its global rail portfolio through the acquisition of TRB Lightweight Structures Limited ("TRB"), a UK-based supplier of lightweight aluminium composite rail structures and coach doors.

Through Semvac and TRB, Kineco Global Rail now offers a broader portfolio of integrated rail-interior and sanitation solutions across India, Europe and the UK. The Company is also localising these technologies for the Indian market.

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Together, these businesses strengthen Kineco Global Rail's strategy of establishing a global leadership position in turnkey rail-interior systems.

During the year under review, the Company's rail manufacturing facility secured EN 17460 certifications for Bonding Classes A1 and A2 and EN 15085-2 certification for Welding Class CL1, covering design and supply domains.

The Company will continue to invest in capacity, technology and supply-chain capabilities to support the expected ramp-up.

DEFENCE & INDUSTRIAL

The Defence business grew 38.95% to Rs. 30.79 crore, supported by naval, maritime and land-based composite applications.

During the year, the Company expanded its portfolio to include carbon-fibre hulls for tactical diving vessels and hybrid composite propeller ducts.

The Company achieved a significant milestone with an order for a Carbon Fibre Bridging System for military applications, being manufactured in India for the first time. This strengthens its indigenous defence capabilities and supports the Government of India's Make in India and Atmanirbhar Bharat initiatives.

The business has a strong pipeline of opportunities, including filament-wound missile canisters and launcher tubes, and remains focused on scaling its indigenous advanced-composite capabilities.

Under its Industrial segment, the Company continued supplying composite pressure vessels for global desalination projects while expanding into new applications, including composite bodies for electric rickshaws and structures for a leisure ocean shelter project.

Going forward, the Company remains focused on broadening its application portfolio while strengthening its established pressure vessel business.

AEROSPACE

Kineco Aerospace continued to strengthen its position in the global aerospace supply chain, with new programmes and ongoing qualifications involving Boeing, Airbus, GKN Aerospace and FACC, among others.

As on the date of this report, Kineco Aerospace Division's long-term contracts and purchase orders give a clear revenue visibility of Rs. 500 Crores, spread over the next 5 years. This combined with a fundamentally strong pipeline of over Rs. 1000 Crores is expected to ensure continual growth.

India's cost-competitive manufacturing base and growing aerospace and defence capabilities present a significant opportunity for the Company, supported by increasing domestic production and export potential.

During the year, the Company advanced key commercial aerospace programmes, including qualification under Boeing BAC5317 and its maiden order for B767 Aft Access Door Shrouds.

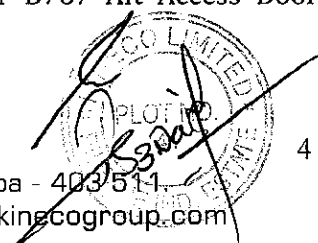
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Kineco was also recognised by Airbus for strengthening local manufacturing capacity and supplying critical composite components.

The Company contributed four flight-critical lightweight composite components to ISRO's LVM3-M6 mission, marking another significant milestone in its aerospace capabilities.

To support future growth, the Company expanded its aerospace manufacturing facility, enhancing its capability to manufacture larger and more complex composite aerostructures.

The Company remains focused on converting its growing customer pipeline, qualifications and strategic partnerships into long-term serial-production programmes across commercial aerospace and defence.

Kineco Exel Composites India Private Limited — Strategic Growth Platform

Kineco Exel Composites India Private Limited ("Kineco Exel") is a 45%-owned associate/joint venture of Kineco Limited, established in partnership with Exel Composites of Finland.

The business has spent nearly three years in research and development, product development, customer qualification and securing the necessary approvals for carbon spar caps for wind turbine applications.

During FY26, Kineco Exel successfully completed this development and approval phase and entered the commercial scale-up stage.

The Company believes that Kineco Exel has established a significant strategic position in the Indian market, being the first and currently the only company in India to secure approval for carbon spar cap products for wind turbine applications.

This achievement positions Kineco Exel favourably to participate in the growing demand for lightweight, high-performance composite structures in the wind-energy sector.

With the development and approval phase substantially completed, the business is now focused on commercial execution, capacity ramp-up and customer deliveries. Revenue and profitability are expected to scale exponentially in FY27 as commercial production and deliveries increase.

The Board views Kineco Exel as an important long-term growth platform for the Kineco Group.

The expected growth in Kineco Exel is therefore strategically important to the Group's future earnings and shareholder value, but should not be interpreted as an addition to Kineco Limited's reported turnover or EBITDA.

STRATEGIC OUTLOOK

FY26 was a year of investment, capability building and strategic repositioning.

The Company has strengthened its position across Railways, Aerospace, Defence and advanced composites through a combination of organic growth, customer partnerships, acquisitions and capacity expansion.

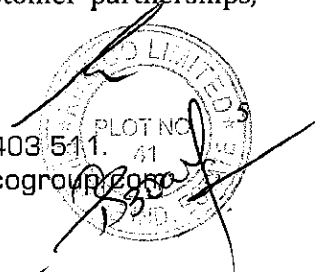
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The Company enters FY27 with:

- ✓ A substantial Railways order book and increasing serial-production visibility.
- ✓ An earnings-accretive international rail platform.
- ✓ A growing Aerospace and Defence order book, international certification from OEM's and substantial pipeline.
- ✓ Kineco Exel entering its commercial scale-up phase following successful R&D and customer approvals.
- ✓ Stronger manufacturing, engineering and programme-management capabilities.

The Board expects these initiatives to support sustained revenue growth, improved operating leverage and enhanced profitability over the coming years.

2) **Management Discussion and Analysis**

a. **Industry structure and developments.**

Kineco offers a wide spectrum of composite solutions for Aerospace, Defence, Railways, Automotive and Telecommunication sectors.

The Company's primary business activity is the manufacture and sale of composite FRP products for these end-use sectors. The Company's production facilities are located in Goa, India. As such, there are no reportable geographic segments.

b. **Outlook on Opportunities, Threats, Risk and Concerns.**

The Company's principal opportunities arise from:

- Increasing adoption of lightweight composite structures.
- India's growing defence and aerospace manufacturing ecosystem.
- Expansion of modern rail infrastructure.
- Global diversification of aerospace and rail supply chains.
- Growing demand for advanced composite products in renewable energy, including carbon spar caps for wind turbines.

The principal risks include competitive pressure, program execution, supply-chain disruptions, customer concentration and the timing of new program ramp-ups.

The Company continues to strengthen operational excellence, supply-chain resilience, quality systems and program-management capabilities to address these risks.

The Company expects margins in Railways to remain under competitive pressure in the short run and is taking initiatives to improve operational efficiency and reduce costs. In the medium to long term, the margins should see gradual improvement.

Overall the company is targeting a balance mix of rapid revenue growth business - railways & wind energy and a strong margin business - aerospace and defence.



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c. Internal control systems and their adequacy.

The Company has adequate Internal Control procedures commensurate with its size and nature of the business. These business control procedures ensure efficient use and protection of the resources and compliance with the policies, procedures and statutes. The Internal Control system provide for well-documented policies, guidelines, authorizations and approval procedures. The prime objective of such Audit is to test the adequacy and effectiveness of all Internal Controls laid down by the management and to suggest improvements, wherever necessary.

During the year under review, the Internal Auditors of the Company, RGN Price & Co., have tendered their resignation and M/s. Grant Thornton Bharat LLP have been appointed to carry out Internal Audit of the Company.

d. Financial performance

The Company's standalone revenue increased by 34.4% during FY26, while consolidated revenue increased by 76.9%.

The consolidated financial performance benefited from the contribution of Semvac A/S and TRB Lightweight Structures Limited.

The Consolidated Earnings before Interest, Depreciation, Tax and Amortization (EBIDTA) stood at Rs. 49.89 Cr in FY 2025-26, as compared to Rs. 44.17 Cr in the previous Financial Year, thereby recording an increase of 12.95% YoY.

The Consolidated Net Profit after Tax in the year under review rose to Rs.24.64 crores in the FY 2025-26 as compared to Rs. 17.23 Cr in the previous Financial Year.

e. Human Resources / Industrial Relations

Human resources continue to be a key thrust area for the company. The Company's relationship with its employees continues to be cordial. This year the Company organized various training and workshops to enhance the skill levels of its employees and also conducted employee engagement initiatives during the year. The Company also conducted a number of employee engagement e-workshops during the year. The number of employees stood at 424 as on 31st March, 2026.

3) Comments on audit report:

There were no qualifications, reservations or adverse remarks made by the Statutory Auditors in their Report.

4) Appointment of Statutory Auditors:

M/s. Ashish V Prabhu Verlekar & Co., Chartered Accountants (Firm Registration No. 117774W), Panaji, Goa were appointed as Statutory Auditors for a period of 5 years, from the conclusion of the 29th Annual General Meeting held on 25th September, 2023 until the conclusion of the 34th Annual General Meeting of the Company to be held in the year 2028, at a remuneration decided by the Board of Directors.

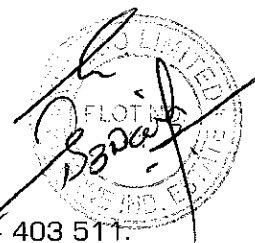
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5) Details of fraud reported by auditors:

During the financial year, no fraud was reported by the statutory auditors under Section 143(12) of the Companies Act, 2013.

6) Deposits:

The Company has not accepted any deposits during the year.

7) Insurance:

All assets of the company are adequately insured under comprehensive risk policies, which are fully in force.

8) Dividend:

Your Directors have not recommended any dividend for the FY ended 31.03.2026.

9) Transfer to Reserves:

The Company has not transferred any amount to the General Reserve. The entire amount of profits post appropriation is retained in the profit and loss account.

10) Change in Share Capital

The Authorized share capital of the Company is Rs. 33,50,00,000 (Rupees Thirty Three Crore and Fifty Lakhs Only).

During the year under review, the Board of Directors approved the issue and allotment of 2,66,374 Equity Shares by way of Rights issue in accordance with the provisions of Companies Act, 2013 to the existing shareholders of the Company. Out of 2,66,374, the Company allotted 15,954 Equity shares to existing shareholders via rights issue on 29th November 2025.

The remaining 2,50,420 Equity Shares, aggregating to ₹75,27,62,520, remained unsubscribed by the existing shareholders. As disclosed in the Letter of Offer dated 13 November 2025, such unsubscribed shares were offered to persons/investors at a price not lower than that offered to the existing shareholders. Considering the Company's funding requirements, the Board approved offering the unsubscribed portion of the Rights Issue to investors, at the same issue price of ₹3,006 per Equity Share. Accordingly, such unsubscribed shares were disposed by the Board in a manner which was not disadvantageous to the shareholders the Company.

The paid up equity share capital as on 31/03/2026 is Rs. 7,46,97,250/- (Rupees Seven Crore Forty Six Lakh Ninety Seven Thousand Two Hundred and Fifty Only).

There were no further changes in the share capital during the year under review.

11) Change in Nature of Business:

There was no change in the nature of the business of the Company during the financial year under review.

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12) Internal Financial Controls:

The Company has in place adequate internal financial controls with reference to the Financial Statements. The Company's internal financial controls are commensurate with the size, scale and complexity of its operations. These controls are designed to provide reasonable assurance regarding the reliability of financial reporting, compliance with applicable laws and regulations, safeguarding of assets, and prevention and detection of frauds and errors.

13) Conservation of Energy, Technology Absorption and EHS & ESG Initiatives

The Company remains committed to responsible and sustainable growth through adoption of appropriate technologies, energy and resource efficiency, and continuous improvement of its operational and environmental practices. During the year under review, no technology was imported requiring disclosure under Rule 8(3)(b) of the Companies (Accounts) Rules, 2014. The Company regularly monitors air emissions and ambient air quality to ensure compliance with applicable regulatory standards and continues to strengthen initiatives relating to energy and water conservation, waste segregation, recycling, responsible waste disposal and resource efficiency across its manufacturing units.

The Company is also focused on strengthening its Environment, Health & Safety (EHS) and ESG framework across its operations. It proposes to implement ISO 14001:2015 (Environmental Management System) and ISO 45001:2018 (Occupational Health & Safety Management System) across its manufacturing units in Goa; the Aerospace and Defence facility is already certified under both standards.

The Company also plans to undertake an EcoVadis assessment in FY 2026-27, supported by an internal Sustainability Committee, and has commenced work on strengthening its Sustainable Procurement framework. These initiatives reflect the Company's continued commitment to regulatory compliance, responsible business practices and alignment with recognised national and international sustainability standards.

14) Foreign currency earning and outgo:

During the year, foreign currency inflows were Rs. 2,986.75 lakhs and outflows were Rs. 1,352.45 lakhs.

15) Applications initiated / pending under IBC, 2016

No application was made by the Company nor any proceedings were initiated/pending against it under the Insolvency and Bankruptcy Code 2016 (31 of 2016), hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable to the Company.

16) Disclosure with regard to One-time Settlement

The Company has not made any one-time settlement during the year under review hence the requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable to the Company.

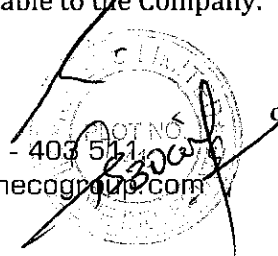
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17) Secretarial Audit

The provisions of Secretarial Audit are not applicable to the Company, during the year under review.

18) Directors

During the year under review, the shareholders of the Company at the Annual General Meeting of the Company held on 26th September 2025 approved the appointment of Mr. Lalit Balmukund Agrawal and Mr. Pankaj Prasoon as the Non-Executive Directors of the Company and Mr. Girish Anand Desai as Independent Director (Non-Executive) of the Company w.e.f. 26/09/2025.

The Nomination and Remuneration Committee of the Company in its meeting dated 31st October 2025 recommended the appointment of Mr. Vivek Srivastava as Group Chief Executive Officer and Executive Director on the Board of Directors of the Company. Based on its recommendations, the Board of Directors, in its meeting held on 31st October 2025 approved the appointment of Mr. Vivek Srivastava and appointed him as an Additional Director w.e.f. 01st January 2026, whose appointment is proposed to be regularised at the ensuing Annual General Meeting.

Further, during the Extra-Ordinary General Meeting held on 02nd March 2026, the Shareholders of the Company approved the appointment of Mr. Vivek Srivastava (DIN: 09294944) as Group Chief Executive Officer and Executive Director of the Company for a period of 5 years commencing from 1st January 2026 upto 31st December 2031.

Further, the re-appointment of Mr. Vinay Jagtap, who was liable to retire by rotation and being eligible has offered himself for re-appointment, is proposed to be re-appointed, subject to the approval of the shareholders at the ensuing Annual General Meeting.

Presently the Board of Directors of the company comprises of 8 (Eight) Directors comprising of the following:

Sr No	Name of Director	Designation
1.	Shekhar Ravindra Sardesai	Chairman and Managing Director
2.	Vivek Srivastava	Group Chief Executive Officer and Executive Director
3.	Prashant Baburao Naik	Non-Executive Director
4.	Vinay Balasaheb Jagtap	Non-Executive Director
5.	Rajesh Ashok Khaunte	Independent Director
6.	Pankaj Prasoon	Non-Executive Director
7.	Lalit Balmukund Agrawal	Non-Executive Director
8.	Girish Desai	Independent Director

The Company has received confirmations that none of the Directors were disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Companies Act, 2013.

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act and that they have complied with the Code for Independent Directors prescribed in Schedule IV to the Act. There has been no change in the circumstances affecting their status as independent directors of the Company.

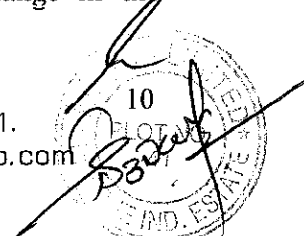
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19) Key Managerial Personnel (KMP)

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company are: Mr. Shekhar Sardesai, Chairman and Managing Director, Mr. Vivek Srivastava, Group Chief Executive Officer and Executive Director, Mr. Vivekanand Pauskar, Chief Financial Officer and Mrs. Manisha Naik Shirgaonkar, Company Secretary.

During the year under review, the Shareholders in its Extra-ordinary General Meeting dated 02/03/2026 appointed Mr. Vivek Srivastava as Group Chief Executive Officer and Executive Director of the Company for a period of 5 years w.e.f. 01/01/2026.

20) Subsidiaries, Joint Ventures and Associate Companies:

During the year under review, Kineco Train Tech Private Limited has ceased to be a subsidiary of Kineco Limited pursuant to amalgamation into Kineco Limited vide order dated 24th June, 2026 of Regional Director (Mumbai), Ministry of Corporate Affairs, Govt of India. Consequently, Semvac A/S and TRB Lightweight Structures Limited, which were subsidiaries of Kineco Train Tech Private Limited, became direct subsidiaries of Kineco Limited with effect from 1st January 2026.

During the year under review, the Board of Directors ('the Board') reviewed the affairs of its subsidiaries. In accordance with Section 129(3) of the Companies Act, 2013, we have prepared consolidated financial statements of the Company with its subsidiary, which form part of the Annual Report. Further, a statement containing the salient features of the financial statement of the subsidiary in the prescribed format AOC - 1 is appended as **Annexure 1** to the Board's report. These documents will also be available for inspection during business hours at our registered office.

21) Particulars of Loans and Investments

The Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in note 19 and 23 to the Financial Statements.

22) Number of Board Meetings conducted during the year under review:

During the year under review, 17 (Seventeen) board meetings took place on 25th April 2025, 24th May 2025, 30th June 2025, 18th August 2025, 10th September 2025, 1st October 2025, 31st October 2025, 13th November 2025, 29th November 2025 (2 meetings), 2nd December 2025, 4th December 2025, 5th December 2025, 8th December 2025, 28th January 2026, 2nd February 2026 and 5th March 2026.

The Company has complied with all the Secretarial standards, as applicable to the Company.

23) Audit Committee

The Committee comprises of 3 Directors. Majority of the members of the committee are Independent Directors and possess strong accounting and financial management knowledge. The Company Secretary of the Company is the Secretary of the Committee. The committee had 09 (Nine) meetings during the year under review which took place on 25th April 2025, 28th June 2025, 18th August 2025, 10th September 2025, 31st October 2025, 13th November 2025, 28th January 2026, 2nd February 2026 and 5th March 2026.

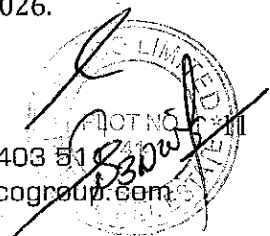
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All the recommendations of the Audit Committee were accepted by the Board.

Composition of the Audit Committee:

- 1) Mr. Girish Desai - Chairman
- 2) Mr. Rajesh Khaunte - Member
- 3) Mr. Prashant Naik - Member

24) Nomination & Remuneration Committee:

The Committee comprises of 3 Directors. Majority of the members of the committee are Independent Directors. The committee had 03 (Three) meetings during the year under review on 18th August 2025, 31st October 2025 and 28th January 2026.

All the recommendations of the committee were accepted by the Board.

Composition of the NRC Committee:

- i) Mr. Rajesh Khaunte - Chairman
- ii) Mr. Girish Desai - Member
- iii) Mr. Shekhar Sardesai - Member

25) Nomination & Remuneration Policy:

The Company has in place a Nomination and Remuneration Policy in accordance with the provisions of Section 178 of the Companies Act, 2013. The Policy lays down the criteria for appointment, qualifications, positive attributes and independence of Directors and also provides for remuneration of Directors, Key Managerial Personnel and other employees.

26) Stakeholder Relationship Committee:

The Board of Directors, at its meeting held on 28th January 2026, constituted the Stakeholders Relationship Committee pursuant to Section 178 of the Companies Act, 2013, as the number of shareholders of the Company had reached close to 1,000. The Committee shall be responsible for considering and resolving the grievances of security holders of the company.

Composition of the SRC Committee:

- i) Mr. Pankaj Prasoon - Chairman
- ii) Mr. Lalit Agarwal - Member
- iii) Mr. Shekhar Sardesai - Member

27) Cost Audit

The Company maintains cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

During the year the Board appointed Mr. Irudayam Savari Muthu (FRN No.100107) as Cost Auditor of the Company for conducting the audit of cost records of the Company made and maintained by the Company pertaining to the financial year commencing from 01.04.2025 and ending on 31.03.2026.

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CIN: U24134GA1994PLC001672



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28) Vigil Mechanism/Whistle Blower Policy

The Company has established a Vigil Mechanism / Whistleblower Policy for the employees to report their genuine concerns or grievances is made available to the employees. The Audit Committee of the Company oversees the Vigil Mechanism. The Vigil Mechanism / Whistleblower Policy is available on the Company's website i.e. www.kinecogroup.com.

29) Corporate Social Responsibility (CSR)

During the year under review, The Provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014 and Schedule VII, with respect to Corporate Social Responsibility were not applicable to the Company for the FY 2025-26.

Pursuant to Section 135(9) of Companies Act, 2013, since the Company's spending towards CSR does not exceed Rs 50 lakhs, the requirement for constitution of the Corporate Social Responsibility Committee is not applicable and the functions of CSR Committee are being discharged by the Board of Directors of the Company. Hence, the company did not hold any meeting of the CSR Committee.

Annual Report on CSR activities are included in the Annexure-3 of this Report in the format prescribed in the Companies (CSR Policy) Rules, 2014. The CSR Policy of the Company is available on the website of the Company i.e. www.kinecogroup.com.

30) Related Party Transactions:

Transactions entered into by the company are in its ordinary course of business and at arms' length price, and are completely outside the scope of section 188(1) of the Companies Act, 2013 and hence, this does not require disclosure of such transactions in the Board report, with the exception of a transaction as reported in Form AOC -2, annexed as **Annexure - 2** to this Report.

All transactions with related parties are placed before the Audit Committee for approval. The Audit Committee reviews all transactions entered into by the Company on an annual basis.

31) Risk Management

A key factor in determining a company's capacity to create sustainable value is the risks that the company is willing to take (at strategic and operational levels) and its ability to manage them effectively. Many risks exist in a company's operating environment and they emerge on a regular basis. The Company's Risk Management processes focuses on ensuring that these risks are identified on a timely basis and addressed.

32) Prevention of sexual harassment at work

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

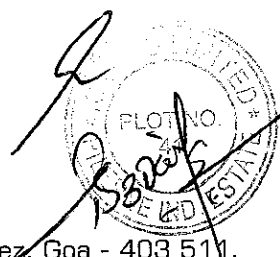
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The Company has put in place a 'Policy on Prevention of Sexual Harassment of Women at Work Place' with aim to redress sexual harassment instances, to create mechanism on redressal of such issues at workplace and sensitizes employees on how to report such offences to the committee. During the year no complaints of sexual harassment were received by the Internal Committee.

33) Material changes and commitments

Kineco Train Tech Private Limited ("KTTPPL") was incorporated on 11 December 2024 as a Special Purpose Vehicle (SPV) to drive Kineco Group's international expansion in the railway sector and facilitate overseas acquisitions. As a subsidiary of Kineco Limited through Board control, KTTPPL acquired 100% of Semvac A/S, Denmark, a globally recognized manufacturer of railway vacuum toilet systems with over 40 years of experience and more than 19,000 installations worldwide.

In September 2025, KTTPPL further expanded its international footprint and acquired TRB Lightweight Structures Limited ("TRBLS"), a UK-based supplier of advanced composite solutions for rail coach interiors and exteriors. KTTPPL acquired a 51% stake in TRBLS, while its WOS Semvac A/S acquired the remaining 49%, followed by a joint equity infusion of approximately ₹7.39 crores to support TRBLS's growth.

These strategic acquisitions strengthened Kineco's presence in key global rail markets, particularly in Europe, and enhanced its technology capabilities and integrated railway product portfolio.

Amalgamation of Kineco Train Tech Private Limited ("KTTPPL") with its parent company, Kineco Limited ("Kineco") under the fast-track merger mechanism prescribed under Section 233 of the Companies Act, 2013

The Scheme of Amalgamation was approved by the members of both the companies at their respective Extraordinary General Meeting held on 15 April 2026 and 17th April 2026 respectively and after the obtaining the requisite creditors' approval, the approved Scheme, along with the consents were filed with the relevant authorities. The Scheme of Amalgamation was thereafter approved and confirmed by the Regional Director, West, Mumbai by issuing the Order in Form CAA-12 dated 24th June 2026.

Kineco thereafter filed the Regional Director's confirmation order with the Registrar of Companies in Form INC-28 on 23rd July 2026 (date on which the scheme became effective). Upon the Scheme becoming effective, the undertaking of KTTPPL, including its assets, liabilities, rights and obligations, stood transferred to and vested in Kineco, and KTTPPL was dissolved without winding-up. Accordingly, the business and operations of KTTPPL became part of Kineco in accordance with the terms of the Scheme.

As Kineco held 37.5% of the equity share capital of KTTPPL, the shares of KTTPPL held by Kineco stand cancelled/extinguished, pursuant to the Scheme. The eligible shareholders of KTTPPL are entitled to receive equity shares of Kineco in accordance with the approved scheme in the share exchange ratio of 1 equity share of Kineco for every 11 equity shares of KTTPPL.

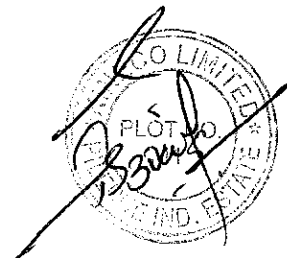
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Subsequently, the Board of Directors of Kineco Limited has approved the allotment of shares to the shareholders of Kineco Train Tech on 28th July 2026, in accordance with the terms of the Scheme as per the aforesaid equity share exchange ratio. Kineco has thereafter filed Form PAS-3 with the Registrar of Companies towards the allotment of the said equity shares to the eligible shareholders of KTTPL.

Dispute with Modern Coach Factory ("MCF") - Arbitral Proceedings and Recovery

Kineco Limited was awarded a contract by MCF for furnishing 191 coaches for a total contract value of ₹81.79 crores. Subsequently, MCF unilaterally cancelled the order, levied General Damages of ₹8.18 crores and revoked bank guarantees of ₹1 crore. Kineco Limited challenged the said actions through arbitration.

The Arbitral Tribunal, vide its Award dated 19.06.2023, ruled in favour of Kineco Limited, setting aside the General Damages of ₹8.18 crores and awarding ₹2.44 crores to the Company, together with interest at 9.5% p.a. if not paid within 45 days. MCF's challenge to the Award was rejected by the Commercial Court, Lucknow on 03.07.2025. The subsequent appeal filed by MCF was dismissed by the Hon'ble High Court at Lucknow on 19.03.2026, thereby upholding the Award.

Kineco Limited initiated execution proceedings for recovery of the amounts awarded. MCF has since discharged the amounts payable, including applicable interest, with ₹15.85 lakhs received in May 2026 and the balance ₹2.91 crores received in August 2026. Accordingly, the dispute stands finally adjudicated in favour of Kineco Limited, with the General Damages set aside and the awarded amounts substantially recovered in full.

There have been no other material changes or commitments affecting the financial position of the Company between the end of the financial year and the date of this Report.

34) Significant and Material Orders

There were no significant and material orders passed by the Regulators or courts or tribunals impacting the going concern status and Company's operation in the future.

35) Directors' Responsibility Statement:

Pursuant to provisions of Section 134(3) (c) of the Companies Act, 2013, the directors hereby state and confirm that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

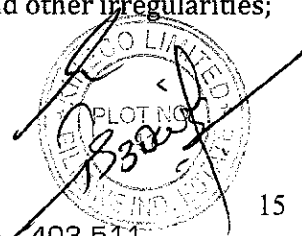
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- d) the directors had prepared the annual accounts on a going concern basis; and
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

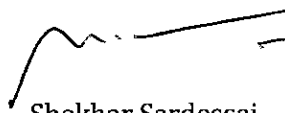
36) Annual Return

The annual return referred to in Section 134(3)(a) of the Companies Act, 2013 will be available at the website of the Company: www.kinecogroup.com.

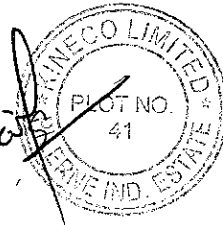
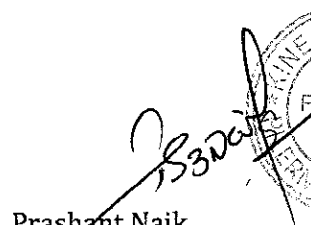
37) Acknowledgement

The Directors place on record their appreciation for the continued support and co-operation rendered by the banks, government authorities, customers, suppliers and the shareholders of the Company. The Directors' also convey their thanks to their employees at all levels for the growth of the company.

For Kineco Limited



Shekhar Sardessai
DIN: 00016446
Chairman & Managing Director



Prashant Naik
DIN: 01866113
Director

Place: Pilerne, Goa
Date: 22/09/2026

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ANNEXURE 1

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sr. No.	Particulars	Details			
1.	Name of the subsidiary	Kineco Train Tech Private Limited (from 01/04/2025 to 31/12/2025)	Kineco Alte Train Technologies Private Limited	Semvac A/S (from 01/01/2026 to 31/03/2026)*	TRB Lightweight Structures Limited (from 01/01/2026 to 31/03/2026)*
		(In Rupees)	(In Rupees)	(In Rupees)	(In Rupees)
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.	N.A.	N.A.	N.A.
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.	N.A.	INR	INR
4.	Share capital	5,00,00,000	1,80,60,870		172
5.	Reserves & surplus	0	(1,86,69,196)	66,39,62,216	6,12,07,898
6.	Total assets	0	43,941	151,84,47,492	31,31,27,543
7.	Total Liabilities	0	6,25,266	42,79,06,006	25,18,98,829
8.	Investments	0	0	10,05,31,902	0
9.	Turnover	0	0	51,50,59,960	16,68,75,382
10.	Profit before taxation	0	0	9,12,32,347	(2,81,09,675)
11.	Provision for taxation	0	0	1,20,97,015	0
12.	Profit after taxation	0	0	8,01,04,201	(2,86,46,675)
13.	Dividend	0	0	0	0
14.	% of shareholding	37.50%	89.66%	100%	50.6%

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**Kineco Train Tech Private Limited has been subsequently amalgamated into Kineco Limited vide order dated 24 June 2026 of Regional Director (Mumbai), Ministry of Corporate Affairs, Govt of India. Consequently, Semvac A/S and TRB Lightweight Structures Limited, which were subsidiaries of KTTPL, became direct subsidiaries of Kineco Limited with effect from 1 January 2026.*

1. Names of subsidiaries, which are yet to commence operations: NA.
2. Names of subsidiaries, which have been liquidated or sold during the year: NA.

Part "B": Associates and Joint Ventures

(Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures)

Name of Associates/Joint Ventures	Kineco Exel Composites India Private Limited
1. Latest audited balance sheet date	31/03/2026
2. Shares of Associate/Joint Ventures held by the company on the year end	
Number	1,06,560
Amount of Investment in Associates/Joint Venture	1,06,56,000
Extend of Holding %	45%
3. Description of how there is significant influence	As per Section 2(6) of the Companies Act, 2013, significant influence means control of at least twenty per cent. of total share capital, or of business decisions under an agreement. Since Kineco Limited holds 45% of Kineco Exel Composites India Private Limited (KECI), KECI becomes an associate Company of Kineco Limited.
4. Reason why the associate/joint venture is not consolidated	NA
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	7,95,22,380
6. Profit / Loss for the year	
i. Considered in Consolidation	(-)2,29,10,429
ii. Not Considered in Consolidation	(-)2,80,01,635

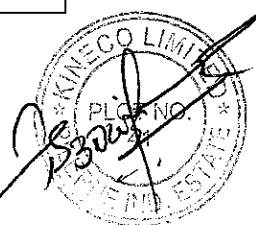
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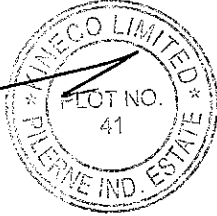


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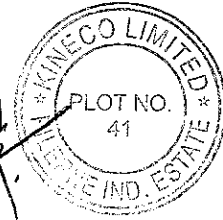
1. Names of Associates or Joint Ventures, which are yet to commence operations: NA.
2. Names of Associates or Joint Ventures, which have been liquidated or sold during the year: NA.

