

06th June, 2026

BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code: 500575

National Stock Exchange of India Limited
Listing Department
Exchange Plaza
Bandra-Kurla Complex
Bandra (East), Mumbai 400 051
NSE Symbol: VOLTAS

Dear Sirs,

Sub: Notice and Annual Report for the financial year 2025-26

We refer to our letter dated 25th May, 2026 informing that the 72nd Annual General Meeting (AGM) of the Company will be held on Tuesday, 30th June, 2026 at 3.00 p.m. (IST) by Video Conferencing / Other Audio Visual Means.

Pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Annual Report for the financial year 2025-26 (including Notice of the 72nd AGM), which is being sent through electronic mode to those Members whose email addresses are registered with the Company / Registrar & Transfer Agent or Depositories.

The said Annual Report (including Notice) is also available on the website of the Company at www.voltas.in.

This is for your information and records.

Thanking you

Yours faithfully,

For Voltas Limited

RATNESH
PRASAD
RUKHARIYAR
Digitally signed by
RATNESH PRASAD
RUKHARIYAR
Date: 2026.06.06
23:02:22 +05'30'

Ratnesh Rukhariyar

Company Secretary & Compliance Officer

Encl: As above

CC: National Securities Depository Limited

Central Depository Services Limited

MUFG Intime India Private Limited

VOLTAS LIMITED

Corporate Management Office

Registered Office Voltas House 'A' Dr Babasaheb Ambedkar Road Chinchpokli Mumbai 400 033 India

Tel 91 22 66656290 66656258 e-mail shareservices@voltas.com website www.voltas.com

Corporate Identity Number L29308MH1954PLC009371

A **TATA** Enterprise

VOLTAS
A **TATA** Enterprise



HAR GHAR
VOLTAS

Annual Report 2025-26

Corporate Overview

01

About the Report

02

Board of Directors

04

Corporate Information

06

Message from the Managing Director

12

Navigation Index

14

Introducing our Capitals

Introducing Voltas Limited

18

About Voltas

22

Journey and Milestones

24

Global Presence

26

Investment Case

30

Brand Story

Our Products and Services Suite

36

Unitary Cooling Products (UCP)

38

Voltbek

40

International Operations Business Group (IOBG)

42

Infrastructure Solutions

44

Textile Machinery Division

46

Mining and Construction Equipment (M&CE)

48

Awards

The Company's Foundation of Growth

52

Governance

Approach to Creating Value

58

Value Creation Model

62

Engaging with the Stakeholders

67

Key Priorities

70

Strategic Roadmap

76

Risk Management

Creating Value Across Our Capitals

84

Financial Capital

88

Manufacturing Capital

94

Intellectual Capital

106

Natural Capital

112

Human Capital

118

Social and Relationship Capital

Statutory Reports

124

Management Discussion and Analysis

162

Report of the Board of Directors

185

Report on Corporate Governance

217

Business Responsibility & Sustainability Report

Financial Statements

272

Consolidated

404

Standalone

525 Notice



Scan this QR Code to access the Investor Relations page

Investor Information

Market Capitalisation (as of 31 March, 2026)	₹ 42,760 crores
CIN	L29308MH1954PLC009371
BSE Code	500575
NSE Symbol	VOLTAS
Dividend Declared	400%
AGM Date	30 June, 2026

Disclaimer This document contains statements about expected future events and financials of Voltas Limited ('The Company'), which are 'forward-looking'. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.



ABOUT THE REPORT

Reporting Approach

This Annual Report explains how Voltas creates value by combining financial and non-financial resources. It sets out our strategy, operating environment, and material matters identified through stakeholder engagement, alongside the associated risks, opportunities, and mitigations. It also outlines our governance architecture and long-term sustainability approach, connecting actions to outcomes across the value chain.

Our Stakeholders

Internal Stakeholders

Employees

Direct Stakeholders

Shareholders and Lenders

Customers

Suppliers and Contractors

Dealers and Distributors

Industry Bodies and Stakeholders

Contractors

Industry Associations

Trade Associations

Broader Society Stakeholders

Community

Media

Government and Regulatory Authorities

Our Capitals

Financial Capital

Natural Capital

Manufacturing Capital

Human Capital

Intellectual Capital

Social and Relationship Capital

Scope and Boundary

This Report covers the year ended 31 March, 2026. It presents a holistic view of all business segments in which the Company operates, describing how value is created over the short, medium, and long term. Unless specified, figures are reported on a consolidated basis in ₹ crores.

Frameworks

The Report is prepared with reference to the principles of Integrated Reporting as articulated by the International Sustainability Standards Board (ISSB). Statutory disclosures – Board's Report, Management Discussion and Analysis, Corporate Governance Report, and Business Responsibility and Sustainability Report comply with the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable Secretarial Standards, and the listing requirements of NSE and BSE.

Leadership Accountability

Senior management, under the supervision of the Managing Director, has reviewed the contents of this Report. The Board has provided necessary oversight and approved its issuance.

Board of Directors

LEADING WITH STRATEGY AND GOVERNANCE



Mr. Noel Tata
Non-Executive Chairman

C
C
C
C
M



Mr. Mukundan Menon C P
Managing Director

C
M
M
M
M
M



Mr. Saurabh Mahesh Agrawal
Non-Executive Director



Mr. Jayesh Tulsidas Merchant
Independent Director

C
C



Mr. Aditya Sehgal
Independent Director

M
M
M



Mr. Pheroze Naswanjee Pudumjee
Independent Director

C
M
M



Mr. Vinayak Kashinath Deshpande
Non-Executive Director

C
C
M
M



Mr. Arun Kumar Adhikari
Independent Director

M
M



Ms. Sonia Singh
Independent Director

M
M



Mr. Sunil D'Souza
Non-Executive Director

- Audit Committee
- Nomination and Remuneration Committee
- Corporate Social Responsibility Committee

- Shareholders' Relationship Committee
- Risk Management Committee
- Investment Committee

- Project Committee
- Safety-Health-Environment Committee
- Property Committee

- Capex Committee
- Chairman
- Member



CORPORATE INFORMATION

Chairman

Mr. Noel Tata

Managing Director

Mr. Mukundan Menon C P

Directors

Mr. Vinayak Deshpande

Mr. Arun Kumar Adhikari

Mr. Saurabh Mahesh Agrawal

Mr. Jayesh Tulsidas Merchant

Mr. Aditya Sehgal

Mr. Pheroze Naswanjee Pudumjee

Ms. Sonia Singh

Mr. Sunil D'Souza

Leadership Team

Key Managerial Personnel

Mr. Mukundan Menon C P

Managing Director

Mr. K. V. Sridhar

Chief Financial Officer

Mr. Ratnesh Rukhariyar

Company Secretary & Compliance Officer

Senior Management

Mr. Jayant Balan

Head - RAC Business

Mr. Jogesh K. Jaitly

Head - Sales

Mr. Rakesh Govindan

Head - Commercial Refrigeration

Mr. Kishore Chandrasekharan

Head - Commercial Air Conditioning

Mr. A. R. Suresh Kumar

Head - International Operations Business Group (IOBG)

Ms. Boishakhi Banerjee

Head - People & Culture

Mr. Sorabh Talwar

Head - Strategy, M&A and Sustainability

Ms. Juhi Chaudhary

Head - Legal

Mr. Amit Jaiswal

Chief Internal Auditor

Ms. Pragya Bijalwan

Head - Marketing & Communications

Mr. Nirpesh Agrawal

CEO - Voltbek Home Appliances Private Limited

Mr. Dharmendra Pratap Singh

Executive Director & CEO - Universal MEP Projects & Engineering Services Limited (UMPESL)

Mr. Sharad Thussu

Head - Mining & Construction Equipment - UMPESL

Mr. Pradip Roy

Head - Textile Machinery Division - UMPESL

Auditor

S R B C & CO LLP.

Chartered Accountants

Banks

India

State Bank of India

Bank of India

HDFC Bank

Citibank N. A.

Kotak Mahindra Bank

ICICI Bank

Axis Bank

Overseas

Abu Dhabi Commercial Bank

Emirates NBD Bank PJSC

First Abu Dhabi Bank

HSBC Bank Middle East Limited

Citibank N A

BNP Paribas

Saudi Awwal Bank

Deutsche Bank

Al Masraf (Arab Bank for Investment and Foreign Trade)

Bank Muscat

Sohar International Bank

National Bank of Oman

Arab Bank PLC

HSBC Bank Limited

Dukhan Bank

Doha Bank

Registered Office

Voltas House 'A', Dr. Babasaheb

Ambedkar Road, Chinchpokli,

Mumbai - 400 033

Registrar & Transfer Agent

MUFG Intime India Private Limited

(formerly Link Intime India Private Limited)

Address

C-101, Embassy 247,

L.B.S. Marg, Vikhroli (West),

Mumbai - 400 083.

Email: investor.helpdesk@in.mpms.muvg.com

Tel: +91-8108118484

Website: <https://in.mpms.muvg.com/>

Link to Raise Service Requests/Queries:

https://web.in.mpms.muvg.com/helpdesk/Service_Request.html

Message from the

MANAGING DIRECTOR



As we enter the next chapter of our journey, we do so with confidence in our strengths, clarity in our direction and renewed determination to shape the future of Voltas.

Mukundan Menon C P



Dear Shareholders,

As we present the Annual Report for 2025-26, I do so with a deep sense of pride and gratitude. The year gone by offered an opportunity to reflect on the legacy we have built, the enduring trust we have earned over decades, and the values that continue to guide us through every phase of our growth.



We accelerated initiatives across product innovation, brand building, manufacturing, localisation, cost optimisation, channel expansion and operational discipline.

This milestone was not only about looking back with pride, but also about looking ahead with purpose. As we enter the next chapter of our journey, we do so with confidence in our strengths, clarity in our direction and renewed determination to shape the future of Voltas. The years ahead present a significant opportunity for us to build on our legacy, strengthen our leadership position and create enduring value through innovation, agility and purposeful growth.

2025-26 was a year that demanded resilience, adaptability and disciplined execution. Businesses across sectors navigated an environment shaped by weather-led demand volatility, delayed summer conditions in certain markets, heightened competitive intensity, commodity inflation, currency fluctuations and global geopolitical uncertainties.

At Voltas, we responded with resilience and focus. The year became an opportunity to sharpen execution, strengthen our fundamentals and prepare the Company for the next phase of profitable and sustainable growth. Through it all, our commitment to customers, partners, employees and shareholders remained unwavering, and it is this collective commitment that continues to define the strength and character of Voltas.

Economic Environment

2025-26 unfolded against a complex global backdrop. While the global economy showed early signs of recovery, supported by moderating inflation and improving financial conditions in certain markets, the environment remained uneven and uncertain. Geopolitical tensions, volatility in energy and commodity prices, currency fluctuations and supply chain disruptions continued to impact business sentiment and operating costs across industries.

Amidst this, India remained one of the more resilient major economies. Growth continued to be driven by strong domestic consumption, sustained public infrastructure spending, improving private sector balance sheets and steady investment momentum. For Voltas, these conditions highlighted both the near term challenges and the significant long-term opportunities ahead.

The operating environment for the cooling industry also benefited from important policy measures during the year. The Government's decision to reduce GST on air conditioners from 28% to 18%, effective September 2025, improved affordability and supported category penetration. In parallel, the revised BEE star rating norms for air conditioners, effective January 2026, raised energy efficiency benchmarks for the industry and accelerated the shift towards more sustainable and efficient cooling solutions for consumers.

Financial Highlights of 2025-26

For the year ended 31 March, 2026, Voltas recorded consolidated total income of ₹ 14,483 crores. Profit before tax stood at ₹ 557 crores, while net profit for the year was ₹ 370 crores.

The financial performance during the year reflected the impact of a relatively softer cooling season, lower volumes in the Room Air Conditioner business, continued pricing support, elevated inventory levels, commodity inflation and foreign exchange volatility. Despite these challenges, the Company remained focused on disciplined execution and prudent cost management. The impact was partially mitigated through procurement savings, operational efficiencies, improved project execution and resilient contributions from diversified businesses such as Electro Mechanical Projects and Services and Engineering Products and Services.

While the year presented a demanding operating environment, it was also a period of important strategic progress for Voltas. We accelerated initiatives across product innovation, brand building, manufacturing, localisation, cost optimisation, channel expansion and operational discipline. These efforts have further strengthened the foundation of the business and positioned us well for improved competitiveness and sustainable growth in the years ahead.

Segment A: Unitary Cooling Products

The Unitary Cooling Products business continued to remain at the heart of Voltas' identity and market leadership. The Room Air Conditioner business operated in a challenging environment during the year, impacted by weak summer conditions in the first half, heightened competitive intensity and sustained pricing pressure. Despite these headwinds, Voltas retained its leadership position in the Room Air Conditioner market, reflecting the enduring strength of the brand and the trust of consumers.

During the year, we refreshed our RAC portfolio with sharper segmentation, improved energy efficiency and feature-led innovation tailored to evolving consumer needs. The launch of the AI-powered Vertis Split AC series marked an important milestone in this journey, introducing intelligent features such as AI Adaptive Cooling, AI Geo Fencing and AI Energy Manager to deliver a smarter and more personalised cooling experience.

We also continued to strengthen our manufacturing capabilities and operational readiness. Our Chennai facility expanded its capacity to approximately 1.5 million units, enhancing our ability to support future growth. In line with our sustainability commitments, we commissioned a 1 MW captive solar installation at the plant to increase the use of renewable energy across operations.

Our refreshed 'Har Ghar Voltas' campaign further deepened the brand's emotional connect with Indian households while giving it a more contemporary and aspirational appeal. Alongside this, we increased investments in retail visibility, consumer engagement, financing accessibility and channel partnerships. These initiatives helped the business regain momentum towards the end of the year, culminating in one of the highest sales months in Voltas' history during March 2026.