For Kineco Limited

Shekhar Sardesai
DIN: 00016446
Chairman & Managing Director



Prashant Naik
DIN: 01866113
Director



Place: Pilerne, Goa
Date: 22/09/2026

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ANNEXURE 2

FORM NO. AOC -2

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

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

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

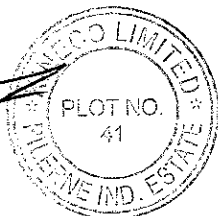
Sr. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

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

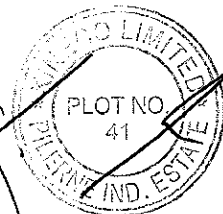
Sr. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	All transactions were at arms' length and in the ordinary course of business.
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	

For Kineco Limited

Shekhar Sardessai
DIN: 00016446
Chairman & Managing Director



Prashant Naik
DIN: 01866113
Director



Place: Pilerne, Goa
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ANNEXURE 3

ANNUAL REPORT ON CSR ACTIVITIES

1. A brief outline of the Company's CSR Policy:

Kineco believes in inclusive growth to facilitate creation of value-based and empowered communities through continuous and purposeful engagement with society. Kineco has always endeavored to conduct its business responsibly, in compliance with applicable laws as well as being mindful of its social accountability. Kineco undertakes its CSR activities in the following focus areas:-

- initiatives aimed at transforming the lives of under privileged children & empowering women through education, skill development and access to opportunities
- Promoting health care including improving the water, sanitation and hygiene facilities in needy schools and localities; supporting waste management agencies.
- Skill Development, employability and technology incubations Plantations and afforestation activity with a view to ensuring environmental sustainability and ecological balance.
- Supporting relief & rehabilitation measures during natural disasters through donations to funds set up by the Central or state Government and Rural area development projects.

2. The composition of the CSR committee:

Since the Company's CSR spent does not exceed Rs 50 lakhs, the requirement for constitution of the Corporate Social Responsibility Committee is not applicable and the functions of CSR Committee are being discharged by the Board of Directors of the Company. (Section 135(9) of Companies Act, 2013)

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. :
<https://www.kinecogroup.com>.

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable

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

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be setoff for the financial year, if any (in Rs)
1.	2024-25	16,62,000	-

6. Average net profit of the Company as per section 135(5) of last 3 years: Rs. 5,24,42,042

7. (a) Two percent of average net profit of the company as per section 135(5):	NIL
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years	-
(c) Amount required to be set off for the financial year, if any	NIL
(d) Total CSR obligation for the financial year (7a+7b-7c).	NIL

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8. (a) CSR amount spent or unspent for the financial year: The provisions of CSR are not applicable to Kinenco Limited during the financial year 2025-26. However, an amount of Rs. NIL is spent by the Company during the financial year 2025-26 as per their CSR obligations.

(b) Details of CSR amount spent against ongoing projects for the financial year: Not Applicable

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

(d) Amount spent in Administrative Overheads: NIL

(e) Amount spent on Impact Assessment, if applicable: NIL

(f) Total amount spent for the Financial Year: (8b+8c+8d+8e): Not Applicable

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

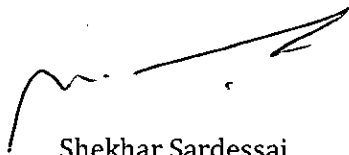
9. (a) Details of Unspent CSR amount for the preceding three financial years: N. A

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): N.A.

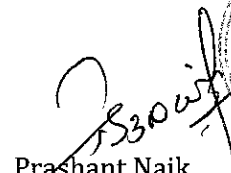
10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Not Applicable

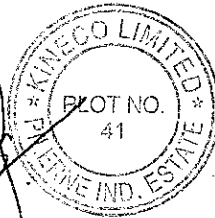
For Kinenco Limited



Shekhar Sardessai
DIN: 00016446
Chairman & Managing Director



Prashant Naik
DIN: 01866113
Director



Place: Pilerne, Goa
Date: 22/09/2026

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ASHISH.V. PRABHU VERLEKAR & CO

Chartered Accountants

201, "Govinda ", Mahatma Gandhi Road, Panaji – 403 001 – Goa

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INDEPENDENT AUDITOR'S REPORT

To the Members of Kineco Limited

Report on the Audit of the Standalone Financial Statements

Opinion

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

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Emphasis of matter

We draw attention to Note 53 in the financial statements, regarding the merger of the Company with its subsidiary Kineco Train Tech Private Limited, which was originally accounted for under the acquisition method in accordance with Ind AS 110. Being a common control business combination, Ind AS 103 - Business Combinations requires the transferee Company to account for the business combination from the earliest comparative period. As per the Scheme of Merger, the accounting treatment in the financial statements of the Company has been given effect from the appointed date January 01, 2026, which in compliance with order of the Regional Director (WR) dated June 24, 2026 approving the scheme. The comparative amounts for the previous year have been accordingly presented.

Our opinion is not modified with respect to this matter.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information obtained at the date of this Auditor's Report comprises the information included in the Director's Report, but does not include the standalone financial statements and our Auditor's Report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the 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.

The Company's Board of Directors are also responsible for overseeing the company's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

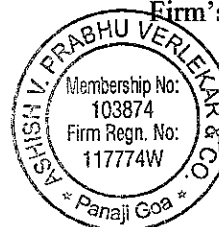
1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not proposed, declared or paid any interim or final dividend during the year.
- vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For Ashish V. Prabhu Verlekar & Co.
Chartered Accountants

Firm's Registration No. 117774W



Ashish V. Prabhu Verlekar
Proprietor

Membership No. 103874

UDIN: 26103874CPNWNE3412

Place: Panaji - Goa

Date: 22/09/2026

ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) (a) A) Based on information and explanations provided to us, the company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

B) Based on information and explanations provided to us, the company has maintained proper records showing full particulars of intangible assets.
- (b) The fixed assets were physically verified during the year by the management in accordance with a regular programme of verification, which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us the Company does not have any immovable properties in the nature of freehold land and buildings.
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The inventory was physically verified during the year by the management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories.

(b) The company has been sanctioned working capital limits in excess of five crore rupee from banks on the basis of security of current assets. The monthly statements filed by the company with the bank are in agreement with the books of account of the Company.
- (iii) The Company has not made provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year other than loans and Corporate Guarantee and further investment in respect of Associate Company – Kineco Exel Composites Private Limited and investment in Subsidiary Companies – Kineco Train Tech Private Limited (merged into Kineco Limited w.e.f. 01/01/2026).

- (a) (A) The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to the above are:

Type of transaction	Entity	Type of relationship	Aggregate Amount (in Rs. Lakhs)	Balance Outstanding (in Rs. Lakhs)
Corporate Guarantee (HDFC Bank)	Kineco Exel Composites India Private Limited	Associate Company	1,200.00	1,200.00
Unsecured loan	Kineco Exel Composites India Private Limited	Associate Company	50.00	0.00

(B) No loans or advances and guarantees or security were provided to parties other than subsidiaries, joint ventures and associates;

- (b) The investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest.
- (c) The schedule of repayment of principal and payment of interest has been stipulated and the repayments or receipts are regular.
- (d) There are no amounts overdue.
- (e) No loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) The company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) The provisions of sections 185 and 186 of the Companies Act have been complied with in respect of loans, investments, guarantees, and security, by the Company to the extent applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under Sub-Section (1) of Section 148 of the Act in respect of its products and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the accounts and records with a view to determine whether these are accurate or complete.

- (vii) (a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, sales tax, service tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

- (b) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on March 31, 2026.

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

- (ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

- (c) The term loans were applied for the purpose for which the loans were obtained.

- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

- (e) In our opinion and according to the information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

- (f) In our opinion and according to the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year.

- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. During the year, the Company has made rights issue of equity shares and the funds raised have been used for the purposes for which the funds were raised.

- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) As represented to us by the management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- (xii) The Company is not a Nidhi Company.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the reports of the Internal Auditors for the period under audit.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) In our opinion, the company has not conducted any Non-Banking Financial or Housing Finance activities.
- (c) In our opinion, the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) To the best of our knowledge, the Group does not have any CIC as part of the group.
- (xvii) The company has not incurred cash losses in the financial year or in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) The Company has current liabilities exceeding current assets. However, on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, we believe that the Management has taken measures to mitigate the material uncertainty of the Company not being 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, existing as on the date of the audit report.

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

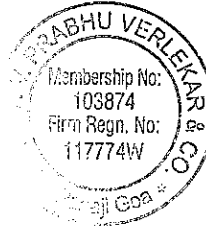
one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) According to the information and explanations given to us, the provisions of Section 135 of the Companies Act, 2013 is not applicable to the Company.

For Ashish V. Prabhu Verlekar & Co.

Chartered Accountants

Firm's Registration No. 117774W



Ashish V. Prabhu Verlekar

Proprietor

Membership No. 103874

UDIN: 26103874CPNWNE3412

Place: Panaji - Goa

Date: 22/09/2026

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Kineco Limited (“the Company”) as of March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the

transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

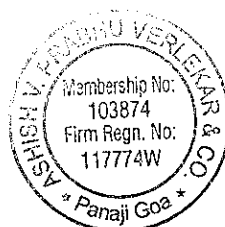
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal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

Opinion

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

For Ashish V. Prabhu Verlekar & Co.
Chartered Accountants

Firm's Registration No. 117774W



Ashish V. Prabhu Verlekar

Proprietor

Membership No. 103874

UDIN: 26103874CPNWNNE3412

Place: Panaji - Goa

Date: 22/09/2026

Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511
Balance Sheet as at March 31, 2026

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
		Rupees in lakhs	Rupees in lakhs
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	3	5,868.93	6,169.00
(b) Capital work-in-progress	3	788.72	72.65
(c) Intangible assets	4	1,321.36	1,821.88
(d) Intangible assets under development	4	412.75	361.95
(e) Right-of-use assets	5	357.42	365.54
		8,749.18	8,791.02
(f) Financial assets			
(i) Investments	6	5,850.36	2,570.74
(ii) Other financial assets	7	26.16	27.63
(g) Non current tax assets (net)	8	250.96	111.70
(h) Other non-current assets	10	574.17	93.96
Total non-Current assets		15,450.83	11,595.05
(2) Current assets			
(a) Inventories	11	4,959.26	3,999.25
(b) Financial assets			
(i) Trade Receivables	12	16,412.15	8,566.33
(ii) Cash and cash equivalents	13	2,139.04	131.52
(iii) Other bank balances	14	1,113.75	1,384.81
(iv) Other current financial assets	15	204.02	515.11
		19,868.96	10,597.77
(c) Other current assets	16	2,295.83	1,376.24
Total Current assets		27,124.05	15,973.27
Total Assets		42,574.88	27,568.32
EQUITIES AND LIABILITIES			
Equity			
(a) Equity share capital	17	775.38	720.34
(b) Other equity	18	21,234.06	10,827.04
Total equity		22,009.44	11,547.38
Liabilities			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	1,220.94	1,136.01
(ii) Lease liabilities	20	80.84	84.93
(b) Deferred tax liabilities (net)	9	308.44	463.72
(c) Provisions	21	524.68	334.89
(d) Other non current liabilities	22	186.58	206.91
Total non-current liabilities		2,321.48	2,226.46
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	23	5,669.33	6,949.40
(ii) Lease liabilities	24	11.85	11.85
(iii) Trade Payables	25		
A. Total outstanding dues of micro enterprises and small enterprises; and		1,711.04	896.46
B. Total outstanding dues of creditors other than micro enterprises and small enterprises		9,032.88	4,318.65
(iv) Other financial liabilities	26	112.99	29.48
(b) Provisions	27	58.89	124.48
(c) Other current liabilities	28	1,646.98	1,464.15
Total current liabilities		18,243.96	13,794.47
Total liabilities		20,565.44	16,020.93
Total equity and liabilities		42,574.88	27,568.32

See accompanying notes to the financial statements

In terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no. 117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874

For and on behalf of the Board of Directors of
Kineco Limited

Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446

Vivekanand Pauskar
Chief Financial Officer

Vivek Srivastava
Group CEO & ED
DIN No. 09294944

Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

Place : Panaji, Goa
Date :

22 SEP 2026

Place : Pilerne, Goa
Date :

22 SEP 2026



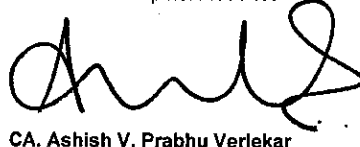
Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511
Statement of Profit and Loss for the period ended March 31, 2026

Particulars	Note No.	Year ended March 31, 2026 Rupees in lakhs	Year ended March 31, 2025 Rupees in lakhs
I Revenue from operations	29	23,804.88	17,715.52
II Other income	30	430.17	181.34
III Total income (I + II)		<u>24,235.05</u>	<u>17,896.86</u>
IV Expenses			
(a) Cost of materials consumed	31	13,054.61	7,497.89
(b) Changes in inventories of finished goods and work in progress	32	55.62	746.58
(c) Employee benefits expense	33	4,294.67	2,877.86
(d) Finance costs	34	658.29	745.02
(e) Depreciation and amortisation expense	3 & 4	1,461.52	1,187.25
(f) Other expenses	35	4,908.24	3,608.89
Total expenses (IV)		<u>24,432.95</u>	<u>16,663.48</u>
V Profit before tax (III - IV)		(197.90)	1,233.38
VI Tax expense	37		
(a) Current tax		162.93	117.43
(b) Deferred tax		(156.83)	382.14
(c) Tax of prior years		44.09	(3.42)
VII Profit for the year (V - VI)		<u>(248.09)</u>	<u>737.23</u>
VIII Other comprehensive income			
Items that will not be reclassified to profit or loss			
(i) Remeasurements of defined benefit plans		6.08	(12.68)
(ii) Equity instruments through other comprehensive income		0.10	(0.18)
(iii) Income tax relating to items that will not be reclassified to profit or loss		(1.53)	1.59
IX Total comprehensive income for the year (VII + VIII)		<u>(243.44)</u>	<u>725.96</u>
X Earnings per equity share (in Rs.)			
Basic		(3.40)	10.48
Diluted		(3.37)	10.48

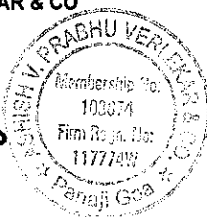
See accompanying notes to the financial statements

In terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no.117774W



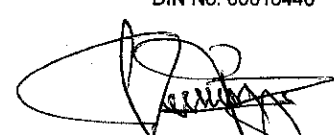
CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874

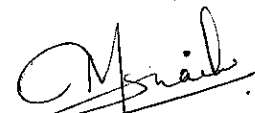


For and on behalf of the Board of Directors
Kineco Limited


Shekhar Sardessai
Chairman & Managing Director
DIN No. 00016446


Vivek Srivastava
Group CEO & ED
DIN No. 09294944


Vivekanand Pauskar
Chief Financial Officer


Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

Place : Panaji, Goa

Date : 22 SEP 2026

Place : Pilerne, Goa

Date :

22 SEP 2026



Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511
Standalone Cash Flow Statement for year ended 31st March 2026

		Rupees in lakhs	
Particulars	Year ended March 31, 2026	Year ended March 31, 2025	
Cash Flows from Operating Activities			
Profit / (Loss) for the year	(248.09)	737.23	
<u>Add :</u>			
(a) Depreciation and amortisation expenses	1,461.52	1,187.25	
(b) Income Tax expense	207.03	114.01	
(c) Provision for doubtful debts	102.04	11.99	
(d) Interest on Borrowings	658.29	745.02	
(e) Deferred tax	(155.30)	382.14	
(f) Deferred revenue grant on Asset procurement	(20.33)	(10.14)	
(g) Amortisation of right of use of leased assets	9.55	7.72	
(h) Gain on sale of Property Plant and Equipment	(5.48)	0.09	2,438.08
<u>Less:</u>			
(a) Interest Income	67.41	70.13	
(b) Unrealised exchange gain / (Loss)	80.44	(2.69)	(67.44)
Profit before changes in working capital	1,861.38	3,107.87	
<u>Adjustment for Increase / (Decrease) in operating Liabilities</u>			
(a) Trade payables	5,526.29	796.78	
(b) Short-term provisions	130.28	35.59	
(c) Current tax liabilities	42.61	(57.64)	
(d) Non-current liabilities	(1.51)	0.01	
(e) Lease liabilities	(4.10)	(15.42)	
(f) Other non current liabilities	(20.33)	(10.14)	
(g) Other Financial liabilities	105.13	(2,187.64)	
<u>Adjustment for (Increase) / Decrease in operating Assets</u>			
(a) Inventories	(960.02)	658.10	
(b) Trade receivables	(7,947.88)	(528.50)	
(c) Other current assets	(877.76)	235.42	
(d) Other current financial assets	240.55	(190.14)	
(e) Non current tax assets	(139.26)	101.98	
(f) Other financial assets	1.46	719.47	
(g) Right-of-use assets	(1.43)	1.84	
(h) Other non-current assets	(63.26)	(52.41)	(492.70)
Cash generated from Operations	(2,107.82)	2,615.17	
<u>Less:</u> Income tax payments	(249.63)	(249.63)	(62.45)
Net Cash generated from / (used in) Operating Activities	(2,357.46)	2,552.72	
Cash Flows from Investing Activities			
(a) Purchase of Property, Plant and Equipment	(1,749.79)	(2,568.83)	
(b) Sale proceeds of Property, Plant and Equipment	5.48	7.46	
(c) Loan to Kineco Exel Composites India Pvt Ltd	-	120.00	
(d) Investment in Equity Shares of Kineco Exel Composites India Pvt Ltd	-	(824.55)	
(e) Investment in Equity Shares of Kineco Train Tech Pvt Ltd	(375.00)	(1,500.00)	
(f) Cash and cash equivalents acquired pursuant to amalgamation with subsidiary company	61.03	3,143.05	
(g) Purchase of shares in Kineco Kaman Composites - India Private Limited (merged w.e.f. 01.10.2024)	-	(3,361.55)	
(h) Interest received	137.96	70.13	(4,914.29)



Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511
Standalone Cash Flow Statement for year ended 31st March 2026

Particulars	Rupees in lakhs	
	Year ended March 31, 2026	Year ended March 31, 2025
Cash Flows from Financing Activities		
(a) Proceeds from issue of Equity Share	8,007.20	8,799.98
(b) Issue expenses of Equity Shares	(292.39)	(282.50)
(c) Repayment of Long Term Borrowing	84.93	(2,397.71)
(d) Short Term Borrowing	(1,280.07)	(1,514.24)
(e) Loan term debt under current Liabilities	83.51	0.83
(f) Interest on Borrowings	(669.40)	(745.02)
	<u>5,933.79</u>	<u>3,861.34</u>
Net Increase / (Decrease) in cash and cash equivalents	1,656.01	1,499.78
Effect of exchange differences on restatement of foreign currency cash and cash equivalents	80.44	(2.69)
Add :		
Opening balance of cash and cash equivalents	1,516.34	19.24
Closing balance of cash & cash equivalents	<u>3,252.79</u>	<u>1,516.34</u>
Reconciliation of Cash and cash equivalents with the Balance Sheet		
Cash and cash equivalents	2,139.04	131.52
Other bank balances	1,113.75	1,384.81
	<u>3,252.79</u>	<u>1,516.34</u>

See accompanying notes to the financial statements

Footnotes:

- 1 Figures in brackets represent outflows
- 2 See accompanying notes forming part of the financial statements

As per our report of even date attached

For M/S ASHISH V. PRABHU VERLEKAR & CO.

Chartered Accountants

Firm Membership no.11774W

CA. Ashish V. Prabhu Verlekar

Proprietor

Membership No. 103874



For and on behalf of the Board of Directors of
Kineco Limited

Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446

Vivek Srivastava
Group CEO & ED
DIN No. 09294944

Vivekanand Rautkar
Chief Financial Officer

Manisha Nalk Shirgaonkar
Company Secretary
M. No. A34734

Place: Panaji - Goa

Date: **22 SEP 2026**

Place: Pilerne - Goa

Date: **22 SEP 2026**



Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511
Statement of Changes in Equity for the period ended March 31, 2026

A Equity Share Capital

Particulars	Rupees in lakhs
Balance as at April 1, 2024	626.42
Changes in equity share capital during the year	93.92
Balance as at March 31, 2025	720.34
Changes in equity share capital during the year	26.63
Pending for Allotment	28.41
Balance as at March 31, 2026	775.38

B Other Equity

Particulars	Reserves and surplus					Other Comprehensive Equity		Total
	Securities Premium Reserve	Capital Reserves on Business Combination	Capital Reserves	Retained earnings	Other Comprehensive Re-measurement of defined benefit obligations	Instruments through other comprehensive income		
Balance as at March 31, 2024	2,479.88	-	10.07	(1,641.70)	(20.00)	1.24		829.48
Add/ (Less)								
Profit/ (loss) for the year	-	-	-	737.23	-	-		737.23
Other comprehensive income for the year	-	-	-	-	(11.09)	(0.18)		(11.27)
Total Comprehensive Income for the year	-	-	-	737.23	(11.09)	(0.18)		725.96
Securities Premium on equity shares issued	8,706.06	-	-	-	-	-		8,706.06
Additions on merger	-	-	-	3,731.86	(86.58)	-		3,645.28
Capital reserve on account of merger	-	(2,797.24)	-	-	-	-		(2,797.24)
Share issue Expenses	(282.50)	-	-	-	-	-		(282.50)
As at March 31, 2025	10,903.45	(2,797.24)	10.07	2,827.39	(117.67)	1.06		10,827.04
Add/ (Less)								
Profit/ (loss) for the year	-	-	-	(248.09)	-	-		(248.09)
Other comprehensive income for the year	-	-	-	-	4.55	0.10		4.65
Total Comprehensive Income for the year	-	-	-	(248.09)	4.55	0.10		(243.44)
Securities Premium on equity shares issued	7,980.57	-	-	-	-	-		7,980.57
Additions on merger	4,489.42	-	-	(123.73)	-	-		4,365.69
Capital reserve on account of merger	-	(1,403.41)	-	-	-	-		(1,403.41)
Share issue Expenses	(292.39)	-	-	-	-	-		(292.39)
As at March 31, 2026	23,081.05	(4,200.65)	10.07	2,455.57	(113.12)	1.16		21,234.06

See accompanying notes to the financial statements

in terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO.
Chartered Accountants
Firm Membership no. 117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874

For and on behalf of the Board of Directors of
Kineco Limited

Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446

Vivekanand Panskar
Chief Financial Officer

Vivek Srivastava
Group CEO & ED
DIN No. 09294944

Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

Place : Panaji, Goa

Date : 22 SEP 2026

Place : Pilerne, Goa

Date : 22 SEP 2026



1 Company information

a) Kineco Limited (the "Company") is a public limited company incorporated on 10th October, 1994 under the name and style "Mass Kinematics Private Ltd," a private limited company. On 10th January, 2001 the name of the company was changed from Mass Kinematics Private Limited to Kineco Private Limited and thereafter it has converted from Private Limited Company to a Public Company on 23rd March, 2016. Kineco Limited having its registered office and works at plot no.41 – Pilerne Industrial Estate, Pilerne, Bardez – Goa 403511 is a multi-dimensional composite producer having state-of-the-art manufacturing facilities (ISO9001-2008, AS9100 & IRIS certified) at Goa, India. Kineco Limited offers a wide spectrum of composites for Aerospace, Defence, Railways, Automotive, Motorsport, Telecommunication & Chemical Industries. Kineco has a wide range of process capabilities which include vacuum bagging/prepreg autoclave moulding, multi axis CNC filament winding, resin transfer moulding, resin infusion, pultrusion and conventional hand lay-up

b) Technology partnerships

In the year 2010, Kineco had formed technology partnerships, Joint Ventures and strategic alliances with major global players viz. Alte, Spain for rail car interiors/exterior and toilet modules/systems. The Company holds 89.66% shares in subsidiary Kineco Alte. Train Technologies Private Limited.

c) Merger with Kineco Kaman Composites - India Private Limited

In the year 2012, Kineco had formed a joint venture with Kaman Aerospace Group (subsidiary of Kaman Corporation, USA) called "Kineco Kaman Composites - India Private Limited", and was holding 51% stake.

In Sep 2024, Kineco purchased from Kaman Aerospace Group INC 49% of equity shareholding (comprising of 56,43,023 equity shares) in the company, thus making Kineco Kaman Composites - India Private Limited a Wholly Owned Subsidiary of Kineco Limited.

Thereafter, the shareholders in their meeting held on 10th March 2025 approved the scheme of merger between Kineco Kaman Composites India Pvt Ltd with Kineco Limited. The scheme of merger of Kineco Kaman Composites - India Private Limited with Kineco Limited with appointed date 1st October 2024, was approved vide order of the Regional Director (WR) dated 9th May 2025. Accordingly, the financial statements of Kineco Limited as on 31st March 2025 are presented giving effect to the merger with effect from 1st October 2024, in compliance with the said order.

d) Divestment by Indo National Limited

In 2015 Indo National Limited, a listed company through its subsidiary company Helios Strategic Systems Limited had acquired 51% controlling stake in Kineco Limited. The company had entered into shareholders agreement with the promoter, Mr. Shekhar Sardesai and Helios Strategic Systems (I) Ltd, wherein it was agreed to conduct the operations of the company as a joint venture between the Promoter and Helios, and to jointly manage and grow the Company. On 6th June 2024, Helios Strategic Systems Ltd. divested its investment in Kineco Limited by transfer of shares and thereafter Helios Strategic Systems Limited ceased to be the Holding Company and consequently Indo National Limited ceased to be the Ultimate Holding Company of Kineco Limited

e) Joint Venture with Exel Composites Oyj, Finland

On 14 October 2021, Kineco Limited had signed an agreement to establish a Joint Venture to develop the Indian pultrusion market together with Exel Composites Oyj, a Nasdaq Helsinki listed, globally recognized composites company. This Joint Venture will enable the Company to grow its Pultrusion Business, by leveraging global Pultrusion technology and market knowhow offered by Exel Composites Oyj, while making use of Kineco's existing local know-how and resources in the Indian market through this Associate Company, Kineco Exel Composites India Private Limited.

f) Investment in Kineco Train Tech Private Limited

In December 2024, Kineco Train Tech Private Limited was incorporated under the Companies Act, 2013 with Mr. Shekhar Sardesai and Mr. Vinay Jagtap as its first Directors. Subsequently, the Company allotted 40,00,000 Equity Shares by way of Preferential issue on Private Placement basis of which Kineco Kaman Composites - India Private Limited were allotted 15,00,000 Equity Shares.

Thereafter, shareholders of Kineco Train Tech have entered into a Shareholder Agreement dated 24th December 2024 with Kineco Limited and Kineco Train Tech India Pvt Ltd, conferring a right to the Board of Directors of Kineco Limited to nominate and appoint the majority of the Directors of Kineco Train Tech India Pvt Ltd. hence making Kineco Train Tech India Private Limited a subsidiary company of Kineco Limited.

Further, in Dec 2024 Kineco Train Tech Private Limited acquired 100% stake in Semvac A/S, a Denmark based Company from Wabtec UK Holdings Limited, making Semvac A/S its wholly owned subsidiary. Semvac A/S is a recognized complete sanitary solutions brand in the global rail market, with an industry experience of over 40 years and offers a platform for Kineco to launch its product portfolio of sanitary cabins and interior products in the European market.

In August 2025, Kineco Train Tech Private Limited acquired 51% of TRB Lightweight Structures Limited and remaining 49% was acquired by KTTPL's Subsidiary Company, Semvac A/S.



g) Amalgamation of Kineco Train Tech Private Limited with Kineco Limited

The Scheme of Amalgamation ("Scheme") of Kineco Train Tech Private Limited ("KTTPPL") with Kineco Limited ("the Company" or "Kineco") was approved by the members of KTTPPL and Kineco at their respective Extraordinary General Meetings held on 15 April 2026 and 17 April 2026, respectively. Upon obtaining the requisite approval of the creditors, the Scheme, together with the requisite consents, was filed with the relevant authorities.

The Scheme was subsequently approved and confirmed by the Regional Director, Western Region, Mumbai, vide order in Form CAA-12 dated 24 June 2026. Kineco thereafter filed the Regional Director's order with the Registrar of Companies in Form INC-28 on 23 July 2026, being the date on which the Scheme became effective.

With effect from the Appointed date of 1st January 2026 and upon the Scheme becoming effective, the entire undertaking of KTTPPL, including its assets, liabilities, rights, obligations and business operations, stood transferred to and vested in Kineco in accordance with the terms of the Scheme. KTTPPL accordingly stood dissolved without winding-up, and its business and operations became part of Kineco.

As Kineco held 37.5% of the equity share capital of KTTPPL, the equity shares of KTTPPL held by Kineco stand cancelled and extinguished in accordance with the Scheme. The eligible shareholders of KTTPPL are entitled to receive equity shares of Kineco pursuant to the approved share exchange ratio of 1 (one) equity share of Kineco for every 11 (eleven) equity shares held in KTTPPL.

Pursuant to the Scheme, the Board of Directors of Kineco approved the allotment of equity shares to the eligible shareholders of KTTPPL on 28 July 2026 in accordance with the aforesaid share exchange ratio. Kineco has thereafter filed Form PAS-3 with the Registrar of Companies in respect of the said allotment.

These financial statements are approved for issue by the Board of Directors on September 22, 2026.

2 Material accounting policies**a Statement of compliance**

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

b Basis of preparation

The financial statements of the Company have been prepared on a going concern basis under historical cost convention and on an accrual method except for certain financial assets and liabilities (including derivative instruments) that are measured at fair value as required by the relevant Ind AS. Accounting policies have been consistently applied, except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

c Functional and Presentation Currency

The financial statements are prepared in Indian Rupees, which is the Company's presentation and the functional currency. All financial information presented in Indian Rupees has been rounded off to the nearest lakhs with two decimals, unless otherwise stated.

d Operating Cycle

All assets and liabilities have been classified as current and non-current having regard to the Company's normal operating cycle and other criteria set out in the schedule III to the Companies Act, 2013 and Ind AS-1- "Presentation of Financial Statements".

e Use of estimates and judgements

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of financial statements and the reported amounts of income and expenses for the years presented. Actual results could differ from these estimates under different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in the future periods affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause a material adjustment to the carrying amount of assets and liabilities within the next financial year are:

i) Useful lives of property, plant and equipment and intangible assets:

The Company reviews the useful lives of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation or amortisation expense in future periods.

ii) Valuation of deferred tax assets:

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under Note 2 (n) below.



iii) Actuarial Valuation:

The determination of Company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in Other Comprehensive Income. Such valuation depends upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in the notes to the financial statements.

iv) Provisions and Contingent Liabilities:

The policy for the same has been explained under Note 2 (l) below.

f Property, plant and equipment

Property, plant and equipment are carried at acquisition cost (net of refundable taxes - primarily input credit relating to Central Excise, State VAT and Goods and Service Tax) less accumulated depreciation and impairment losses, if any. Cost of property, plant and equipment include purchase price, expenses incidental to making the assets ready for its intended use, attributable borrowing costs and net of any trade discounts and rebates. Subsequent expenditure on property, plant and equipment, after its purchase / completion, is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance. Property, plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realisable value and are disclosed separately.

Depreciation on property, plant and equipment is provided on a pro-rata basis using the straight line method as per the useful lives prescribed in Schedule II to the Companies Act, 2013.

All items of property, plant and equipment costing less than Rs. 5,000 each are fully depreciated in the year of acquisition.

Capital work in progress

Projects under which assets are not ready for their intended use and other capital work in progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest, if any.

g Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment losses, if any. Computer software licenses are amortised over their estimated useful life on a straight line basis.

h Impairment of property, plant and equipment and intangible assets

The carrying value of property, plant and equipment and intangible assets is reviewed at each Balance Sheet date for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased such reversal of impairment loss is recognised in the Statement of Profit and Loss.

i Leases

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.

Company as a Lessee:

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception comprises of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is 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 estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, adopts either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.



The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

j Inventories

Inventories are valued at the lower of cost (on weighted average basis) and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale including octroi and other levies, transit insurance and receiving charges. Finished goods and work in progress include apportionment of overheads. Net realisable value is the estimated selling price less estimated costs for completion and sale.

k Statement of cash flows

Statement of cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and 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.

Cash and cash equivalents:

Cash and bank balances, which have original maturities up to three months, are included in the Company's cash balances in the Statement of cash flows. The Company did not have any cash equivalents as at March 31, 2026 and March 31, 2025.

l Provisions, contingent liabilities and contingent assets

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. The increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate.

Provisions for the expected cost of warranty obligations under the terms of contract with the customers are recognised at the managements best estimate of the expenditure required to settle the warranty obligation.

A contingent liability is disclosed in case of present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation and a present obligation arising from past events, when no reliable estimate is possible.

Contingent assets are disclosed when an inflow of economic benefits is probable.

m Revenue recognition

Revenue is measured based on the consideration specified in a contract with a customer. The Company recognises revenue when it transfers control over a product or service to a customer. Revenue is recognised either at a point in time or over time, when (or as) the Company satisfies performance obligations by transferring the promised goods and services to its customers.

The Company recognises unearned revenue (i.e. contract liabilities) for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the Balance Sheet. Similarly, if the Company satisfies a performance obligation before it receives the consideration, the Company recognises as unbilled revenue (i.e. contract assets) in its Balance Sheet, depending on whether something other than the passage of time is required before the consideration is due.

The Company presents revenues net of indirect taxes in its Statement of Profit and loss.

n Taxes on income

Tax expenses for the year, comprising of current tax and deferred tax, are included in the determination of net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the prevailing tax laws and includes any adjustment to tax payable in respect of previous years. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax is provided / recognised using the balance sheet method, on all deductible temporary differences at the reporting date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes, on carry forward of unused tax credit and unused tax losses. Deferred tax assets and liabilities are measured using tax rates that are substantively enacted at the balance sheet date. At each balance sheet date the Company evaluates the carrying amount of deferred tax assets and reduces the value of such deferred tax assets to the extent it is no longer probable that sufficient taxable profit will be available to allow all or a part of deferred tax asset to be utilised/ recovered.



Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing tax laws and the Company intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised in the Statement of Profit and 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 recognised in other comprehensive income or directly in equity respectively.

o Foreign currency transactions and translations

Transactions in currencies other than the functional currency are translated into functional currency at the exchange rates prevailing on the date of the transaction or at rates that closely approximates the rate at the date of the transaction. Monetary items denominated in other currencies outstanding at the reporting date are translated into functional currency at the year end rates. Non-monetary items denominated in other currencies and that are measured in terms of historical cost are translated at the exchange rates prevailing on the dates on which such values are determined. Exchange differences arising on restatement or settlement of foreign currency transactions is charged to the Statement of Profit and Loss.

p Borrowings and borrowing costs

The Company borrows funds in Indian Rupees. These borrowings carry a fixed rate or floating rate of interest. The liabilities are initially measured at the amount borrowed and subsequently stated at the outstanding amounts. Interest accrued but not due which is in the nature of current liability is classified as part of 'Other current financial liabilities'. Amount outstanding in respect of foreign currency borrowings are stated at the exchange rate at the Balance Sheet date.

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.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

Borrowing costs include interest expense as per Effective Interest Rate (EIR). The borrowing costs in respect of foreign currency borrowings are adjusted for exchange differences, to the extent they are regarded as an adjustment to the interest cost.

q Earning per share

Basic earnings per share is computed by dividing the profit / (loss) after tax attributable to equity shareholders by the weighted average number of equity shares in issue during the year.

The weighted average number of ordinary shares in issue during the year are adjusted for events that have changed the number of ordinary shares in issue without a corresponding change in recoveries.

r Employee benefits

i) Short term

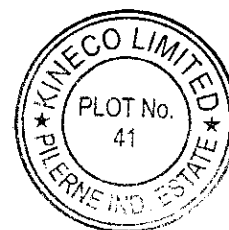
Short term employee benefits include salaries, allowances and performance incentives. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by the employees are recognised as an expense in the Statement of Profit and Loss during the year when the employees render the service to the Company.

ii) Long term

The Company has defined contribution and defined benefit plans. The plans are financed by the Company and in the case of some defined contribution plans by the Company along with its employees.

Defined contribution plans

The Company's contribution to provident fund and family pension fund made to regulatory authorities and where the Company has no further obligation are considered as defined contribution plans and are charged as an expense in the Statement of Profit and Loss as they fall due based on the amount of contribution required to be made.



Defined benefit plans

Expenses for defined-benefit gratuity plans are calculated as at the balance sheet date by independent actuaries (using the projected unit credit method) in a manner that distributes expenses over the employee's working life. These commitments are valued at the present value of the expected future payments, with consideration for calculated future salary increases, using a discount rate corresponding to the interest rate estimated by the actuary having regard to the interest rate on government bonds with a remaining term that is almost equivalent to the average balance working period of employees. Actuarial gains/losses are recognised, in full in the other comprehensive income in the year in which they arise.

Other employee benefits

Compensated absences which accrue to employees and which can be carried to future periods but are expected to be encashed or availed in twelve months immediately following the year end are reported as expenses during the year in which the employees perform the services that the benefit covers and the liabilities are reported at the undiscounted amount of the benefits after deducting amounts already paid. Where there are restrictions on availing of encashment of such accrued benefit or where the availing or encashment is otherwise not expected to wholly occur in the next twelve months, the liability on account of the benefit is actuarially determined using the projected unit credit method.

s Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at transaction values and where such values are different from the fair value, 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 (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at Fair Value through Profit or Loss are recognised immediately in the Statement of Profit and Loss.

i) Financial assets

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amounts outstanding.

Financial assets as fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Company has elected to present subsequent changes in fair value in other comprehensive income in case of investments based on its business model.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. Gains or losses arising on remeasurement are recognised in the Statement of Profit or Loss.

Investment in subsidiaries, associates & joint ventures

Investment in subsidiaries, associates & joint ventures is carried at cost in the separate financial statements.

Impairment of financial assets

The Company recognises loss allowance using the Expected Credit Loss (ECL) model for the financial assets which are not valued through profit or loss. Loss allowance for all financial assets is measured at an amount equal to 12 months expected credit losses or lifetime Expected Credit Loss. The Company had used practical expedient by computing expected credit loss allowance for trade receivable by taking into consideration historical credit loss experience and adjusted for forward looking information. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised as an impairment gain or loss in the Statement of Profit and Loss.



Derecognition of financial assets

The Company derecognises an financial asset when (i) the contractual rights to receive cash flows from the asset expire, or (ii) the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass-through arrangement; and (a) the Company has transferred substantially all the risks and rewards of ownership of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset. On derecognition of the financial asset in its entirety, the difference between the assets carrying amount measured at the date of derecognition and the consideration received is recognised in the Statement of Profit and Loss.

ii) Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity 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.

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 recognised at the proceeds received, net off direct issue costs.

Financial Liabilities

All financial liabilities that are not held-for-trading and are not designated as at FVTPL are subsequently measured at amortised cost using the effective interest method. The interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender or debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is current enforceable legal right to offset the recognised amounts and it is intended to either settle on a net basis or to realise the assets and settle the liabilities simultaneously.

iii) Derivative financial instruments

The Company enters into derivative financial instruments in the nature of forward exchange contracts to manage its exposure to foreign exchange rate risks on unexecuted firm commitments and highly probable forecast transactions. Such derivative financial instruments are marked to market and gain/ loss on such contracts is recognised in the Statement of Profit and Loss at the end of each reporting period. The derivatives are carried as financial assets when the fair value is positive and financial liabilities when the fair value is negative.

t Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and the Company will comply with the conditions attached to them.

Where the grant relates to an asset the cost of the asset is shown at gross value and grant thereon is treated as capital grant which is recognised as income in the Statement of Profit and Loss over the period and in proportion in which depreciation is charged.

Revenue grants are recognised in the Statement of Profit and Loss in the same period as the related cost which they are intended to compensate are accounted for.

u Business combination

Business combinations arising from transfers of interests in entities that are under common control are accounted using pooling of interest method. The difference between consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in equity.

The pooling of interest method is considered to involve the following:

(i) The assets and liabilities of the combining entities are reflected at their carrying amounts.

(ii) No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.

(iii) The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination is as per Scheme of Merger approved by competent authority, the accounting treatment shall be from the appointed date only in compliance with the order of the competent authority.



3 Property, plant and equipment and capital work-in-progress

	As at March 31, 2026 Rupees in lakhs	As at March 31, 2025 Rupees in lakhs
Carrying amounts of:		
Buildings	2,265.12	2,291.30
Plant and equipment	2,845.62	2,949.08
Electrical Fittings	39.51	49.11
Furniture and fixture	88.87	82.12
Vehicles	99.05	104.95
Office equipments	43.81	39.51
Computers	93.73	39.65
Laboratory Equipment	13.18	5.15
Composites, Tooling, Patterns and Dies	380.03	608.13
	<u>5,868.93</u>	<u>6,169.00</u>
Capital work-in-progress*	788.72	72.65
	<u>6,657.65</u>	<u>6,241.65</u>

	Rupees in lakhs									
Particulars	Buildings	Plant and equipment	Electrical Fittings	Furniture and fixture	Vehicles	Office equipment	Computers	Laboratory Equipment	Composite Tooling, Patterns & Dies	Total
Gross carrying amount										
As at March 31, 2024	2,188.78	1,300.89	133.67	134.77	57.54	140.21	191.71	10.78	2,425.43	6,583.80
On Business Combination	822.72	3,689.02	-	65.74	95.73	52.68	87.62	-	-	4,813.52
Additions	25.75	149.53	4.35	8.04	36.87	10.23	17.44	4.10	253.90	510.20
Disposal	-	7.00	-	-	16.50	-	0.92	-	-	24.42
As at March 31, 2025	3,037.26	5,132.44	138.02	208.55	173.64	203.12	295.85	14.88	2,679.32	11,883.10
Additions	76.92	218.47	0.35	24.68	20.25	17.58	90.61	12.67	179.20	640.73
Disposal	-	-	-	-	14.73	-	-	-	-	14.73
As at March 31, 2026	3,114.18	5,350.90	138.37	233.23	179.16	220.70	386.45	27.55	2,858.52	12,609.09
Accumulated depreciation										
As at March 31, 2024	482.01	816.63	79.00	69.94	26.77	115.98	154.49	7.82	1,664.18	3,416.87
On Business Combination	177.78	1,183.81	-	42.55	45.87	38.39	69.27	-	-	1,557.67
Depreciation expenses	86.17	184.20	9.91	13.93	11.72	9.24	32.43	1.91	407.02	756.54
Elimination on disposal	-	1.29	-	-	15.68	-	-	-	-	16.97
As at March 31, 2025	745.96	2,183.35	88.91	126.43	68.68	163.61	256.20	9.73	2,071.20	5,714.10
Depreciation expenses	103.10	321.92	9.95	17.93	26.15	13.29	36.52	4.64	407.29	940.81
Elimination on disposal	-	-	-	-	14.73	-	-	-	-	-
As at March 31, 2026	849.06	2,505.28	98.86	144.35	80.10	176.90	292.72	14.37	2,478.49	6,654.91
Net carrying amount										
As at March 31, 2024	1,706.78	484.25	54.66	64.83	30.77	24.24	37.22	2.97	761.25	3,166.92
As at March 31, 2025	2,291.30	2,949.08	49.11	82.12	104.95	39.51	39.65	5.15	608.13	6,168.99
As at March 31, 2026	2,265.12	2,845.62	39.51	88.87	99.05	43.81	93.73	13.18	380.03	5,868.93

* Capital Work-in-progress ageing schedule

Particulars	As at March 31, 2026 Rupees in Lakhs		As at March 31, 2025 Rupees in Lakhs	
	Projects in	Projects	Projects in	Projects
Less than 1 year	788.72	-	72.65	-
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More than 3 years	-	-	-	-
Total	788.72	-	72.65	-



4 Other intangible assets

	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
Carrying amounts of:		
Sky Bus Coaches Project	-	3.13
Optical Telescopic Structures	72.15	86.59
TOT for R&DEE	48.70	64.93
Single & Double Leaf Door	97.01	109.13
Intangible - Non Compete Fee	975.00	1,425.00
Development of Reduced Mobility Toilet System	85.25	94.72
Computer Softwares	43.24	38.37
	<u>1,321.36</u>	<u>1,821.88</u>
Intangible assets under development	412.75	361.95
	<u>1,734.10</u>	<u>2,183.83</u>

	Rupees in lakhs									
Particulars	Filament Winding Project	Sky Bus Coaches Project	Optical Telescopic Structures	Sonar Dome for R&DEE and BEL for Ships	TOT for R&DEE	Single & Double Leaf Door	Development of Reduced Mobility Toilet System	Intangible - Non Compete Fee	Computer Softwares	Total
Gross carrying amount										
As at March 31, 2024	59.10	186.47	288.67	99.46	161.10	121.26	-	-	114.89	1,030.95
On Business Combination	-	-	-	-	-	-	-	-	132.41	132.41
Additions	-	-	-	-	-	-	94.72	1,800.00	18.75	1,913.47
Disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	59.10	186.47	288.67	99.46	161.10	121.26	94.72	1,800.00	266.04	3,076.83
Additions	-	-	-	-	-	-	-	-	20.20	20.20
Disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2026	59.10	186.47	288.67	99.46	161.10	121.26	94.72	1,800.00	286.24	3,097.03
Accumulated depreciation										
As at March 31, 2024	59.08	174.02	187.65	99.46	79.93	-	-	-	98.54	696.67
On Business Combination	-	-	-	-	-	-	-	-	127.54	127.54
Depreciation expenses	-	9.32	14.44	-	16.23	12.13	-	375.00	3.59	430.71
Elimination on disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	59.08	183.34	202.08	99.46	96.17	12.13	-	375.00	227.67	1,254.92
Depreciation expenses	-	3.11	14.44	-	16.23	12.13	9.47	450.00	15.33	520.71
Elimination on disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2026	59.08	186.45	216.52	99.46	112.40	24.25	9.47	825.00	243.00	1,775.63
Net carrying amount										
As at March 31, 2024	0.02	12.45	101.02	-	81.17	121.26	-	-	18.35	334.27
As at March 31, 2025	-	3.13	86.59	-	64.93	109.13	94.72	1,425.00	38.37	1,821.89
As at March 31, 2026	-	-	72.15	-	48.70	97.01	85.25	975.00	43.24	1,321.36

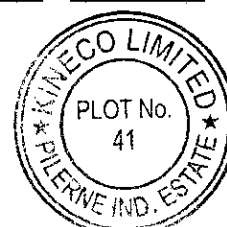
* Intangible assets under development ageing schedule

Particulars	As at March 31, 2026		As at March 31, 2025	
	Rupees in Lakhs		Rupees in Lakhs	
	Projects in progress	Projects temporarily suspended	Projects in progress	Projects temporarily suspended
Less than 1 year	412.75	-	361.95	-
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More than 3 years	-	-	-	-
Total	412.75	-	361.95	-



Kineco Limited**41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511****Notes forming part of the financial statements as at and for the year ended March 31, 2026****CIN: U24134GA1994PLC001672**

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
5 Right-of-use assets		
Right-of-use of leased assets (Refer Note No. 41)	357.42	365.54
Total	357.42	365.54
6 Non Current Investment		
i) Quoted - Investment carried at fair value through other comprehensive income	1.24	1.14
Equity Instruments		
500 Equity Shares of Bank of Baroda of Rs. 2/- fully paid up (as at 31 March 2025, 500 Equity shares of Rs.2/- each)		
ii) Investments in Equity Instruments of Subsidiaries carried at cost		
Kineco Alte Train Technologies Private Limited		
16,21,787 Equity Shares of Rs.10/- fully paid up (as at 31 March 2025, 16,21,787 Equity shares of Rs. 10/- each)	162.18	162.18
Kineco Train Tech Private Limited		
(as at 31 March 2025, 15,00,000 equity shares of Rs 10/- fully paid up) <i>Note: The scheme of merger of Kineco Train Tech Private Limited with Kineco Limited with appointed date 01/01/2026 was approved vide order of the Regional Director (WR) dated 24/06/2026</i>	-	1,500.00
M/s. Semvac A/S		
100% Equity Held	3,879.99	-
TRB Lightweight Structures Limited		
87 Equity shares of GBP 1 Each	899.54	-
iii) Unquoted - Investment carried at Cost		
Investment in Equity Instruments of Associate		
1,06,550 Equity Shares of Rs.100/- fully paid up of Kineco Exel Composites India Private Limited (as at 31 March 2025, 1,06,550 Equity shares of Rs. 100/- each)	907.42	907.42
Total	5,850.36	2,570.74
7 Other financial assets		
Security deposits	26.16	22.92
Bank deposits with more than 12 months maturity	-	4.70
Interest accrued on Bank deposits with more than 12 months maturity	-	0.01
Total	26.16	27.63
8 Non-current tax assets (net)		
Income tax payments less liabilities	250.96	111.70
Total	250.96	111.70



Kineco Limited

41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511

Notes forming part of the financial statements as at and for the year ended March 31, 2026

CIN: U24134GA1994PLC001672

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
9 Deferred tax assets (Net)		
Deferred tax liabilities:		
Depreciation allowance	504.07	550.19
	<u>504.07</u>	<u>550.19</u>
Deferred tax assets:		
Provision for employee benefits	154.13	70.83
Provision for doubtful debts	41.51	15.64
	<u>195.64</u>	<u>86.47</u>
Net deferred tax assets / (liability)	<u>(308.44)</u>	<u>(463.72)</u>
10 Other non-current assets		
(Unsecured, considered good, unless otherwise stated)		
Capital advances	493.98	77.37
Prepaid expenses	74.50	11.09
<u>Balance with government authorities</u>		
GST and Customs Duty Receivable	5.51	5.51
Security Deposits	0.18	-
Total	<u>574.17</u>	<u>93.96</u>
11 Inventories		
(At the lower of cost and net realisable value)		
Raw materials	3,700.07	2,686.49
(Including Goods-in-transit of Rs 272.71 lakhs (as at March 31, 2025 Rs 183.75 lakhs)		
Work in progress	723.88	786.21
Consumables, stores and spares	528.28	526.23
(Including Goods-in-transit of NIL (as at March 31, 2025 Rs 12.54 lakhs)		
Finished Goods	7.03	0.32
Total	<u>4,959.26</u>	<u>3,999.25</u>



Kineco Limited**41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511****Notes forming part of the financial statements as at and for the year ended March 31, 2026****CIN: U24134GA1994PLC001672**

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in Lakhs	Rupees in Lakhs
12 Trade receivables		
Trade receivables - unsecured		
(i) Considered good	16,412.15	8,566.33
(ii) Significant increase in credit risk	164.93	62.92
	16,577.08	8,629.25
Less: Allowance for bad and doubtful debts (expected credit loss allowance)*	(164.93)	(62.92)
Total	16,412.15	8,566.33

* Movement in the allowance for bad and
doubtful debts (expected credit loss
allowance)

Balance at March 31, 2024	50.93
Add: Created during the year	11.99
Less: Released during the year	-
Balance at March 31, 2025	62.92
Add: Created during the year	102.01
Less: Released during the year	-
Balance at March 31, 2026	164.93

Trade Receivables Ageing

Particulars	As at March 31, 2026 (Rs in Lakhs)						Total
	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	15,729.32	605.43	-	22.43	37.03	171.02	16,565.23
(ii) Disputed Trade Receivables – credit impaired		-	-	-	-	11.85	11.85
Total	15,729.32	605.43	-	22.43	37.03	182.87	16,577.08

Particulars	As at March 31, 2025 (Rs in Lakhs)						Total
	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	7,782.48	755.85	26.76	21.17	30.13	-	8,616.39
(ii) Disputed Trade Receivables – credit impaired		0.76	0.25	-	-	11.85	12.86
Total	7,782.48	756.61	27.01	21.17	30.13	11.85	8,629.25



Kineco Limited**41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511****Notes forming part of the financial statements as at and for the year ended March 31, 2026****CIN: U24134GA1994PLC001672**

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
13 Cash and cash equivalents		
Cash on hand	0.88	2.41
Balances with banks		
In current accounts	1,093.03	5.72
In Book overdraft	20.70	-
In EEFC accounts	24.43	123.39
In Deposit accounts	1,000.00	-
Total	2,139.04	131.52
14 Other bank balances		
Margin money deposit (represents amounts pledged with banks as security for guarantees issued and letters of credit)	106.25	89.51
Term deposits with original maturity period of more than three months	1,007.50	1,295.30
Total	1,113.75	1,384.81
15 Other current financial assets (Unsecured considered good unless otherwise stated)		
Interest accrued on bank deposits	21.68	92.22
Earnest Money & Security Deposits	182.34	422.88
Total	204.02	515.11
16 Other current assets (Unsecured considered good unless otherwise stated)		
Advances to employees	18.14	7.22
Prepaid expenses	108.12	86.57
Advances to Suppliers	1,606.65	396.38
Amounts with government authorities	554.89	857.69
Export incentives receivable	8.03	25.77
Contract assets	-	2.61
Total	2,295.83	1,376.24



Kineco Limited

41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511

Notes forming part of the financial statements as at and for the year ended March 31, 2026

CIN: U24134GA1994PLC001672

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
17 Equity Share capital		
Authorised 2,60,00,000 (as at March 31, 2025 2,10,00,000) equity shares of Rs.10 each	2,600.00	2,100.00
12,50,000 (as at March 31, 2025 12,50,000) Cumulative Redeemable Preference Shares of Rs. 100 each	1,250.00	1,250.00
	<u>3,850.00</u>	<u>3,350.00</u>
Issued, subscribed and fully paid up 74,69,725 (as at March 31, 2025 72,03,351) Equity shares of Rs.10 each	746.97	720.34
Equity shares pending allotment - 2,84,086 @ 10 Each (refer note e (ii) below)	28.41	-
Total	<u>775.38</u>	<u>720.34</u>

Footnotes:**a. Reconciliation of equity shares and amounts outstanding:**

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Shares	Rupees in lakhs	Number of Shares	Rupees in lakhs
At the beginning of the year	7,203,351	720.34	6,264,183	626.42
Add: Issued during the year	266,374	26.63	939,168	93.92
At the end of the year	<u>7,469,725</u>	<u>746.97</u>	<u>7,203,351</u>	<u>720.34</u>

b. Shareholding of Promoters:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Shares	% holding	Number of Shares	% holding
Shekhar Sardesai	3,088,623	41.35%	2,619,950	36.37%

c. Rights, preferences and restrictions attached to equity shares:

The Company has 74,69,725 (Prev. Year 72,03,351) issued, Subscribed & Paid up equity shares having a par value of Rs.10/- per share. Each holder of equity share is entitled to one vote per share held. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after settlement of all preferential amounts. The distribution will be in proportion to equity shares held by the shareholders. The Dividend proposed by Board of Directors is subject to approval of shareholders at the ensuing Annual General Meeting except in case of interim dividend.

d. Details of shareholders holding more than 5% shares

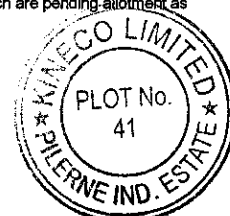
Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Shares	% holding	Number of Shares	% holding
Shekhar Sardesai	3,088,623	41.35%	2,619,950	36.37%
Gajanana Assets and Projects SPV LLP	-	0.00%	970,436	13.47%
Pankaj Prasoon	526,833	7.05%	184,469	2.56%
Ashish Kacholia	362,600	4.85%	362,600	5.03%

e. Change in Authorised Equity share capital

(i) The Scheme of Amalgamation (Merger by Absorption) was confirmed by the Regional Director, Mumbai vide Order dated 9th May 2025. Upon the scheme becoming effective, the Authorized share capital of the Transferor Company (Kineco Kaman Composites India Pvt Ltd) was added to the Authorised Capital of the Company. Hence, the Authorised Capital of the Company stands increased to Rs. 21,00,00,000 (2,10,00,000 Equity Shares of Rs. 10/- each) on account of the said combination of Authorized capital.

(ii) The Scheme of Amalgamation (Merger by Absorption) was confirmed by the Regional Director, Mumbai vide Order dated 24th June 2026. Upon the scheme becoming effective, the Authorized share capital of the Transferor Company (Kineco Train Tech Private Limited) was added to the Authorised Capital of the Company. Hence, the Authorised Capital of the Company stands increased to Rs. 26,00,00,000 (2,60,00,000 Equity Shares of Rs. 10/- each) on account of the said combination of Authorized capital.

Further, as per the scheme of amalgamation the members of Kineco Train Tech Private Limited were to be issued one fully paidup equity share for every 11 fully paidup equity share in Kineco Train Tech Private Limited. Accordingly 2,84,086 shares of Rs 10 each are pending allotment as of 31st March 2026 and have been subsequently issued on 28th July 2026



Kinenco Limited

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Notes forming part of the financial statements as at and for the year ended March 31, 2026

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18 Other Equity

Other Equity						Rupees In lakhs	
Particulars	Securities Premium Reserve	Reserves and surplus			Other Comprehensive Income		Total
		Capital Reserves on Business Combination	Capital Reserves	Retained earnings	Re-measurement of defined benefit obligations	Equity Instruments through other comprehensive income	
Balance as at March 31, 2024	2,479.88	-	10.07	(1,641.70)	(20.00)	1.24	829.48
Add/ (Less)							
Profit/ (loss) for the year	-	-	-	737.23	-	-	737.23
Other comprehensive income for the year	-	-	-	-	(11.09)	(0.18)	(11.27)
Total Comprehensive Income for the year	-	-	-	737.23	(11.09)	(0.18)	725.96
Securities Premium on equity shares issued	8,706.06	-	-	-	-	-	8,706.06
Additions on merger	-	-	-	3,731.86	(86.58)	-	3,645.28
Capital reserve on account of merger	-	(2,797.24)	-	-	-	-	(2,797.24)
Share issue Expenses	(282.50)	-	-	-	-	-	(282.50)
As at March 31, 2025	10,903.45	(2,797.24)	10.07	2,827.39	(117.67)	1.06	10,827.04
Add/ (Less)							
Profit/ (loss) for the year	-	-	-	(248.09)	-	-	(248.09)
Other comprehensive income for the year	-	-	-	-	4.55	0.10	4.65
Total Comprehensive Income for the year	-	-	-	(248.09)	4.55	0.10	(243.44)
Securities Premium on equity shares issued	7,980.57	-	-	-	-	-	7,980.57
Additions on merger	4,489.42	-	-	(123.73)	-	-	4,365.69
Capital reserve on account of merger	-	(1,403.41)	-	-	-	-	(1,403.41)
Share issue Expenses	(292.39)	-	-	-	-	-	(292.39)
As at March 31, 2026	23,081.05	(4,200.65)	10.07	2,455.57	(113.12)	1.16	21,234.06



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Notes forming part of the financial statements as at and for the year ended March 31, 2026

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Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
19 Non - Current borrowings		
Working Capital Term Loan (Secured)		
From Banks (see footnote a below)	484.54	539.63
Term loans (secured)		
From banks (see footnote b below)	736.40	590.43
From financial institutions	-	5.94
Total	1,220.94	1,136.01

Footnotes:

a. Working Capital Term Loans from Banks are Secured by hypothecation of stocks of Raw Material, Stock in Process, Finished goods, Consumables and book-debts and all other current assets. Secured by mortgage of land and building and movable assets at plot no. 34, 35, 36, 41, 42, 43, 60, 61 and 61A. Extension of charge over remaining fixed assets. Also secured by personal guarantee of Shekhar Sardesai.

b. One FCNR term loans carries interest rates of 7.76% to 7.61% (Previous year 7.88% to 7.94%) per annum. This facility is secured by equitable mortgage of factory land and building and hypothecation charge on the entire plant and machinery and other movable and immovable assets and on the inventories and receivables of the Company. The loan is repayable in 78 monthly instalments of USD 18,333 (approx. Rs. 15.27 lakhs) each, the first instalment is payable in September 2019 the last instalment payable in May 2026.

The Company has taken another loan of Rs. 800 lakhs for purchase of Machinery which carries an interest rate of 7.68% to 8.90% per annum. This facility is secured by equitable mortgage of factory land and building and hypothecation charge on the entire plant and machinery and other movable and immovable assets and on the inventories and receivables of the Company. The loan is repayable in 73 monthly instalments of USD 13,429 (approx. Rs. 12.75 lakhs) each, the first instalment is payable in April 2024 the last instalment payable in May 2030.

The Bank has sanctioned loan of Rs. 1900 lakhs during the year (out of which utilised for Rs. 208.27 lakhs till March 2026) for Expansion of new building & Machinery for plot No 60 which carries an interest rate of 8.90% to 9.15% per annum. This facility is secured by equitable mortgage of factory land and building and hypothecation charge on the entire plant and machinery and other movable and immovable assets and on the inventories and receivables of the Company. The loan is repayable in 84 monthly instalments of Rs. 30.71 lakhs, the first instalment is payable in September 2026 and the last instalment payable in July 2033

The Bank has sanctioned another loan of Rs. 2500 lakhs during the year (out of which utilised for Rs. 218.70 lakhs till March 2026) for Expansion of building & Machinery for plot no 41 & 61 which carries an interest rate of 8.75% per annum. This facility is secured by equitable mortgage of factory land and building and hypothecation charge on the entire plant and machinery and other movable and immovable assets and on the inventories and receivables of the Company. The loan is repayable in 96 monthly instalments.

The company has taken vehicle loan from banks which carries interest rate of 7.50% to 8% per annum. This loan is secured by hypothecation of the vehicle and is repayable in 48 equated monthly instalments.

d. Preference Shares:

Particulars	March 31, 2026		March 31, 2025	
	Number of Shares	Rupees in lakhs	Number of Shares	Rupees in lakhs
At the beginning of the year	-	-	8,000,000	800.00
Less: Redeemed during the year	-	-	(8,000,000)	(800.00)
At the end of the year	-	-	-	-

Rights, preferences and restrictions attached to shares:

The Company had issued 8,00,000 1% Cumulative Optionally Convertible Preference Shares of Rs. 100/- each at par for the financial year 2017 - 2018. The terms of contract require contractual payments in cash at the time of redemption at premium and 1% dividend on cumulative basis. The shares are cumulative, non-participating and optionally convertible with the conversion option being triggered if and upon the Company defaulting on redemption of the shares.

20 Non-current lease liabilities

Lease liabilities (see note no 41)	80.84	84.93
Total	80.84	84.93

21 Non Current provisions

Provision for employee benefits		
Provision for compensated absences benefits	292.66	162.04
Gratuity (see note no 42)	232.02	172.85
Total	524.68	334.89



CIN: U24134GA1994PLC001672

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
22 Other non current liabilities		
Deferred government grant	186.58	206.91
Total	186.58	206.91
23 Current borrowings		
Loans repayable on demand		
From a bank (Secured)		
Cash credit (See footnote a below)	3,809.62	3,185.06
Export packing credit (See footnote b below)	1,394.45	1,285.82
Current maturities of long-term debt		
Term loans from Bank (refer footnote a and b of Note 19 above)	465.26	782.07
Term loans from financial institutions	-	38.52
Current maturities of term loans from others (unsecured)	-	470.00
Book Overdraft	-	187.93
Loans and advances from related party (unsecured)		
From Directors	-	1,000.00
Total	5,669.33	6,949.40

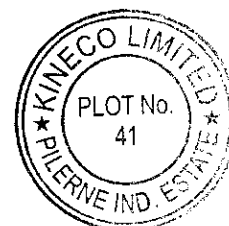
Footnotes:

a. Secured by hypothecation of stocks of Raw Material, Stock in Process, Finished goods, Consumables and book-debts and all other current assets. Secured by mortgage of land and building and movable assets at plot no. 34, 35, 36, 41, 42, 43, 60, 61 and 61A. Extension of charge over remaining fixed assets. Also secured by personal guarantee of Shekhar Sardesai. The cash credit facility is secured by an exclusive first charge on inventories and receivables of the Company, equitable mortgage of factory land and building and movable assets and hypothecation charge on plant and machinery of the Company.

b. The export packing credit facility is secured by an exclusive first charge on inventories and receivables of the Company, equitable mortgage of factory land and building and movable assets and hypothecation charge on plant and machinery of the Company. The facility carries an interest rate of 6.25% to 5.31% per annum (during the year ended March 31, 2025 3.25% to 6.25% per annum).

24 Lease Liabilities

Lease liabilities (see note no 41)	11.85	11.85
Total	11.85	11.85



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Notes forming part of the financial statements as at and for the year ended March 31, 2026

Standalone Financial Statements

CIN: U24134GA1994PLC001672

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
25 Trade payables		
Total outstanding dues of micro enterprises and small enterprises	1,711.04	896.46
Total outstanding dues of creditors other than micro enterprises and small enterprises	9,032.88	4,318.65
Total	10,743.92	5,215.12

A Trade Payables Ageing

Particulars	As at March 31, 2026 Rupees in lakhs					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Micro and Small	1,005.35	703.16	2.53	-	-	1,711.04
(ii) Others	8,448.01	581.92	0.29	2.38	0.28	9,032.88

Particulars	As at March 31, 2025 Rupees in lakhs					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Micro and Small	877.12	19.35	-	-	-	896.46
(ii) Others	4,111.01	205.36	0.66	-	1.63	4,318.65

B The details relating to Micro and Small Enterprises in terms of the Micro, Small and Medium Enterprises Development Act, 2006 are as follows and have been made on the basis of confirmations received from suppliers regarding their status under the said act;

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
Outstanding principal Amount and Interest as on March 31, 2026		
- Principal amount	1,701.65	898.46
- Interest due thereon	4.70	-
Amount of interest paid along with the amounts of payment made beyond the appointed day	-	-
Amount of interest due and payable (where the principal has already been paid but interest has not been paid)	4.70	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	4.70	-
The amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act	-	-



Kineco Limited**41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511****Notes forming part of the financial statements as at and for the year ended March 31, 2026****CIN: U24134GA1994PLC001672**

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
26 Other financial liabilities		
Interest accrued but not due on borrowings	10.46	21.56
Payables on purchase of fixed assets	102.53	7.92
Total	112.99	29.48
27 Provisions		
Provision for employee benefits		
Compensated absences	58.89	124.48
Total	58.89	124.48
28 Other current liabilities		
Contract liabilities - Advances from customers	1,324.36	1,347.43
Statutory remittances (Contributions to PF, ESIC and LWF, withholding taxes, GST etc.)	302.30	96.39
Deferred government grant	20.33	20.33
Total	1,646.98	1,464.15



Kineco Limited**41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511****Notes forming part of the financial statements as at and for the year ended March 31, 2026****CIN: U24134GA1994PLC001672**

Particulars	Year ended March 31, 2026 Rupees in lakhs	Year ended March 31, 2025 Rupees in lakhs
29 Revenue from operations		
<u>Sale</u>	23,622.99	17,547.71
<u>Other Operating Income</u>		
Scrap sale	11.74	15.68
Export incentives	170.15	152.13
Total	23,804.88	17,715.52

The Company's current contract with customers for sale of Composite structures can be classified as (i) Manufacture and sale of parts as such and (ii) Manufacture and sale of parts on job work basis (iii) Sales of Services

Manufacture and sale of parts: Each deliverable part is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. In this case, the customer representative normally inspects and approves the part for despatch. This part is a specific part manufactured as per the design provided by the customer, such acceptance is considered to be indicative of the customer having obtained the ability to direct the use of and obtain substantially all of the remaining benefits from the part. The contract with the customers provides the part to be delivered to its specified location and hence the revenue is recognised once the parts are placed with the carrier at the origin destination.