₹ **14,483** crores
2025-26, Voltas Limited Reported
Consolidated Total Income

₹ **557** crores
Profit Before Tax

The Commercial Air Conditioning business delivered a strong performance during the year, supported by healthy demand across standard products, AMCs, spares and retrofit opportunities. Commercial Refrigeration, while impacted by weather-led softness, recorded meaningful improvement in profitability through tighter cost management, better realisations and sharper operational discipline.

Voltbek

Voltbek continued to play an important role in our long term ambition of building a scaled and diversified home appliances business. Despite a subdued market environment, the business recorded a healthy growth of 12% over 2024-25 and further strengthened its presence across categories and markets. Today, Voltbek is also emerging as one of the fastest growing home appliances brands in the country, reflecting growing consumer acceptance and the increasing strength of the brand.

During the year, the brand continued to improve its market standing. Refrigerator market share by volume increased from 5.5% to 6.1%, while washing machine market share remained stable at 8.6%. Voltbek also retained its strong no. 2 position in the semi-automatic washing machine category.

Profitability continues to remain an important area of focus. Our efforts are directed towards improving price realisation, deepening localisation, optimising logistics, strengthening portfolio mix and building greater operating leverage through scale. The Sanand manufacturing facility remains central to this journey, supporting localisation and enhancing cost competitiveness across key product categories.

Comfort, Trusted Across Generations



Voltbek continues to strengthen Voltas' presence within Indian households, extending our relevance beyond comfort cooling into a broader range of everyday home appliances.

Voltbek also accelerated its transformation journey during the year through sharper portfolio premiumisation and product innovation. We introduced advanced Frost Free refrigerator ranges and Fully Automatic washing machines with hygienic wash and energy smart features, aligned to evolving consumer preferences. Increasing localisation levels and a more optimised sales mix are gradually improving operating leverage and moving the business towards a more sustainable long-term profitability profile.

More importantly, Voltbek continues to strengthen Voltas' presence within Indian households, extending our relevance beyond comfort cooling into a broader range of everyday home appliances.

Segment B: Electro-Mechanical Projects and Services

The Electro-Mechanical Projects and Services business continued to provide resilience and diversification to the Voltas portfolio. During the year, the business focused on selective order booking, project execution discipline, cash generation and working capital management.

The Domestic Projects business delivered steady performance. There was a modest growth in revenue and improved growth in profitability, supported by procurement savings and improved execution in the MEP business. Our focus remains on areas where Voltas has strong execution capability and where market opportunities are expanding, including Data Centres, District Cooling Plants, Industrial Projects, Solar, Electrical, Water, Metro and Tunnel Ventilation. These sectors are aligned with India's infrastructure, manufacturing and digital growth priorities.

The International Projects business operated in a challenging environment due to geopolitical tensions in the Middle East, which affected travel, logistics, site execution and commercial settlements. Our teams responded with agility through crisis management mechanisms, employee safety protocols, daily monitoring of critical operations and focused collection management.

As of 31 March, 2026, the total carry-forward order book for Segment B stood over ₹ 6,200 crores, providing revenue visibility and reinforcing confidence in the long-term opportunity for this business.

Segment C: Engineering Products and Services

The Engineering Products and Services segment continued to provide stable and relatively non-seasonal revenue streams.

The Mining and Construction Equipment business delivered steady growth during the year. Performance was supported by sustained demand for crushing and screening equipment, continuity in operations and maintenance contracts, stable operations in Mozambique and strong execution in drill contracts. At the same time, the business continues to explore opportunities across new geographies to further expand its footprint and strengthen its growth trajectory.

The Textile Machinery Division operated in a challenging environment marked by cautious capital expenditure sentiment and geopolitical uncertainty. However, the business continued to expand in the core spinning segment while also navigating growth opportunities in the post-spinning segment. Encouragingly, the quarter showed improved momentum, reflecting stronger execution and demand traction in select categories.

Going forward, the focus will remain on strengthening aftermarket revenues, expanding service-led opportunities, building customer engagement and pursuing selective growth in domestic and overseas markets.

Operational Excellence and Cost Competitiveness

2025-26 reinforced the importance of cost competitiveness, manufacturing resilience and operational agility in an increasingly dynamic business environment. Across our businesses, we remained sharply focused on improving efficiency through procurement savings, design to value initiatives, localisation, logistics optimisation, warehouse rationalisation and stronger inventory planning.

Our cost reduction initiatives gained meaningful traction during the year, supported by improved sourcing practices, enhanced manufacturing productivity and sharper product design optimisation. These efforts are now being progressively institutionalised across the Company, creating a stronger foundation for sustainable efficiency improvement and long-term margin enhancement.

The manufacturing investments undertaken over the past few years are also beginning to deliver tangible benefits. Our Chennai facility, now the largest integrated air conditioner manufacturing facility in India, operated at improved utilisation levels during the year alongside our Panthagar facility, enhancing operational efficiency, scale and responsiveness to market demand. At the same time, the Sanand facility continued to play a critical role in supporting localisation and scale expansion for Voltbek, strengthening both competitiveness and supply chain resilience across key product categories.

People and Culture

Our people continue to remain at the heart of Voltas' transformation and long-term success. During 2025-26, we remained focused on building a future ready, inclusive and performance-driven organisation by investing in capability development, leadership growth, diversity, engagement and employee wellbeing.

At the same time, we remained deeply guided by the values and principles of the Tata Group that have shaped Voltas over decades. Integrity, unity, pioneering, respect, responsibility, excellence and empathy continue to define the way we lead, collaborate and build our culture. As we transform and grow, preserving these values while building a more agile and accountable organisation remains a key priority for us.

During the year, we made meaningful progress across several people priorities, including employee retention, diversity, internal mobility and performance management. We also strengthened the Voltas Academies across Sales, HVAC and Manufacturing, helping build deeper functional, technical and customer-facing capabilities across the Company.

Going forward, our focus will be on further strengthening both technical and leadership capability across the Company. Structured leadership development journeys are being introduced to build stronger people leaders, while Talent Councils will help deepen internal pipelines for future critical roles.

Diversity and inclusion will continue to remain an important priority, supported by efforts to widen diverse talent pipelines, strengthen inclusive practices and foster a stronger sense of belonging across the organisation.

Sustainability and Innovation at the Core

2025-26 reinforced our belief that future-ready organisations must combine growth with innovation, sustainability and digital agility. Guided by the Tata Group's 'Aalingana' framework, we continued to translate our ESG priorities into measurable action through initiatives such as rooftop solar installations at manufacturing locations, reduction of non-biodegradable packaging material and creation of water-harvesting capacity in water-stressed regions.

Innovation remains a core pillar of our strategy. The launch of our AI-powered Vertis range, with features such as AI Adaptive Cooling, AI Geo Fencing and AI Energy Manager, marked an important step in delivering intelligent, energy-efficient and customer-centric cooling solutions. We also continued to deepen our engagement with the broader innovation ecosystem, both in India and globally. Through partnerships with startups, leading engineering institutions and incubators, we are working to accelerate the development and adoption of new technologies. Our collaboration with DPIIT is a significant step in this direction, enabling us to engage more actively with emerging ventures and co-create solutions that are relevant for the future.

In parallel, we advanced our digital transformation journey through the migration of core ERP systems to cloud platforms and by strengthening our focus on data, analytics and automation. Going forward, Artificial Intelligence will



Guided by our vision of 'Har Ghar Voltas' and strengthened by the trust and values of the Tata Group, we are steadily building Voltas into a full stack consumer durables and engineering solutions company with a deeper presence in Indian homes and businesses.



The launch of our AI-powered Vertis range, with features such as AI Adaptive Cooling, AI Geo Fencing and AI Energy Manager, marked an important step in delivering intelligent, energy-efficient and customer-centric cooling solutions.

be an important lever across customer-facing products and internal processes, including demand planning, supply chain optimisation, manufacturing productivity, service effectiveness and decision support.

Together, these initiatives are making Voltas more efficient, responsive, sustainable and future-ready, while strengthening our ability to create long-term value for all stakeholders.

The Way Forward

Guided by our vision of 'Har Ghar Voltas' and strengthened by the trust and values of the Tata Group, we are steadily building Voltas into a full stack consumer durables and engineering solutions company with a deeper presence in Indian homes and businesses. As consumer aspirations evolve, our integrated portfolio positions us to serve a wider spectrum of everyday needs, strengthening our relevance across categories and deepening our connection with consumers. We remain confident about medium to long-term opportunities ahead. India's strong economic fundamentals, rising cooling requirements, low RAC penetration, rapid urbanisation, infrastructure expansion, manufacturing growth and increasing preference for energy-efficient solutions together create a significant opportunity landscape across our businesses.

Over the past year, we have continued to build on the momentum of our 70 year milestone by strengthening customer centricity, refreshing our product portfolio, expanding manufacturing capabilities, deepening localisation, improving supply chain resilience and accelerating digital and sustainability led initiatives. We also continue to expand our retail presence and strengthen channel reach across markets,



enabling wider consumer access and improving our visibility across India. Equally important, we have focused on building greater agility, sharper execution and stronger operational discipline across the Company.

As we enter the next phase of our journey, we do so with confidence in our brand, trust in our people and conviction in the opportunities ahead. For more than seven decades, Voltas has stood for reliability, engineering excellence and customer trust. Our responsibility now is not only to preserve that legacy, but to reimagine it for a new era by building a stronger, more agile and future ready Voltas that continues to create value for all stakeholders while becoming an even more meaningful part of everyday life across India.

With warmth and gratitude,

Mukundan Menon C P

Managing Director

Navigation Index

HOW TO NAVIGATE THROUGH AND READ THIS REPORT?



RAC Factory at Pantnagar, Uttarakhand

Core Questions to Ask

What are the Company's strategic priorities, and how do they align with long-term goals?	Who governs the Company, and how do they respond to evolving market dynamics?	What are the material issues and risks, and how is the Company addressing them?	How does the Company create value for all stakeholders?	How are sustainability and ESG principles integrated into core strategy?
--	---	---	---	--

Where to Look

- | | | | | |
|---|--|--|--|---|
| <ul style="list-style-type: none">› Message from the MD› Strategic Roadmap› Financial Capital | <ul style="list-style-type: none">› Message from the MD› Diversity of the Board and Management› Directors' Report› Corporate Governance | <ul style="list-style-type: none">› Materiality Assessment› Risk Assessment | <ul style="list-style-type: none">› Investment Case› Business Model› Stakeholder Engagement› Management Discussion and Analysis | <ul style="list-style-type: none">› Message from the MD› Corporate Governance› Strategic Priorities› Natural Capital› Human Capital› Social and Relationship Capital |
|---|--|--|--|---|

What You'll Find

- | | | | | |
|--|---|--|--|---|
| <ul style="list-style-type: none">› A clear view of today's position and tomorrow's direction› How strategy translates into value creation› The Company's stance on macro trends, opportunities, and risks› Prioritised levers for sustained, long-term value | <ul style="list-style-type: none">› The experience, skills, and composition of the Board and leadership› How the governance and control framework supports effective oversight | <ul style="list-style-type: none">› The Company's material topics and their mitigations› How risk identification and management continue to evolve› Tools and processes used to mitigate key risks | <ul style="list-style-type: none">› The business model that converts inputs into outcomes› How the Company engages with stakeholders and responds to their priorities› The Company's position in its markets and value chain | <ul style="list-style-type: none">› Sustainability priorities that underpin a resilient business› Environmental initiatives for measurable impact› Engagement initiatives of the Company with people and communities to create shared value |
|--|---|--|--|---|

Introducing Our Capitals

ENABLING GROWTH ACROSS THE VALUE CHAIN

Voltas creates value through six connected capitals. These capitals shape how the Company plans, invests, and executes; they also anchor its accountability towards its stakeholders.



Financial Capital

Voltas deploys financial resources with discipline to fund growth and deliver stable returns. Capital is directed to core businesses and capability building, supported by strong cash conversion and controlled leverage. Going forward, the Company aims to sustain ROCE, improve working-capital returns, and back priority capex that enhances scale, resilience, and customer experience. The objective is straightforward: protect the balance sheet while enabling future growth.

₹ **14,483** crores
Total Income

₹ **557** crores
Profit Before Tax



Manufacturing Capital

Voltas' plants, equipment, and service infrastructure enable quality at scale. The Company continues to embed efficiency, reliability, and safety across its lines and facilities, while deepening localisation and supplier development to de-risk the value chain. Our factory in Chennai is the largest integrated AC factory in India. Through 2025-26, the Company improved efficiency and yield, strengthened inventory turns, and increased localisation depth in critical components.

6
Manufacturing Facilities

30,000 +
Touchpoints



Intellectual Capital

Design, engineering know-how, digital systems, and data power the Company's innovation and execution. Voltas advances energy-efficient, design-led product platforms, standardises core processes, and protects IP, while using digital tools to sharpen planning, service, and customer experience. This year, the Company will pursue platform cost and efficiency initiatives and scale predictive diagnostics where they create clear, measurable value. The intent is to translate ideas into reliable performance, executed with agility and precision.

4
Patents Filed



Natural Capital

Voltas manages energy, water, and materials responsibly through energy-efficient products, clean energy adoption, water stewardship, waste minimisation, and circular practices aligned with Project Aalingana. In 2025-26, the Company will focus on reducing energy intensity, increasing clean energy and water replenishment, and advancing biodiversity through nature-based solutions such as afforestation.

6,692* GJ
Renewable Energy Generated

19,618* KL
Water Recycled

95,849* tCO₂e
Total Scope 1 and Scope 2 GHG Emissions



Human Capital

Functional expertise, leadership depth and agility enable consistent execution for the Company. It invests in capability programmes while nurturing an inclusive, performance-led culture built on the bedrock of safety and ethics. Going forward, the Company's priorities include investing in core functional skills, improving frontline productivity and deepening the leadership bench. The goal is to prepare a future-ready workforce.