Payments for these parts are received in accordance with the contract with the customer, which includes certain advance amount in some cases and balance payments on delivery of the parts as per the agreed credit terms. As the advance gets adjusted within the normal operating cycle of 12 months, the advance received is not considered to be towards a significant financing arrangement requiring adjustment to the transaction price.

Manufacture and sale of parts of job work basis: Each deliverable part is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. The tools and the raw materials required for the manufacture of these parts are provided by the customer free of charge. Though the physical control of these tools and raw material is with the Company, the customer directs their use and are returnable on completion of the job work process. Further these tools and raw material are specific to the deliverable part of the customer and cannot be used for any other purpose and hence these are not considered to have any effect on the transaction price from the non cash consideration perspective. The contract with the customers provides the part to be delivered on FOR basis and hence the revenue is recognised once the parts are delivered to the customers premises.

Sale of services: Each installation and commissioning contract is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. The customer representative normally inspects and approves the installed components and provides the installation completion certificate. On approval the revenue is recognised.

Payments for these services are received in accordance with the terms agreed in the contract with the customer.

Sale

Manufacture and sale of parts	20,616.12	15,380.98
Manufacture and sale of parts on job work basis	636.24	262.51
Sales of Services	2,370.63	1,904.22
	23,622.99	17,547.71

Geographical markets

India	18,315.08	11,560.32
Other Countries	5,307.91	5,987.39
	23,622.99	17,547.71



Kineco Limited**41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511****Notes forming part of the financial statements as at and for the year ended March 31, 2026****CIN: U24134GA1994PLC001672**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	Rupees in lakhs	Rupees in lakhs
30 Other Income		
Interest Income		
Margin Deposit & Fixed Deposit with Banks	67.41	63.69
on income tax refund	-	6.44
Interest Others	0.16	-
Interest on Loan to Related Party	-	5.29
Other Non operating income		
Sundry balances written back (net)	92.79	-
Deferred government grant income	20.33	10.14
Profit on sale of assets	5.48	0.09
Custom incentives	-	41.80
Net gain on foreign currency transactions and translations	80.44	-
Rent from sub-lease of plot no 61	-	46.86
Miscellaneous Income	163.56	7.04
Total	430.17	181.34
31 Cost of materials consumed		
Stock at Commencement	3,212.72	2,684.93
Add: Purchases ,Stores & Spares	14,070.24	8,025.67
	17,282.96	10,710.60
Less: Stock at close	4,228.35	3,212.72
Total	13,054.61	7,497.89



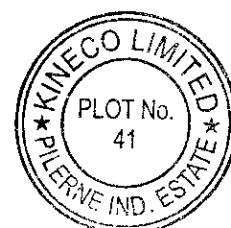
Kineco Limited

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Notes forming part of the financial statements as at and for the year ended March 31, 2026

CIN: U24134GA1994PLC001672

Particulars	Year ended March 31, 2026 Rupees in lakhs	Year ended March 31, 2025 Rupees in lakhs
32 Changes in inventories of finished goods work-in-progress and stock-in-trade		
Inventories at the end of the year		
Work in Process	723.88	786.21
Finished Goods	7.03	0.32
	<u>730.91</u>	<u>786.53</u>
Inventories at the beginning of the year		
Work in Process	786.21	1,306.09
Finished Goods	0.32	227.02
	<u>786.53</u>	<u>1,533.11</u>
Net (increase)/ decrease	<u>55.62</u>	<u>746.58</u>
33 Employee benefits expenses		
Salaries and wages	3,955.68	2,608.70
Staff welfare expenses	89.74	82.74
Contribution to PF, ESIC, & Other Funds	182.01	140.63
Gratuity (see note no. 42)	67.24	45.79
Total	<u>4,294.67</u>	<u>2,877.86</u>
34 Finance costs		
Interest on borrowings from banks	467.64	475.10
Interest on borrowings from holding company (including preference shares)	-	129.60
Interest on others	74.14	90.70
Others borrowing costs	90.34	37.40
Interest on Lease Liability	6.23	2.17
Net loss on foreign currency transactions and translations (considered as finance costs)	19.94	10.06
Total	<u>658.29</u>	<u>745.02</u>



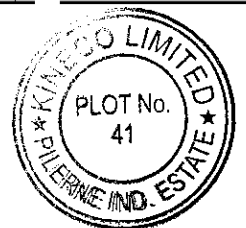
Kineco Limited

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Notes forming part of the financial statements as at and for the year ended March 31, 2026

CIN: U24134GA1994PLC001672

Particulars	Year ended March 31, 2026 Rupees in lakhs	Year ended March 31, 2025 Rupees in lakhs
35 Other expenses		
Outsourced Services	745.05	731.12
Consumption of Packing Material	11.53	11.92
Consumption of stores and spare parts	402.46	327.04
Labour expenses	83.76	29.60
Fuel, power and water	234.04	176.89
Security Expenses	125.85	104.46
Design and Engineering Expenses	1.59	1.94
Repair & Maintenance:		
- Plant & Machinery	133.78	84.56
- Building	50.36	22.51
- Others	110.01	73.88
Rates & Taxes	9.29	16.14
Printing and stationery	18.43	12.85
Travelling & Conveyance	263.63	157.74
Communication Charges	61.02	31.16
Insurance Charges	142.88	82.33
Rent	7.95	19.71
Professional Fees	1,055.80	508.36
Auditor's Remuneration:		
- For Audit Matters	12.00	15.97
- For Taxation Matters	2.90	1.95
Internal Audit & Other Matters	13.25	13.19
Amortisation of right of use of leased assets (Refer Note 41)	11.49	9.55
Sundry Balances written off	-	0.25
Late Delivery Claims	10.59	19.04
Miscellaneous Expenses	84.41	79.60
Donation	1.42	0.95
Scrap Disposal	25.30	20.85
Inspection & Testing Charges	86.51	40.69
Sales & Agents Commission	279.66	158.52
Recruitment expenses	6.63	0.03
Royalty	-	31.71
Establishment expenses	32.84	16.91
Corporate social responsibility expenses	6.00	8.37
Provision for doubtful debts (expected credit losses allowance)	102.04	11.99
Advertisement and business promotion Expenses	247.27	268.21
Freight Charges Outward	528.51	516.23
Net loss on foreign currency transactions and translations	-	2.69
Total	4,908.24	3,608.89



Kineco Limited

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Notes forming part of the financial statements as at and for the year ended March 31, 2026

CIN: U24134GA1994PLC001672

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	Rupees in lakhs	Rupees in lakhs
36 Tax expense		
a Income tax recognised in Statement of Profit and Loss		
Current tax in respect of current year	162.93	117.43
Tax of prior years	44.09	(3.42)
Deferred tax	(156.83)	382.14
Total	50.19	496.15

b The reconciliation of estimated income tax expense at Indian Statutory income tax rate to income tax expense reported in Statement of Profit and Loss is as follows:

Profit before tax	(197.90)	1,233.38
Indian statutory income tax rate (Average of rates adopted by holding and subsidiary company)	25.17%	25.17%
Income tax expense	(167.39)	424.13
Effect of expenses that are not deductible in determining taxable profit	77.86	36.09
Effect of expenses that were disallowed in the previous years, deductible in determining taxable profit	(10.78)	(15.12)
Effect of set off of brought forward losses against taxable profit and temporary difference relating to depreciation allowance including the sale of plant and machinery for which deferred tax liabilities have been recognised	101.42	50.06
Effect of temporary difference relating to depreciation allowance and provisions for which deferred tax liabilities have been recognised	-	-
MAT payable / (reversed)	-	-
Reduction/ (increase) in DTA on account of brought forward / carried forward losses	-	-
Permanent difference on expenses disallowed	6.51	2.82
Taxes of prior years	44.09	(3.42)
Tax relating to items that will not be reclassified to profit or loss	(1.53)	1.59
MAT credit entitlement	-	-
Income tax expense recognised in Statement of Profit and Loss	50.19	496.15

c Income tax recognised in Other Comprehensive Income

Deferred tax

Arising on income and expenses recognised in other comprehensive income:

Remeasurement of defined obligations and equity instruments	(1.55)	3.24
Impact of Set-off of brought forward losses	1.55	(3.24)

Total income tax recognised in other comprehensive income

-

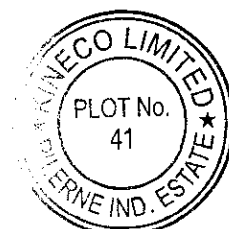
Bifurcation of the income tax recognised in other comprehensive income into:

Items that will not be reclassified to profit or loss	(1.53)	1.59
Impact of set-off of brought forward losses	-	-

Total

(1.53)

1.59



37 Financial instruments

i. Financial risk management objective and policies

This section gives an overview of the significance of financial instruments for the Company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in Note 2(s).

ii. Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts and fair values, are set out below:

Financial Assets	Rupees in lakhs			
	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value
As at 31st March 2025				
Non-Current Investments*	-	1.14	-	1.14
Trade receivables	-	-	8,566.33	8,566.33
Cash and cash equivalents	-	-	131.52	131.52
Other bank balances	-	-	1,384.81	1,384.81
Other current financial assets	-	-	515.11	515.11
Other Non current financial assets	-	-	27.63	27.63
Total	-	1.14	10,625.40	10,626.55
As at 31st March 2026				
Non-Current Investments*	-	1.24	-	1.24
Trade receivables	-	-	16,412.15	16,412.15
Cash and cash equivalents	-	-	2,139.04	2,139.04
Other bank balances	-	-	1,113.75	1,113.75
Other current financial assets	-	-	204.02	204.02
Other Non current financial assets	-	-	26.16	26.16
Total	-	1.24	19,895.12	19,896.36

* other than equity instruments of subsidiaries which are measured at cost

Financial Liabilities	Rupees in lakhs			
	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value
As at 31st March 2025				
Non-current borrowings	-	-	1,136.01	1,136.01
Current borrowings	-	-	6,949.40	6,949.40
Non Current Lease Liabilities	-	-	84.93	84.93
Trade payables	-	-	5,215.12	5,215.12
Lease Liabilities	-	-	11.85	11.85
Other current financial liabilities	-	-	29.48	29.48
Total	-	-	13,426.78	13,426.78
As at 31st March 2026				
Non-current borrowings	-	-	1,220.94	1,220.94
Current borrowings	-	-	5,669.33	5,669.33
Non Current Lease Liabilities	-	-	80.84	80.84
Trade payables	-	-	10,743.92	10,743.92
Lease Liabilities	-	-	11.85	11.85
Other current financial liabilities	-	-	112.99	112.99
Total	-	-	17,839.86	17,839.86

iii. Fair value hierarchy

The table shown below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined below:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

	Rupees in lakhs	
	As at March 31, 2026	As at March 31, 2025
Financial assets - at fair value through other comprehensive income:		
Non-Current Investments	1.24	1.14
(other than equity instruments of subsidiaries)		
Total	1.24	1.14



Kineco Limited**41 - Pilerne Industrial Estate, Pilerne, Barddez - Goa - 403511****Notes forming part of the financial statements as at and for the year ended March 31, 2026****CIN: U24134GA1994PLC001672****iv Risk management framework****a) Risk management**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. These risks include market risk, credit risk and liquidity risk. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risk and adherence to limits. The risk management process is regularly reviewed by the Company's board of directors.

b) Treasury management

The Company's treasury function provides services to the business, co-ordinates access to financial markets, monitors and manages the financial risks relating to the operations of the Company through internal reports which analyses exposures by degree and magnitude of risks. These risks include market risk (currency risk and interest rate risk), credit risk, liquidity risk and cash flow interest rate risk.

c) Market Risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rate and interest rates.

d) 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 is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments. The Company's customers include government bodies/ public sector undertakings as well as private companies. The credit worthiness of the customers is evaluated based on publicly available information and the Company's historical experiences.

Credit period varies as per the contractual terms with the customers. No interest is generally charged on overdue trade receivables. Exposures to customers outstanding at the end of each reporting period are reviewed to determine incurred and expected credit losses and the Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade receivables.

e) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages liquidity risk by continuously monitoring of forecasts and actual cash flows and by matching the maturity timelines of the financial assets and liabilities and utilising its borrowing facilities appropriately to meet its financial obligations.

The following table provides the details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

	Amounts in lakhs		
	Less than 1 year	1 to 5 years	Total
As at March 31, 2026			
Interest bearing liabilities	465.26	6,425.01	6,890.27
Trade payables	10,743.92	-	10,743.92
Other financial liabilities	112.99	80.84	193.83
As at March 31, 2025			
Interest bearing liabilities	782.07	5,606.89	6,388.96
Trade payables	5,215.12	-	5,215.12
Other financial liabilities	29.48	84.93	114.41

v Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximise returns for the shareholders and benefits for other stake holders. The Company aims to maintain an optimal capital structure through combination of debt and equity in a manner so as to minimise the cost of capital.

The Company monitors its capital using Gearing Ratio, Net Debt (Short Term and Long Term Borrowings including Current maturities) divided by Total Equity (Capital plus net debt).

	Amounts in lakhs	
	As at March 31, 2026	As at March 31, 2025
Long term borrowings (Refer note 19)	1,220.94	1,136.01
Short term borrowings (Refer note 23)	5,204.07	4,470.88
Current maturities of long term debt (Refer note 23)	465.26	782.07
Net debt	6,890.27	6,388.96
Total equity	22,009.44	11,547.38
Total capital	28,899.71	17,936.33
Gearing ratio	24%	36%



38 Contingent liabilities

(i) Bank Guarantees issued by the bank on behalf of the Company Rs 2,349.07 lakhs (Previous year: Rs. 826.17 lakhs)

(ii) Letter of Credit issued by the bank on behalf of the Company Rs 122.05 lakhs (Previous year: NIL)

(iii) SBLC issued by the bank on behalf of the Company GBP 3,85,000 (Previous year: NIL)

(iv) Claims against the Company for pending cases NIL (Previous year Rs. 817.98 lakhs)

Kineco Limited was awarded a contract by MCF for the furnishing of 191 coaches for a total contract value of Rs. 81.79 crores. Subsequently, for reasons attributable to circumstances beyond the control of Kineco Limited, MCF unilaterally cancelled the order and levied General Damages of Rs. 8.18 crores upon the Company and also revoked bank guarantees amounting to Rs. 1 Crore.

Aggrieved by the aforesaid action, Kineco Limited invoked the arbitration mechanism under the contract and challenged the levy of General Damages. Upon adjudication of the dispute, the Arbitral Tribunal, vide its Award dated 19.06.2023, ruled in favour of Kineco Limited, setting aside and nullifying the General Damages of Rs. 8.18 crores levied by MCF. The Tribunal further awarded Rs. 2.44 crores in favour of Kineco Limited, together with interest at the rate of 9.5% per annum in the event the awarded amount was not paid by MCF within 45 days.

MCF thereafter challenged the Arbitral Award before the Commercial Court, Lucknow. The challenge was rejected and the Commercial Court, vide its Judgment dated 03.07.2025, upheld the Award in favour of Kineco Limited. MCF subsequently preferred an appeal before the Hon'ble High Court at Lucknow. The said appeal was dismissed by the Hon'ble High Court on 19.03.2026, with the Court holding that neither the Arbitral Award dated 09.06.2023 nor the Judgment of the Commercial Court, Lucknow dated 03.07.2025 warranted any interference.

In parallel, Kineco Limited initiated execution proceedings before the Commercial Court, Lucknow for enforcement and recovery of the amounts awarded under the Arbitral Award. Pursuant to the execution proceedings and the finality of the Award, MCF has since discharged the amounts payable to Kineco Limited, comprising the awarded principal and applicable interest. An amount of Rs. 15.85 lakhs was received on 09.05.2026, followed by receipt of the balance amount of Rs. 2.91 crores on 12.08.2026.

Accordingly, the dispute has been finally adjudicated in favour of Kineco Limited, with the General Damages of Rs. 8.18 crores set aside and the amounts awarded by the Arbitral Tribunal having been recovered in full, together with applicable interest.

(v) Corporate Guarantee on behalf of Joint venture Rs. 1,200.00 lakhs (Previous year Rs. 500.00 lakhs)

(vi) The Company has imported capital goods/ raw materials under the Export Promotion Capital Goods Scheme ("EPCG Scheme") / Advance licence ("Advance Licence scheme") and executed bonds aggregating Rs. 1,300.00 lakhs (March 31, 2025 Rs 1300.00 lakhs) in favour of Customs authorities. The Company is liable to pay the whole of the customs duty saved on such imported goods, along with interest at 15% per annum from the date of clearance of goods till the date of payment of duty, if it fails to discharge its export obligations as prescribed under the Schemes. Under the Schemes, the Company has to earn foreign currency worth Rs. 2,885.40 lakhs (March 31, 2025 Rs 2,885.40 lakhs) in aggregate. The obligations are to be fulfilled within a period of 1.5-6 years from the date of issue of import licences. Import licenses have been issued at various points in time and the time limit of 1.5-6 years for licenses for which such obligation is pending to be fulfilled ends on May 31, 2029. As, at the year end, the balance export obligation is NIL (March 31, 2025 Rs. 1,033.84 lakhs) which is to be fulfilled by earning foreign exchange from Company's operations.

Based on its business plans the Company does not expect any additional liability to devolve in respect of the above and therefore no provision has been held in the accounts.

39 Commitments:

Estimated amount of contracts remaining to be executed on capital account: Rs 1,920.75 lakhs (Previous year: Rs. 835.81 lakhs)

40 Trade receivable, loans and advances and trade payable balances are subject to confirmation, reconciliation and consequent adjustments, if any.

41 Leases

The Company has entered into long term lease agreements with Goa Industrial Development Corporation for use of Industrial Land. This use of land as per the agreements has been identified as the right of use assets.

I. Right-of-use assets - Land

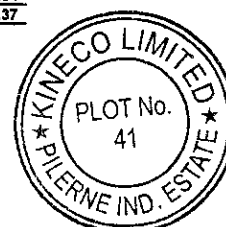
Particulars	Amount in lakhs
Right-of-use assets as of April 1, 2024 (date of transition) - Land	112.62
Add: Addition during the year from Business Combination	262.47
Less: amortised during the year	9.55
Right-of-use assets as of April 1, 2025 - Land	365.54
Add: Addition during the year	3.37
Less: Sold during the year	-
Less: amortised during the year	11.49
Balance as at March 31, 2026	357.42

II. Lease liabilities

Particulars	Amount in lakhs
Lease liabilities as of April 1, 2024 (date of transition)	69.83
Add: Addition during the year from Business Combination	34.32
Add: Interest on Lease liabilities	2.17
Less: Payment during the year	9.55
Lease liabilities as of April 1, 2025	96.78
Add: Addition during the year	3.37
Add: Interest on Lease liabilities	6.23
Less: Payment during the year	13.69
Balance as at March 31, 2026	92.68

iii. Maturity analysis of lease liabilities

Particulars	Amount in lakhs Cash outflow undiscounted	
	March 31, 2026	March 31, 2025
a. Not later than one year	14.12	11.85
b. Later than one year and not later than five years	59.96	51.18
c. Later than five years	1,249.01	1,165.34
	1,323.09	1,228.37



1. The lease term is for a definite period with no unconditional right with the Company to extend the lease period.
2. The lease agreements provide for a 10% increase in lease rent every 3 years.
3. The agreements provide for a subleasing of the leased land with prior approval of the lessor.
4. The agreements provide for renewal option of the lease period. The option to be exercised within the time limit stipulated in the lease agreements. However, the renewal is at the discretion and subject to the approval of GIDC and hence to that extent conditional.
5. The expenses relating to short term leases pertaining to leasing of equipments aggregated to Rs. 2.22 lakhs (Previous year Rs. 2.22 lakhs).

42 Employee benefits obligations:**Defined contribution plans:**

Contribution to Defined Contribution Plan, recognised as an expense and included under "Employee Benefits Expenses" - Note 33 to the Statement of Profit and Loss are as under :

- Employer's contribution to Provident Fund Rs. 177.18 lakhs; (Previous year Rs. 130.65 lakhs)
- Employer's contribution to Employees State Insurance Scheme Rs. 8.18 lakhs; (Previous year Rs. 10.73 lakhs)
- Employer's contribution to Labour Welfare Fund Scheme Rs. 0.56 lakhs; (Previous year Rs. 0.40 lakhs)

Defined benefit plans:

The Company offers benefits under a defined-benefit plan in the form of a gratuity scheme to its eligible employees. The gratuity scheme covers substantially all regular employees. The plan provides for a lumpsum payment to its vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to fifteen days/ one month salary drawn at the time of the incident occasioning such payment, as applicable, payable for each completed year of service or part thereof in excess of six months. Vesting occurs up on completion of five years of service calculated as per the Payment of Gratuity Act, 1972.

The employees' gratuity fund scheme is managed by Life Insurance Corporation of India (LIC). The Company makes annual contributions to the plan. Commitments are actuarially determined at year-end. Actuarial valuation is based on "Projected Unit Credit" method.

Details of defined benefit plan - As per Actuarial valuation are as follows:

Particulars	Rupees in lakhs	
	March 31, 2026	March 31, 2025
I Components of defined benefit cost		
i Current service cost	55.86	39.70
ii Past service cost	-	-
iii Mortality charges and taxes	-	-
iv Interest cost on benefit obligation (net)	11.39	6.09
Total expense included in Statement of Profit and Loss (P&L)	67.25	45.79
v Actuarial loss/ (gain) arising from financial assumptions	(11.57)	11.82
vi Return on plan of assets (excluding interest income)	5.49	0.87
Total expense recognised in Other Comprehensive Income (OCI)	(6.08)	12.68
Total defined benefit cost recognised in P&L and OCI	61.17	58.47
II Actual contribution and benefits payments for the year		
i Actual contributions	2.00	41.16
ii Actual benefits payments	(8.95)	(2.41)
III Changes in present value of obligation during the year		
i Present value of defined benefit obligation as at the beginning of the year	506.48	248.72
Present value of defined benefit obligation as at 01st October 2024	-	185.17
ii Current service cost	55.86	39.70
iii Past service cost	-	-
iv Interest cost	33.24	23.48
v Benefits paid	(8.95)	(2.41)
vi Actuarial loss/ (gain) arising from financial assumptions	(11.57)	11.82
vi Actuarial loss/ (gain) arising from experience adjustments	-	-
vii Present value of defined benefit obligation as at the end of the year	575.06	506.48
IV Changes in fair value of plan of assets during the year		
i Fair value of plan of assets as at the beginning of the year	333.63	187.78
Fair value of plan of assets as at 01st October 2024	-	90.57
ii Interest income	21.85	17.40
iii Actual company contribution	2.00	41.16
iv Mortality charges and taxes	-	-
v Benefits paid	(8.95)	(2.41)
vi Return on plan of assets (excluding interest income)	(5.49)	(0.87)
vii Fair value of plan of assets as at the end of the year	343.04	333.63
V Net asset/ (liability) recognised in the Balance Sheet		
i Present value of defined benefit obligation	(575.06)	(506.48)
ii Fair value of plan of assets	343.04	333.63
iii Net asset/ (liability) recognised in the Balance Sheet	(232.02)	(172.85)



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VI	Actuarial assumptions		
i	Discount rate	7.31%	6.10%
ii	Expected return on plan of assets	NA	NA
iii	Salary escalation rate	8.50%	8.50%
iv	Mortality table used	Indian Assured Lives Mortality 2012-14 Ultimate table	Indian Assured Lives Mortality 2012-14 Ultimate table
v	Withdrawal rates	10.00%	10.00%

In the absence of detailed information regarding Plan assets which is funded with Life Insurance Corporation of India, the composition of each major category of plan assets, the percentage or amount for each category to the fair value of plan assets has not been disclosed.

VII Maturity profile of defined benefit obligation (rounded off to the nearest thousand)

i	Year 1	99.11	47.52
ii	Year 2	22.57	34.95
iii	Year 3	59.66	30.48
iv	Year 4	26.06	17.85
v	Year 5	23.48	53.05
vi	Subsequent 5 years	201.13	127.30

The defined benefit plan is exposed to various actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

- Investment risk- All plan assets are maintained in a trust fund managed by a public sector insurer viz; LIC of India. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also interest rate and inflation risk are taken care of.
 - Discount rate risk - The present value of the defined benefit obligation is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Decrease in the bond rate will increase the plan liability; this will partially be offset by the increase in the interest on plan assets.
 - Longevity risk - The present value of the defined benefit obligation calculated by reference to the best estimate of the mortality of plan participants. An increase in the life expectancy of the plan participants will increase the plans liability.
 - Salary risk - The present value of the defined benefit obligation calculated by reference to the future salaries of the plan participants. An increase in the salary of the plan participants will increase the plan liability.
- V Quantitative sensitivity analysis for significant assumptions is as below:
- | | | |
|--------------------------------------|--------|--------|
| 1% increase in discount rate | 525.89 | 402.41 |
| 1% decrease in discount rate | 632.98 | 491.65 |
| 1% increase in salary increment rate | 627.12 | 486.86 |
| 1% decrease in salary increment rate | 529.01 | 405.05 |

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

43 Related party information:

Related party information as required by Ind AS 24 is given below:

A. Names of the related parties and their relationships:

- Ultimate Holding Company
Indo National Limited (upto 06th June 2024)
- Holding Company
Helios Strategic Systems Limited (upto 06th June 2024)
- Subsidiaries / Associates
Kineco Kaman Composites India Private Limited (upto 30th September 2024)
Kineco Alte Train Technologies Private Limited
Kineco Exel Composites India Private Limited
Kineco Train Tech Private Limited (upto 31st December 2025)
M/s. Semvac A/S (wef 01.01.2026)
TRB Lightweight Structures Limited (wef 01.01.2026)
- Key Management Personnel
Mr. Shekhar Sardesai - Chairman and Managing Director
Mr. Vivek Srivastava - Group CEO & ED (from 01.01.2026)
Mr. Vinay Jagtap - Director
Mr. Prashant Naik - Director
Mr. Rajesh Khaunte - Director
Mr. Lalit Balmukund Agarwal - Director (from 01.10.2024)
Mr. Pankaj Prasoon - Director (from 01.10.2024)
Mr. Girish Desai - Director (from 03.10.2024)
Mr. Vivekanand Pauskar - Chief Financial Officer
Mrs. Manisha Naik Shirgaonkar - Company Secretary
- Enterprise in which significant influence is exercised by Key Management Personnel
Gajanana Assets and Projects SPV LLP (upto 29th July 2025)



B Transactions with related parties:

i) Details relating to parties referred to in items A (i), (ii), (iii), (iv) and (v) above:

Particulars	Name of the Related Party	Rupees in lakhs	
		March 31, 2026	March 31, 2025
1) Revenue			
Sales of goods / services	Kineco Kaman Composite India Pvt Ltd	-	5.34
	Kineco Exel Composites India Private Limited	-	83.14
	M/s. Semvac A/S	380.03	46.37
Finance Cost	Kineco Exel Composites India Private Limited	0.16	5.29
	Kineco Train Tech Private Limited	-	4.54
2) Expenses			
Finance Cost	Shekhar Sardessai	28.47	26.24
	Helios Strategic systems Limited - Loan	-	13.81
	Helios Strategic systems Limited - Preference shares	-	16.29
	Lalit Balmukund Agrawal	3.55	22.68
	Pankaj Prasoon	5.32	34.18
Expenses reimbursed	Kineco Kaman Composite India Pvt Ltd	-	0.07
	Kineco Train Tech Private Limited	0.45	147.06
	Kineco Exel Composites India Private Limited	3.92	2.64
	M/s. Semvac A/S	2.84	-
Purchase of Service	Kineco Kaman Composite India Pvt Ltd	-	0.12
	Kineco Exel Composites India Private Limited	11.14	27.19
	Kineco Train Tech Private Limited	-	8.13
Recovery of expenses	Kineco Exel Composites India Private Limited	24.74	24.74
3) Redemption of Preference shares	Helios Strategic systems Limited	-	800.00
4) Loans Taken / (Repaid)	Helios Strategic systems Limited	-	(535.00)
5) Loans (Repaid)	Kineco Exel Composites India Private Limited	(50.00)	(120.00)
6) Loans Given	Kineco Exel Composites India Private Limited	50.00	-
7) Purchase of Property, Plant & Equipment	Sale of Property, Plant & Equipment	-	0.63

Particulars	Name of the Related Party	Rupees in lakhs	
		March 31, 2026	March 31, 2025
8) Outstanding receivable / (payable) as at the end of the period			
	Kineco Exel Composites India Private Limited		
	- Trade Receivables	1.36	0.03
	- Unsecured Loan receivable	-	-
	Kineco Train Tech Private Limited		
	- Trade Receivables	-	87.79
	M/s. Semvac A/S		
	- Trade Receivables	277.15	46.37
9) Corporate guarantee given to	Kineco Exel Composites India Private Limited	1,200.00	500.00
10) SBLC given to	TRB Lightweight Structures Limited	484.00	-

ii) Details relating to persons referred to in item A (vi) above:

Rupees in lakhs		March 31, 2026	March 31, 2025
Remuneration to Key Management Personnel			
Managerial remuneration paid to Shekhar Sardessai (Chairman & Managing Director)		199.99	125.91
Vivek Srivastava (Director & CEO)		37.03	-
Salaries and other employee benefits to whole-time directors and executive officers		182.63	187.79
		419.65	313.70
Outstanding receivable / (payable)			
Shekhar Sardessai (Chairman & Managing Director)			
- Loan		-	(503.44)
- Others		(12.01)	(10.56)
		(12.01)	(514.00)



- 44 Moulds, Dies & Tools developed in house for specific customer application are classified as "Composite Tooling" based on technical consideration. (Refer note 4). These are reflected in the Balance Sheet based upon technical and economic evaluation (including wear and tear) carried out by independent valuers but not exceeding the cost thereof. Further in case of economic factors underlying the valuation undergoing material or adverse changes, appropriate impairment adjustment will be carried out in the year of such adverse change. Based on such policy the company has decided to write off an amount of Rs. 407.29 lakhs (previous year Rs 407.02 lakhs)

45 Earnings per share:

Particulars	March 31, 2026	March 31, 2025
Profit for the year (Rupees in lakhs)	(248.09)	737.23
Weighted average number of equity shares	7,289,473	7,033,529
Nominal value of each equity shares	10.00	10.00
Basic earnings per share (in Rupees)	(3.40)	10.48
Weighted average number of equity shares	7,359,522	-
Diluted earnings per share (in Rupees)	(3.37)	-

46 Foreign Currency Exposures:

The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below.

- i. Amount receivable in foreign currency on account of the following:-

Particulars	As at March 31, 2026		As at March 31, 2025	
	Rupees in lakhs	Foreign currency in lakhs	Rupees in lakhs	Foreign currency in lakhs
Trade receivables and advances to suppliers				
- USD	150.23	1.59	1,528.89	17.89
- Euro	279.27	2.56	46.37	0.50
Advances to suppliers				
- USD	314.89	3.47	8.09	0.36
- Euro	440.44	4.20	-	-
- GBP	48.83	0.40	-	-
- AUD	0.79	0.01	-	-
Cash and Bank balances				
- USD	24.04	0.26	123.36	1.44
- Euro	-	-	0.06	0.00
- GBP	0.01	0.00	0.68	0.01

- ii. Amount payable in foreign currency on account of the following:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Rupees in lakhs	Foreign currency in lakhs	Rupees in lakhs	Foreign currency in lakhs
Trade payables and other current liabilities				
- EUR	27.53	0.26	117.43	1.27
- USD	137.12	1.50	152.60	1.79
- GBP	19.21	0.16	1.55	0.01
Other current liabilities				
- USD	-	-	382.15	4.58
Other non-current liabilities				
- USD	-	-	937.90	11.29
Foreign currency loans including interest there on				
- USD	616.53	6.87	678.51	10.28



- 47 The monthly/quarterly statements of current assets, filed by the Company with banks, which have been given as security against the borrowings from bank are in agreement with the books of accounts.
- 48 **Other disclosures**
- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
 - The Company has not advanced any loans or advances in the nature of loans to specified persons viz. promoters, directors, KMPs, related parties; which are repayable on demand or where the agreement does not specify any terms or period of repayment.
 - The Company has utilised funds raised from borrowings from banks and financial institutions for the specific purposes for which they were issued/taken.
 - The Company has not been declared as a wilful defaulter by any lender who has powers to declare a company as a wilful defaulter at any time during the financial year or after the end of reporting period but before the date when financial statements are approved
 - The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
 - The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - 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.
 - The provisions of Corporate Social Responsibility under Section 135 of the Companies Act, 2013 are not applicable to the Company.
 - The Company does not have any transactions with struck-off companies.
 - The Company does not have any transaction which is not recorded in the books of accounts but 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).
 - The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
 - The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.
 - The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period except Rs 7 crores satisfaction pending in case of HDFC Bank.
 - The Company does not have any Immovable Property whose title deeds are not held in the name of the Company.
- 49 **Development of Composite Technology, Products and Process Know-How:**
- (i) Development of Composite Filament Winding Technology, products and process know-how**
The company has completed and commercialized a project for Research and Development in the field of filament Winding using advanced technology at an aggregate cost of Rs.227.18 lacs, in association with Indian Institute of Technology, Mumbai and Technology Information Forecasting Assessment Council, a body constituted by Govt. of India under Ministry of Science and Technology. Research and product development under this has been funded by TIFAC for Rs. 99.50 Lakhs. Out of Rs. 227.18 lac, Rs. 33.31 lacs was expensed on Building and Rs.134.71 lacs represent capital expenditure on Research, which is capitalized under appropriate assets heads. Balance Rs. 59.10 lacs represent expenditure on personnel, consultancy fees to IIT Mumbai and other consultant, premium payable to bridge TIFAC as per agreement, travelling, depreciation, interest on finance etc. These being incurred for "Development of Composite development process, are classified as Intangible Asset under Technology, Products and process Know-How".
- (ii) Development of Composite Sky bus Coaches Technology, products and process know-how**
The company has completed R&D project for Development of composite sky bus coaches for Konkan Railway Corporation at an aggregate cost Rs. 186.47 lacs, in association with Indian Institute of Technology, Mumbai and TIFAC. TIFAC has committed financial assistance of Rs. 99.50 lacs of which Rs. 79.60 lacs has been disbursed till 31st March 2006. The Commercialisation of the sky bus Coaches Project for Konkan Railway Corporation is getting delayed due to decision of Konkan Railway to invite expression of interest from Private Enterprises for private participation in the project. However, during the year the Group has successfully leveraged this intangible asset in the form of Composite Technology, Products and Process Know-How Sky Bus Project. Using the technology developed under this project, the Group has manufactured and supplied substantial volume orders for seats, front end cab and interior train panelling for Indian Railways over the past 8 years.
- (iii) The Development of Composite Technology, Products and Process Know-How for armature cores (for power plants), carbon fiber cycle frame and forks, Canisters for projectile launchers and Optical telescopic structures.**
The company has incurred capital expenditure for Research and Development of armature cores (for power plants), carbon fibre cycle frame and forks, Canisters for projectile launchers and Optical telescopic structures at an aggregate cost of Rs. 288.67 lacs. The Group has received initial commercial order from customers for products developed from this research and development efforts and expects revenues over years arising out of the same.
- (iv) The Development of Composite Technology, Products and Process Know-How for Sonar Dome**
The company has incurred capital expenditure for Research and development of composites Sonar Dome for ships through R&DE(E).BEL at an aggregate cost of Rs.99.46 lacs. The company has received commercial order from R&DE(E), BEL orders for manufacture and supply of sonar domes from these domes from these research and development efforts and expects revenues over years arising out of the same.



(vi) The Development of Composite Technology for fabrication of Composites Sonar Dome for P15A Class Ships

Kineco in coordination with R&DEE, Pune, DRDO, Ministry of Defence, Govt. of India developed a unique technology for fabrication of Composites Sonar Dome for P15A Class Ships by vacuum assisted resin transfer moulding technical know-how process and testing method for quality assurance. With this know how process Kineco have successfully manufactured SONAR DOME to DRDO. The Sonar Dome is a protective cover to sonar equipment of surface war ships. This technology will be utilised to manufacture sonar domes to MDL/INDIAN ARMED FORCES/BEL. In consultation with DRDO. As per the TOT the licence to utilise the technology for manufacture in India and supply for 10 years.

(vi) The Development of Single and Double Leaf Door for Railway segment

The Company has successfully completed R&D for Modular Straight Door System for railway segment at an aggregate cost Rs.121.26 lakhs. This system has surpassed IR/RDSO endurance requirements. The door control system is especially designed for remote controlled door operation through train line by train personnel using guard panel. This system will be utilised for Tain18, Tejas, Metro Rail and Private Train Builders.

(vii) The Development of Reduced Mobility Toilet System for Indian railway and overseas buyers

The Company has inhouse facilities and expertise in development of rail coach interiors. The Company has successfully design and developed world class interiors for Indian railways over a period of time. The Company pleased to announce that the research and development of the world class Mobility Toilet System design specifically for railway applications has been successfully completed. The prototype has passed the validation as per Indian railway norms. The expenditure of Rs.94.72 lakhs incurred on this R&D project qualifies to be recognised as an intangible asset, since it has resulted in a commercially viable product with potential for large scale deployment and long term benefits. The expenditure incurred on this R&D shall be amortised over a period of 10 years or as per Company's R&D capitalisation policy/applicable accounting standards

(viii) Non Compete Fee

The company has incurred capital expenditure for Non Compete fee at an aggregate cost of Rs. 1,800.00 lakhs to protect its business interest and ensure unhindered business continuity by ensuring the limitation of use of various confidential and proprietary reports / data, sensitive information, trade secrets, strategies, customer / suppliers contacts, technical information, intellectual property and costing and pricing information, not otherwise available in public domain.

50 Kineco Limited has the following investments in subsidiaries / associates

1. Kineco Alte Train Technologies Pvt Ltd wherein the company holds 16,21,787 (as at March 31, 2025 16,21,787) fully paid up Equity shares of Rs. 10/-
2. Kineco Kaman Composites - India Private Limited - The scheme of merger with Kineco Limited with appointed date 01/10/2024 was approved vide of the Regional Director (WR) dated 09/05/2025
3. Kineco Exel Composites India Pvt. Ltd wherein company holds 1,06,550 (as at March 31, 2025 1,06,550) fully paid up Equity shares of Rs. 100/- each
4. Kineco Train Tech Private Limited - The scheme of merger with Kineco Limited with appointed date 01/01/2026 was approved vide order of the Regional Director (WR) dated 24/06/2026

51 Business Combination

i) Scheme of Merger with Kineco Kaman Composites - India Private Limited

In the year 2012, Kineco had formed a joint venture with Kaman Aerospace Group (subsidiary of Kaman Corporation, USA) called "Kineco Kaman Composites - India Private Limited", and was holding 51% stake. In September 2024, the Company completed the total acquisition of the Kineco Kaman Composites - India Private Limited by acquiring the balance 49% from Kaman Aerospace Group Inc.

Thereafter, the shareholders in their meeting held on 10th March 2025 approved the scheme of merger between Kineco Kaman Composites India Pvt Ltd with Kineco Limited. The scheme of merger of Kineco Kaman Composites - India Private Limited with Kineco Limited with appointed date 1st October 2024, was approved vide order of the Regional Director (WR) dated 9th May 2025. Accordingly, the financial statements of Kineco Limited as on 31st March 2025 are presented giving effect to the merger with effect from 1st October 2024, in compliance with the said order.

Purchase consideration transferred:

Upfront cash consideration
Deferred contingent consideration

Rupees in lakhs
3,361.55
NIL
<u>3,361.55</u>

Assets acquired and liabilities assumed:

The values of identifiable assets acquired and liabilities assumed as at the date of merger were :

Non current Assets
Current Assets
Less: Non current Liabilities assumed
Less: Current Liabilities assumed
Total Net Assets

Rupees in lakhs
4,439.37
7,187.19
(1,134.94)
(5,694.70)
<u>4,796.92</u>



Recognition of Goodwill / Capital Reserve

Business combinations arising from transfers of interests in entities that are under common control are accounted using pooling of interest method. The difference between consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in equity. Capital Reserve of Rs 2,797.24 lakhs has been directly recognised in Other Equity in the financial statements.

Impact of acquisition on the results

The scheme of merger contributed revenues of Rs 5,560.71 and profit (before tax) of Rs 1,107.71 lakhs to the Standalone results of the Company for the year ended 31st March, 2025.

II) Scheme of Merger with Kineco Train Tech Private Limited

In the year 2024, Kineco Train Tech Private Limited was incorporate by Kineco Limited as a Special Purpose Vehicle (SPV) holding 37.50% stake. Kineco Train Tech Private Limited was a subsidiary of Kineco Train through Board Control.

Thereafter, the shareholders in their meeting held on 15th April 2026 approved the scheme of merger of Kineco Train Tech Private Limited with Kineco Limited with an appointed date 1st January 2026. The said Scheme of Amalgamation was approved by the Regional Director (WR), Mumbai dated 24th June 2026. Accordingly, the financial statements of Kineco Limited as on 31st March 2026 are presented giving effect to the merger with effect from 1st January 2026, in compliance with the said order.

Purchase consideration transferred:

	Rupees in lakhs
Upfront cash consideration	0.00
Deferred contingent consideration	0.00
Equity shares Pending allotment	28.41
	<u>28.41</u>

Assets acquired and liabilities assumed:

The values of identifiable assets acquired and liabilities assumed as at the date of merger were :

	Rupees in lakhs
Non current Assets	4,779.86
Current Assets	102.85
Less: Current Liabilities assumed	(17.02)
Total Net Assets	<u>4,865.69</u>

Recognition of Goodwill

Business combinations arising from transfers of interests in entities that are under common control are accounted using pooling of interest method. The difference between consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in equity. Capital Reserve of Rs 1,403.41 lakhs has been directly recognised in Other Equity in the financial statements by netting its of against opening capital reserve on combination.

Impact of acquisition on the results

The scheme of merger contributed revenues of nil and loss of Rs 107.40 lakhs to the Standalone results of the Company for the year ended 31st March, 2026.



52 Details of Ratios are as under:

Ratios	2025-26	2024-25	% Variance	Reason for variance
i) Current Ratio	1.49	1.16	28%	Increase in revenue 25-26 compared to FY 24-25 results in increase in current Assets
ii) Debt Service Coverage ratio	3.50	1.00	249%	Due to equity from infusion for 2024 - 25
iii) Inventory Turnover Ratio	2.93	2.73	7%	
iv) Trade Payable Turnover Ratio	1.76	1.84	-4%	
v) Net Profit Ratio	(0.01)	0.04	-125%	Losses in FY 25-26 compared to FY 24-25
vi) Return on Investment	(0.01)	0.03	-122%	Losses in FY 25-26 compared to FY 24-25
vii) Debt-Equity Ratio	0.31	0.70	-55%	Equity increase due to infusion in FY 25-26
viii) Trade Receivables Turnover Ratio	1.89	2.19	-14%	
ix) Net Capital Turnover Ratio	2.66	8.06	-67%	Reduction in net working capital is achieved while turnover has improved
x) Return on Capital Employed	(0.01)	0.06	-118%	Losses in FY 25-26 compared to FY 24-25

Note

- a Explanation is provided for any change in the ratio by more than 25% as compared to the preceding year.
b Refer note 53 regarding accounting of Business Combination w.e.f. 01/01/2026 and comparables.

Note

	2025-26	2024-25
i Current Assets (A)	27,124.05	15,973.27
Current Liabilities (B)	18,243.96	13,794.47
Current Ratio (A/B)	1.49	1.16
ii Earnings before Interest, Depreciation, and Tax (C)	2,007.00	3,151.70
Interest Expense (D)	658.29	745.02
Principal Repayments made during the period for long term loans and lease payments (E)	(84.93)	2,397.71
Debt Service Coverage ratio (C/(D+E))	3.50	1.00
iii Cost of Goods Sold (Cost of materials consumed + Changes in inventories of finished goods and work in progress) (F)	13,110.23	8,244.47
Average Inventories (G)	4,479.26	3,020.39
Inventory Turnover Ratio (F/G)	2.93	2.73
iv Purchases of Stock-in-Trade + Other Expenses (H)	14,070.24	8,025.67
Average Trade Payables (I)	7,979.52	4,372.49
Trade Payable Turnover Ratio (H/I)	1.76	1.84
v Profit After Tax (J)	(243.44)	725.96
Revenue from Operations (K)	23,634.72	17,563.39
Net Profit Ratio (J/K)	(0.01)	0.04
vi Net profit	(243.44)	725.96
Total Assets	42,574.88	27,568.32
Return on Investment (L/M)	(0.01)	0.03



Kineco Limited

41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511

Notes forming part of the financial statements as at and for the year ended March 31, 2026

CIN: U24134GA1994PLC001672

vii	Total Debt (N)	6,890.27	8,085.40
	Total Equity (O)	22,009.44	11,547.38
	Debt-Equity Ratio (N/O)	0.31	0.70
viii	Revenue from Operations (P)	23,634.72	17,563.39
	Average Trade Receivables (Q)	12,489.24	8,021.89
	Trade Receivables Turnover Ratio (P/Q)	1.89	2.19
ix	Revenue from Operations (R)	23,634.72	17,563.39
	Average Working Capital (S)	8,880.09	2,178.80
	Net Capital Turnover Ratio (R/S)	2.66	8.06
x	Net Profit After Tax (T)	(243.44)	725.96
	Average capital employed (U)	23,230.38	12,683.39
	Return on Capital Employed (T/U)	(0.01)	0.06

Formulae for computation of ratios are as under :

Sr. No.	Particulars	Formula
1	Current Ratio	$= \frac{\text{Current Assets}}{\text{Current Liabilities}}$
2	Debt Service Coverage Ratio	$= \frac{\text{Earnings before Interest, Depreciation and Tax}}{\text{Interest Expense + Principal Repayments made during the period for long term loans and lease payments}}$
3	Inventory Turnover Ratio	$= \frac{\text{Cost of Goods Sold}}{\text{Average Inventories of Stock-in-Trade}}$
4	Trade Payables Turnover Ratio	$= \frac{\text{Purchases of Stock in Trade + Other Expenses}}{\text{Average Trade Payables}}$
5	Net Profit Ratio %	$= \frac{\text{Profit After Tax}}{\text{Revenue from Operations}}$
6	Return on Investment	$= \frac{\text{Net profit}}{\text{Total Assets}}$
7	Debt-Equity Ratio	$= \frac{\text{Total Debt}}{\text{Total Equity}}$
8	Trade Receivables Turnover Ratio	$= \frac{\text{Revenue from Operations}}{\text{Average Trade Receivables}}$
9	Net Capital Turnover Ratio	$= \frac{\text{Revenue from Operations}}{\text{Net Worth}}$
10	Return on Capital Employed	$= \frac{\text{Average Capital Employed}}{\text{Net Profit After Tax}}$

- 53 Investment in subsidiary Kineco Train Tech Private Limited was originally accounted for, under the acquisition method in accordance with Ind AS 110. Kineco Train Tech Private Limited was the subsidiary company by way board control through arrangement with shareholders of that company. With effect from January 2026 merger to Kineco Limited. Being a common control business combination, Ind AS 103 - Business Combinations requires the transferee Company to account for the business combination from the earliest comparative period. As per the Scheme of Merger, the accounting treatment in the financial statements of the Company has been given effect from the appointed date January 01, 2026, which in compliance with order of the Regional Director (WR) dated June 24, 2026 approving the scheme. The comparative amounts for the previous year have been accordingly presented.



Kineco Limited

41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511

Notes forming part of the financial statements as at and for the year ended March 31, 2026

Standalone Financial Statements

CIN: U24134GA1994PLC001672

54 Previous year figures have been regrouped and/or rearranged, wherever considered necessary to make their classification comparable with that of the current year.

As per our report of even date attached

For M/S ASHISH V. PRABHU VERLEKAR & CO.

Chartered Accountants

Firm Membership no. 117774W

CA. Ashish V. Prabhu Verlekar

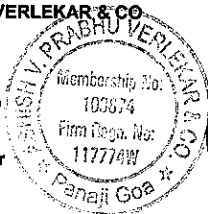
Proprietor

Membership No. 103874

Place: Panaji - Goa

Date :

22 SEP 2026



For and on behalf of the Board of Directors of
Kineco Limited.,

Shekhar Sardesai

Chairman & Managing Director

DIN No. 00016446

Vivekanand Pauskar
Chief Financial Officer

Place: Pilerne - Goa

Date :

22 SEP 2026



Vivek Srivastava

Group CEO & ED

DIN No. 09294944

Manisha Naik Shirgaonkar

Company Secretary

M. No. A34734



ASHISH.V. PRABHU VERLEKAR & CO

Chartered Accountants

201, "Govinda ", Mahatma Gandhi Road, Panaji - 403 001 - Goa

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INDEPENDENT AUDITOR'S REPORT

To the Members of Kineco Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Kineco Limited ("the Holding Company"), its subsidiaries and associate company (the Company, its subsidiaries and associate company together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to Note 55 in the financial statements, regarding the merger of the Company with its subsidiary Kineco Train Tech Private Limited, which was originally accounted for under the acquisition method in accordance with Ind AS 110. Being a common control business combination, Ind AS 103 - Business Combinations requires the transferee Company to account for the business combination from the earliest comparative period. As per the Scheme of Merger, the accounting treatment in the financial statements of the Company has been given effect from the appointed date January 01, 2026 which in

compliance with order of the Regional Director (WR) dated June 24, 2026 approving the scheme. The comparative amounts for the previous year have accordingly presented.

Our opinion is not modified with respect to these matters.

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

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information obtained at the date of this Auditor's Report comprises the information included in the Director's Report, but does not include the consolidated financial statements and our Auditor's Report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated 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.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Other Matters

We did not audit the financial statements of one subsidiary, Kinenco Alte Train Technologies Private Limited, whose financial statements reflect total assets of Rs. 0.44 lakhs as at 31 March 2026, total revenues of Rs. 0.00 lakhs and net cash inflows amounting to Rs. 0.00 lakhs for the year ended on that date. These financial statements have been audited by other auditors whose report has been furnished to

us by the Management and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of Section 143 (3) of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the report of the other auditors.

We did not audit the financial statements of two foreign subsidiary, whose financial statements reflect total assets of Rs. 18,315.75 lakhs as at March 31, 2026; as well as the total revenue of Rs. 20,758.71 lakhs, total comprehensive income of Rs. 2,895.99 lakhs and net cash inflow of Rs. 1,804.04 lakhs for the period then ended. These subsidiaries are located outside India and its separate financial statements have been prepared in accordance with accounting principles generally accepted in the respective country and which has been audited by local auditors under generally accepted auditing standards applicable in that respective country for the period from April 01, 2025 to March 31, 2026 for one subsidiary and January 01, 2025 to March 31, 2026 in case of other subsidiary, which we have relied on. The Company's management has converted the financial statements of the foreign subsidiary located outside India from accounting principles generally accepted in that country to accounting principles generally accepted in India. These conversion adjustments made by the Subsidiary Company's management have been reviewed by us. Thereafter, financial information of the foreign subsidiary has been prepared by the management for the period from acquisition to 31 March 2026 only for the purpose of consolidation with the Holding Company.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in the other matter paragraph, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements. Our opinion on the consolidated financial statements, and our report on other legal and regulatory requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the management.

Report on Other Legal and Regulatory Requirements

1. As required by clause (xxi) of the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we report the following qualifications or adverse remarks by the respective auditor in the Companies (Auditor's Report) Order (CARO) report of the associate company included in the consolidated financial statements.

Name of the Company	Clause no.	Remarks
Kineco Exel Composites India Private Limited	(xvii)	The Company has incurred cash losses amounting to Rs. 677.04 lakhs during the current financial year and Rs. 582.84 lakhs in the previous year.

2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept by the Group so far as it appears from our examination of those books and the reports of the other auditors.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this

Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.

- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary, none of the directors of the Group companies is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of Section 197 of the Act. On the basis of reports of the statutory auditors of the subsidiary and our report of the associate company, being private companies, the provisions of Section 197 of the Act related to managerial remuneration are not applicable.
- h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries and associate company, as noted in the ‘Other matter’ paragraph:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
 - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.
 - iv. In respect of the Holding Company and associate company and on the basis of reports of the statutory auditors of the subsidiaries, we report that:
 - (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

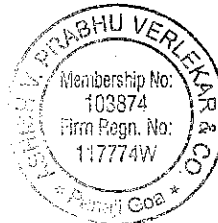
(b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly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

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

- v. The Holding Company, subsidiaries and associate company have not proposed, declared or paid any interim or final dividend during the year.
- vi. Based on our examination of the Holding Company and the associate company and based on the audit report of the subsidiary company, the Group has used an accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For Ashish V. Prabhu Verlekar & Co.
Chartered Accountants
Firm's Registration No. 117774W



Ashish V. Prabhu Verlekar
Proprietor

Membership No. 103874

UDIN: 26103874JDVUGH3414

Place: Panaji - Goa

Date: 22/09/2026

Annexure A - Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2026, we have audited the internal financial controls over financial reporting of Kinenco Limited (hereinafter referred to as the "Holding Company"), its subsidiary companies and associate company (the Holding Company, its subsidiary and associate company together referred to as the "Group").

Management's Responsibility for Internal Financial Controls

The respective Boards of Directors of the Holding Company and its subsidiary and associate companies, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Holding Company and its subsidiary companies, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding Company and its subsidiary companies.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

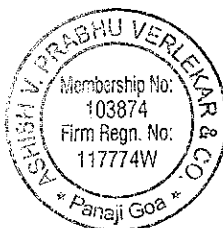
Opinion

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Holding and its subsidiary companies have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to subsidiary companies is based solely on the corresponding reports of the auditors of such companies. Our opinion is not modified in respect of the above matters.

For Ashish V. Prabhu Verlekar & Co.
Chartered Accountants
Firm's Registration No. 117774W



Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874
UDIN: 26103874JDVUGH3414

Place: Panaji - Goa
Date: 22/09/2026

Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511
Consolidated Balance Sheet as at March 31, 2026

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
		Rupees in lakhs	Rupees in lakhs
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	3	6,441.15	6,361.94
(b) Capital work-in-progress	3	788.72	72.65
(c) Intangible assets	4	1,321.35	1,821.86
(d) Intangible assets under development	4	767.38	660.77
(e) Right-of-use assets	5	357.42	396.10
		<u>9,676.02</u>	<u>9,313.33</u>
(f) Financial assets			
(i) Investments	6	181.14	410.15
(ii) Other financial assets	7	26.16	27.63
(g) Non current tax assets (net)	8	251.02	111.76
(h) Deferred tax assets (net)	9	130.59	-
(i) Other non-current assets	10	574.49	94.37
		<u>10,839.42</u>	<u>9,957.25</u>
Total non-Current assets			
(2) Current assets			
(a) Inventories	11	10,577.37	7,707.04
(b) Financial assets			
(i) Trade Receivables	12	20,626.07	11,511.22
(ii) Cash and cash equivalents	13	7,143.45	2,911.64
(iii) Other bank balances	14	1,113.75	1,384.81
(iv) Other current financial assets	15	204.07	515.16
		<u>29,087.34</u>	<u>16,322.83</u>
(c) Other current assets	16	2,904.85	1,774.78
Total Current assets		<u>42,569.56</u>	<u>25,804.65</u>
Total Assets		<u>53,408.98</u>	<u>35,761.90</u>
EQUITIES AND LIABILITIES			
Equity			
(a) Equity share capital	17	775.38	720.34
(b) Other equity	18	26,072.03	11,035.26
(c) Non controlling interest		(0.60)	3,956.06
Total equity		<u>26,846.81</u>	<u>15,711.65</u>
Liabilities			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	1,220.94	1,135.41
(ii) Lease liabilities	20	80.84	94.91
(b) Deferred tax liabilities (net)	9	-	32.18
(c) Provisions	21	524.68	238.41
(d) Other non current liabilities	22	186.58	206.91
Total non-current liabilities		<u>2,013.04</u>	<u>1,707.83</u>
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	23	6,108.42	6,949.99
(ii) Lease liabilities	24	23.51	32.43
(iii) Trade Payables	25		
A. Total outstanding dues of micro enterprises and small enterprises; and		1,711.04	903.85
B. Total outstanding dues of creditors other than micro enterprises and small enterprises		11,772.64	5,808.64
(iv) Other financial liabilities	26	112.99	29.48
(b) Provisions	27	1,170.14	964.93
(c) Current tax liabilities (net)	28	57.34	-
(d) Other current liabilities	29	3,593.06	3,653.09
Total current liabilities		<u>24,549.14</u>	<u>18,342.41</u>
Total liabilities		<u>26,562.18</u>	<u>20,050.24</u>
Total equity and liabilities		<u>53,408.98</u>	<u>35,761.90</u>

See accompanying notes to the financial statements

In terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no. 117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874

For and on behalf of the Board of Directors
Kineco Limited

Shekhar Sardessai
Chairman & Managing Director
DIN No. 00016446

Vivekanand Pataskar
Chief Financial Officer

Vivek Srivastava
Group CEO & ED
DIN No. 09294944

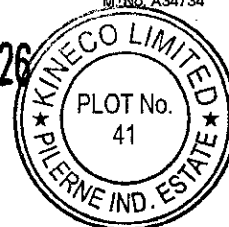
Manisha Nalk Shirgaonkar
Company Secretary
M.No. A34734

Place : Panaji, Goa
Date :

22 SEP 2026

Place : Pilerne, Goa
Date :

22 SEP 2026



Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 611
Consolidated Statement of Profit and Loss for the period ended March 31, 2026

Particulars	Note No.	Year ended March 31, 2026 Rupees in lakhs	Year ended March 31, 2025 Rupees in lakhs
I Revenue from operations	30	43,320.67	24,486.05
II Other income	31	1,321.04	353.54
III Total Income (I + II)		<u>44,641.71</u>	<u>24,839.59</u>
IV Expenses			
(a) Cost of materials consumed	32	19,499.78	12,167.31
(b) Changes in inventories of finished goods and work in progress	33	1,537.19	(1,462.04)
(c) Employee benefits expense	34	11,257.52	4,882.15
(d) Finance costs	35	724.61	824.97
(e) Depreciation and amortisation expense	3 & 4	1,603.46	1,363.52
(f) Other expenses	36	7,357.94	4,835.50
Total expenses (IV)		<u>41,980.50</u>	<u>22,611.42</u>
V Profit before tax (III - IV)		2,661.21	2,228.17
VI Tax expense			
(a) Current tax		246.07	131.29
(b) Deferred tax		(92.50)	377.60
(c) Tax of prior years		44.09	(3.42)
VII Profit for the year (V - VI)		<u>2,463.55</u>	<u>1,722.70</u>
VIII Share of profit/(loss) of associate (net)		<u>(229.10)</u>	<u>(415.54)</u>
IX Profit for the period after share of loss of associate (VII - VIII)		<u>2,234.45</u>	<u>1,307.16</u>
X Other comprehensive income			
Items that will not be reclassified to profit or loss			
(i) Remeasurements of defined benefit plans		6.08	(43.60)
(ii) Equity instruments through other comprehensive income		0.10	(0.18)
(iii) Income tax relating to items that will not be reclassified to profit or loss		(1.53)	(6.19)
(iv) Exchange Differences in translating the financial statements of foreign operations		1,134.86	14.86
XI Total comprehensive income for the year (IX + X)		<u>3,373.96</u>	<u>1,272.06</u>
Net profit attributable to :			
Owners of the company		810.48	702.01
Non controlling interest		1,423.96	605.16
Other comprehensive income attributable to			
Owners of the company		430.22	(25.43)
Non controlling interest		709.29	(9.68)
Total comprehensive income attributable to			
Owners of the company		1,240.70	676.57
Non controlling interest		2,133.25	595.48
XII Earnings per equity share			
Basic		33.80	24.49
Diluted		33.47	24.49

See accompanying notes to the financial statements

In terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no.117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874

For and on behalf of the Board of Directors
Kineco Limited

Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446

Vivek Srivastava
Group CEO & ED
DIN No. 09294944

Vivekanand Rautkar
Chief Financial Officer

Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

Place : Panaji, Goa
Date :

22 SEP 2026

Place : Pilerne, Goa
Date :

22 SEP 2026



Kineco Limited

CIN: U24134GA1994PLC001672

41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511

Consolidated Cash Flow Statement for year ended 31st March 2026

		Rupees in lakhs	
Particulars	Year ended March 31, 2026	Year ended March 31, 2025	
Cash Flows from Operating Activities			
Profit for the year	2,463.55	1,722.70	
Add:			
(a) Depreciation and amortisation expenses	1,603.46	1,363.52	
(b) Income Tax expense	207.03	127.87	
(c) Provision for doubtful debts	102.04	11.99	
(d) Interest on Borrowings	712.23	824.97	
(e) Deferred tax	(93.34)	(47.75)	
(f) Deferred revenue grant on Asset procurement	(20.33)	(20.33)	
(g) Amortisation of right of use of leased assets	9.55	9.55	
(h) Profit from retirement of assets	22.72	-	
(i) Gain on sale of Property Plant and Equipment	(5.48)	-	
(j) Equity instruments through OCI	-	(0.10)	2,269.73
Less:			
(a) Interest Income	67.41	205.12	
(b) Unrealised exchange gain / (Loss)	80.44	16.31	(221.43)
Profit before changes in working capital	4,853.57	3,771.00	
Adjustment for Increase / (Decrease) in operating Liabilities			
(a) Trade payables	5,467.37	2,136.72	
(b) Short-term provisions	360.69	44.58	
(c) Current tax liabilities	42.61	(6.08)	
(d) Non-current liabilities	(1.51)	-	
(e) Lease liabilities	(26.98)	(21.98)	
(f) Other non current liabilities	(1,049.16)	(142.06)	
(g) Other Financial liabilities	105.13	607.12	
Adjustment for (Increase) / Decrease in operating Assets			
(a) Inventories	(647.17)	(3,787.34)	
(b) Trade receivables	(8,690.14)	(2,825.79)	
(c) Other current assets	(1,043.39)	(131.99)	
(d) Other current financial assets	240.55	(231.38)	
(e) Non current tax assets	(139.26)	50.42	
(f) Other financial assets	1.46	1,112.33	
(g) Right-of-use assets	(1.43)	(203.63)	
(h) Other non-current assets	(63.52)	(54.82)	(3,253.89)
Cash generated from Operations	(591.20)	517.11	
Less:			
Income tax payments	(249.63)	(208.64)	(208.64)
Net Cash generated from / (used in) Operating Activities	(840.83)	308.47	
Cash Flows from Investing Activities			
(a) Purchase of non-current Investment	(1,083.79)	-	
(b) Purchase of Fixed Assets	(1,749.79)	(3,117.15)	
(c) Sale proceeds of Property, Plant and Equipment	5.48	7.46	
(d) Acquisition of shares in Associate Company	-	(824.55)	
(e) Acquisition of shares in subsidiary prior to merger	-	(2,166.02)	
(f) Cash and cash equivalents acquired pursuant to merger	-	3,143.05	
(g) Investment in shares of Semvac A/S	-	(3,030.75)	
(h) Investment in Equity Shares of Kineco Train Tech Pvt Ltd	(119.12)	-	
(i) Cash and cash equivalents on acquisition	(1.31)	2,786.64	
(j) Loan to Associate Company (paid) / received	-	120.00	
(k) Interest received	137.96	205.12	(2,876.20)



Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511
Consolidated Cash Flow Statement for year ended 31st March 2026

Particulars	Year ended March 31, 2026	Rupees in lakhs Year ended March 31, 2025
Cash Flows from Operating Activities		
Cash Flows from Financing Activities		
(a) Repayment of Long Term Borrowing	84.94	(2,551.21)
(b) Proceeds from issue of Equity Share	8,632.20	8,799.98
(c) Issue expenses of Equity Shares	(292.39)	(282.50)
(d) Short Term Borrowing	(857.14)	(1,369.72)
(e) Loan term debt under current Liabilities	83.51	-
(f) Interest on Borrowings	(723.33)	(824.97)
	6,927.79	3,771.58
Net Increase / (Decrease) in cash and cash equivalents	3,276.40	1,203.85
Effect of exchange differences on restatement of foreign currency		
Cash and cash equivalents	684.34	16.31
Add : Opening balance of cash and cash equivalents	4,296.46	3,076.30
Closing balance of cash & cash equivalents	8,257.20	4,296.45
Cash and cash equivalents	7,143.45	2,911.64
Other bank balances	1,113.75	1,384.81
	8,257.20	4,296.46

See accompanying notes to the financial results

Footnotes:

- 1 Figures in brackets represent outflows
- 2 See accompanying notes forming part of the financial statements

As per our report of even date attached

For M/S ASHISH V. PRABHU VERLEKAR & CO.