68,000 +
Behavioural, Technical, Functional, Induction and Leadership Training

20%
Internal Moves

GPTW Certified
For Two Consecutive Years



Social & Relationship Capital

Enduring relationships with customers, channel partners, suppliers, and communities form the foundation of Voltas' responsible growth. The Company enhances service quality and brand experience, while building supplier capabilities through responsible sourcing. Its community programmes deliver measurable impact aligned with local and national priorities. Going forward, Voltas will strengthen engagement, scale outcome-driven initiatives, and deepen supplier partnerships to enable sustainable livelihoods and inclusive, long-term progress overall.

₹ **19** + crores
CSR Spend

93,200
CSR Beneficiaries

95%
Customer Satisfaction Index

*Note - The above figures represent only the standalone Voltas entity.

INTRODUCING VOLTAS LIMITED



Prabhadevi Experience Centre



About Voltas

INDIA'S LEADING DIVERSIFIED MULTI-PRODUCT AND ENGINEERING SERVICES ORGANISATION

Established in 1954, Voltas (A Tata Company) is a premier air conditioning and engineering solutions provider and a leading player in the consumer durables category. The Company has built its leadership on a deep understanding of India's diverse climates and evolving customer needs, translating insight into accessible, reliable, and energy-efficient cooling solutions.

This strong domestic foundation has enabled Voltas to scale meaningfully across categories. As the market leader in Room Air Conditioners, supported by over 30,000 touchpoints, it has brought comfort to millions of Indian households. Building on this trust, the Company has expanded into home appliances through Voltbek Home Appliances, alongside a comprehensive portfolio that includes commercial refrigeration, air coolers, water heaters, fans, and water dispensers.

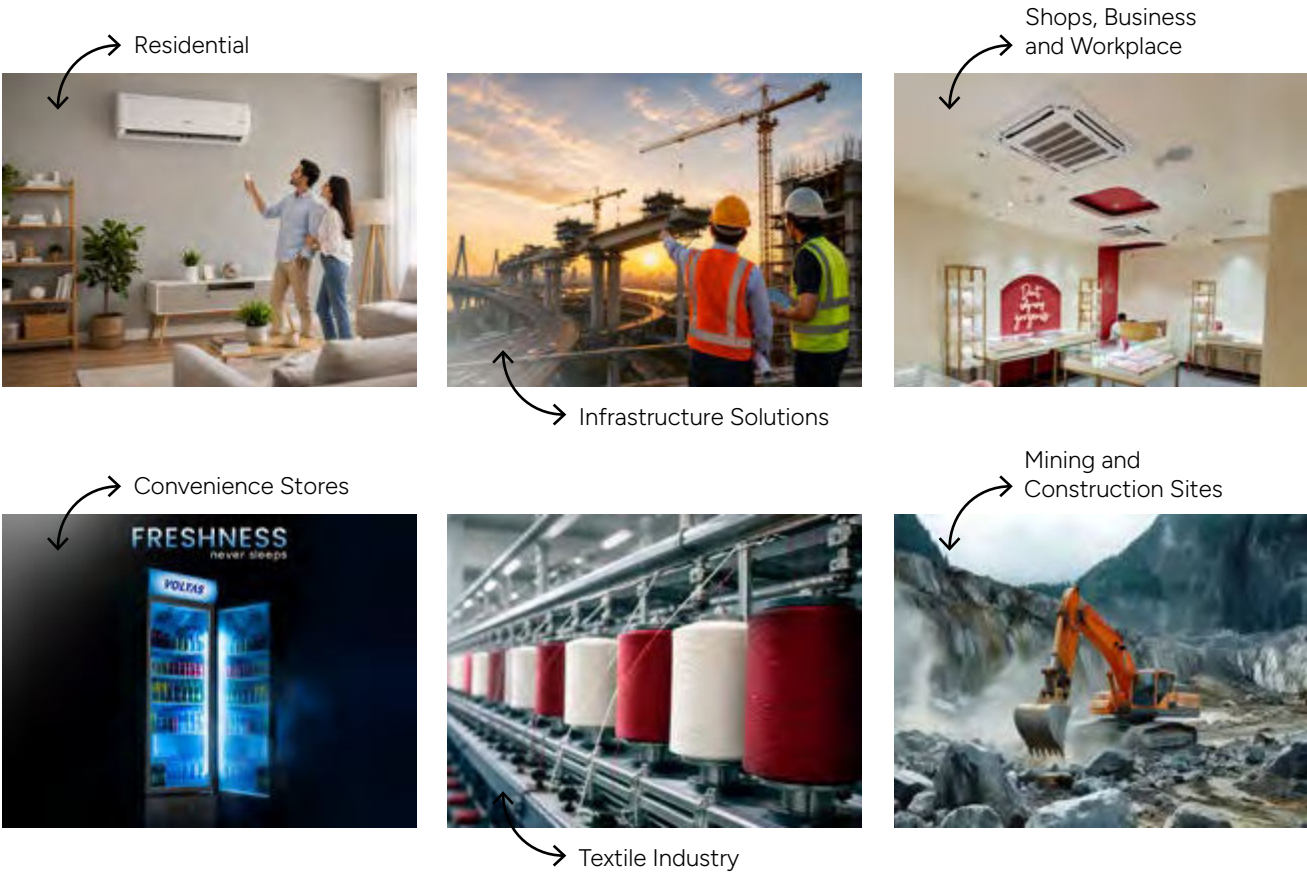
Voltas extends beyond products into advanced commercial air conditioning solutions, including VRF systems and chillers, catering to complex institutional and industrial requirements. In parallel, the Company undertakes electro-mechanical projects, delivering end-to-end engineering solutions with strong execution discipline. These capabilities not only strengthen its presence in India but also underpin its international footprint, where Voltas



Prabhadevi Experience Centre

executes large-scale projects across global markets with proven expertise. Together, this synergy of consumer insight, engineering depth, and project capability positions Voltas as a diversified, end-to-end solutions provider – rooted in India, and delivering performance across global markets.

Diverse Applications



7+ Decades Of Operations	No. 1 RAC Brand in India	6 Manufacturing Facilities
30,000+ Touchpoints	Chennai India's Largest Integrated RAC Manufacturing Plant	



TATA VALUES

Tata values are the guiding principles we use across the verticals to underpin decision making, guide our conduct and define our culture. By working together with these values every day, we build a sustainable business that is more successful and a better place to work.



Integrity

We will be fair, honest, transparent and ethical in our conduct; everything we do must stand the test of public scrutiny.



Excellence

We will be passionate about achieving the highest standards of quality, always promoting meritocracy.



Unity

We will invest in our people and partners, enable continuous learning, and build caring and collaborative relationships based on trust and mutual respect.



Responsibility

We will integrate environmental and social principles in our businesses, ensuring that what comes from the people goes back to the people many times over.



Pioneering

We will be bold and agile, courageously taking on challenges, and using deep customer insights to develop innovative solutions.

Cultural Pillars - CORE 7

Growth Mindset

The belief that there is always an opportunity to grow business and self, even in the face of challenges

1

Ownership

Taking responsibility for one's actions and outcomes

2

Customer Centricity

Prioritising customer needs and creating a positive customer experience

3

Influence

Ability to persuade and motivate others

4

Agility

Adapting and acting quickly to changes and new information

5

Collaboration

Working effectively with others to achieve common goals

6

Empathy

Understanding and sharing the feeling of others

7

Journey and Milestones

A LEGACY BUILT ON ENGINEERING AND INNOVATION



1954

- › Inaugurated the Chinchpokli manufacturing unit
- › Introduced the first room air conditioner in India

1956

- › Installed eight Crystal Air Conditioners at the Bombay residence of then Chief Minister, Mr. Morarji Desai

1960

- › Installed India's first all-season climatizer at Ashoka Hotel in New Delhi

1964

- › Inaugurated India's first integrated RAC manufacturing plant in Thane

2006

- › Commissioned the Pantnagar Commercial Refrigeration (CR) manufacturing facility

1992

- › Developed India's first indigenously built energy efficient Split AC product range

1984

- › Introduced a pioneering 1.5-ton split room air conditioner, setting a new benchmark in cooling technology

1979

- › Successfully cooled the 1000-person capacity prayer hall at Qaboos Mosque in Muscat

1972

- › Developed and deployed cooling solutions for Rajdhani Express, India's first high speed train
- › Hosted then Prime Minister Indira Gandhi during the air-conditioning of India's first Leander-class naval frigates



2008

- › Commenced production at the Pantnagar Room Air Conditioner (RAC) plant

2011

- › Launched the All-Weather AC range

2017

- › Bagged two projects in Karmalichak and Beur, Bihar, under the Namami Gange Mission
- › Established Voltbek, a joint venture with Arçelik, one of Europe's largest and most innovative household appliances manufacturers to enter the consumer durables market

2018

- › Launched India's first Window AC with Inverter Technology

2019

- › Operationalised the Waghodia Commercial Air Conditioning (CAC) plant

2026

- › Launched the Vertis AI AC powered by AI Adaptive Cooling, AI Geo Fencing and AI Energy Management



2024

- › Started the Chennai Factory, which is the largest RAC Manufacturing plant in India
- › Launched the SmartAir Inverter AC range
- › Started production at the Waghodia Commercial Refrigeration (CR) facility

2022

- › Introduced India's first AC with HEPA Filter

2020

- › Launched a wide range of innovative UV products and solutions to prevent the spread of the Coronavirus



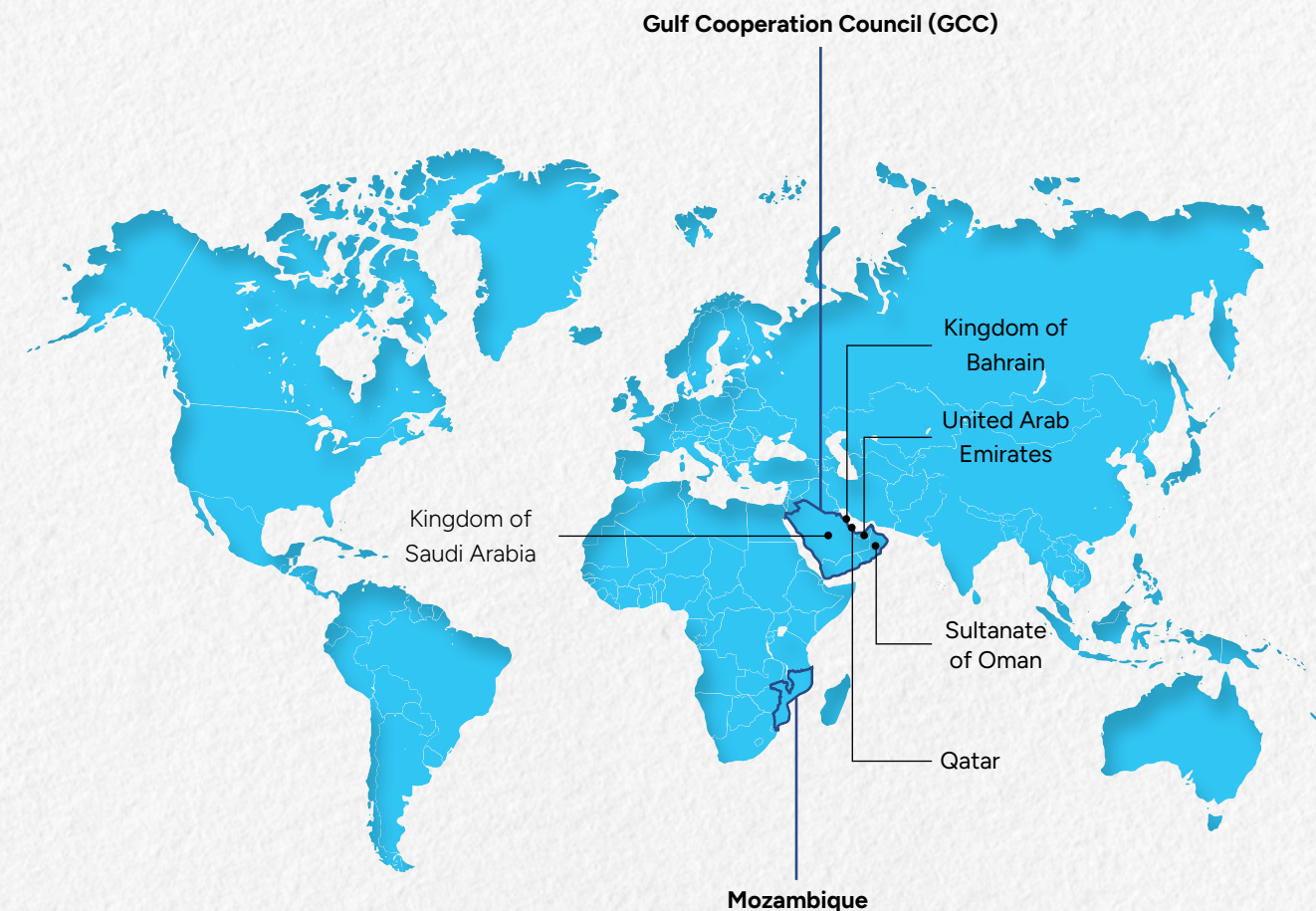
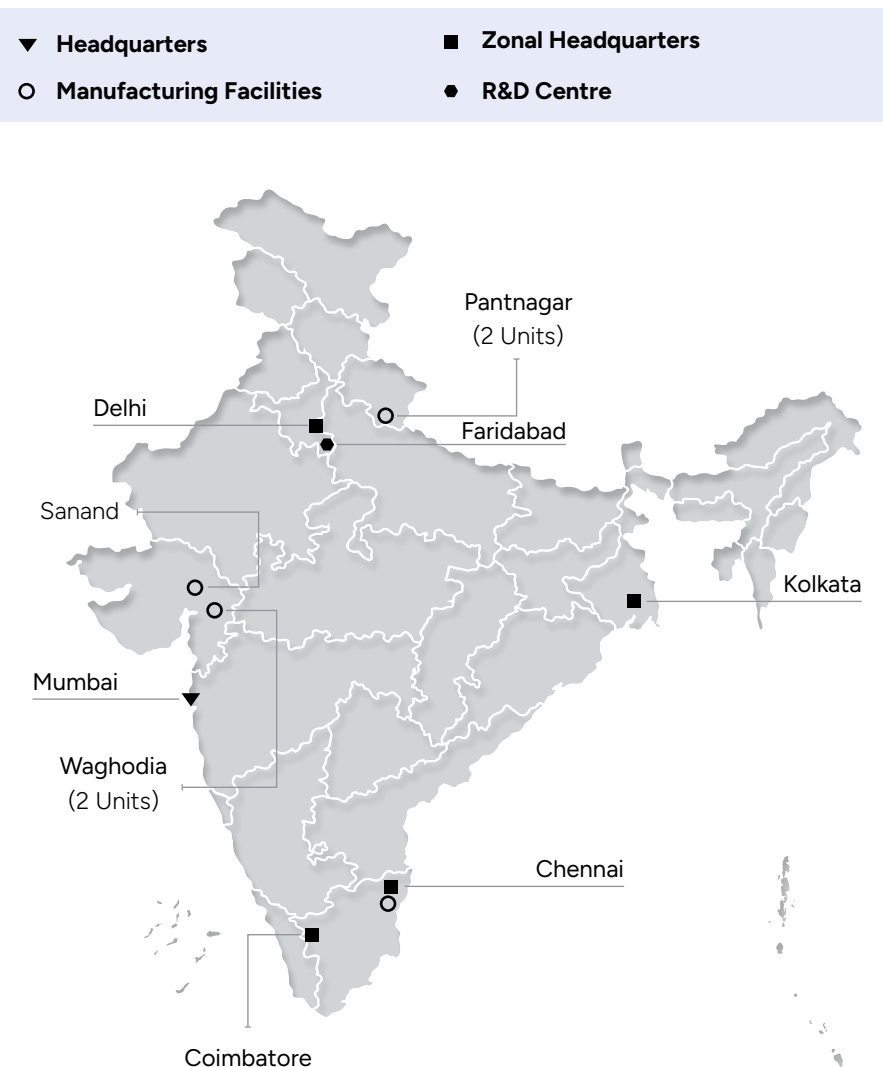
Global Presence