Chartered Accountants

Firm Membership no. 117774V

CA. Ashish V. Prabhu Verlekar
 Proprietor
 Membership No. 103874

For and on behalf of the Board
Kineco Limited

Shekhar Sardesai
 Chairman & Managing Director
 DIN No. 00016446

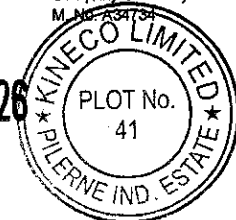
Vivekanand Pauskar
 Chief Financial Officer

Vivek Srivastava
 Group CEO & ED
 DIN No. 09294944

Manisha Nalk Shirgaonkar
 Company Secretary
 M. No. A34734

Place: Panaji - Goa
 Date : 22 SEP 2026

Place: Pilerne - Goa
 Date : 22 SEP 2026



Kineco Limited

CIN: U24134GA1994PLC001672

Consolidated Statement of Changes in Equity for the period ended March 31, 2026**A Equity Share Capital**

Particulars	Rupees in lakhs
Balance as at April 1, 2024	626.42
Changes in equity share capital during the year	93.92
Balance as at March 31, 2025	720.34
Changes in equity share capital during the year	26.63
Pending for Allotment	28.41
Balance as at March 31, 2026	775.38

B Other Equity

Particulars	Reserves and surplus				Other Comprehensive Income			Total
	Securities Premium	Capital Reserves	Capital Reserves on Business Combination	Retained earnings	Re-measurement of defined benefit obligations	Equity Instruments through other comprehensive income	Foreign Currency Translation Reserve	
Balance as at March 31, 2024	2,479.89	10.07		(213.00)	(45.44)	1.42		2,232.94
Add/ (Less)								
Profit/ (loss) for the year	-	-		702.01	-	-		702.01
Other comprehensive income for the year	-	-		-	(30.83)	(0.18)	5.57	(25.43)
Total Comprehensive Income for the year	-	-		702.01	(30.83)	(0.18)	5.57	676.57
Securities Premium on equity shares issued	8,706.06							8,706.06
Adjustments on Business Combination	(0.59)	-	482.32	184.47			47.04	713.24
On derecognition of Non Controlling Interest			(1,011.06)		-			(1,011.06)
Share issue Expenses	(282.50)							(282.50)
As at March 31, 2025	10,902.86	10.07	(528.74)	673.48	(76.27)	1.24	52.62	11,035.26
Add/ (Less)								
Profit/ (loss) for the year	-	-		810.48	-	-		810.48
Other comprehensive income for the year	-	-		(1.53)	6.08	0.10	428.27	432.92
Total Comprehensive Income for the year	-	-	-	808.95	6.08	0.10	428.27	1,243.40
Securities Premium on equity shares issued	7,980.57							7,980.57
Additions on merger	4,489.42							4,489.42
Capital reserve on account of merger	-	-	1,615.77					1,615.77
Share issue Expenses	(292.39)			-			-	(292.39)
As at March 31, 2026	23,080.46	10.07	1,087.03	1,482.43	(70.19)	1.34	480.89	26,072.03

See accompanying notes to the financial statements

In terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no.117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874

For and on behalf of the Board of Directors
Kineco Limited

Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446

Vivekanand Pauskar
Chief Financial Officer

Vivek Srivastava
Group CEO & ED
DIN No. 09294944

Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

Place : Panaji, Goa

Date: 22 SEP 2026

Place : Pilerne, Goa

Date: 22 SEP 2026



1 Company Information

- a) Kineco Limited (the "Company") is a public limited company incorporated on October 10, 1994 under the name and style "Mass Kinematics Pvt. Ltd," a private limited company. On 10th January, 2001 the name of the company was changed from Mass Kinematics Private Limited to Kineco Private Limited and thereafter it has converted from Private Limited Company to a Public Company on 23rd March, 2016. Kineco Limited having its registered office and works at plot no.41 – Pilerne Industrial Estate, Pilerne, Bardez – Goa 403511 is a multi-dimensional composite producer having state-of-the-art manufacturing facilities (ISO9001-2008 & AS9100 certified) at Goa, India. Kineco Limited offers a wide spectrum of composites for Aerospace, Defense, Railways, Automotive, Motorsport, Telecommunication & Chemical Industries.

Kineco Limited together with its subsidiaries is hereinafter referred to as "the Group".

b) Technology partnerships

In the year 2010, Kineco had formed technology partnerships, Joint Ventures and strategic alliances with major global players viz. Alte, Spain for rail car interiors/exterior and toilet modules/systems. The Company holds 89.66% shares in subsidiary Kineco Alte Train Technologies Private Limited.

c) Merger with Kineco Kaman Composites - India Private Limited

In the year 2012, Kineco had formed a joint venture with Kaman Aerospace Group (subsidiary of Kaman Corporation, USA) called "Kineco Kaman Composites - India Private Limited", and was holding 51% stake.

In Sep 2024, Kineco purchased from Kaman Aerospace Group INC 49% of equity shareholding (comprising of 56,43,023 equity shares) in the company, thus making Kineco Kaman Composites - India Private Limited a Wholly Owned Subsidiary of Kineco Limited.

Thereafter, the shareholders in their meeting held on 10th March 2025 approved the scheme of merger between Kineco Kaman Composites India Pvt Ltd with Kineco Limited. The scheme of merger of Kineco Kaman Composites - India Private Limited with Kineco Limited with appointed date 1st October 2024, was approved vide order of the Regional Director (WR) dated 9th May 2025. Accordingly, the financial statements of Kineco Limited as on 31st March 2025 are presented giving effect to the merger with effect from 1st October 2024, in compliance with the said order.

d) Divestment by Indo National Limited

In 2015 Indo National Limited, a listed company through its subsidiary company Helios Strategic Systems Limited had acquired 51% controlling stake in Kineco Limited. The company had entered into shareholders agreement with the promoter, Mr. Shekhar Sardessai and Helios Strategic Systems (I) Ltd, wherein it was agreed to conduct the operations of the company as a joint venture between the Promoter and Helios, and to jointly manage and grow the Company. On 6th June 2024, Helios Strategic Systems Ltd. divested its investment in Kineco Limited by transfer of shares and thereafter Helios Strategic Systems Limited ceased to be the Holding Company and consequently Indo National Limited ceased to be the Ultimate Holding Company of Kineco Limited

e) Joint Venture with Exel Composites Oyj, Finland

In 2015 Indo National Limited, a listed company through its subsidiary company Helios Strategic Systems Limited had acquired 51% controlling stake in Kineco Limited. The company had entered into shareholders agreement with the promoter, Mr. Shekhar Sardessai and Helios Strategic Systems (I) Ltd, wherein it was agreed to conduct the operations of the company as a joint venture between the Promoter and Helios, and to jointly manage and grow the Company. On 6th June 2024, Helios Strategic Systems Ltd. divested its investment in Kineco Limited by transfer of shares and thereafter Helios Strategic Systems Limited ceased to be the Holding Company and consequently Indo National Limited ceased to be the Ultimate Holding Company of Kineco Limited

f) Investment in Kineco Train Tech Private Limited

In December 2024, Kineco Train Tech Private Limited was incorporated under the Companies Act, 2013 with Mr. Shekhar Sardessai and Mr. Vinay Jagtap as its first Directors. Subsequently, the Company allotted 40,00,000 Equity Shares by way of Preferential issue on Private Placement basis of which Kineco Kaman Composites - India Private Limited were allotted 15,00,000 Equity Shares.

Thereafter, shareholders of Kineco Train Tech have entered into a Shareholder Agreement dated 24th December 2024 with Kineco Limited and Kineco Train Tech India Pvt Ltd, conferring a right to the Board of Directors of Kineco Limited to nominate and appoint the majority of the Directors of Kineco Train Tech India Pvt Ltd, hence making Kineco Train Tech India Private Limited a subsidiary company of Kineco Limited.

Further, in Dec 2024 Kineco Train Tech Private Limited acquired 100% stake in Semvac A/s, a Denmark based Company from Wabtec UK Holdings Limited, making Semvac A/S its wholly owned subsidiary. Semvac A/S is a recognized complete sanitary solutions brand in the global rail market, with an industry experience of over 40 years and offers a platform for Kineco to launch its product portfolio of sanitary cabins and interior products in the European market.

g) Amalgamation of Kineco Train Tech Private Limited with Kineco Limited

The Scheme of Amalgamation ("Scheme") of Kineco Train Tech Private Limited ("KTTP") with Kineco Limited ("the Company" or "Kineco") was approved by the members of KTTP and Kineco at their respective Extraordinary General Meetings held on 15 April 2026 and 17 April 2026, respectively. Upon obtaining the requisite approval of the creditors, the Scheme, together with the requisite consents, was filed with the relevant authorities.

The Scheme was subsequently approved and confirmed by the Regional Director, Western Region, Mumbai, vide order in Form CAA-12 dated 24 June 2026. Kineco thereafter filed the Regional Director's order with the Registrar of Companies in Form INC-28 on 23 July 2026, being the date on which the Scheme became effective.

With effect from the Appointed date of 1st January 2026 and upon the Scheme becoming effective, the entire undertaking of KTTP, including its assets, liabilities, rights, obligations and business operations, stood transferred to and vested in Kineco in accordance with the terms of the Scheme. KTTP accordingly stood dissolved without winding-up, and its business and operations became part of Kineco.

As Kineco held 37.5% of the equity share capital of KTTP, the equity shares of KTTP held by Kineco stand cancelled and extinguished in accordance with the Scheme. The eligible shareholders of KTTP are entitled to receive equity shares of Kineco pursuant to the approved share exchange ratio of 1 (one) equity share of Kineco for every 11 (eleven) equity shares held in KTTP.

Pursuant to the Scheme, the Board of Directors of Kineco approved the allotment of equity shares to the eligible shareholders of KTTP on 28 July 2026 in accordance with the aforesaid share exchange ratio. Kineco has thereafter filed Form PAS-3 with the Registrar of Companies in respect of the said allotment.

The Group's consolidated financial statements are approved for issue by the Board of Directors on September 22, 2026.



2 Material accounting policies

a Statement of compliance

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

b Basis of preparation

The financial statements of the Group have been prepared on a going concern basis under historical cost convention and on an accrual method except for certain financial assets and liabilities (including derivative instruments) that are measured at fair value as required by the relevant Ind AS. Accounting policies have been consistently applied, except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

c Basis of consolidation

The financial statements of the Group companies are consolidated on a line-by-line basis and intra-group balances and transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group. Non-controlling interests, which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Group, are excluded.

d Functional and Presentation Currency

The financial statements are prepared in Indian Rupees, which is the Group's presentation and the functional currency. All financial information presented in Indian Rupees has been rounded off to the nearest lakhs with two decimals, unless otherwise stated.

e Operating Cycle

All assets and liabilities have been classified as current and non-current having regard to the Group's normal operating cycle and other criteria set out in the schedule III to the Companies Act, 2013 and Ind AS-1- "Presentation of Financial Statements".

f Use of estimates and judgements

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of financial statements and the reported amounts of income and expenses for the years presented. Actual results could differ from these estimates under different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in the future periods affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause a material adjustment to the carrying amount of assets and liabilities within the next financial year are:

i) Useful lives of property, plant and equipment and intangible assets:

The Group reviews the useful lives of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation or amortisation expense in future periods.

ii) Valuation of deferred tax assets:

The Group reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under Note 2 (c) below.

iii) Actuarial Valuation:

The determination of Group's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in Other Comprehensive Income. Such valuation depends upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in the notes to the financial statements.

iv) Provisions and Contingent Liabilities:

The policy for the same has been explained under Note 2 (m) below.

g Property, plant and equipment

Property, plant and equipment are carried at acquisition cost (net of refundable taxes - primarily input credit relating to Central Excise, State VAT and Goods and Service Tax) less accumulated depreciation and impairment losses, if any. Cost of property, plant and equipment include purchase price, expenses incidental to making the assets ready for its intended use, attributable borrowing costs and net of any trade discounts and rebates. Subsequent expenditure on property, plant and equipment, after its purchase / completion, is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance. Property, plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realisable value and are disclosed separately.

Depreciation on property, plant and equipment is provided on a pro-rata basis using the straight line method as per the useful lives prescribed in Schedule II to the Companies Act, 2013.

All items of property, plant and equipment costing less than Rs. 5,000 each are fully depreciated in the year of acquisition.

Capital work in progress

Projects under which assets are not ready for their intended use and other capital work in progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest, if any.

h Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment losses, if any. Computer software licenses are amortised over their estimated useful life on a straight line basis.

i Impairment of property, plant and equipment and intangible assets

The carrying value of property, plant and equipment and intangible assets is reviewed at each Balance Sheet date for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased such reversal of impairment loss is recognised in the Statement of Profit and Loss.



j Leases

Rentals payable towards leases of land under an operating lease arrangement, where risk and rewards incidental to ownership of an asset substantially vest with the lessor are charged to the Statement of Profit and Loss on a straight-line basis over the period of the relevant lease.

Group as a Lessee:

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception comprises of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is 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 estimated useful lives of right-of use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, adopts either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Group recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in statement of profit and loss.

The Group has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

k Inventories

Inventories are valued at the lower of cost (on weighted average basis) and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale including octroi and other levies, transit insurance and receiving charges. Finished goods and work in progress include apportionment of overheads. Net realisable value is the estimated selling price less estimated costs for completion and sale.

l Statement of cash flows

Statement of cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and 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 Group are segregated based on the available information.

Cash and cash equivalents:

Cash and bank balances, which have original maturities up to three months, are included in the Group's cash balances in the Statement of cash flows. The Group did not have any cash equivalents as at March 31, 2026 and March 31, 2025.

m Provisions, contingent liabilities and contingent assets

A provision is recognised when the Group has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current pretax rate that reflects, when appropriate, the risks specific to the liability. The increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate.

Provisions for the expected cost of warranty obligations under the terms of contract with the customers are recognised at the managements best estimate of the expenditure required to settle the warranty obligation.

A contingent liability is disclosed in case of present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation and a present obligation arising from past events, when no reliable estimate is possible.

Contingent assets are disclosed when an inflow of economic benefits is probable.

n Revenue recognition

Revenue is measured based on the consideration specified in a contract with a customer. The group recognises revenue when it transfers control over a product or service to a customer. Revenue is recognised either at a point in time or over time, when (or as) the Group satisfies performance obligations by transferring the promised goods and services to its customers.

The Group recognises unearned revenue (i.e. contract liabilities) for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the Balance Sheet. Similarly, if the Group satisfies a performance obligation before it receives the consideration, the Group recognises as unbilled revenue (i.e. contract assets) in its Balance Sheet, depending on whether something other than the passage of time is required before the consideration is due.

The Group presents revenues net of indirect taxes in its Statement of Profit and loss.



o Taxes on income

Tax expenses for the year, comprising of current tax and deferred tax, are included in the determination of net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the prevailing tax laws and includes any adjustment to tax payable in respect of previous years. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax is provided / recognised using the balance sheet method, on all deductible temporary differences at the reporting date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes, on carry forward of unused tax credit and unused tax losses. Deferred tax assets and liabilities are measured using tax rates that are substantively enacted at the balance sheet date. At each balance sheet date the Group evaluates the carrying amount of deferred tax assets and reduces the value of such deferred tax assets to the extent it is no longer probable that sufficient taxable profit will be available to allow all or a part of deferred tax asset to be utilised/ recovered.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing tax laws and the Group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised in the Statement of Profit and 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 recognised in other comprehensive income or directly in equity respectively.

p Foreign currency transactions and translations

Transactions in currencies other than the functional currency are translated into functional currency at the exchange rates prevailing on the date of the transaction or at rates that closely approximates the rate at the date of the transaction. Monetary items denominated in other currencies outstanding at the reporting date are translated into functional currency at the year end rates. Non-monetary items denominated in other currencies and that are measured in terms of historical cost are translated at the exchange rates prevailing on the dates on which such values are determined. Exchange differences arising on restatement or settlement of foreign currency transactions is charged to the Statement of Profit and Loss.

q Borrowings and borrowing costs

The Group borrows funds in Indian Rupees. These borrowings carry a fixed rate or floating rate of interest. The liabilities are initially measured at the amount borrowed and subsequently stated at the outstanding amounts. Interest accrued but not due which is in the nature of current liability is classified as part of 'Other current financial liabilities'. Amount outstanding in respect of foreign currency borrowings are stated at the exchange rate at the Balance Sheet date.

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.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

Borrowing costs include interest expense as per Effective Interest Rate (EIR). The borrowing costs in respect of foreign currency borrowings are adjusted for exchange differences, to the extent they are regarded as an adjustment to the interest cost.

r Earning per share

Basic earnings per share is computed by dividing the profit / (loss) after tax attributable to equity shareholders by the weighted average number of equity shares in issue during the year.

The weighted average number of ordinary shares in issue during the year are adjusted for events that have changed the number of ordinary shares in issue without a corresponding change in recoveries.

s Employee benefits

i) Short term

Short term employee benefits include salaries, allowances and performance incentives. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by the employees are recognised as an expense in the Statement of Profit and Loss during the year when the employees render the service to the Group.

ii) Long term

The Group has defined contribution and defined benefit plans. The plans are financed by the Group and in the case of some defined contribution plans by the Group along with its employees.

Defined contribution plans

The Group's contribution to provident fund and family pension fund made to regulatory authorities and where the Group has no further obligation are considered as defined contribution plans and are charged as an expense in the Statement of Profit and Loss as they fall due based on the amount of contribution required to be made.



Defined benefit plans

Expenses for defined-benefit gratuity plans are calculated as at the balance sheet date by independent actuaries (using the projected unit credit method) in a manner that distributes expenses over the employee's working life. These commitments are valued at the present value of the expected future payments, with consideration for calculated future salary increases, using a discount rate corresponding to the interest rate estimated by the actuary having regard to the interest rate on government bonds with a remaining term that is almost equivalent to the average balance working period of employees. Actuarial gains/losses are recognised, in full in the other comprehensive income in the year in which they arise.

Other employee benefits

Compensated absences which accrue to employees and which can be carried to future periods but are expected to be encashed or availed in twelve months immediately following the year end are reported as expenses during the year in which the employees perform the services that the benefit covers and the liabilities are reported at the undiscounted amount of the benefits after deducting amounts already paid. Where there are restrictions on ailment of encashment of such accrued benefit or where the ailment or encashment is otherwise not expected to wholly occur in the next twelve months, the liability on account of the benefit is actuarially determined using the projected unit credit method.

t Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at transaction values and where such values are different from the fair value, 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 (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at Fair Value through Profit or Loss are recognised immediately in the Statement of Profit and Loss.

i) Financial assets

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amounts outstanding.

Financial assets as fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Group has elected to present subsequent changes in fair value in other comprehensive income in case of investments based on its business model.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. Gains or losses arising on remeasurement are recognised in the Statement of Profit or Loss.

Impairment of financial assets

The Group recognises loss allowance using the Expected Credit Loss (ECL) model for the financial assets which are not valued through profit or loss. Loss allowance for all financial assets is measured at an amount equal to 12 months expected credit losses or lifetime Expected Credit Loss. The Group had used practical expedient by computing expected credit loss allowance for trade receivable by taking into consideration historical credit loss experience and adjusted for forward looking information. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised as an impairment gain or loss in the Statement of Profit and Loss.

Derecognition of financial assets

The Group derecognises an financial asset when (i) the contractual rights to receive cash flows from the asset expire, or (ii) the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass-through arrangement; and (a) the Group has transferred substantially all the risks and rewards of ownership of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset. On derecognition of the financial asset in its entirety, the difference between the assets carrying amount measured at the date of derecognition and the consideration received is recognised in the Statement of Profit and Loss.

ii) Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by the Group 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.

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 Group are recognised at the proceeds received, net off direct issue costs.

Financial Liabilities

All financial liabilities that are not held-for-trading and are not designated as at FVTPL are subsequently measured at amortised cost using the effective interest method. The interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.



Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange between with a lender or debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is current enforceable legal right to offset the recognised amounts and it is intended to either settle on a net basis or to realise the assets and settle the liabilities simultaneously.

iii) **Derivative financial instruments**

The Group enters into derivative financial instruments in the nature of forward exchange contracts to manage its exposure to foreign exchange rate risks on unexecuted firm commitments and highly probable forecast transactions. Such derivative financial instruments are marked to market and gain/ loss on such contracts is recognised in the Statement of Profit and Loss at the end of each reporting period. The derivatives are carried as financial assets when the fair value is positive and financial liabilities when the fair value is negative.

u **Government grants**

Government grants are recognised where there is reasonable assurance that the grant will be received and the Group will comply with the conditions attached to them.

Where the grant relates to an asset the cost of the asset is shown at gross value and grant thereon is treated as capital grant which is recognised as income in the Statement of Profit and Loss over the period and in proportion in which depreciation is charged.

Revenue grants are recognised in the Statement of Profit and Loss in the same period as the related cost which they are intended to compensate are accounted for.

v **Business combination**

Business combinations arising from transfers of interests in entities that are under common control are accounted using pooling of interest method. The difference between consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in equity.

The pooling of interest method is considered to involve the following:

(i) The assets and liabilities of the combining entities are reflected at their carrying amounts.

(ii) No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.

(iii) The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination is as per Scheme of Merger approved by competent authority, the accounting treatment shall be from the appointed date only in compliance with the order of the competent authority.



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2026

3 Property, plant and equipment and capital work-in-progress

	As at March 31, 2026 Rupees in lakhs	As at March 31, 2025 Rupees in lakhs
Carrying amounts of:		
Buildings	2,265.21	2,291.39
Plant and equipment	3,417.89	3,142.07
Electrical Fittings	39.49	49.09
Furniture and fixture	88.88	82.13
Vehicles	99.09	104.99
Office equipments	43.59	39.29
Computers	93.76	39.68
Laboratory Equipment	13.19	5.16
Composites, Tooling, Patterns & Dies	380.06	608.15
	<u>6,441.15</u>	<u>6,361.94</u>
Capital work-in-progress*	788.72	72.65
	<u>7,229.87</u>	<u>6,434.59</u>

	Rupees in lakhs									
Particulars	Buildings	Plant and equipment	Electrical Fittings	Furniture and fixture	Vehicles	Office equipment	Computers	Laboratory Equipment	Composite Tooling, Patterns & Dies	Total
Gross carrying amount										
As at March 31, 2024	3,041.46	5,110.59	133.65	198.72	153.28	197.11	321.29	10.78	2,425.45	11,592.34
Business combination		880.91								880.92
Foreign Currency Fluctuation Gain		32.16								32.17
Additions	25.75	173.63	4.35	17.19	36.87	14.67	27.57	4.10	253.90	558.02
Disposal	-	7.00	-	-	16.50	-	0.92	-	-	24.42
As at March 31, 2025	3,067.21	6,190.29	138.00	215.91	173.65	211.77	347.93	14.88	2,679.34	13,039.03
Business combination		594.00								594.00
Foreign Currency Fluctuation Gain		198.16								198.16
Additions	76.92	218.47	0.35	24.68	20.25	17.58	90.61	12.67	179.20	640.73
Disposal	-	-	-	-	14.73	-	-	-	-	14.73
As at March 31, 2026	3,144.14	7,200.92	138.35	240.59	179.17	229.36	438.54	27.55	2,858.54	14,457.19
Accumulated depreciation										
As at March 31, 2024	675.35	2,018.21	79.00	117.44	57.74	161.26	270.60	7.81	1,664.18	5,051.63
Business combination		686.30								686.30
Foreign Currency Fluctuation Loss		25.37								25.37
Depreciation expenses	100.48	319.64	9.91	16.34	26.59	11.22	37.65	1.91	407.02	930.77
Elimination on disposal	-	1.29	-	-	15.68	-	-	-	-	16.97
As at March 31, 2025	775.82	3,048.23	88.91	133.78	68.65	172.48	308.26	9.72	2,071.20	6,677.09
Business combination		281.63								281.63
Foreign Currency Fluctuation Loss		5.72								5.72
Depreciation expenses	103.10	463.87	9.95	17.93	26.15	13.29	36.52	4.64	407.29	1,082.75
Elimination on disposal	-	16.42	-	-	14.73	-	-	-	-	31.15
As at March 31, 2026	878.93	3,783.03	98.86	151.71	80.07	185.77	344.78	14.36	2,478.49	8,016.04
Net carrying amount										
As at March 31, 2024	2,366.12	3,092.38	54.64	81.29	95.54	35.85	50.68	2.98	761.27	6,540.71
As at March 31, 2025	2,291.39	3,142.07	49.09	82.13	104.99	39.29	39.68	5.16	608.15	6,361.94
As at March 31, 2026	2,265.21	3,417.89	39.49	88.88	99.09	43.59	93.76	13.19	380.06	6,441.16

* Capital Work-in-progress ageing schedule

Particulars	As at March 31, 2026 Rupees in Lakhs		As at March 31, 2025 Rupees in Lakhs	
	Projects in	Projects	Projects in	Projects
Less than 1 year	788.72	-	72.65	-
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More than 3 years	-	-	-	-
Total	788.72	-	72.65	-



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

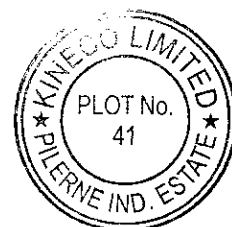
4 Other intangible assets

	As at March 31, 2026 Rupees in lakhs	As at March 31, 2025 Rupees in lakhs
Carrying amounts of:		
Filament Winding Project	0.00	(0.00)
Sky Bus Coaches Project	0.02	3.13
Optical Telescopic Structures	72.15	86.59
Sonar Dome for R&DEE and BEL for Ships	0.00	(0.00)
TOT for R&DEE	48.70	64.93
Single & Double Leaf Door	97.01	109.13
Dev. of person with Reduced Mobility Toilet	85.25	94.72
Intangible - Non Compete Fee	975.00	1,425.00
Computer Softwares	43.22	38.35
	1,321.35	1,821.86
 Intangible assets under development	 764.51	 650.25
Foreign Currency Fluctuation	2.88	10.53
	2,088.73	2,482.63

	Rupees in lakhs									
Particulars	Filament Winding Project	Sky Bus Coaches Project	Optical Telescopic Structures	Sonar Dome for R&DEE and BEL for Ships	TOT for R&DEE	Single & Double Leaf Door	Development of person with Reduced Mobility Toilet	Intangible - Non Compete Fee	Computer Softwares	Total
Gross carrying amount										
As at March 31, 2024	59.10	186.47	288.67	99.46	161.10	121.26	-	-	260.92	1,176.98
Additions	-	-	-	-	-	-	94.72	1,800.00	18.75	1,913.47
Disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	59.10	186.47	288.67	99.46	161.10	121.26	94.72	1,800.00	279.66	3,090.45
Additions	-	-	-	-	-	-	-	-	20.20	20.20
Disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2026	59.10	186.47	288.67	99.46	161.10	121.26	94.72	1,800.00	299.86	3,110.65
Accumulated depreciation										
As at March 31, 2024	59.08	174.02	187.65	99.46	79.93	-	-	-	235.67	835.81
Depreciation expenses	-	9.32	14.44	-	16.23	12.13	-	375.00	5.63	432.75
Elimination on disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	59.08	183.34	202.08	99.46	96.17	12.13	-	375.00	241.31	1,268.56
Depreciation expenses	-	3.11	14.44	-	16.23	12.13	9.47	450.00	15.33	520.71
Elimination on disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2026	59.08	186.45	216.52	99.46	112.40	24.25	9.47	825.00	256.64	1,789.27
Net carrying amount										
As at March 31, 2024	0.02	12.45	101.02	0.00	81.17	121.26	-	-	25.24	341.16
As at March 31, 2025	(0.00)	3.13	86.59	(0.00)	64.93	109.13	94.72	1,425.00	38.35	1,821.86
As at March 31, 2026	0.00	0.02	72.15	0.00	48.70	97.01	85.25	975.00	43.22	1,321.35

* Intangible assets under development ageing schedule

Particulars	As at March 31, 2026 Rupees in Lakhs		As at March 31, 2025 Rupees in Lakhs	
	Projects in progress	Projects temporarily suspended	Projects in progress	Projects temporarily suspended
Less than 1 year	767.38	-	660.77	-
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More than 3 years	-	-	-	-
Total	767.38	-	660.77	-



Kineco Limited**Notes forming part of the financial statements as at and for the year ended March 31, 2026**

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
5 Right-of-use assets		
Right-of-use of leased assets (Refer Note No. 42)	357.42	396.10
Total	357.42	396.10
6 Non Current Investment		
Quoted - Investment carried at fair value through other comprehensive Equity Instruments		
500 Equity Shares of Bank of Baroda of Rs. 2/- fully paid up (as at 31 March 2025, 500 Equity shares of Rs.2/- each)	1.24	1.14
Unquoted - Investment carried at Cost		
Investment in Equity Instruments of Associate		
Kineco Exel Composites India Private Limited		
1,06,550 Equity Shares of Rs.100/- fully paid up of (as at 31 March 2025, 1,06,550 Equity shares of Rs. 100/- each)	179.90	409.01
Total	181.14	410.15
7 Other financial assets		
Security deposits	26.16	22.92
Bank deposits with more than 12 months maturity	-	4.70
Interest accrued on Bank deposits with more than 12 months maturity	-	0.01
Total	26.16	27.63
8 Non-current tax assets (net)		
Income tax payments less liabilities	251.02	111.76
Total	251.02	111.76



Kineco Limited**Notes forming part of the financial statements as at and for the year ended March 31, 2026**

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
9 Deferred tax assets (Net)		
Deferred tax liabilities:		
Depreciation allowance	65.05	550.19
	<u>65.05</u>	<u>550.19</u>
Deferred tax assets:		
Provision for employee benefits	154.13	70.83
Provision for doubtful debts	41.51	15.64
Unabsorbed depreciation and business losses	-	431.54
	<u>195.64</u>	<u>518.01</u>
Net deferred tax assets / (liability)	<u>130.59</u>	<u>(32.18)</u>
10 Other non-current assets		
(Unsecured, considered good, unless otherwise stated)		
Capital advances	493.98	77.37
Prepaid expenses	74.50	11.17
Security Deposit	0.18	-
<u>Balance with government authorities</u>		
GST and Customs Duty Receivable	5.83	5.83
Total	<u>574.49</u>	<u>94.37</u>
11 Inventories		
(At the lower of cost and net realisable value)		
Raw materials	8,816.98	4,411.52
(Including Goods-in-transit of Rs 272.71 lakhs (as at March 31, 2024 Rs 183.75 lakhs)		
Work in progress	1,098.35	1,101.77
Consumables, stores and spares	528.28	526.23
(Including Goods-in-transit of NIL (as at March 31, 2024 Rs 12.54 lakhs)		
Finished Goods	133.76	1,687.52
Total	<u>10,577.37</u>	<u>7,707.04</u>



Kineco Limited**Notes forming part of the financial statements as at and for the year ended March 31, 2026**

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in Lakhs	Rupees in Lakhs
12 Trade receivables		
Trade receivables - unsecured		
(i) Considered good	20,626.07	11,511.22
(ii) Significant increase in credit risk	215.79	109.44
	20,841.86	11,620.66
Less: Allowance for bad and doubtful debts (expected credit loss allowance)*	(215.79)	(109.44)
Total	20,626.07	11,511.22

* Movement in the allowance for bad and doubtful debts (expected credit loss allowance)

Balance at March 31, 2024	78.24
Add: Created during the year	31.20
Less: Released during the year	-
Balance at March 31, 2025	109.44
Add: Created during the year	106.34
Less: Released during the year	-
Balance at March 31, 2026	215.79

Trade Receivables Ageing

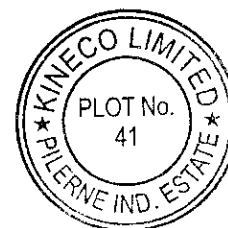
	As at March 31, 2026 (Rs in Lakhs)						
Particulars	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	18,291.72	2,247.38	12.48	22.43	37.03	171.02	20,782.06
(ii) Disputed Trade Receivables – credit impaired			47.95			11.85	59.80
Total	18,291.72	2,247.38	60.44	22.43	37.03	182.87	20,841.86

	As at March 31, 2025 (Rs in Lakhs)						
Particulars	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	10,597.43	885.80	26.76	21.17	30.13	-	11,561.29
(ii) Disputed Trade Receivables – credit impaired		47.27	0.25			11.85	59.37
Total	10,597.43	933.07	27.01	21.17	30.13	11.85	11,620.66



Kineco Limited**Notes forming part of the financial statements as at and for the year ended March 31, 2026**

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
13 Cash and cash equivalents		
Cash on hand	0.88	2.75
Balances with banks		
In current accounts	6,097.43	2,785.51
In Book overdraft	20.70	
In EEFC accounts	24.43	123.39
Term deposits with original maturity period of more than three months	1,000.00	-
Total	7,143.45	2,911.64
14 Other bank balances		
Margin money deposit (represents amounts pledged with banks as security for guarantees issued and letters of credit)	106.25	89.51
Term deposits with original maturity period of more than three months	1,007.50	1,295.30
Total	1,113.75	1,384.81
15 Other current financial assets		
(Unsecured considered good unless otherwise stated)		
Interest accrued on bank deposits	21.68	92.22
Earnest Money & Security Deposits	182.39	422.93
Total	204.07	515.16
16 Other current assets		
(Unsecured considered good unless otherwise stated)		
Advances to employees	18.14	7.22
Prepaid expenses	713.47	302.78
Advances to Suppliers	1,610.32	396.38
Amounts with government authorities	554.89	1,040.02
Export incentives receivable	8.03	25.77
Contract assets	-	2.61
Contract assets comprises of the custom duties paid for import of tools supplied by customer free of charge to be used in the manufacture of the parts to be delivered as per contract with the customer.		
Total	2,904.85	1,774.78



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
17 Equity Share capital		
Authorised 2,60,00,000 (as at March 31, 2025 2,10,00,000) equity shares of Rs.10 each (refer note no. e)	2,600.00	2,100.00
12,50,000 (as at March 31, 2025 12,50,000) Cumulative Redeemable Preference Shares of Rs. 100 each	1,250.00	1,250.00
	<u>3,850.00</u>	<u>3,350.00</u>
Issued, subscribed and fully paid up 74,69,725 (as at March 31, 2025 72,03,351) Equity shares of Rs.10 each	746.97	720.34
Equity shares pending allotment - 2,84,086 @ 10 Each (refer note e (ii) below)	28.41	-
Total	<u>775.38</u>	<u>720.34</u>

Footnotes:**a. Reconciliation of equity shares and amounts outstanding:**

Particulars	March 31, 2026		March 31, 2025	
	Number of Shares	Rupees in lakhs	Number of Shares	Rupees in lakhs
At the beginning of the year	7,203,351	720.34	6,264,183	626.42
Add: Issued during the year	266,374	26.63	939,168	93.92
At the end of the year	<u>7,469,725</u>	<u>746.97</u>	<u>7,203,351</u>	<u>720.34</u>

b. Shareholding of Promoters:

Particulars	March 31, 2026		March 31, 2025	
	Number of Shares	% holding	Number of Shares	% holding
Shekhar Sardesai	3,088,623	41.3%	2,619,950	36.37%

c. Rights, preferences and restrictions attached to equity shares:

The Company has 74,69,725 (Prev. Year 72,03,351) issued, Subscribed & Paid up equity shares having a par value of Rs.10/- per share. Each holder of equity share is entitled to one vote per share held. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after settlement of all preferential amounts. The distribution will be in proportion to equity shares held by the shareholders. The Dividend proposed by Board of Directors is subject to approval of shareholders at the ensuing Annual General Meeting except in case of interim dividend.

d. Details of shareholders holding more than 5% shares

Particulars	March 31, 2026		March 31, 2025	
	Number of Shares	% holding	Number of Shares	% holding
Shekhar Sardesai	3,088,623	41.35%	2,619,950	36.37%
Gajanana Assets and Projects SPV LLP	-	-	970,436	13.47%
Pankaj Prasoon	526,833	7.05%	184,469	2.56%
Ashish Kacholia	362,600	4.85%	362,600	5.03%

e. Change in Authorised Equity share capital

(i) The Scheme of Amalgamation (Merger by Absorption) was confirmed by the Regional Director, Mumbai vide Order dated 9th May 2025. Upon the scheme becoming effective, the Authorized share capital of the Transferor Company (Kineco Kaman Composites India Pvt Ltd) was added to the Authorised Capital of the Company. Hence, the Authorised Capital of the Company stands increased to Rs. 21,00,00,000 (2,10,00,000 Equity Shares of Rs. 10/- each) on account of the said combination of Authorized capital.