INNOVATION WITHOUT BORDERS

Voltas has built a strong global footprint, extending its expertise across continents through engineering solutions, cooling products, and project services. The Company has delivered landmark projects and nurtured enduring customer partnerships across the Middle East, Africa, Southeast Asia, and select regions of Europe.

Its international operations are backed by deep technical competence, disciplined execution, and an understanding of local market dynamics. These capabilities have positioned Voltas as a preferred partner for large-scale mechanical, electrical, and HVAC projects.

In parallel, the Company continues to expand the global reach of its consumer products through strategic collaborations and channel partnerships, offering energy-efficient and climate-smart solutions. This expanding presence reinforces Voltas' reputation as a trusted Indian multinational known for quality, innovation, and performance, worldwide.



Disclaimer: These maps are a generalised illustration for ease of understanding and is not intended for reference. The depiction of political boundaries and geographical names may not reflect actual positions. The Company and its directors, officers or employees accept no responsibility for any use, misuse or interpretation of the information, and make no representation regarding its accuracy or completeness.

Investment Case

VALUE ENGINEERED FOR TOMORROW

For over seventy years, Voltas has combined innovation, execution excellence, and customer trust to build enduring value. As India's largest air conditioning and engineering solutions Company, it operates at the intersection of technology, design, and service, creating dependable returns and long-term resilience for investors and stakeholders.

Star-powered Comfort, Right at Home



A Legacy of Leadership

Our journey began in 1954 with the Tata Group, whose governance philosophy and values continue to shape our culture of integrity and accountability. Seven decades later, Voltas stands as a symbol of reliability, delivering quality products, sustainable growth, and steady financial performance through changing market cycles.

70 + Years

Operations and Engineering Excellence



Experience as a Competitive Advantage

Voltas' strongest differentiator lies in its ability to decode and respond to India's nuanced demand patterns. From designing air conditioners that perform reliably in peak heat and power fluctuations, to offering 'right-feature, right-price' appliances tailored to local usage conditions, the Company's portfolio reflects a ground-up understanding of Indian consumers.

Tier **1, 2** and **3** Markets

Diversified Presence



Innovation that Drives Growth

Innovation remains central to how the Company creates value. From introducing energy-efficient technologies to integrating AI-enabled comfort solutions, Voltas continues to anticipate and address the evolving needs of consumers. Each launch reflects a balance between functionality, sustainability, and design, ensuring that progress and purpose move together.

100 %

New RAC Range Compliant
to the BEE 2026 Norms

79

New product SKUs (models) Introduced across
the Split and Window Categories in 2025-26



Scale and Reach that Inspire Confidence

Voltas' distribution and service ecosystem is one of the strongest in the industry, with more than 30,000 customer touchpoints. This is further supported by 400+ exclusive brand outlets. This extensive footprint ensures our products reach every corner of India, backed by prompt, reliable service—reinforcing trust across millions of households.

30,000 +

Customer Touchpoints

400 +

Exclusive Brand Outlets
(EBOs)

1,850

Authorised Service
Centres



A Brand that Commands Preference

Trust is our greatest asset. Recognised as the #1 Most Desired AC Brand in the TRA (formerly Trust Research Advisory) Brand Trust Report 2024, Voltas continues to be the preferred choice for customers seeking reliability, value, and performance. Our products are engineered to deliver comfort that lasts, at price points that make quality accessible.

15.9%

RAC Market Share



Research, Technology, and Quality Excellence

Behind every Voltas product is a disciplined R&D process. Supported by DSIR-recognised R&D facilities and 12 advanced testing laboratories, Voltas ensures rigorous design validation, energy performance, and durability. Insights drawn from consumers and markets guide every innovation, keeping our offerings relevant and future-ready.

DSIR Certified

R&D Recognition



Expanding Global Footprint

Voltas' expertise extends far beyond India. For over four decades, the Company has delivered large-scale projects across the Middle East—in the UAE, Oman, Qatar, Saudi Arabia, and Bahrain. From HVAC, MEP and district cooling to water treatment and solar systems, the Company's presence in the GCC region reflects deep engineering competence and global credibility.

40+ Years

International Presence

25+ Countries

Projects Executed

Top 3

MEP Contractor in Key GCC Markets



Sustainability as Strategy

Sustainability is embedded in how Voltas designs, produces, and operates. Energy-efficient air conditioners, smart temperature management, and innovations like HarvestFresh™ reflect our focus on reducing environmental impact while enhancing customer value. Voltas continues to align business growth with climate responsibility and resource efficiency.

3

Plants Powered Partly by Renewable Energy (Voltas)

1

Plant Powered Partly by Renewable Energy (Voltbek)

100%

Compliance with EPR and Green Packaging Norms

Brand Story

COMFORT, AS EVERY HOME DEFINES IT

In every home, comfort means something different.

A slight shift in temperature.

A familiar preference.

A quiet adjustment that makes a space feel just right.



At the heart of 'Har Ghar Voltas' lies a simple yet powerful belief that every home is unique and deserves a kind of care that understands it deeply. With a presence that goes beyond a single need, Voltas becomes a quiet part of everyday life, offering solutions across air conditioners, refrigerators, and washing machines thoughtfully catering to the many ways in which Indian households live, grow, and find comfort.

Extending this sentiment, Voltas brought together Ranbir Kapoor and Neetu Kapoor, whose natural warmth and lived-in ease echo the emotional fabric of Indian homes. Their on-screen presence feels familiar and genuine, capturing the unspoken bonds, shared routines, and little differences that make every household special.

Within this world, the narrative deepens shifting from simply delivering functionality to truly understanding comfort. It is no longer about responding to a need, but about gently anticipating it. About finding harmony in differences and creating spaces that adapt effortlessly to everyone within them. Voltas' approach becomes less about products, and more about nurturing a feeling of belonging.

Because in every home, comfort goes beyond appliances. It is thoughtfully delivered, seamlessly shared, and made possible by solutions that understand every need; the essence of 'Har Ghar Voltas.'

VOLTAS

BRINGING BALANCE
TO EVERY HOME,
IN ITS OWN WAY.





REIMAGINING THE BRAND TO REINFORCE RELEVANCE AND DESIRABILITY



India's **1st**
that keeps
India **1st**

Voltas reinforced a **multi-generational trust** built through the real-life warmth shared between a mother and son. Featuring superstars **Ranbir Kapoor and Neetu Kapoor**, the film captures a light-hearted yet deeply familiar moment at home.

Revitalising the Brand

Building on decades of trust, reaching for tomorrow's aspirations. Our new brand ambassadors and breakthrough campaign positioned Voltas as more than cooling experts—we're innovation pioneers who understand what modern Indian homes truly need.

AI ADAPTIVE COOLING



AI adaptive cooling that understands every comfort need.

AI GEOFENCING



Leave home without worry. Your AC is smart enough to take care.

AI ENERGY MANAGER



When you are in complete control, you can be smarter with usage.

Channel Connect

Har Ghar Voltas honoured the partnership that built our legacy — revealed in Sweden, celebrated with India's finest. Our dealers and channel partners made it happen. From ACs to complete home solutions, their commitment placed Voltas in every Indian household — not just as products, but as family. From their showrooms to Indian homes. **From Sweden's stage to India's heart.** That was our journey. That was our achievement. **Har Ghar Voltas = Har Dealer ka Bharosa.**



Social Media Leadership

#1

Most Spoken Ac Brand

100+

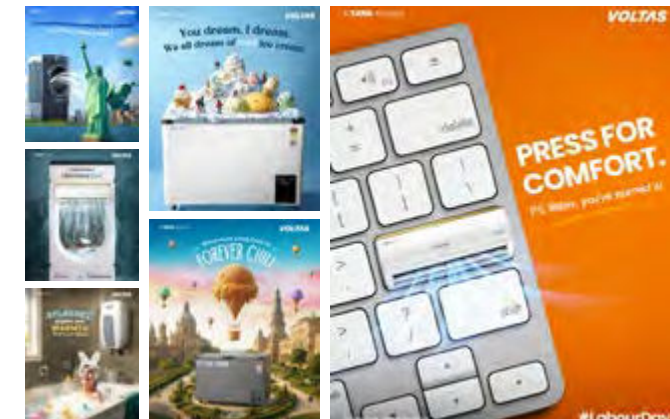
Industry Recognitions

3X

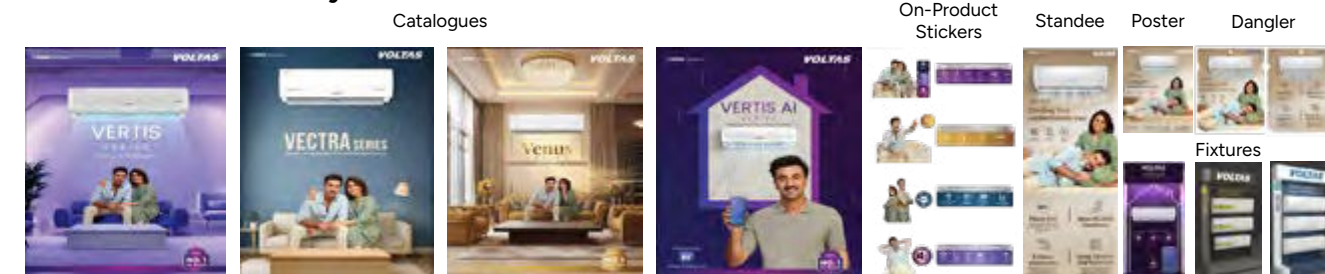
Times More Engagement Than Industry

1 Mn+

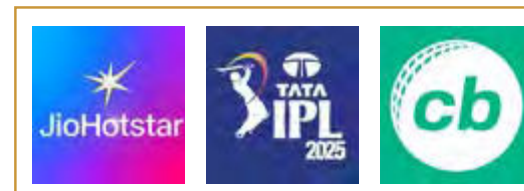
Followers on LinkedIn



Stand Out Visibility at the Point of Sale

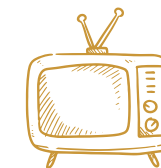


Media Outreach



'Streaming Sponsor' for IPL 2025

'Title Sponsor' for Cricbuzz IPL 2025



8,000+

TV Spots during the Season of 45 Days across India on Top News and Gec Channels



3,600+

17 Key Cities. High Frequency. Tactical Communication on Top Radio Channels

OUR PRODUCTS AND SERVICES SUITE

Unitary Cooling Products (UCP)



₹ **9,501** crores
Revenue

₹ **305** crores
Earnings before interest and
taxes (EBIT)

Electro-Mechanical Projects & Services



₹ **4,053** crores
Revenue

₹ **299** crores
Earnings before interest and
taxes (EBIT)

Engineering Products & Services



₹ **599** crores
Revenue

₹ **158** crores
Earnings before interest and
taxes (EBIT)

AC Outdoor Unit Assembly Line at Pantnagar



► **Unitary Cooling Products (UCP)**

- Voltbek
- International Operations Business Group (IOBG)
- Infrastructure Solutions
- Textile Machinery Division
- Mining and Construction Equipment (M&CE)

Our Offerings

- Room Air Conditioners (RAC)
- Ducted AC
- Variable Refrigerant Flow (VRF)
- Cassette AC
- Tower AC
- Chillers
- Visi Coolers
- Air Coolers
- Chest Freezers
- Convertible
- Cold Rooms
- Medical Refrigeration
- Water Dispensers
- Water Coolers
- Water Heaters
- BLDC Fans

30,000+

Touchpoints

2.23 Mn

RAC Units Sold

UNITARY COOLING PRODUCTS (UCP)

The Unitary Cooling Products (UCP) business of Voltas reflects its core strength in delivering reliable, energy-efficient cooling solutions at scale. Built on decades of engineering expertise and a deep understanding of India's diverse climate conditions, UCP caters to residential, commercial, and institutional needs. Its comprehensive portfolio spans room air conditioners, air coolers, water heaters, commercial refrigeration, and advanced systems such as VRF and chillers.