(ii) The Scheme of Amalgamation (Merger by Absorption) was confirmed by the Regional Director, Mumbai vide Order dated 24th June 2026. Upon the scheme becoming effective, the Authorized share capital of the Transferor Company (Kineco Train Tech Private Limited) was added to the Authorised Capital of the Company. Hence, the Authorised Capital of the Company stands increased to Rs. 26,00,00,000 (2,60,00,000 Equity Shares of Rs. 10/- each) on account of the said combination of Authorized capital.

Further, as per the scheme of amalgamation the members of Kineco Train Tech Private Limited were to be issued one fully paidup equity share for every 11 fully paidup equity share in Kineco Train Tech Private Limited. Accordingly 2,84,086 shares of Rs 10 each are pending allotment as of 31st March 2026 and have been subsequently issued on 28th July 2026



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

18 Other Equity

Rupees in lakhs

Particulars	Reserves and surplus				Other Comprehensive Income			Total
	Securities Premium	Capital Reserves	Capital Reserves on Business Combination	Retained earnings	Re-measurement of defined benefit obligations	Equity Instruments through other comprehensive income	Foreign Currency Translation Reserve	
Balance as at March 31, 2024	2,479.89	10.07	-	(213.00)	(45.44)	1.42	-	2,232.93
Add/ (Less)								
Profit/ (loss) for the year	-	-	-	702.01	-	-	-	702.01
Other comprehensive income for the year	-	-	-	-	(30.83)	(0.18)	5.57	(25.43)
Total Comprehensive Income for the year	-	-	-	702.01	(30.83)	(0.18)	5.57	671.00
Securities Premium on equity shares issued	8,706.06	-	-	-	-	-	-	8,706.06
Adjustments on Business Combination	(0.59)	-	482.32	184.47	-	-	47.04	713.24
On derecognition of Non Controlling Interest	-	-	(1,011.06)	-	-	-	-	(1,011.06)
Share issue Expenses	(282.50)	-	-	-	-	-	-	(282.50)
As at March 31, 2025	10,902.86	10.07	(528.74)	673.48	(76.27)	1.24	52.62	11,035.26
Add/ (Less)								
Profit/ (loss) for the year	-	-	-	810.48	-	-	-	810.48
Other comprehensive income for the year	-	-	-	(1.53)	6.08	0.10	428.27	432.92
Total Comprehensive Income for the year	-	-	-	808.95	6.08	0.10	428.27	1,243.40
Securities Premium on equity shares issued	7,980.57	-	-	-	-	-	-	7,980.57
Additions on merger	4,489.42	-	-	-	-	-	-	4,489.42
Capital reserve on account of merger	-	-	1,615.77	-	-	-	-	1,615.77
Foreign Currency Translation Reserves	-	-	-	-	-	-	-	-
Share issue Expenses	(292.39)	-	-	-	-	-	-	(292.39)
As at March 31, 2026	23,080.46	10.07	1,087.03	1,482.43	(70.19)	1.33	480.89	26,072.03



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
19 Non - Current borrowings		
Working Capital Term Loan (Secured)		
From Banks (see footnote a below)	484.54	580.69
Term loans (secured)		
From others (see footnote c below)	-	5.94
From banks (see footnote b below)	736.40	568.78
Total	1,220.94	1,135.41

Footnotes:

a. Working Capital Term Loans from Banks are Secured by hypothecation of stocks of Raw Material, Stock in Process, Finished goods, Consumables and book-debts and all other current assets. Secured by mortgage of land and building and movable assets at plot no. 34, 35, 36, 41, 42, 43, 60, 61 and 61A. Extension of charge over remaining fixed assets. Also secured by personal guarantee of Shekhar Sardesai.

b. One FCNR term loans carries interest rates of 7.76% to 7.61% (Previous year 7.88% to 7.94%) per annum. This facility is secured by equitable mortgage of factory land and building and hypothecation charge on the entire plant and machinery and other movable and immovable assets and on the inventories and receivables of the Company. The loan is repayable in 78 monthly instalments of USD 18,333 (approx. Rs. 15.27 lakhs) each, the first instalment is payable in September 2019 the last instalment payable in May 2026.

The Company has taken another loan of Rs. 800 lakhs for purchase of Machinery which carries an interest rate of 7.68% to 8.90% per annum. This facility is secured by equitable mortgage of factory land and building and hypothecation charge on the entire plant and machinery and other movable and immovable assets and on the inventories and receivables of the Company. The loan is repayable in 73 monthly instalments of USD 13,429 (approx. Rs. 12.75 lakhs) each, the first instalment is payable in April 2024 the last instalment payable in May 2030.

The Bank has sanctioned loan of Rs. 1900 lakhs during the year (out of which utilised for Rs. 206.27 lakhs till March 2026) for Expansion of new building & Machinery for plot No 60 which carries an interest rate of 8.90% to 9.15% per annum. This facility is secured by equitable mortgage of factory land and building and hypothecation charge on the entire plant and machinery and other movable and immovable assets and on the inventories and receivables of the Company. The loan is repayable in 84 monthly instalments of Rs. 30.71 lakhs, the first instalment is payable in September 2026 and the last instalment payable in July 2033

The Bank has sanctioned another loan of Rs. 2500 lakhs during the year (out of which utilised for Rs. 218.70 lakhs till March 2026) for Expansion of building & Machinery for plot no 41 & 61 which carries an interest rate of 8.75% per annum. This facility is secured by equitable mortgage of factory land and building and hypothecation charge on the entire plant and machinery and other movable and immovable assets and on the inventories and receivables of the Company. The loan is repayable in 96 monthly instalments.

The company has taken vehicle loan from banks which carries interest rate of 7.50% to 8% per annum. This loan is secured by hypothecation of the vehicle and is repayable in 48 equated monthly instalments.

d. Preference shares:

Particulars	March 31, 2026		March 31, 2025	
	Number of Shares	Rupees in lakhs	Number of Shares	Rupees in lakhs
At the beginning of the year			8,000,000	800.00
Less : Redeemed during the year			(8,000,000)	(800.00)
At the end of the year	-	-	-	-

Rights, preferences and restrictions attached to shares:

The Company had issued 8,00,000 1% Cumulative Optionally Convertible Preference Shares of Rs. 100/- each at par for the financial year 2017 - 2018. The terms of contract require contractual payments in cash at the time of redemption at premium and 1% dividend on cumulative basis. The shares are cumulative, non-participating and optionally convertible with the conversion option being triggered if and upon the Company defaulting on redemption of the shares.



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
20 Non-current lease liabilities		
Lease liabilities (see note no 42)	80.84	94.91
Total	80.84	94.91
21 Non Current provisions		
Provision for employee benefits		
Provision for compensated absences benefits	292.66	162.04
Gratuity (see note no 43)	232.02	76.37
Total	524.68	238.41
22 Other non current liabilities		
Deferred government grant	186.58	206.91
Total	186.58	206.91
23 Current borrowings		
Loans repayable on demand		
From a bank (Secured)		
Cash credit (See footnote a, b below)	4,248.71	3,185.06
Export packing credit (See footnote c below)	1,394.45	1,285.82
Current maturities of long-term debt (refer Note 19)		
Term loans from Bank	465.26	782.66
Term Loans from others (unsecured)	-	470.00
Term loans from Financial Institution (secured) - Vehicle Loan	-	38.52
Book Overdraft	-	187.93
Loans and advances from related party (unsecured)		
From Directors	-	1,000.00
Total	6,108.42	6,949.99

Footnotes:

a. Secured by hypothecation of stocks of Raw Material, Stock in Process, Finished goods, Consumables and book-debts and all other current assets. Secured by mortgage of land and building and movable assets at plot no. 34, 35, 36, 41, 42, 43, 60 & 61 and 61A. Extension of charge over remaining fixed assets. Also secured by personal guarantee of Shekhar Sardesai. The cash credit facility is secured by an exclusive first charge on inventories and receivables of the Company, equitable mortgage of factory land and building and movable assets and hypothecation charge on plant and machinery of the Company.

b. The export packing credit facility is secured by an exclusive first charge on inventories and receivables of the Company, equitable mortgage of factory land and building and movable assets and hypothecation charge on plant and machinery of the Company. The facility carries an interest rate of 6.25% to 5.31% per annum (during the year ended March 31, 2025 3.25% to 6.25% per annum).

24 Lease Liabilities

Lease liabilities (see note no 42)	23.51	32.43
Total	23.51	32.43



Kineco Limited**Notes forming part of the financial statements as at and for the year ended March 31, 2026**

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
25 Trade payables		
Total outstanding dues of micro enterprises and small enterprises	1,711.04	903.85
Total outstanding dues of creditors other than micro enterprises and small enterprises	11,772.64	5,808.64
Total	13,483.68	6,712.49

A Trade Payables Ageing

Particulars	As at March 31, 2026					
	Rupees in lakhs					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Micro and Small	1,005.35	703.16	2.53	-	-	1,711.04
(ii) Others	10,599.87	1,134.75	28.65	3.04	6.34	11,772.64

Particulars	As at March 31, 2025					
	Rupees in lakhs					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Micro and Small	884.51	19.35	-	-	-	903.85
(ii) Others	5,578.14	205.36	0.66	-	1.63	5,785.78
(iv) Disputed dues - Others	-	-	0.58	3.40	18.88	22.86

B The details relating to Micro and Small Enterprises in terms of the Micro, Small and Medium Enterprises Development Act, 2006 are as follows and have been made on the basis of confirmations received from suppliers regarding their status under the said act;

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
Outstanding principal Amount and Interest as on March 31, 2025		
- Principal amount	1,711.04	903.85
- Interest due thereon	4.70	-
Amount of interest paid along with the amounts of payment made beyond the appointed day	-	-
Amount of interest due and payable (where the principal has already been paid but interest has not been paid)	4.70	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	4.70	-
The amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act	-	-



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

Particulars	As at March 31, 2026	As at March 31, 2025
	Rupees in lakhs	Rupees in lakhs
26 Other financial liabilities		
Interest accrued but not due on borrowings	10.46	21.56
Payables on purchase of fixed assets	102.53	7.92
Total	112.99	29.48
27 Provisions		
Provision for employee benefits Compensated absences	58.89	124.48
Provision for employee benefits Gratuity	-	96.48
Warranty Provisions	1,111.25	743.97
Total	1,170.14	964.93
28 Current tax liabilities (net)		
Income tax liabilities less payments	57.34	-
Total	57.34	-
29 Other current liabilities		
Contract liabilities - Advances from customers	1,324.36	1,347.43
Statutory remittances (Contributions to PF, ESIC and LWF, withholding taxes, GST etc.)	302.30	109.04
Deferred government grant	20.33	20.33
Other payables	1,946.08	2,176.29
Total	3,593.06	3,653.09



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	Rupees in lakhs	Rupees in lakhs
30 Revenue from operations		
<u>Sale</u>	43,138.77	24,237.04
<u>Other Operating Income</u>		
Scrap sale	11.74	16.28
Export incentives	170.15	232.73
Total	43,320.67	24,486.05

The Company's current contract with customers for sale of Composite structures can be classified as (i) Manufacture and sale of parts as such and (ii) Manufacture and sale of parts on job work basis (iii) Sales of Services

Manufacture and sale of parts: Each deliverable part is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. In this case, the customer representative normally inspects and approves the part for despatch. This part is a specific part manufactured as per the design provided by the customer, such acceptance is considered to be indicative of the customer having obtained the ability to direct the use of and obtain substantially all of the remaining benefits from the part. The contract with the customers provides the part to be delivered to its specified location and hence the revenue is recognised once the parts are placed with the carrier at the origin destination.

Payments for these parts are received in accordance with the contract with the customer, which includes certain advance amount in some cases and balance payments on delivery of the parts as per the agreed credit terms. As the advance gets adjusted within the normal operating cycle of 12 months, the advance received is not considered to be towards a significant financing arrangement requiring adjustment to the transaction price.

Manufacture and sale of parts of job work basis: Each deliverable part is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. The tools and the raw materials required for the manufacture of these parts are provided by the customer free of charge. Though the physical control of these tools and raw material is with the Company, the customer directs their use and are returnable on completion of the job work process. Further these tools and raw material are specific to the deliverable part of the customer and cannot be used for any other purpose and hence these are not considered to have any effect on the transaction price from the non cash consideration perspective. The contract with the customers provides the part to be delivered on FOR basis and hence the revenue is recognised once the parts are delivered to the customers premises.

Sale of services: Each installation and commissioning contract is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. The customer representative normally inspects and approves the installed components and provides the installation completion certificate. On approval the revenue is recognised.

Payments for these services are received in accordance with the terms agreed in the contract with the customer.



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	Rupees in lakhs	Rupees in lakhs
<u>Sale</u>		
Manufacture and sale of parts as such	40,131.91	22,005.75
Manufacture and sale of parts on job work basis	636.24	285.42
Sales of Services	2,370.63	1,945.88
	43,138.77	24,237.04
<u>Geographical markets</u>		
Other Countries	24,823.69	12,404.38
India	18,315.08	11,832.66
	43,138.77	24,237.04

31 Other Income**Interest Income**

- on bank deposits	67.41	198.68
- on income tax refund	-	6.44
- on Interest others	0.16	-
- on Interest on Loan to Related Party	-	0.75

Other Non operating income

Sundry balances written back (net)	92.79	9.44
Other Non-Operating Expense	859.69	-
Deferred government grant income	20.33	20.33
Profit on sale of assets	27.00	0.09
Custom incentives	-	41.80
Net gain on foreign currency transactions and translations	63.77	22.11
Rent from sub-lease of plot no 61	-	46.86
Miscellaneous Income	189.88	7.04

Total	1,321.04	353.54
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32 Cost of materials consumed

Stock at Commencement	4,937.75	2,422.76
Add: Purchases, Stores & Spares	23,907.30	14,682.30
	28,845.04	17,105.06
Less: Stock at close	9,345.26	4,937.75
Total	19,499.78	12,167.31



Kineco Limited

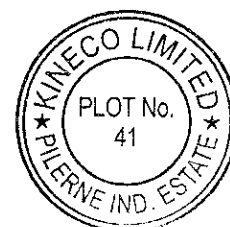
Notes forming part of the financial statements as at and for the year ended March 31, 2026

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	Rupees in lakhs	Rupees in lakhs
33 Changes in inventories of finished goods work-in-progress and stock-in-trade		
Inventories at the end of the year		
Work in Process	1,098.35	1,101.77
Finished Goods	133.76	1,667.52
	<u>1,232.11</u>	<u>2,769.30</u>
Inventories at the beginning of the year		
Work in Process	1,101.77	1,290.87
Finished Goods	1,667.52	16.39
	<u>2,769.30</u>	<u>1,307.26</u>
Net (increase)/ decrease	<u>1,537.19</u>	<u>(1,462.04)</u>
34 Employee benefits expenses		
Salaries and wages	10,985.97	4,571.17
Staff welfare expenses	89.74	101.08
Contribution to PF, ESIC, & Other Funds	182.01	154.81
Gratuity (see note no 43)	67.24	55.08
Total	<u>11,257.52</u>	<u>4,882.15</u>
35 Finance costs		
Interest on borrowings from banks	484.53	543.11
Interest on borrowings from holding company (including preference shares)	-	129.79
Interest on others	74.14	90.98
Others borrowing costs	139.76	43.31
Interest on Lease Liability	6.23	2.67
Net loss on foreign currency transactions and translations (considered as finance costs)	19.94	15.11
Total	<u>724.61</u>	<u>824.97</u>



Kineco Limited**Notes forming part of the financial statements as at and for the year ended March 31, 2026**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	Rupees in lakhs	Rupees in lakhs
36 Other expenses		
Outsourced Services	745.05	731.12
Consumption of Packing Material	11.53	11.92
Consumption of stores and spare parts	402.46	559.45
Labour expenses	83.76	47.54
Fuel, power and water	234.04	221.21
Security Expenses	125.85	114.97
Design and Engineering Expenses	1.59	1.94
Repair & Maintenance:		
Plant and equipment	133.78	118.96
Buildings	116.31	76.11
Others	112.93	97.93
Rates and taxes	171.00	23.35
Printing and stationery	23.45	15.87
Travelling & Conveyance	326.89	161.51
Postage and telephone expenses	503.68	56.12
Insurance Charges	244.25	134.02
Rent	690.16	87.30
Professional Fees	1,570.28	815.09
Auditor's Remuneration:		
- For Audit Matters	25.20	25.23
- For Taxation Matters	2.90	2.40
Internal Audit & Other Matters	13.25	13.27
Amortisation of right of use of leased assets (Refer Note 42)	11.49	35.44
Sundry Debit Balances written off	-	10.37
Late Delivery Claims	10.59	19.04
Miscellaneous Expenses	477.74	175.12
Donation	1.54	0.95
Scrap Disposal	25.30	20.85
Inspection & Testing Charges	86.51	41.13
Sales & Agents Commission	279.66	161.52
Recruitment expenses	6.63	1.36
Royalty	-	31.71
Establishment expenses	32.86	32.02
Corporate social responsibility expenses	6.00	16.62
Provision for doubtful debts (expected credit losses allowance)	101.81	11.99
Advertisement and business promotion Expenses	250.94	301.01
Freight outward expenses	528.51	655.27
Net loss on foreign currency transactions and translations	-	5.81
Total	7,357.94	4,835.50



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	Rupees in lakhs	Rupees in lakhs
37 Tax expense		
a Income tax recognised in Statement of Profit and Loss		
Current tax in respect of current year	246.07	131.29
Tax of prior years	44.09	(3.42)
Deferred tax	(92.50)	377.60
Total	197.66	505.47
b The reconciliation of estimated income tax expense at Indian Statutory income tax rate to income tax expense reported in Statement of Profit and Loss is as follows:		
Profit before tax	2,661.21	2,228.17
Indian statutory income tax rate (Average of rates adopted by holding and subsidiary company)	25.17%	25.17%
Income tax expense	(73.30)	396.87
Effect of expenses that are not deductible in determining taxable profit	77.86	36.09
Effect of expenses that were disallowed in the previous years, deductible in determining taxable profit	(10.78)	(15.12)
Effect of set off of brought forward losses against taxable profit and temporary difference relating to depreciation allowance including the sale of plant and machinery for which deferred tax liabilities have been recognised	154.81	94.42
Permanent difference on expenses disallowed	6.51	2.82
Taxes of prior years	44.09	(3.42)
Change in Tax rates	(1.53)	(6.19)
Income tax expense recognised in Statement of Profit and Loss	197.66	505.47
c Income tax recognised in Other Comprehensive Income		
Deferred tax		
Arising on income and expenses recognised in other comprehensive income:		
Remeasurement of defined obligations and equity instruments	(1.53)	(6.19)
Impact of Set-off of brought forward losses	-	-
Total income tax recognised in other comprehensive income	(1.53)	(6.19)
Bifurcation of the income tax recognised in other comprehensive income into:		
Items that will not be reclassified to profit or loss	(1.53)	(6.19)
Total	(1.53)	(6.19)



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

38 Financial instruments**i. Financial risk management objective and policies**

This section gives an overview of the significance of financial instruments for the Company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in Note 2(t).

ii. Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts and fair values, are set out below:

Rupees in lakhs				
Financial Assets	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value
As at 31st March 2025				
Non-Current Investments*	-	1.14	-	1.14
Trade receivables	-	-	11,511.22	11,511.22
Cash and cash equivalents	-	-	2,911.64	2,911.64
Other bank balances	-	-	1,384.81	1,384.81
Other current financial assets	-	-	515.16	515.16
Other Non current financial assets	-	-	27.63	27.63
Total	-	1.14	16,350.46	16,351.61
As at 31st March 2026				
Non-Current Investments*	-	1.24	-	1.24
Trade receivables	-	-	20,626.07	20,626.07
Cash and cash equivalents	-	-	7,143.45	7,143.45
Other bank balances	-	-	1,113.75	1,113.75
Other current financial assets	-	-	204.07	204.07
Other Non current financial assets	-	-	26.16	26.16
Total	-	1.24	29,113.50	29,114.74

* other than equity instruments of subsidiaries which are measured at cost

Financial Liabilities	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value
As at 31st March 2025				
Non-current borrowings	-	-	1,135.41	1,135.41
Current borrowings	-	-	6,949.99	6,949.99
Non Current Lease Liabilities	-	-	94.91	94.91
Trade payables	-	-	6,712.49	6,712.49
Lease Liabilities	-	-	32.43	32.43
Other current financial liabilities	-	-	29.48	29.48
Total	-	-	14,954.71	14,954.71
As at 31st March 2026				
Non-current borrowings	-	-	1,220.94	1,220.94
Current borrowings	-	-	6,108.42	6,108.42
Non Current Lease Liabilities	-	-	80.84	80.84
Trade payables	-	-	13,483.68	13,483.68
Lease Liabilities	-	-	23.51	23.51
Other current financial liabilities	-	-	112.99	112.99
Total	-	-	21,030.37	21,030.37

iii. Fair value hierarchy

The table shown below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined below:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

Rupees in lakhs		
	As at March 31, 2026	As at March 31, 2025
Financial assets - at fair value through other comprehensive income:		
Non-Current Investments	1.24	1.14
(other than equity instruments of subsidiaries)		
Total	1.24	1.14



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

iv Risk management framework**a) Risk management**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. These risks include market risk, credit risk and liquidity risk. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risk and adherence to limits. The risk management process is regularly reviewed by the Company's board of directors.

b) Treasury management

The Company's treasury function provides services to the business, co-ordinates access to financial markets, monitors and manages the financial risks relating to the operations of the Company through internal reports which analyses exposures by degree and magnitude of risks. These risks include market risk (currency risk and interest rate risk), credit risk, liquidity risk and cash flow interest rate risk.

c) Market Risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rate and interest rates.

d) 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 is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments. The Company's customers include government bodies/ public sector undertakings as well as private companies. The credit worthiness of the customers is evaluated based on publicly available information and the Company's historical experiences.

Credit period varies as per the contractual terms with the customers. No interest is generally charged on overdue trade receivables. Exposures to customers outstanding at the end of each reporting period are reviewed to determine incurred and expected credit losses and the Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade receivables.

e) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages liquidity risk by continuously monitoring of forecasts and actual cash flows and by matching the maturity timelines of the financial assets and liabilities and utilising its borrowing facilities appropriately to meet its financial obligations.

The following table provides the details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

	Amounts in lakhs		
	Less than 1 year	1 to 5 years	Total
As at March 31, 2026			
Interest bearing liabilities	465.26	6,864.10	7,329.36
Trade payables	13,443.13	40.55	13,483.68
Other financial liabilities	112.99	80.84	193.83
As at March 31, 2025			
Interest bearing liabilities	782.66	5,606.29	6,388.95
Trade payables	6,687.35	25.14	6,712.49
Other financial liabilities	29.48	94.91	124.39

v Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximise returns for the shareholders and benefits for other stake holders. The Company aims to maintain an optimal capital structure through combination of debt and equity in a manner so as to minimise the cost of capital.

The Company monitors its capital using Gearing Ratio, Net Debt (Short Term and Long Term Borrowings including Current maturities) divided by Total Equity (Capital plus net debt).

	Amounts in lakhs	
	As at March 31, 2026	As at March 31, 2025
Long term borrowings (Refer note 19)	1,220.94	1,135.41
Short term borrowings (Refer note 23)	5,643.16	4,470.88
Current maturities of long term debt (Refer note 23)	465.26	782.66
Net debt	7,329.36	6,388.95
Total equity	26,846.81	15,711.65
Total capital	34,176.17	22,100.60
Gearing ratio	21%	29%



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2026

39 Contingent liabilities

(i) Bank Guarantees issued by the bank on behalf of the Company Rs 2,349.07 lakhs (Previous year: Rs. 826.17 lakhs)

(ii) Letter of Credit issued by the bank on behalf of the Company Rs 122.05 lakhs (Previous year: NIL)

(iii) SBLC issued by the bank on behalf of the Company GBP 3,85,000 (Previous year: NIL)

(iv) Claims against the Company for pending cases NIL (Previous year Rs. 817.98 lakhs)

Kineco Limited was awarded a contract by MCF for the furnishing of 191 coaches for a total contract value of Rs. 81.79 crores. Subsequently, for reasons attributable to circumstances beyond the control of Kineco Limited, MCF unilaterally cancelled the order and levied General Damages of Rs. 8.18 crores upon the Company and also revoked bank guarantees amounting to Rs. 1 Crore.

Aggrieved by the aforesaid action, Kineco Limited invoked the arbitration mechanism under the contract and challenged the levy of General Damages. Upon adjudication of the dispute, the Arbitral Tribunal, vide its Award dated 19.06.2023, ruled in favour of Kineco Limited, setting aside and nullifying the General Damages of Rs. 8.18 crores levied by MCF. The Tribunal further awarded Rs. 2.44 crores in favour of Kineco Limited, together with interest at the rate of 9.5% per annum in the event the awarded amount was not paid by MCF within 45 days.

MCF thereafter challenged the Arbitral Award before the Commercial Court, Lucknow. The challenge was rejected and the Commercial Court, vide its Judgment dated 03.07.2025, upheld the Award in favour of Kineco Limited. MCF subsequently preferred an appeal before the Hon'ble High Court at Lucknow. The said appeal was dismissed by the Hon'ble High Court on 19.03.2026, with the Court holding that neither the Arbitral Award dated 09.06.2023 nor the Judgment of the Commercial Court, Lucknow dated 03.07.2025 warranted any interference.

In parallel, Kineco Limited initiated execution proceedings before the Commercial Court, Lucknow for enforcement and recovery of the amounts awarded under the Arbitral Award. Pursuant to the execution proceedings and the finality of the Award, MCF has since discharged the amounts payable to Kineco Limited, comprising the awarded principal and applicable interest. An amount of Rs. 15.85 lakhs was received on 09.05.2026, followed by receipt of the balance amount of Rs. 2.91 crores on 12.08.2026.

Accordingly, the dispute has been finally adjudicated in favour of Kineco Limited, with the General Damages of Rs. 8.18 crores set aside and the amounts awarded by the Arbitral Tribunal having been recovered in full, together with applicable interest.

(v) Corporate Guarantee on behalf of Joint venture Rs. 500.00 lakhs (Previous year Rs. 500.00 lakhs)

(vi) The Company has imported capital goods/ raw materials under the Export Promotion Capital Goods Scheme ("EPCG Scheme") / Advance licence ("Advance Licence scheme") and executed bonds aggregating Rs. 1,300.00 lakhs (March 31, 2025 Rs 1300.00 lakhs) in favour of Customs authorities. The Company is liable to pay the whole of the customs duty saved on such imported goods, along with interest at 15% per annum from the date of clearance of goods till the date of payment of duty, if it fails to discharge its export obligations as prescribed under the Schemes. Under the Schemes, the Company has to earn foreign currency worth Rs. 2,885.40 lakhs (March 31, 2025 Rs 2,885.40 lakhs) in aggregate. The obligations are to be fulfilled within a period of 1.5-6 years from the date of issue of import licences. Import licenses have been issued at various points in time and the time limit of 1.5-6 years for licenses for which such obligation is pending to be fulfilled ends on May 31, 2029. As, at the year end, the balance export obligation is NIL (March 31, 2025 Rs. 1,033.84 lakhs) which is to be fulfilled by earning foreign exchange from Company's operations.

Based on its business plans the Company does not expect any additional liability to devolve in respect of the above and therefore no provision has been held in the accounts.

40 Commitments:

Estimated amount of contracts remaining to be executed on capital account: Rs 1,920.75 lakhs (Previous year: Rs. 835.81 lakhs)

41 Trade receivable, loans and advances and trade payable balances are subject to confirmation, reconciliation and consequent adjustments, if any.

42 Leases

The Company has entered into long term lease agreements with Goa Industrial Development Corporation for use of Industrial Land. This use of land as per the agreements has been identified as the right of use assets.

i. Right-of-use assets - Land

Particulars	Amount in lakhs
Right-of-use assets as of April 1, 2024 (date of transition) - Land	192.47
Add: Addition during the year	239.07
Less: amortised during the year	35.44
Right-of-use assets as of April 1, 2025 - Land	396.10
Add: Addition during the year	-
Less: amortised during the year	38.69
Balance as at March 31, 2026	357.41

ii. Lease liabilities

Particulars	Amount in lakhs
Lease liabilities as of April 1, 2024 (date of transition)	105.36
Add: Addition during the year	24.15
Add: Interest on Lease liabilities	7.38
Less: Payment during the year	9.55
Lease liabilities as of April 1, 2025	127.34
Add: Addition during the year	3.37
Add: Interest on Lease liabilities	6.23
Less: Payment during the year	32.60
Balance as at March 31, 2026	104.34

iii. Maturity analysis of lease liabilities

Particulars	Amount in lakhs Cash outflow undiscounted	
	March 31, 2026	March 31, 2025
a. Not later than one year	14.12	11.85
b. Later than one year and not later than five years	59.96	51.18
c. Later than five years	1,249.01	1,185.34
	1,323.09	1,228.37



Kineco Limited**Notes forming part of the financial statements as at and for the year ended March 31, 2026**

1. The lease term is for a definite period with no unconditional right with the Company to extend the lease period.
2. The lease agreements provide for a 10% increase in lease rent every 3 years.
3. The agreements provide for a subleasing of the leased land with prior approval of the lessor.
4. The agreements provide for renewal option of the lease period. The option to be exercised within the time limit stipulated in the lease agreements. However, the renewal is at the discretion and subject to the approval of GIDC and hence to that extent conditional.
5. The expenses relating to short term leases pertaining to leasing of equipments aggregated to Rs. 2.29 lakhs (Previous year Rs. 0.85 lakhs).