What Sets Voltas Apart

UCP combines scale with market relevance, delivering solutions designed for real-world operating conditions

- Products engineered for high ambient temperatures and voltage fluctuations
- Market leadership in Room Air Conditioners, supported by strong brand trust
- 30,000+ touchpoints enabling nationwide reach and last-mile access
- Strong presence across retail and digital platforms
- Comprehensive portfolio across residential and commercial applications
- Robust after-sales network ensuring reliable service delivery
- Continuous focus on energy-efficient and cost-effective solutions



Smart Solutions Designed for Every Need

What Changed During the Year

01 Market Position & Demand Management

- Sustained leadership in RAC with 15.9% market share, demonstrating resilience despite demand volatility.
- Delivered progressive margin recovery in H2 offsetting weather-led softness in H1.
- Expanded presence in Tier 2 and Tier 3 markets through the Structured Network Acquisition Plan (SNAP) programme, strengthening micro-market penetration.
- Reduced seasonality by improving focus on non-seasonal segments like Commercial Air Conditioning which is poised for future growth given the current headroom in the sector on account of urbanisation and industrialisation in the country.

02 Manufacturing & Supply Chain

- Increased localisation through the Chennai facility, reducing import dependence to below 30% and improving cost efficiency.
- Crossed 1.08 million cumulative units at the Chennai plant, strengthening backward integration across key components.
- Optimised capacity across Waghodia and scaled up Sanand, improving production efficiency and reducing lead times.
- Enhanced supply chain agility through improved demand forecasting and faster alignment of production with market conditions.

03 Financial & Regulatory Levers

- Optimised margins through cost controls, localisation, and value engineering amid commodity inflation.

04 Product & B2B Growth

- Strengthened the consumer portfolio through the launch of Vertis AI and premium Leatherette Series.
- Expanded commercial refrigeration offerings with a focus on sustainable solutions and high-growth sectors like healthcare and food services.
- Scaled the CAC segment through VRF systems and high-efficiency chillers, targeting industrial cooling solutions.
- Enhanced service capabilities by expanding AMC coverage and deploying digital tools to improve turnaround times.

Way Forward

-  Maximise operational leverage from the expanded manufacturing footprint.
-  Capture the significant headroom in India's air conditioner penetration.
-  Accelerate growth in the Commercial Air Conditioning (CAC) segment, with a focus on mission-critical cooling for high-density data centres.
-  Strengthen resilience against seasonal demand volatility by scaling year-round product categories.
-  Enhance operational efficiency and market responsiveness to support sustained growth.

Unitary Cooling Products (UCP)

Voltbek

International Operations Business Group (IOBG)

Infrastructure Solutions

Textile Machinery Division

Mining and Construction Equipment (M&CE)

Our Offerings

- › Refrigerators
- › Washing Machines
- › Microwave Ovens
- › Dishwashers
- › Dry Iron
- › Mixer Grinders

15,000+

Touchpoints

~20%

Premium Product Mix

VOLTBEK

Voltbek Home Appliances Pvt Ltd is a joint venture between Voltas and Arçelik, one of Europe’s leading home appliance manufacturers. Established in 2018, the partnership brings together Voltas’ strong brand equity and extensive distribution network with Arçelik’s global product development and design expertise.

Voltbek offers a comprehensive range of home appliances, including refrigerators, washing machines, microwave ovens, dishwashers, and a growing portfolio of small domestic appliances. Each product is designed to simplify everyday living through reliable performance, intuitive functionality, and contemporary design suited to Indian households. With a diverse presence and a strong omnichannel strategy, Voltbek has emerged as one of India’s fastest-growing consumer durables brands.

What Sets Voltbek Apart

Voltbek combines global expertise with local relevance to deliver innovation aligned to everyday consumer needs.

- › Global technology integrated with India-specific insights.
- › Purpose-driven innovation addressing freshness, hygiene, and fabric care.
- › Wide portfolio across large and small domestic appliances.
- › Localised manufacturing driving cost efficiency and supply resilience.
- › Growing premium product mix strengthening positioning.
- › Backed by Voltas’ distribution strength and Arçelik’s global expertise.

Voltbek Product Platter



Voltbek Products on Display



What Changed During the Year

01 Market Leadership & Strategic Expansion

- › Achieved double-digit volume growth driven by a strong value proposition, improved fill rates, and sustained brand trust during demand slowdowns.
- › Ranked second in the semi-automatic washing machine segment with 14.5% market share and ranked as No. 2 brand in this category.
- › Scaled up reach of refrigerators by adopting a penetration-driven strategy.
- › Expanded omnichannel presence across general trade, modern trade, and e-commerce under a unified pricing approach.

02 Manufacturing Resilience & Risk Management

- › Managed inflation and logistical volatility through inventory buffering, multi-vendor sourcing, and agile manufacturing.

03 Financial Management & Path to Profitability

- › Improved gross margins by shifting towards mid-premium products anchored in durability and energy efficiency.

04 Product Innovation & Technological Moat

- › Introduced India-specific innovations such as hard water wash programmes and stabiliser-free operations aligned with local usage conditions.

Way Forward

- Progress towards annualised break-even as an operational priority.
- Deepen localisation of manufacturing to improve cost competitiveness.
- Execute Cost Value Engineering (CVE) initiatives with rigour and discipline.
- Leverage mass-market premiumisation trends to expand margins.
- Consolidate leadership in washing machines.
- Aggressively scale the refrigerator portfolio.
- Integrate AI and IoT capabilities across the product ecosystem.
- Progress towards the long-term aspiration of establishing a presence in every Indian household.

Unitary Cooling Products (UCP)

Voltbek

► **International Operations Business Group (IOBG)**

Infrastructure Solutions

Textile Machinery Division

Mining and Construction Equipment (M&CE)

Our Offerings

- Mechanical, Electrical and Plumbing (MEP)
- ELV Solutions Along with FLS Systems
- Heating, Ventilation and Air Conditioning (HVAC)
- Water Management
- Landscaping and Irrigation
- Solar
- EV Charging Solutions
- District Cooling
- Data Centres

~₹ **1,600** + crores

Order Book as of 31 March, 2026

INTERNATIONAL OPERATIONS BUSINESS GROUP (IOBG)

The International Operations Business Group (IOBG), a key pillar of Voltas' Electro-Mechanical Projects and Services (EMPS) segment, represents nearly four decades of global engineering excellence, with a strong presence across the UAE, Saudi Arabia, Oman, Qatar and Bahrain.

What Sets IOBG Apart

IOBG combines integrated engineering capabilities with deep regional expertise to deliver complex infrastructure projects.

- Integrated MEP capabilities across mechanical, electrical, and plumbing infrastructure
- Deep familiarity with GCC regulations and localisation mandates
- Proven execution of large and technically complex projects
- Strong alignment with sustainability and net-zero infrastructure
- Advanced use of digital tools and AI in project delivery



DEWA HQ

What Changed During the Year

01 Quality-Led Growth & Commercial Discipline

- Adopted a selective project approach prioritising margin visibility, funding certainty, and credible clients.
- Strengthened governance through tighter commercial controls, improving cash conversion and reducing financial exposure.

02 Mega-Project Execution & Sustainability Milestones

- Delivered globally recognised projects, including the DEWA Net Zero building and Dubai Waste Management Centre.
- Maintained execution momentum across complex developments such as Uptown Dubai and Qiddiya Water Theme Park in Saudi Arabia.

03 Strategic Portfolio Realignment & Risk Mitigation

- Focused on high-growth GCC markets, aligned with real estate expansion and the Vision 2030 infrastructure pipeline of the Kingdom of Saudi Arabia.
- Managed geopolitical and supply chain risks through proactive client collaboration and adaptive execution strategies.

04 Digital Transformation

- Accelerated adoption of digital tools and AI to enhance engineering efficiency and project risk management.

Way Forward

- 🌐 Strengthen presence in core GCC markets, especially UAE and Saudi Arabia.
- 👤 Focus on projects with strong funding visibility and credible stakeholders.
- 💰 Maintain rigorous commercial discipline and working capital control.
- 🌱 Leverage growth in sustainable and net-zero infrastructure.
- 📄 Invest in capability building for complex engineering execution.
- 🤖 Deepen integration of AI and digital tools.

Unitary Cooling Products (UCP)

Voltbek

International Operations Business Group (IOBG)

► **Infrastructure Solutions**

Textile Machinery Division

Mining and Construction Equipment (M&CE)

Our Offerings

- Mechanical, Electrical and Plumbing (MEP)
- Heating, Ventilation and Air Conditioning (HVAC)
- Water Infrastructure
- Electrical and Solar Projects
- Operations and Maintenance

~₹ **4,500** + crores

Order Book as of 31 March, 2026

UMPEL

INFRASTRUCTURE SOLUTIONS

Universal MEP Projects & Engineering Services Limited (UMPEL), Voltas' wholly-owned domestic projects subsidiary, delivers large-scale infrastructure solutions across MEP, Water, Solar, and Electrical sectors. Backed by strong execution capabilities and a diversified project mix, it provides stability to the overall business by driving steady, non-seasonal revenues and maintaining operational resilience.

What Sets Infrastructure Solutions Apart

Infrastructure Solutions combines integrated execution with digital capability to deliver complex infrastructure projects efficiently and reliably

- End-to-end turnkey execution from design and engineering to O&M
- Strong track record across metros, airports, and industrial infrastructure
- Advanced digital enablement, including GenAI, BIM, and analytics tools
- Diversified portfolio across government and private sector projects
- Deep in-house capabilities in water treatment and infrastructure design
- Specialised expertise in high-growth areas such as data centre infrastructure

SBSR Solar Project



What Changed During the Year

Segment-Specific Operational Highlights

01 MEP (Mechanical, Electrical, Plumbing)

- Realigned the MEP portfolio towards fast-track, well-funded private sector projects, with a focus on industrial sector.

02 Water Infrastructure

- Expanded beyond traditional municipal projects to include industrial applications, deploying customised water and wastewater treatment solutions tailored to specific sector requirements.

03 Solar Projects

- Diversified the solar portfolio into utility-scale Battery Energy Storage Solutions (BESS), aligning with the evolving energy transition landscape.
- Integrated rooftop solar solutions across infrastructure and commercial projects to strengthen sustainability-led offerings.

04 Electrical Projects

- Expanded capabilities in smart grid infrastructure through entry into SCADA systems and Extra High Voltage (EHV) transmission segments.
- Continued execution of large, well-funded government projects in conventional power distribution and urban grid modernisation.

05 Execution Strategy & Risk Management

- Shifted from volume-led growth to a quality-led, risk-adjusted execution model, supported by structured bid qualification frameworks and GenAI-enabled due diligence.

06 Financial Management & Cash Conversion

- Improved cash conversion through a strategic shift towards shorter-cycle industrial projects, enabling faster billing and realisation.
- Expanded margins through tighter project governance, supported by centralised monitoring and improved certification timelines.

07 Digital Enablement

- Embedded digital capabilities across the value chain, including GenAI-led tender evaluation, BIM-based clash detection, and real-time performance dashboards.

08 Sustainable Integration

- Integrated sustainability across project execution through energy-efficient system design, waste recycling frameworks, and environmentally aligned infrastructure solutions.

Way Forward

Focus on accelerating on high-margin, fast-track industrial opportunities, specifically hyper-scale data centres and semiconductor manufacturing.

Expand offerings and strategic tie-ups in advanced District Cooling Solutions (DCS).

Deepen the integration of AI-led project monitoring tools and GenAI tendering platforms.

Maintain rigorous working capital discipline to ensure healthy cash conversion and receivables management.

Capture market share in green energy (BESS) and zero-liquid-discharge (ZLD) water treatment.

Continue providing earnings stability and counter-cyclical resilience for the broader Voltas enterprise.

Unitary Cooling Products (UCP)

Voltbek

International Operations Business Group (IOBG)

Infrastructure Solutions

► **Textile Machinery Division**

Mining and Construction Equipment (M&CE)

Our Offerings

- Capital Machinery
- Accessories
- Allied Machinery
- After-Sales Services

Over **70** Years'

Legacy in Building
India's Textile Sector

UMPESL

TEXTILE MACHINERY DIVISION

The Textile Machinery Division (TMD) of UMPESL is one of India's most established and trusted providers of textile technology solutions. With a legacy spanning over seventy years, the division has become a definitive benchmark for quality engineering, technical expertise, and reliable service across the Indian textile industry.

What Sets Textile Machinery Division Apart

TMD combines deep technical expertise with strong service capabilities to deliver integrated, high-performance textile solutions.

- Comprehensive portfolio covering spinning, knitting, weaving, and processing value chains
- Strong technical advisory, training, and process optimisation capabilities
- Extensive nationwide service network ensuring high machine uptime and reliability
- Focus on energy efficiency, cost optimisation, and operational performance
- Strategic global partnerships enabling access to advanced textile technologies

Ring Frame Machine



What Changed During the Year

01 Macroeconomic Resilience & Trade Dynamics

- Navigated global tariff disruptions, including sharp increases in U.S. duties, while preparing customers for a stabilised and renewed capex cycle.
- Mitigated demand slowdown by accelerating the execution of legacy orders and strengthening the contribution of after-sales and spare parts businesses.

02 Strategic Portfolio Expansion (Post-Spinning)

- Expanded into post-spinning segments such as apparel, knitting, and finishing to diversify revenue streams and reduce dependence on core spinning cycles.
- Strengthened engagement with MSMEs through tailored machinery solutions and partnerships with financing institutions to improve accessibility and adoption.

03 Execution Excellence & After-Sales Profitability

- Enhanced service-led profitability through deployment of smart diagnostic solutions such as compressed air monitoring systems to improve machine efficiency and reduce losses.
- Improved working capital discipline through tighter credit policies, advance collection mechanisms, and structured receivables management.

04 Automation & Sustainable Integration

- Introduced automation solutions such as robotic auto-piecing, automated material handling, and yarn breakage detection to address labour shortages and improve productivity.
- Expanded the portfolio of energy-efficient technologies, including IoT-enabled monitoring and recycled fibre processing solutions aligned with sustainability trends.

Way Forward

- Expand market share across spinning and post-spinning segments.
- Strengthen after-sales as a key differentiator and growth driver.
- Onboard new global technology partners to enhance portfolio depth.
- Explore agile business models such as stock-and-sale for faster market access.
- Leverage policy support to drive demand recovery.
- Expand into technical textiles and emerging adjacencies.

Unitary Cooling Products (UCP)

Voltbek

International Operations Business Group (IOBG)

Infrastructure Solutions

Textile Machinery Division

► **Mining and Construction Equipment (M&CE)**

Our Offerings

- Operations and Maintenance
- Crushing and Screening Machinery

65+

Years of Building a Smarter Tomorrow

UMPESL

MINING AND CONSTRUCTION EQUIPMENT (M&CE)

The Mining and Construction Equipment (M&CE) vertical of UMPESL delivers advanced machinery and lifecycle support services for demanding mining and construction environments, focusing on reliable performance, maximised asset life, and long-term customer relationships. With a strong emphasis on uptime and reduced downtime, it provides end-to-end solutions, including erection and commissioning, O&M contracts, equipment rentals, annual service agreements, and preventive maintenance.

What Sets Mining and Construction Equipment Apart

M&CE focuses on lifecycle optimisation supported by service-led offerings and strong global collaborations.

- Deep expertise in heavy equipment lifecycle management across mining and construction environments
- Flexible service-led offerings, including O&M contracts, rentals, and lifecycle support agreements
- Turnkey capabilities across installation, commissioning, and long-term maintenance
- Strong focus on operator training, productivity enhancement, and safety standards
- Global partnerships enabling access to advanced mining technologies and solutions

Excavator



What Changed During the Year

01 Operational Resilience & Margin Expansion

- Improved margin profile through a strategic shift towards higher-value service-led offerings, customised crushing and screening solutions, and specialised ventilation systems.
- Increased annuity revenue share by expanding long-term O&M contracts, rebuilding programmes, and lifecycle service agreements across key customer segments.

02 Demand Recovery & Sustainable Solutions

- Capitalised on strong infrastructure and mining demand, driven by increased iron ore production and aggregates consumption across India.
- Introduced hybrid and fuel-efficient machinery aligned with customer focus on total cost of ownership, operational efficiency, and ESG compliance.

03 Strategic Global Collaborations

- Partnered with InfraDeep to introduce advanced Power Support Longwall (PSLW) systems, strengthening capabilities in underground mining projects in India.
- Collaborated with SKF to deliver advanced reliability and asset optimisation solutions, improving equipment uptime in demanding operating environments.

04 Geographic Strategy & Digital Enablement

- Balanced growth across domestic and international markets, including mineral-rich African regions, through calibrated resource allocation.
- Enhanced service delivery through digital diagnostics, telematics, predictive maintenance tools, and improved parts availability.

Way Forward



Expand geographical presence across mining, commercial coal, and infrastructure sectors.



Grow service-led and annuity-based revenue streams.



Scale sustainable and hybrid equipment offerings.



Enhance digital capabilities and predictive maintenance solutions.

Awards

MILESTONES OF MERIT

CII Design Excellence Award

Design-Led Innovation Recognised

Voltas Marvel Water Heater won the CII Design Excellence Award under the Product Design category, recognising the Company's focus on innovation, thoughtful design, and consumer-centric product development.



Digital Media Excellence Awards 2025

Excellence in Digital Engagement

Voltas received multiple recognitions at the Digital Media Excellence Awards 2025 across campaign and marketing categories, reaffirming its strong digital capabilities and technology-led consumer engagement approach.



Best Digital Transformation Team – Consumer Durables

Enabling Technology-Driven Transformation

Voltas was recognised as the Best Digital Transformation Team – Consumer Durables at The CIO Collective II, reflecting its continued focus on innovation, collaboration, and digital excellence.



THE COMPANY'S FOUNDATION OF **GROWTH**

Voltbek Factory at Sanand, Gujarat



Governance

A FRAMEWORK BUILT ON INTEGRITY AND ACCOUNTABILITY

Voltas is committed to maintaining exemplary standards of governance, embedding responsible and ethical conduct into every aspect of its operations. The Company's governance framework is designed to support transparency, disciplined decision-making, and long-term value creation for stakeholders.

Over the years, Voltas has consistently strengthened its governance practices to ensure alignment with global benchmarks. In 2025-26, the Company further integrated a comprehensive framework of codes, policies, and programmes, governing ethical conduct, alongside the continuous adoption of the Tata Business Excellence Model to drive organisational excellence and monitor progress against long-term strategic objectives.



Board Composition and Structure

The Board of Directors brings together a diverse and experienced group of leaders with expertise spanning global business, strategy and planning, organisational capability building, financial management, risk oversight, compliance, and Environment, Social, and Governance matters. The Board's collective expertise supports strategic alignment, reinforces operational discipline, and enables the continuous evaluation of risks and opportunities.

Meetings are held at least 3 times a year to review performance and provide strategic direction. During 2025-26, the Board convened for 5 meetings. The Board comprises a balanced mix of executive, non-executive and independent directors. In total, 10 individuals serve on the Board, including 5 independent directors who bring external perspectives and uphold the highest governance standards.

Composition of the Board of Directors of the Company

4

Non-Executive Directors

1

Executive Director, who is the Managing Director of the Company

5

Independent Directors

10
Total

Governance Committees of the Board

The Board has constituted statutory and mandated committees to ensure focused oversight in key areas. Each committee operates under a defined charter approved by the Board. Committee Chairs regularly report updates, key deliberations, and stakeholder insights to the Board, ensuring transparent communication and well-informed decision-making.

Committees

Audit Committee

Nomination and Remuneration Committee

Corporate Social Responsibility Committee

Shareholders Relationship Committee

Risk Management Committee

Investment Committee

Project Committee

Safety-Health Environment Committee

Property Committee

Capex Committee

The minutes of committee meetings are reviewed by the Board, reinforcing a culture of accountability and robust governance.

Board Nomination and Diversity

The Nomination and Remuneration Committee (NRC) guides a transparent nomination process that champions diversity across age, gender, experience, and thought. The NRC evaluates candidates against core competencies such as industry expertise, finance, risk management, and strategy, ensuring that new appointments strategically complement the Board's existing skill set. Additionally, periodic assessments verify the ongoing independence of all Independent Directors.

Board Performance Evaluation

Voltas conducts a structured annual evaluation of the Board, its committees, and individual Directors:



Evaluation Parameters

Assesses Board structure, meeting dynamics, risk oversight, and stakeholder responsibility.



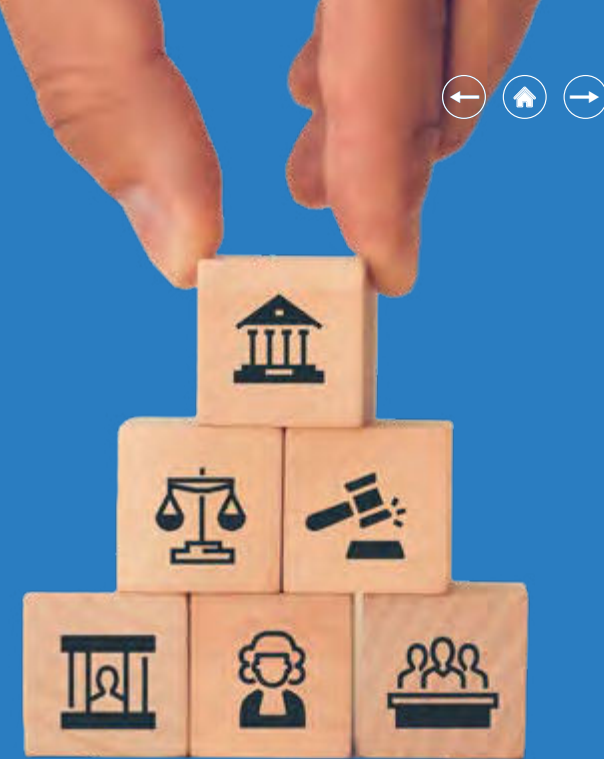
Self-Assessment

Directors review their attendance, meeting contributions, and the guidance provided to Management.



Independent Review

Independent Directors meet separately to evaluate Non-Independent Directors, the Chairman, and overall Board performance. They also evaluate the timeliness and quality of information flow from Management.



Ethics and Behaviour

Ethical conduct is foundational to Voltas' culture. The Tata Code of Conduct acts as the Company's guiding framework, ensuring responsible, fair, and transparent operations that build stakeholder trust. A dedicated Third-Party Ethics Helpline further fortifies this ecosystem by providing an independent, confidential reporting channel.

Managing Conflicts of Interest: Directors must disclose their interests in other entities and abstain from deliberations or voting on any related transactions. Annually, all Directors and Senior Management affirm compliance with the Code of Conduct, confirming they hold no material interests that conflict with the Company.



Policies and Programmes that Strengthen Governance

Voltas has established policies that reinforce its commitment to ethics, inclusivity, safety, and fair practices:

Human Rights

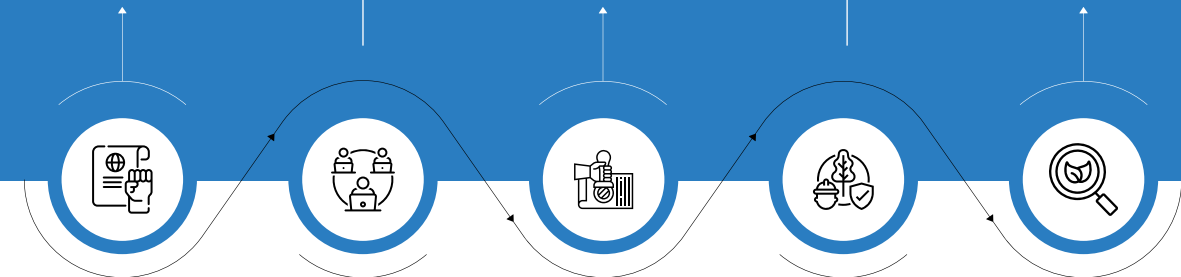
Violations regarding human rights and fair labour practices are reportable under the Tata Code of Conduct.

Whistleblower Policy

Provides employees direct access to the Audit Committee Chairman and Ethics Counsellor to report unethical conduct.

ESG Oversight

A dedicated ESG team updates the SHE Committee and Board, while the CSR Committee aligns community projects with the Company's sustainability goals.



Inclusive Workplace

Sensitisation programmes and POSH policies actively promote respect and inclusivity.

Safety, Health, and Environment

Focuses on minimising workplace risks and promoting sustainability through a hierarchy of elimination, substitution, and engineering controls.

Creating Value-Accretive Growth through Strategic Intent

Aligned with the 'Voltas of the Future' theme, the Board and Management are actively future proofing the business. Voltas' strategic intent centres on sustainable expansion, digital transformation, and operational excellence.

The governance framework ensures that capital allocation, risk management, and capacity-building drive long-term value. By anticipating market trends, adapting to evolving compliance landscapes, and investing in green technologies, Voltas is positioned to deliver sustained, value-accretive growth for all stakeholders.

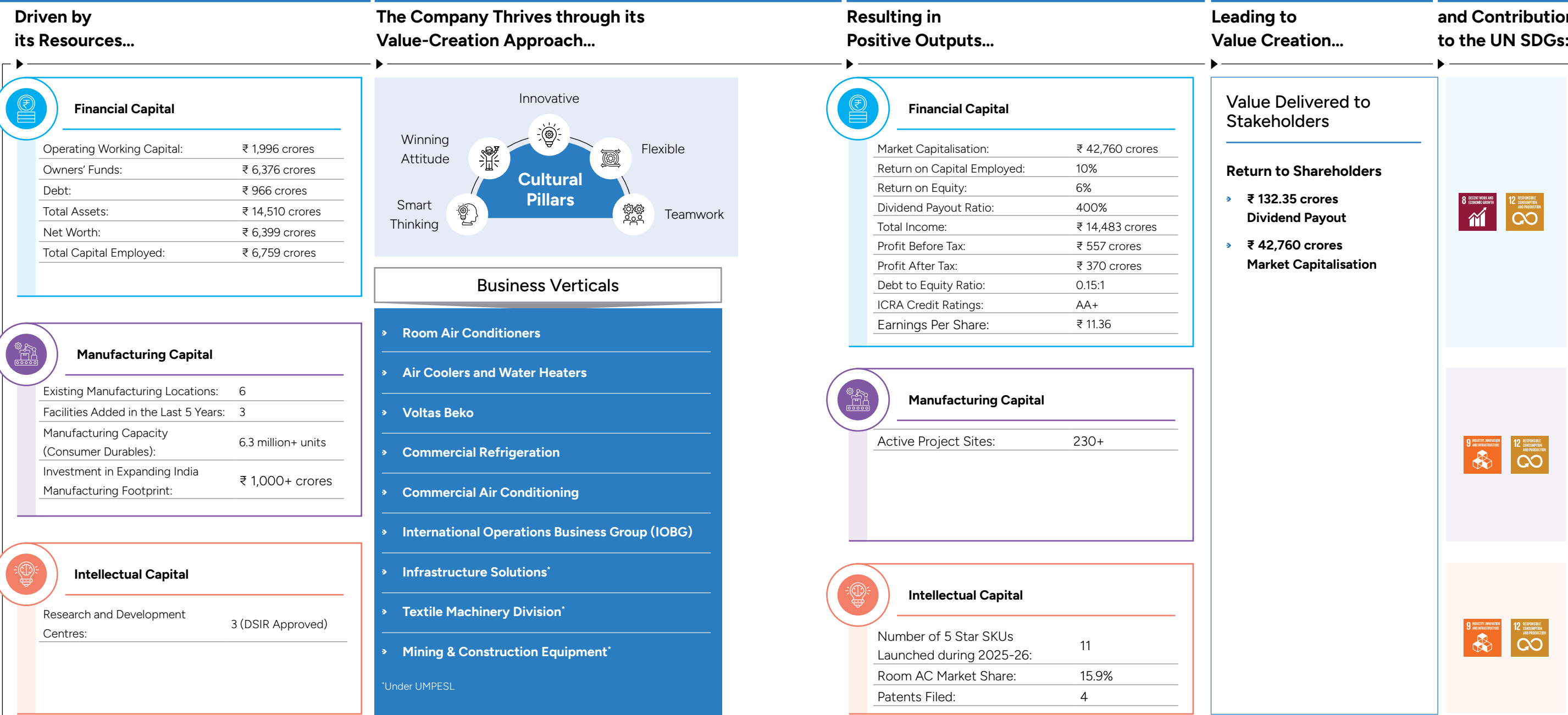


APPROACH TO CREATING **VALUE**



Value Creation Model

CREATING VALUE WITH PURPOSE



Driven by Its Resources...