43 Employee benefits obligations:**Defined contribution plans:**

Contribution to Defined Contribution Plan, recognised as an expense and included under "Employee Benefits

Expenses" - Note 34 to the Statement of Profit and Loss are as under :

A sum of Rs 185.92 lakhs (Previous year Rs 141.78 lakhs) has been charged to the Statement of Profit and Loss towards contributions to provident and family pension fund.

Defined benefit plans:

The Company offers benefits under a defined-benefit plan in the form of a gratuity scheme to its eligible employees. The gratuity scheme covers substantially all regular employees. The plan provides for a lumpsum payment to its vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to fifteen days/ one month salary drawn at the time of the incident occasioning such payment, as applicable, payable for each completed year of service or part thereof in excess of six months. Vesting occurs up on completion of five years of service calculated as per the Payment of Gratuity Act, 1972.

The employees' gratuity fund scheme is managed by Life Insurance Corporation of India (LIC). The Company makes annual contributions to the plan. Commitments are actuarially determined at year-end. Actuarial valuation is based on "Projected Unit Credit" method.

Details of defined benefit plan - As per Actuarial valuation are as follows:

Particulars	Rupees in lakhs	
	March 31, 2026	March 31, 2025
I Components of defined benefit cost		
i Current service cost	55.86	46.91
ii Past service cost	-	-
iii Mortality charges and taxes	-	-
iv Interest cost on benefit obligation (net)	11.39	8.17
Total expense included in Statement of Profit and Loss (P&L)	67.25	55.08
v Actuarial loss/ (gain) arising from financial assumptions	(11.57)	43.12
vi Actuarial loss/ (gain) arising from experience adjustments	5.49	0.49
Total expense recognised in Other Comprehensive Income (OCI)	(6.08)	43.61
Total defined benefit cost recognised in P&L and OCI	61.17	98.68
II Actual contribution and benefits payments for the year		
i Actual contributions	2.00	41.16
ii Actual benefits payments	(8.95)	(2.41)
III Changes in present value of obligation during the year		
i Present value of defined benefit obligation as at the beginning of the year	506.48	394.30
ii Current service cost	55.86	46.91
iii Past service cost	-	-
iv Interest cost	33.24	28.48
v Benefits paid	(8.95)	(6.33)
vi Actuarial loss/ (gain) arising from financial assumptions	(11.57)	43.11
vii Actuarial loss/ (gain) arising from experience adjustments	-	-
Present value of defined benefit obligation as at the end of the year	575.05	506.48
IV Changes in fair value of plan of assets during the year		
i Fair value of plan of assets as at the beginning of the year	333.62	268.47
ii Interest income	21.85	20.32
iii Actual company contribution	2.00	51.66
iv Mortality charges and taxes	-	-
v Benefits paid	(8.95)	(6.33)
vi Return on plan of assets (excluding interest income)	(5.49)	(0.50)
Fair value of plan of assets as at the end of the year	343.03	333.62
V Net asset/ (liability) recognised in the Balance Sheet		
i Present value of defined benefit obligation	(575.05)	(506.48)
ii Fair value of plan of assets	343.03	333.62
Net asset/ (liability) recognised in the Balance Sheet	(232.02)	(172.85)
VI Actuarial assumptions		
i Discount rate	7.31%	6.10%
ii Expected return on plan of assets	NA	NA
iii Salary escalation rate	8.50%	8.50%
iv Mortality table used	Indian Assured Lives Mortality 2012-14 Ultimate table	Indian Assured Lives Mortality 2012-14 Ultimate table
v Withdrawal rates	10.00%	10.00%



In the absence of detailed information regarding Plan assets which is funded with Life Insurance Corporation of India, the composition of each major category of plan assets, the percentage or amount for each category to the fair value of plan assets has not been disclosed.

VII Maturity profile of defined benefit obligation (rounded off to the nearest thousand)

i	Year 1	99.11	47.52
ii	Year 2	22.57	34.95
iii	Year 3	59.66	30.48
iv	Year 4	26.06	17.85
v	Year 5	23.48	53.05
vi	Subsequent 5 years	201.13	127.30

The defined benefit plan is exposed to various actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

- i. Investment risk- All plan assets are maintained in a trust fund managed by a public sector insurer viz; LIC of India. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also interest rate and inflation risk are taken care of.
- ii Discount rate risk - The present value of the defined benefit obligation is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Decrease in the bond rate will increase the plan liability; this will partially be offset by the increase in the interest on plan assets.
- iii Longevity risk - The present value of the defined benefit obligation calculated by reference to the best estimate of the mortality of plan participants. An increase in the life expectancy of the plan participants will increase the plans liability.
- iv Salary risk - The present value of the defined benefit obligation calculated by reference to the future salaries of the plan participants. An increase in the salary of the plan participants will increase the plan liability.

V Quantitative sensitivity analysis for significant assumptions is as below:

1% increase in discount rate	525.89	402.41
1% decrease in discount rate	632.98	491.65
1% increase in salary increment rate	627.12	486.86
1% decrease in salary increment rate	529.01	405.05

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

44 Related party information:

Related party information as required by Ind AS 24 is given below:

A. Names of the related parties and their relationships:

- i) Ultimate Holding Company
Indo National Limited (upto 06th June 2024)
- ii) Holding Company
Helios Strategic Systems Limited (upto 06th June 2024)
- iii) Joint Venturer with 49% ownership (upto September 21, 2024)
Kaman Aerospace Group Inc. (Kaman Corporation Inc.)
- iv) Associates (with whom transactions have taken place during the year)
Kaman Aerosystems - Kaman Composites CT
Kaman Composites - UK Limited
- v) Group Company of Joint Venture Company
Exel Composites (Nanjing) Co. Ltd.
Exel Composites UK
Exel Composites NV
Nanjing Jingheng Composite Material Co., Ltd
Exel Composites Oyj
Diversified Structural Composites Inc.
- vi) Key Management Personnel
Mr. Shekhar Sardesai - Chairman and Managing Director
Mr. Vivek Srivastava - Group CEO & ED (from 01.01.2026)
Mr. Vinay Jagtap - Director
Mr. Prashant Naik - Director
Mr. Rajesh Khaunte - Director
Mr. Lalit Balmukund Agarwal - Director (from 01.10.2024)
Mr. Pankaj Prasoon - Director (from 01.10.2024)
Mr. Girish Desai - Director (from 03.10.2024)
Mr. Vivekanand Pauskar - Chief Financial Officer
Mrs. Manisha Naik Shirgaonkar - Company Secretary
- vii) Enterprise in which significant influence is exercised by Key Management Personnel
Gajanana Assets and Projects SPV LLP



B Transactions with related parties:

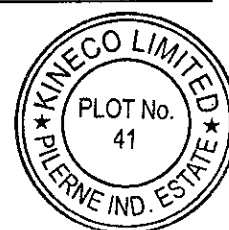
i) Details relating to parties referred to in items A (i), (ii), (iii), (iv) and (v) above:

Particulars	Name of the Related Party	Rupees in lakhs	
		March 31, 2026	March 31, 2025
1) Revenue			
Sale of goods	Exel Composites NV	53.48	187.86
	Kaman Composites - Vermont, Inc	-	-
Sale of Service	Kaman Composites - Vermont, Inc	-	-
2) Expenses			
Purchase of raw material	Kaman Composites - Vermont, Inc	-	1.72
	Diversified Structural Composites Inc.	-	2.55
	Exel Composites Oyj	1.79	8.70
Finance Cost	Shekhar Sardesai	28.47	26.24
	Lalit Balmukund Agrawal	3.55	22.68
	Pankaj Prasoon	5.32	34.18
	Helios Strategic systems Limited - Loan	-	13.81
	Helios Strategic systems Limited - Preference shares	-	16.29
	Exel Composites Oyj	118.61	49.51
Recovery of Expenses	Exel Composites Oyj	3.39	21.63
Expenses reimbursed	Exel Composites Oyj	27.26	26.66
3) Purchase of Fixed Assets			
	Exel Composites UK	8.43	25.06
	Diversified Structural Composites Inc.	-	1.43
	Nanjing Jingheng Composite Material Co., Ltd	55.40	24.85
	Exel Composites Oyj	14.08	30.65
4) Redemption of Preference shares	Helios Strategic systems Limited	-	800.00
5) Loans Taken / (Repaid)			
	Helios Strategic systems Limited	-	(535.00)
	Exel Composites Oyj	507.90	1,385.93

Particulars	Name of the Related Party	Rupees in lakhs	
		March 31, 2026	March 31, 2025
6) Outstanding receivable / (payable) as at the end of the period			
	Diversified Structural Composites		
	- Trade Payable	(2.47)	(3.95)
	Exel Composites OYJ		
	- Trade Payable	(166.69)	(91.82)
	- External Commercial Borrowings	(2,157.58)	(1,385.93)
	Nanjing Jingheng Composite Material Co., Ltd		
	- Trade Payable	(9.47)	-
	Exel Composites UK		
	- Trade Payable	-	(11.13)

ii) Details relating to persons referred to in item A (vi) above:

Remuneration to Key Management Personnel	Rupees in lakhs	
	March 31, 2026	March 31, 2025
Managerial remuneration paid to Shekhar Sardesai (Chairman & Managing Director)	199.99	216.17
Vivek Srivastava (Director & CEO)	37.03	
Salaries and other employee benefits to whole-time directors and executive officers	182.63	187.79
	419.65	403.96
Outstanding receivable / (payable)	March 31, 2026	March 31, 2025
Shekhar Sardesai (Chairman & Managing Director)		
- Loan	(12.01)	(503.44)
- Others		(10.56)
	(12.01)	(514.00)



Kineco Limited**Notes forming part of the financial statements as at and for the year ended March 31, 2026**

- 45 Moulds, Dies & Tools developed in house for specific customer application are classified as "Composite Tooling" based on technical consideration. (Refer note 4). These are reflected in the Balance Sheet based upon technical and economic evaluation (including wear and tear) carried out by independent valuers but not exceeding the cost thereof. Further in case of economic factors underlying the valuation undergoing material or adverse changes, appropriate impairment adjustment will be carried out in the year of such adverse change. Based on such policy the company has decided to write off an amount of Rs. 407.29 lakhs (previous year Rs 407.02 lakhs)

46 Earnings per share:

Particulars	March 31, 2026	March 31, 2025
Profit for the year (Rupees in lakhs)	2,463.56	1,722.70
Weighted average number of equity shares	7,289,473	7,033,529
Nominal value of each equity shares	10.00	10.00
Basic earnings per share (in Rupees)	33.80	24.49
Weighted average number of equity shares diluted earnings per share (in Rupees)	7,359,522	-
	33.47	-

47 Foreign Currency Exposures:

The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below.

- i. Amount receivable in foreign currency on account of the following:-

Particulars	As at March 31, 2026		As at March 31, 2025	
	Rupees in lakhs	Foreign currency in lakhs	Rupees in lakhs	Foreign currency in lakhs
Trade receivables and advances to suppliers				
- USD	150.23	1.59	1,528.89	17.89
- Euro	279.27	2.56	46.37	0.50
- GBP	988.74	7.87	-	-
- DKK	3,761.57	259.96	3,077.48	248.59
Advances to suppliers				
- USD	314.89	3.47	8.09	0.36
- Euro	440.44	4.20	-	-
- GBP	48.83	0.40	-	-
- AUD	0.79	0.01	-	-
Cash and Bank balances				
- USD	24.04	0.26	123.36	1.44
- Euro	-	-	0.06	0.00
- GBP	189.05	1.50	0.68	0.01
- DKK	4,815.35	332.78	2,596.57	209.74

- ii. Amount payable in foreign currency on account of the following:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Rupees in lakhs	Foreign currency in lakhs	Rupees in lakhs	Foreign currency in lakhs
Trade payables and other current liabilities				
- EUR	27.53	0.26	117.43	1.27
- USD	137.12	1.50	152.60	1.79
- GBP	849.29	6.76	1.55	0.01
- DKK	1,303.81	90.10	1,482.88	119.78
Other current liabilities				
- USD	-	-	382.15	4.58
- GBP	1,046.70	8.33	-	-
Other non-current liabilities				
- USD	-	-	937.90	11.29
Foreign currency loans including interest there on				
- USD	616.53	6.87	878.51	10.28
- GBP	439.08	3.50	-	-



48 Details of Statements of current assets filed by the Company with banks which have been given as security against the borrowings from banks.

The monthly/quarterly returns filed with the bank are in agreement with the books of accounts.

49 Other disclosures

- A. The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- B. The Group has not advanced any loans or advances in the nature of loans to specified persons viz. promoters, directors, KMPs, related parties; which are repayable on demand or where the agreement does not specify any terms or period of repayment.
- C. The Group has utilised funds raised from issue of securities or borrowings from banks and financial institutions for the specific purposes for which they were issued/taken.
- D. The Group has not been declared as a wilful defaulter by any lender who has powers to declare a Group as a wilful defaulter at any time during the financial year or after the end of reporting period but before the date when financial statements are approved
- E. The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- F. The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- G. The Group does not have any transactions with struck-off companies.
- H. The Group does not have any transaction which is not recorded in the books of accounts but 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,
- I. The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- J. The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.
- K. The Group does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period except Rs 7 crores satisfaction pending in case of HDFC Bank.
- L. The Group does not have any Immovable Property whose title deeds are not held in the name of the Group.

50 Development of Composite Technology, Products and Process Know-How:

(i) Development of Composite Filament Winding Technology, products and process know- how

The Holding company has completed and commercialized a project for Research and Development in the field of filament Winding using advanced technology at an aggregate cost of Rs.227.18 lacs, in association with Indian Institute of Technology, Mumbai and Technology Information Forecasting Assessment Council, a body constituted by Govt. of India under Ministry of Science and Technology. Research and product development under this has been funded by TIFAC for Rs. 99.50 Lakhs. Out of Rs. 227.18 lac, Rs. 33.31 lacs was expensed on Building and Rs.134.71 lacs represent capital expenditure on Research, which is capitalized under appropriate assets heads. Balance Rs. 59.10 lacs represent expenditure on personnel, consultancy fees to IIT Mumbai and other consultant, premium payable to bridge TIFAC as per agreement, travelling, depreciation, interest on finance etc. These being incurred for "Development of Composite development process, are classified as Intangible Asset under Technology, Products and process Know-How".

(ii) Development of Composite Sky bus Coaches Technology, products and process know- how

The Holding company has completed R&D project for Development of composite sky bus coaches for Konkan Railway Corporation at an aggregate cost Rs. 186.47 lacs, in association with Indian Institute of Technology, Mumbai and TIFAC. TIFAC has committed financial assistance of Rs. 99.50 lacs of which Rs. 79.60 lacs has been disbursed till 31st March 2006. The Commercialisation of the sky bus Coaches Project for Konkan Railway Corporation is getting delayed due to decision of Konkan Railway to invite expression of interest from Private Enterprises for private participation in the project. However, during the year the Group has successfully leveraged this intangible asset in the form of Composite Technology, Products and Process Know-How Sky Bus Project. Using the technology developed under this project, the Group has manufactured and supplied substantial volume orders for seats, front end cab and interior train panelling for Indian Railways over the past 8 years.

(iii) The Development of Composite Technology, Products and Process Know-How for armature cores (for power plants), carbon fiber cycle frame and forks, Canisters for projectile launchers and Optical telescopic structures.

The Holding company has incurred capital expenditure for Research and Development of armature cores (for power plants), carbon fibre cycle frame and forks, Canisters for projectile launchers and Optical telescopic structures at an aggregate cost of Rs. 288.67 lacs. The Group has received initial commercial order from customers for products developed from this research and development efforts and expects revenues over years arising out of the same.

(iv) The Development of Composite Technology, Products and Process Know-How for Sonar Dome

The Holding company has incurred capital expenditure for Research and development of composites Sonar Dome for ships through R&DE(E),BEL at an aggregate cost of Rs.99.46 lacs. The company has received commercial order from R&DE(E), BEL orders for manufacture and supply of sonar domes from these domes from these research and development efforts and expects revenues over years arising out of the same.



Kineco Limited**Notes forming part of the financial statements as at and for the year ended March 31, 2026****(v) The Development of Composite Technology for fabrication of Composites Sonar Dome for P15A Class Ships**

Kineco in coordination with R&DEE, Pune, DRDO, Ministry of Defense, Govt. of India developed a unique technology for fabrication of Composites Sonar Dome for P15A Class Ships by vacuum assisted resin transfer moulding technical know-how process and testing method for quality assurance. With this know how process Kineco have successfully manufactured SONAR DOME to DRDO. The Sonar Dome is a protective cover to sonar equipment of surface war ships. This technology will be utilised to manufacture sonar domes to MDL/INDIAN ARMED FORCES/BEL in consultation with DRDO. As per the TOT the license to utilise the technology for manufacture in India and supply for 10 years.

(vi) The Development of Single and Double Leaf Door for Railway segment

The Company has successfully completed R&D for Modular Straight Door System for railway segment at an aggregate cost Rs.121.26 lakhs. This system has surpassed IR/RDSO endurance requirements. The door control system is especially designed for remote controlled door operation through train line by train personnel using guard panel. This system will be utilised for Tain18, Tejas, Metro Rail and Private Train Builders.

(vii) The Development of Person with Reduced Mobility Toilet

The Company has successfully completed R&D with reduced mobility toilet for railway segment at an aggregate cost Rs. 94.72 lakhs. This system has surpassed IR/RDSO endurance requirements. The door control system is especially designed for remote controlled door operation through train line by train personnel using guard panel.

(viii) Non Compete Fee

The company has incurred capital expenditure for Non Compete fee at an aggregate cost of Rs. 1800.00 lacs.

51 Kineco Limited has the following investments in subsidiaries / associates

1. Kineco Alte Train Technologies Pvt Ltd wherein the company holds 16,21,787 (as at March 31, 2025 16,21,787) fully paid up Equity shares of Rs. 10/- each
2. The scheme of merger of Kineco Kaman Composites - India Private Limited with Kineco Limited with appointed date 01/10/2024 was approved vide of the Regional Director (WR) dated 09/05/2025 (as at March 31, 2024 58,73,350 fully paid up Equity shares of Rs. 10/- each)
3. Kineco Exel Composites India Pvt. Ltd wherein company holds 1,06,550 (as at March 31, 2025 1,06,550) fully paid up Equity shares of Rs. 100/- each
4. The scheme of merger of Kineco Train Tech Private Limited with Kineco Limited with appointed date 01/01/2026 was approved vide order of the Regional Director (WR) dated 24/06/2026
5. Semvac A/S acquire by way of Kineco Train Tech Private Limited
6. TRB Lightweight Structures Limited ("TRB") acquire by way of Kineco Train Tech Private Limited

Note :-

In respect of Kineco Exel Composites Pvt. Ltd., the share of losses has exceeded investment in the Associate company. In compliance with Ind AS-28 Investments in Associates and joint ventures, the group has discontinued recognition of its share of further losses. The value of such share of losses not recognised as at March 31, 2024 Rs. is Rs. 282.38 lakhs (as at March 31, 2023 Rs. 107.82 Lakhs)

52 Business Combination**a) Acquisition of Semvac A/S by Kineco Train Technologies Private Limited (Subsidiary Company)**

On December 23, 2024, the Company completed the acquisition of the Semvac A/s from Wabtec UK Holding Limited . The deal envisaged the acquisition of 100% equity interest in Semvac A/s for a total cash consideration of Rs 3,754.91 lakhs. The transaction is accounted as business combination under Ind AS 103.

The acquisition of Semvac A/S would strengthen Kineco Group's position in both international and domestic rail interior markets by providing immediate access to the European market, fast-tracking certification for Indian Railways, gaining proprietary component design capabilities, and enabling the offering of fully integrated sanitation system and thereby reducing reliance on external suppliers.

Purchase consideration transferred:

Upfront cash consideration
Deferred contingent consideration

Rupees in lakhs
3,754.91
NIL
<u>3,754.91</u>

Assets acquired and liabilities assumed:

The fair values of identifiable assets acquired and liabilities assumed as at the date of acquisition were :

Non current Assets
Current Assets
Less: Provision for Bad & Doubtful debts
Less: Non current Liabilities assumed
Less: Current Liabilities assumed
Total Net Assets

Rupees in lakhs
953.85
9,807.09
(48.51)
(9.98)
<u>(4,466.89)</u>
6,237.56



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2026

Acquisition-related costs

In addition to cash consideration mentioned above, acquisition-related costs of Rs 125.07 lakhs paid towards professional and legal fees are included in 'Professional Fees' in the Statement of Profit and Loss.

Bargain Purchase

Capital Reserve of Rs 1,295.15 lakhs has been directly recognised in Other Equity in accordance with paragraph 36A in the consolidated financial statements of the Subsidiary Company.

Impact of acquisition on the results

The acquired business contributed revenues of Rs 16,714.95 lakhs (for March 2025 Rs 4,457.46 lakhs) and profit (before tax) of Rs 3,518.77 (for March 2025 Rs 1,047.19 lakhs) to the Company.

b) Merger of Kineco Kaman Composites - India Private Limited with Kineco Limited

In the year 2012, Kineco had formed a joint venture with Kaman Aerospace Group (subsidiary of Kaman Corporation, USA) called "Kineco Kaman Composites - India Private Limited", and was holding 51% stake. In September 2024, the Company completed the total acquisition of the Kineco Kaman Composites - India Private Limited by acquiring the balance 49% from Kaman Aerospace Group Inc.

Purchase consideration transferred:

	Rupees in lakhs
Upfront cash consideration	3,361.55
Deferred contingent consideration	NIL
	<u>3,361.55</u>

Assets acquired and liabilities assumed:

The values of identifiable assets acquired and liabilities assumed as at the date of merger were :

	Rupees in lakhs
Non current Assets	4,439.37
Current Assets	7,187.19
Less: Non current Liabilities assumed	(1,134.94)
Less: Current Liabilities assumed	<u>(5,694.70)</u>
Total Net Assets	<u>4,796.92</u>

Recognition of Goodwill / Capital Reserve

Business combinations arising from transfers of interests in entities that are under common control are accounted using pooling of interest method. The difference between consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in equity. Capital Reserve of Rs 2,797.24 lakhs has been directly recognised in Other Equity in the financial statements.

Impact of acquisition on the results

The scheme of merger contributed revenues of Rs 5,580.71 and profit (before tax) of Rs 1,107.71 lakhs to the Standalone results of the Company for the year ended 31st March, 2025.

c) Merger of Kineco Train Tech Private Limited with Kineco Limited

In the year 2024, Kineco Train Tech Private Limited was incorporate by Kineco Limited as a Special Purpose Vehicle (SPV) holding 37.50% stake. Kineco Train Tech Private Limited was a subsidiary of Kineco Train through Board Control.

Purchase consideration transferred:

	Rupees in lakhs
Upfront cash consideration	0.00
Deferred contingent consideration	0.00
Equity shares Pending allotment	28.41
	<u>28.41</u>



Kineco Limited
Notes forming part of the financial statements as at and for the year ended March 31, 2026

Assets acquired and liabilities assumed:

The values of identifiable assets acquired and liabilities assumed as at the date of merger were :

	Rupees in lakhs
Non current Assets	4,779.86
Current Assets	102.85
Less: Current Liabilities assumed	<u>(17.02)</u>
Total Net Assets	<u>4,865.69</u>

Recognition of Goodwill

Business combinations arising from transfers of interests in entities that are under common control are accounted using pooling of interest method. The difference between consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in equity. Capital Reserve of Rs 1,403.41 lakhs has been directly recognised in Other Equity in the financial statements by netting its of against opening capital reserve on combination.

Impact of acquisition on the results

The scheme of merger contributed revenues of nil and loss of Rs 107.40 lakhs to the Standalone results of the Company for the year ended 31st March, 2026.

d) Acquisition of TRB Lightweight Structures Limited by Kineco Train Tech Private Limited (Subsidiary Company)

On August 2025, the Company completed the acquisition of the TRB Lightweight structures Limited based in Huntingdon, England. The deal envisaged the acquisition of 50.60% equity interest in TRB directly by company and balance 49.40% by Semvac A/S (subsidiary company) for a total cash consideration of Rs 1,057.39 lakhs (Kineco for Rs 528.24 lakhs & Semvac for Rs 509.35 lakhs). The transaction is accounted as business combination under Ind AS 103.

These strategic acquisitions and capital investments have laid the foundation for Kineco's entry and expansion into key global rail markets, particularly in Europe, while simultaneously enhancing its technological and product capabilities.

The Company sees strong product market fit and complementary technical and commercial strengths between TRBLS technology solutions and Kineco's rail business in India particular for rail coach interiors and exterior products such as sleeper berths, door leafs and flooring made of Aluminum sandwich construction. Kineco and the Seller have discussed and are aligned on future growth roadmap for TRBLS, thereby making Kineco probably the most compelling partner to TRBLS.

Purchase consideration transferred:

	Rupees in lakhs
Upfront cash consideration	1,057.39
Deferred contingent consideration	<u>NIL</u>
	<u>1,057.39</u>

Assets acquired and liabilities assumed:

The fair values of identifiable assets acquired and liabilities assumed as at the date of acquisition were :

	Rupees in lakhs
Non current Assets	426.66
Current Assets	1,720.21
Less: Current Liabilities assumed	<u>(1,849.55)</u>
Total Net Assets	<u>297.31</u>

Acquisition-related costs

Bargain Purchase

Goodwill of Rs 740.70 lakhs has been directly recognised in Other Equity in accordance with paragraph 36A in the consolidated financial statements of the Subsidiary Company.

Impact of acquisition on the results

The acquired business contributed revenues of Rs 4,043.76 and loss of Rs 475.31 lakhs to the Company for the year ended 31st March, 2026.



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

53 Details of Ratios are as under:

	Ratios	2025-26	2024-25	% Variance	Reason for variance
i)	Current Ratio	1.73	1.41	23%	Increase in revenue 25-26 compared to FY 24-25 results in increase in current Assets
ii)	Debt Service Coverage ratio	7.54	1.19	533%	Due to equity from infusion for 2024 - 25
iii)	Inventory Turnover Ratio	2.30	1.84	25%	Increase in inventory level in FY 2025 - 26
iv)	Trade Payable Turnover Ratio	2.37	2.60	-9%	
v)	Net Profit Ratio	0.05	0.05	-4%	
vi)	Return on Investment	0.06	0.04	78%	Company achieved positive net profit in 2025-26 due to higher gross margin and overall financial performance
vii)	Debt-Equity Ratio	0.27	0.51	-47%	Equity increase due to infusion in FY 25-26
viii)	Trade Receivables Turnover Ratio	2.69	2.38	13%	
ix)	Net Capital Turnover Ratio	2.39	3.25	-26%	Reduction in net working capital is achieved while turnover has improved
x)	Return on Capital Employed	0.08	0.08	0%	

Note

a Explanation is provided for any change in the ratio by more than 25% as compared to the preceding year.

Note

	2025-26	2024-25
i		
Current Assets (A)	42,569.56	25,804.65
Current Liabilities (B)	24,549.14	18,342.41
Current Ratio (A/B)	1.73	1.41
ii		
Earnings before Interest, Depreciation, and Tax (C)	4,823.95	4,023.24
Interest Expense (D)	724.61	824.97
Principal Repayments made during the period for long term loans and lease payments (E)	(84.94)	2,551.21
Debt Service Coverage ratio (C/(D+E))	7.54	1.19
iii		
Cost of Goods Sold (Cost of materials consumed + Changes in inventories of finished goods and work in progress) (F)	21,036.97	10,705.28
Average Inventories (G)	9,142.21	5,813.37
Inventory Turnover Ratio (F/G)	2.30	1.84
iv		
Purchases of Stock-in-Trade + Other Expenses (H)	23,907.30	14,682.30
Average Trade Payables (I)	10,098.09	5,644.14
Trade Payable Turnover Ratio (H/I)	2.37	2.60
v		
Profit After Tax (J)	2,234.45	1,307.16
Revenue from Operations (K)	43,150.52	24,253.32
Net Profit Ratio (J/K)	0.05	0.05
vi		
Net profit	3,373.96	1,272.06
Total Assets	53,408.98	35,761.90
Return on Investment (L/M)	0.06	0.04



Kineco Limited

Notes forming part of the financial statements as at and for the year ended March 31, 2026

vii	Total Debt (N)	7,329.36	8,085.40
	Total Equity (O)	26,846.81	15,711.65
	Debt-Equity Ratio (N/O)	0.27	0.51
viii	Revenue from Operations (P)	43,150.52	24,253.32
	Average Trade Receivables (Q)	16,068.65	10,204.33
	Trade Receivables Turnover Ratio (P/Q)	2.69	2.38
ix	Revenue from Operations (R)	43,150.52	24,253.32
	Average Working Capital (S)	18,020.42	7,462.24
	Net Capital Turnover Ratio (R/S)	2.39	3.25
x	Net Loss After Tax + Deferred Tax + Finance Cost (-)	2,234.45	1,307.16
	Other Income (T)		
	Average capital employed (U)	26,846.81	15,711.65
	Return on Capital Employed (T/U)	0.08	0.08

Formulae for computation of ratios are as under :

Sr. No.	Particulars	Formula
1	Current Ratio	$= \frac{\text{Current Assets}}{\text{Current Liabilities}}$
2	Debt Service Coverage Ratio	$= \frac{\text{Earnings before Interest, Depreciation and Tax}}{\text{Interest Expense + Principal Repayments made during the period for long term loans and lease payments}}$
3	Inventory Turnover Ratio	$= \frac{\text{Cost of Goods Sold}}{\text{Average Inventories of Stock-in-Trade}}$
4	Trade Payables Turnover Ratio	$= \frac{\text{Purchases of Stock in Trade + Other Expenses}}{\text{Average Trade Payables}}$
5	Net Profit Ratio %	$= \frac{\text{Profit After Tax}}{\text{Revenue from Operations}}$
6	Return on Investment	$= \frac{\text{Net profit}}{\text{Total Assets}}$
7	Debt-Equity Ratio	$= \frac{\text{Total Debt}}{\text{Total Equity}}$
8	Trade Receivables Turnover Ratio	$= \frac{\text{Revenue from Operations}}{\text{Average Trade Receivables}}$
9	Net Capital Turnover Ratio	$= \frac{\text{Revenue from Operations}}{\text{Net Worth}}$
10	Return on Capital Employed	$= \frac{\text{Average Capital Employed}}{\text{Net Profit After Tax}}$

54 Investment in subsidiary Kineco Kaman Composites- India Pvt Ltd was originally accounted for, under the acquisition method in accordance with Ind AS 110. Prior to the merger, the Company acquired the Non Controlling Interest in the subsidiary resulting in the subsidiary becoming wholly owned at the time of the merger. Being a common control business combination, Ind AS 103 - Business Combinations requires the transferee Company to account for the business combination from the earliest comparative period. As per the Scheme of Merger, the accounting treatment in the financial statements of the Company has been given effect from the appointed date October 01, 2024, which in compliance with order of the Regional Director (WR) dated May 09, 2025 approving the scheme. The comparative amounts for the previous year have been accordingly presented.

55 Investment in subsidiary Kineco Train Tech Private Limited was originally accounted for, under the acquisition method in accordance with Ind AS 110. Kineco Train Tech Private Limited was the subsidiary company by way board control through arrangement with shareholders of that company. With effect from January 2026 merger to Kineco Limited. Being a common control business combination, Ind AS 103 - Business Combinations requires the transferee Company to account for the business combination from the earliest comparative period. As per the Scheme of Merger, the accounting treatment in the financial statements of the Company has been given effect from the appointed date January 01, 2026, which in compliance with order of the Regional Director (WR) dated June 24, 2026 approving the scheme. The comparative amounts for the previous year have been accordingly presented.



56 Previous year figures have been regrouped and/or rearranged, wherever considered necessary to make their classification comparable with that of the current

As per our report of even date attached
For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no. 117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874

Place: Panaji - Goa
Date :

22 SEP 2026



For and on behalf of the Board of Directors of
Kineco Limited.,

Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446

Vivekanand Pauskar
Chief Financial Officer

Place: Pilerne - Goa
Date :

22 SEP 2026

Vivek Srivastava
Group CEO & ED
DIN No. 09294944

Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