Human Capital

Training Programmes:	210
Employee Engagement Initiatives during the Year:	180+
Average Work Experience of Senior Management:	25.2 years
Safe Man Hours:	115.97 Million

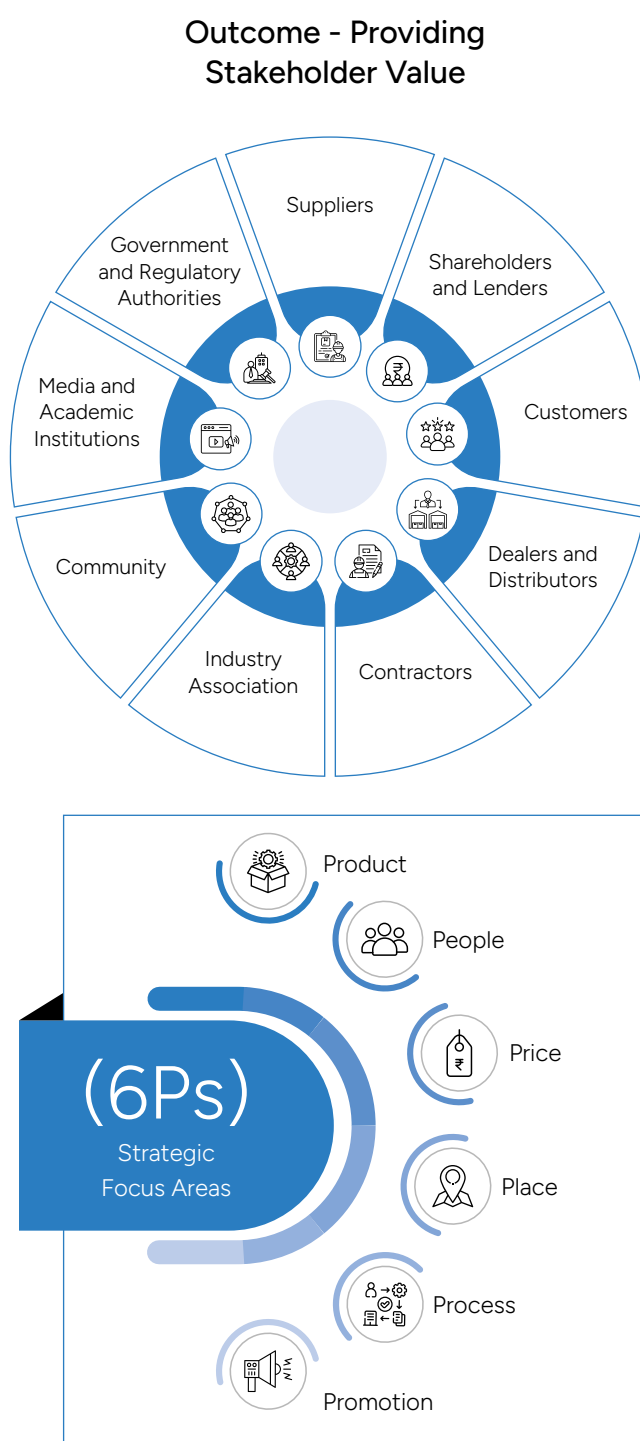
Natural Capital

Renewable Energy Generated:	6,692* GJ
Water Consumption:	1,99,510* KL
Energy Consumption:	1,55,957* GJ

Social and Relationship Capital

CSR Spend:	₹ 19+ crores
EBOs and Experience Zones:	400+
Customer Touchpoints:	30,000+
CSR Beneficiaries (through CSR projects):	93,200+
Media Engagements, Press Releases, and Press Conferences Organised:	178+

The Company Thrives Through Its Value Creation Approach...



Resulting in Positive Outputs...

Human Capital

Total Learning Hours:	~ 68,000
Lost Time Injury Frequency Rate:	0.07
Internal Moves:	20%

Natural Capital

Water Recycled and Reused	19,618* KL
Factory E-Waste Recycled:	47.78* MT
Waste Diversion from Landfill (%)	73%*

Social and Relationship Capital

Investor Interactions during 2025-26:	100+
Social Media Impressions:	13 million+
Net Promoter Score (Customer Satisfaction):	95

Leading to Value Created, Preserved and Eroded...

Value delivered to stakeholders

Sustainable Initiatives

- ₹ 19+ Crores CSR Contribution
- 6,119+* MT Waste Recycled
- 19,618* KL Water Recycled

Value Created for Suppliers

- Import Purchase (RAC) - 32%
- 68% Local Procurement (RAC)

Value to Employees

- ₹ 939 crores in Wages and Benefits
- 0.07 LTIFR
- Zero Fatalities

Note - The above figures represent only the standalone Voltas entity.

Contributing to the UN SDGs:

A collection of UN Sustainable Development Goal (SDG) icons. The icons shown are: 3 (Good Health and Well-being), 4 (Quality Education), 5 (Gender Equality), 8 (Decent Work and Economic Growth), 6 (Clean Water and Sanitation), 7 (Affordable and Clean Energy), 12 (Responsible Consumption and Production), 13 (Climate Action), 10 (Reduced Inequalities), 11 (Sustainable Cities and Communities), and 17 (Partnerships for the Goals).

Engaging with the Stakeholders

ENGAGEMENT THAT DRIVES VALUE

Voltas recognises that long-term success depends on understanding the expectations of its stakeholders and responding to them with clarity, responsibility, and purpose. From employees and customers to suppliers, channel partners, investors, and the wider community, each stakeholder group plays a meaningful role in its value creation journey at Voltas.

Through regular engagement, transparent communication, and focused initiatives, the Company aligns stakeholder needs with its strategic priorities. This approach helps build trust, improve decision-making, and ensure that its business creates a positive impact across society and the environment.



Internal Stakeholders

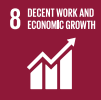
Employees

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Employees are at the core of Voltas' seventy-year journey and its future ambitions. They bring the Company's strategy to life, uphold its values, and enable consistent delivery across businesses.	▶ Employee listening through survey and feedback forums ▶ Two-way communication via leadership WeConnect and open house discussions ▶ Manager-led performance and career conversations ▶ Recognition through VoltStars and High5 programmes ▶ Learning and development platforms for skill-building ▶ VCelebrate to build team connection through fun, informal activities ▶ Reinforcing Tata ethos and spirit of giving back through volunteering initiatives ▶ Sports to build teamwork, discipline and a spirit of excellence ▶ Wellbeing support through Saathi and policies ▶ Suggestion schemes such as Vichar Vatika to drive continuous improvement	The Company actively incorporates employee feedback to enhance workplace policies, strengthen learning and development initiatives and promote employee wellbeing. Insights gathered through regular dialogues, engagement platforms and surveys inform leadership decisions, nurture an inclusive organisational culture and support talent retention and growth.	



Direct Stakeholders

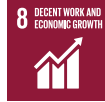
Shareholders and Lenders

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Shareholders and lenders provide long-term capital, support the Company's growth objectives, and reinforce market confidence.	▶ Annual Report and Annual General Meeting ▶ Periodic shareholder communications ▶ Investor conferences and meets ▶ Roadshows and one-on-one interactions ▶ Analyst calls and quarterly updates ▶ Company website and investor resources	The Company ensures transparent, timely, and consistent disclosures to enable informed decision-making. Inputs from investor engagements are considered in shaping strategic priorities, strengthening governance practices, and optimising capital allocation.	

Customers

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Strong customer relationships are essential for sustained growth, brand preference, and long-term business success.	- Net Promoter Score and satisfaction studies - Product and service feedback surveys - Customer service - Social media engagement	The Company integrates customer feedback into product design, service delivery, and digital engagement initiatives. Continuous insights support enhancements in quality, innovation, and responsiveness, thereby strengthening customer satisfaction and long-term relationships.	 

Suppliers and Contractors

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Suppliers and contractors ensure timely availability of materials, enable operational continuity, and contribute to product and service quality.	- Supplier management portals - Periodic supplier audits and assessments - Feedback surveys and performance reviews - Collaboration for supply-chain resilience and compliance	The Company collaborates closely with suppliers and contractors to enhance quality, ensure compliance, and promote sustainable practices. Feedback mechanisms inform procurement strategies, risk management frameworks, and initiatives to build a resilient and responsible supply chain.	 

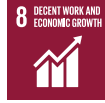
Dealers and Distributors

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Dealers and distributors extend the Company's market reach, uphold product availability, and reinforce customer experience across touchpoints.	- Continuous feedback and engagement forums - Dealer and distributor surveys - Sales and product training programmes - Regular product updates and communication	The Company strengthens its partnerships with dealers and distributors through continuous engagement, capability-building initiatives, and operational support. Feedback is leveraged to improve distribution efficiency, product availability, and overall customer experience.	 



Industry Bodies and Stakeholders

Contractors

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Contractors uphold labour standards, support safe work practices, and play a critical role in project execution and workforce capability.	- Contractor management portals - Periodic surveys and performance assessments - Feedback interactions and review mechanisms - Health and safety workshops and compliance sessions	The Company promotes safe working conditions, adherence to labour standards, and skill development through structured training and monitoring mechanisms. Feedback from contractors supports improvements in execution practices and contractor management systems.	 

Industry Associations

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Industry associations enable collaboration, advocacy, and shared learning, helping shape sectoral priorities and future trends.	- National and regional industry conferences - Participation in industry forums - Engagement in policy dialogues and working groups - Joint research initiatives and knowledge-sharing platforms	The Company actively participates in industry forums and policy dialogues, contributing to sectoral development and knowledge sharing. Engagement outcomes support alignment with evolving regulations, standards, and industry best practices.	 

Trade Associations

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Trade associations support market development, product innovation, and collective progress across the value chain.	- Regional trade events and exhibitions - Memberships in relevant industry and trade bodies - Collaborative efforts in product development and market understandings	The Company engages with trade associations to foster collaboration, drive innovation, and strengthen market ecosystems. Insights derived from these engagements inform product development and strategic initiatives.	 



Broader Society Stakeholders

Community

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Communities enable the business to fulfil its wider social commitments and contribute to inclusive, sustainable development.	- On-ground implementation of CSR programmes - Engagement with CSR partners and implementing agencies - Periodic outcome reviews and monitoring by the CSR team	The Company designs and implements CSR programmes aligned with community needs, with structured monitoring to assess outcomes and impact. Ongoing engagement ensures that initiatives remain relevant, inclusive, and effective in driving sustainable development.	1 NO POVERTY 3 GOOD HEALTH AND WELL-BEING 4 QUALITY EDUCATION 6 CLEAN WATER AND SANITATION 11 SUSTAINABLE CITIES AND COMMUNITIES 17 PARTNERSHIPS FOR THE GOALS

Media

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Media helps the Company communicate effectively with a wider audience, build trust, and maintain transparency.	- Media engagements and interactions - Press releases and official statements - Press conferences and briefings - Advertisements and campaigns - Social media communication	The Company maintains proactive and transparent communication with media stakeholders to ensure accurate dissemination of information. Engagements support enhanced brand credibility, stakeholder awareness and trust.	16 PEACE, JUSTICE AND STRONG INSTITUTIONS

Government and Regulatory Authorities

Why are they Important	Approach to Engagement	How Voltas Responds	SDGs Impacted
Government bodies and regulators establish the standards that ensure safe operations, ethical practices, and protection of stakeholder interests.	- Meetings and regulatory dialogues - Participation in industry forums - Policy advocacy and representation - Environmental, statutory, and financial compliance reporting	The Company ensures compliance with applicable laws and regulations while actively engaging in policy discussions and industry forums. These interactions support alignment with regulatory expectations and reinforce robust governance practices.	16 PEACE, JUSTICE AND STRONG INSTITUTIONS 17 PARTNERSHIPS FOR THE GOALS

Key Priorities

PRIORITIES THAT SHAPE PROGRESS

In a business environment shaped by evolving expectations and emerging challenges, Voltas identifies the issues that most significantly influence its performance, stakeholder trust, and long-term value creation. The Company's key priorities brings these insights together, helping define where to focus, what to prioritise, and how to respond across the short, medium, and long term. As an ongoing process, it ensures that Voltas' strategy remains closely aligned with stakeholder needs, business priorities, and the realities of its operating environment.

Material Topic	Strategic Objective	Approach	Strategic Approach	GRI Standard Impacted	SDGs Impacted
 Environment	Climate Change	Sustainable product innovation; low-GWP refrigerants; safety training; Net Zero 2045 roadmap	Drives innovation in energy-efficient, low-GWP, and smart solutions. Climate change presents risks through extreme weather events, rising cooling demand, and evolving regulatory requirements	GRI 302 (Energy), GRI 305 (Emissions)	7 AFFORDABLE AND CLEAN ENERGY 13 CLIMATE ACTION
	Product Stewardship	Lifecycle assessments, product design with a strong focus on efficiency, and resource optimization initiatives.	A lifecycle-driven approach minimises environmental footprint while improving product performance and long-term value creation	GRI 301 (Materials), GRI 416 (Customer Health & Safety)	12 RESPONSIBLE CONSUMPTION AND PRODUCTION
	Environmental Stewardship	GHG reduction; water management; waste management	Minimises environmental impact, ensures compliance, and promotes resource-efficient and responsible operations	GRI 303 (Water), GRI 306 (Waste), GRI 304 (Biodiversity)	6 CLEAN WATER AND SANITATION 12 RESPONSIBLE CONSUMPTION AND PRODUCTION 13 CLIMATE ACTION

Material Topic	Strategic Objective	Approach	Strategic Approach	GRI Standard Impacted	SDGs Impacted
 Social	 Health and Safety	Provide a resilient, safe, and healthy working environment for all employees and partners.	› Increase safety awareness through structured training and regular communication › Empower employees with 'Will to stop work' authority where safety risks are identified › Strengthen workplace safety systems, audits, and preventive measures › Provide comprehensive health, medical, and insurance coverage	GRI 403 (Occupational Health & Safety)	 
	 Talent Development	Strengthen organisational capability through talent development, structured career progression, and sustained learning.	› Implement structured performance management processes › Adhere to defined development frameworks and guidelines › Advance succession planning to build leadership readiness › Provide targeted learning and upskilling opportunities across roles and levels	GRI 404 (Training & Education)	 
	 Diversity and Inclusion	Create a more inclusive organisation that strengthens belonging, enhances engagement, and reflects diverse perspectives across the workforce.	› Build a culture of inclusion and psychological safety through targeted policy enhancements, strengthened governance for inclusive practices, and awareness and sensitisation programmes	GRI 405 (Diversity & Equal Opportunity), GRI 406 (Non-discrimination)	 
	 Sustainable Supply Chain	Supplier ESG assessments; responsible sourcing practices	› Strengthens resilience, mitigates supplier-related risks, and promotes responsible sourcing and operational efficiency	GRI 308 (Supplier Environmental Assessment), GRI 414 (Supplier Social Assessment)	

Material Topic	Strategic Objective	Approach	Strategic Approach	GRI Standard Impacted	SDGs Impacted
 Governance	 Customer Centricity	Develop customer-centric products and solutions that enhance efficiency, safety, and quality across all touchpoints.	› Implement efficient customer management systems to improve responsiveness › Prioritise safety and quality in product design, manufacturing, and service delivery › Integrate customer insights into product development to address evolving needs › Strengthen feedback loops to continuously enhance user experience	GRI 416 (Customer Health & Safety), GRI 418 (Customer Privacy)	 
	 Digitalisation	Improve efficiency, accuracy, and customer experience by accelerating digital adoption across the organisation.	› Automate internal processes to enhance productivity and reduce manual intervention › Leverage customer data to personalise offerings and strengthen engagement › Use digital platforms to promote sustainability awareness and responsible consumption › Deploy technology-driven tools for faster decision-making and improved service delivery	GRI 418 (Customer Privacy), GRI 419 (Socioeconomic Compliance)	 
	 Business Ethics	Foster a culture of transparency, integrity, and responsible conduct to strengthen stakeholder trust.	› Adhere strictly to the Tata Code of Conduct across all levels of the organisation › Monitor and strengthen internal processes › Promote ethical practices through communication, training, and awareness programmes › Encourage the use of formal reporting channels	GRI 205 (Anti-corruption), GRI 206 (Anti-competitive Behaviour)	

Strategic Roadmap

DRIVING OUR FUTURE FORWARD

Voltas' strategy is centred on building a resilient and future-ready organisation that delivers sustained value for customers and stakeholders. The Company remains focused on strengthening core capabilities, expanding innovation-led offerings, and driving disciplined execution across the value chain. By enhancing supply-chain agility, improving resource efficiency, reinforcing compliance, and accelerating the shift towards environmentally responsible solutions, Voltas continues to evolve with clarity of purpose and a strong long-term orientation.

Waghodia Factory Premises



Efficient Supply Chain Practices

Vision Behind the Strategy

To build a resilient, responsible, and ESG-aligned supply chain that supports long-term business continuity and strengthens stakeholder confidence.

Actions Taken

- › Strengthened demand sensing and scenario-based forecasting to manage weather-led demand variability
- › Expanded backward integration at the Chennai facility, scaling capacity towards 1.5 million units to improve lead times, quality control, and seasonal responsiveness
- › Conducted supplier training programmes on sustainability expectations
- › Enhanced traceability and expanded sustainability assessments across the UCP supplier base

Way Forward

- › Align procurement, manufacturing, and logistics through agile production and inventory planning
- › Deepen supplier engagement to accelerate the adoption of low-carbon materials
- › Strengthen digital monitoring systems to improve end-to-end visibility and omnichannel coherence

Warehouse at Voltas



Capitals Impacted	Stakeholders Impacted	Material Issues Addressed	SDGs Impacted
› Manufacturing Capital › Natural Capital › Social and Relationship Capital › Intellectual Capital	› Suppliers and Contractors › Dealers and Distributors › Customers › Employees › Government and Regulatory Authorities	› Sustainable Supply Chain › Environmental Stewardship › Climate Change › Product Stewardship	8 DECENT WORK AND ECONOMIC GROWTH 9 INDUSTRY, INNOVATION AND INFRASTRUCTURE 12 RESPONSIBLE CONSUMPTION AND PRODUCTION 13 CLIMATE ACTION



Customer-Oriented Green Initiatives

Vision Behind the Strategy

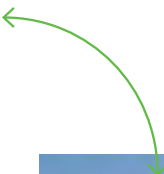
To deliver eco-friendly, energy-efficient, and future-ready solutions that align with evolving customer expectations and support sustainable living.

Actions Taken

- › Launched next-generation AI-enabled inverter AC portfolio with AI Adaptive Cooling and AI Energy Manager for intelligent energy optimisation
- › Expanded eco-friendly commercial refrigeration offerings and enhanced energy efficiency features across product lines
- › Transitioned portfolio in line with revised BEE norms, strengthening lifecycle value proposition
- › Executed integrated solar, MEP, and water solutions supporting smart and sustainable infrastructure

Way Forward

- › Scale energy-efficient technologies in commercial ACs, including BLDC-based and space-optimised solutions
- › Deepen personalised, sustainability-led customer engagement through AI-enabled features
- › Collaborate with institutional clients to co-develop ESG-aligned solutions



Solar Installation by Voltas



Capitals Impacted	Stakeholders Impacted	Material Issues Addressed	SDGs Impacted
› Natural Capital › Manufacturing Capital › Intellectual Capital › Social and Relationship Capital	› Customers › Dealers and Distributors › Government and Regulatory Authorities › Shareholders and Lenders	› Climate Change › Product Stewardship › Customer Centricity › Environmental Stewardship	



Operational Excellence and Resource Optimisation

Vision Behind the Strategy

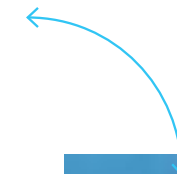
To strengthen operational efficiency, minimise environmental impact, and ensure timely, cost-effective project delivery.

Actions Taken

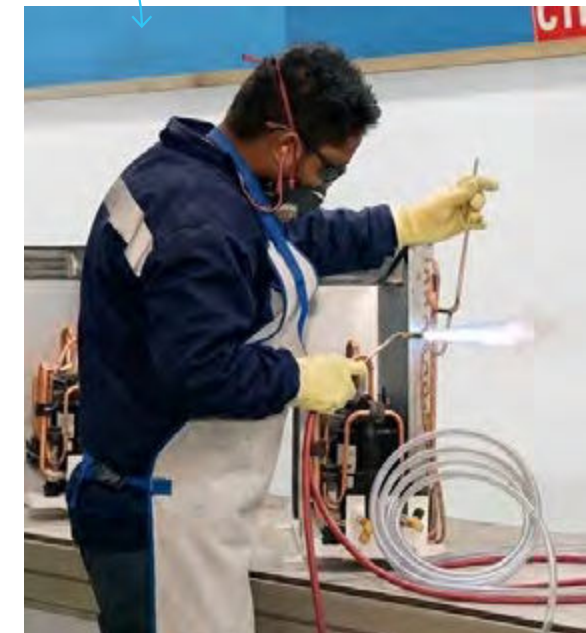
- › Institutionalised a structured risk-return framework in Projects, prioritising execution certainty and financial discipline
- › Scaled Voltas Beko operations, improving operating leverage
- › Advanced value engineering across design, sourcing, and manufacturing to offset commodity inflation
- › Deployed agile project management tools, including real-time dashboards for improved decision making

Way Forward

- › Drive Voltbek towards sustained profitability through localisation, premiumisation, and cost optimisation
- › Maintain disciplined project selection and strong commercial governance in international markets
- › Institutionalise LEAN practices and intensify resource efficiency across operations



Voltas Technician at Work



Capitals Impacted	Stakeholders Impacted	Material Issues Addressed	SDGs Impacted
› Financial Capital › Manufacturing Capital › Human Capital › Intellectual Capital	› Shareholders and Lenders › Employees › Suppliers and Contractors › Customers	› Business Ethics › Digitalisation › Talent Development › Environmental Stewardship	



Innovation and Future-Ready Solutions

Vision Behind the Strategy

To anticipate emerging needs by continuously advancing our product and service offerings, ensuring Voltas stays ahead of industry evolution and emerging market trends.

Actions Taken

- › Positioned data centres as a strategic growth driver through integrated, high-efficiency cooling and MEP capabilities
- › Expanded into adjacencies such as medical refrigeration and cold chain solutions
- › Leveraged granular market intelligence to optimise product mix and distribution productivity
- › Strengthened R&D and testing capabilities to accelerate product innovation and reliability

Way Forward

- › Accelerate development of smart, connected appliances driven by AI-led functionality
- › Scale capabilities in digital infrastructure, including district cooling and large data centre solutions
- › Enhance manufacturing agility to support rapid innovation and portfolio expansion



Regulatory Compliance and Certifications

Vision Behind the Strategy

To ensure our practices align with global standards and enhance stakeholder confidence.

Actions Taken

- › Successfully navigated GST rate changes and tighter BEE norms, enhancing both affordability and product efficiency
- › Secured key certifications across energy efficiency, sustainability and safety
- › Strengthened ESG reporting and internal capability building on regulatory requirements

Way Forward

- › To leverage regulatory transitions as a strategic advantage through innovation and manufacturing readiness
- › Continue strengthening compliance systems in line with global ESG standards
- › Expand green and ISO certifications to reinforce stakeholder confidence and preparedness



Capitals Impacted	Stakeholders Impacted	Material Issues Addressed	SDGs Impacted
› Intellectual Capital › Manufacturing Capital › Financial Capital › Human Capital › Social and Relationship Capital	› Customers › Employees › Industry Associations › Trade Associations › Investors	› Digitalisation › Customer Centricity › Climate Change › Product Stewardship	

Capitals Impacted	Stakeholders Impacted	Material Issues Addressed	SDGs Impacted
› Social and Relationship Capital › Intellectual Capital › Financial Capital › Manufacturing Capital	› Government and Regulatory Authorities › Shareholders and Lenders › Customers › Media › Industry Bodies	› Business Ethics › Environmental Stewardship › Product Stewardship › Digitalisation	

Risk Management

MANAGING UNCERTAINTY WITH CONFIDENCE

At Voltas, risk management is embedded within core business processes to enhance stability, agility, and long-term value creation. The Company follows a forward-looking approach that enables early identification of risks, informed decision-making, and timely response to evolving business realities. This disciplined approach also helps Voltas identify opportunities for operational improvement, strategic resilience, and sustained stakeholder value.

ERM Framework

Voltas follows a structured Enterprise Risk Management (ERM) framework aligned with ISO 31000 and COSO guidelines. The framework enables consistent identification, evaluation, and management of risks across enterprise, business and functional levels.

A defined governance structure ensures clear accountability and oversight. Standardised tools and reporting systems provide visibility into risk exposure, enabling timely action and informed decision-making.

Voltas Technician at Work



Risk Management Process

01 Risk Identification

Voltas undertakes structured risk identification across businesses and functions, guided by strategic priorities and the evolving external landscape. This enables early detection of existing and emerging risks that may influence performance or continuity.

02 Risk Assessment

Risks are evaluated basis refreshed ERM framework that considers diverse business verticals and future-readiness given growth aspirations. Based on the assessment score, risks are categorised as Critical, High, Medium, or Low, ensuring clarity and consistency in risk evaluation.

03 Risk Prioritisation

A Risk Matrix is used to prioritise risks by analysing their potential consequences, probability of occurrence, and speed of onset. This prioritisation enables the Company to allocate resources effectively and address high-priority risks with greater focus.

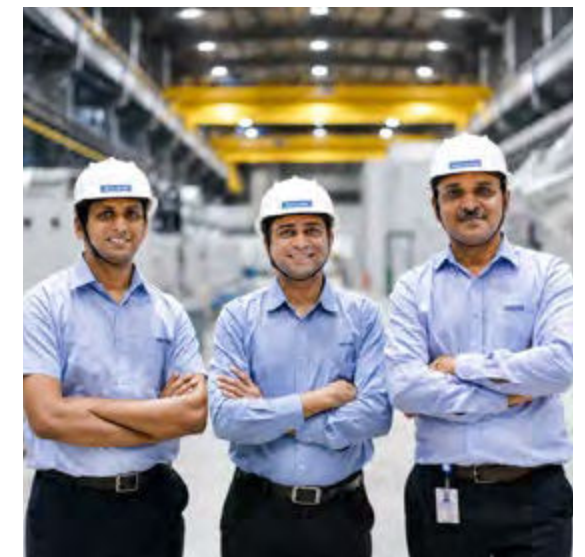
04 Risk Response

In line with the Company's risk appetite, tailored response strategies are developed to mitigate the likelihood and potential impact of key risks. These proactive measures help strengthen resilience and safeguard operations.

05 Risk Monitoring and Reporting

Risks and mitigation measures are monitored continuously. Periodic evaluations, structured reviews and comprehensive reporting ensure the effectiveness of risk responses and maintain alignment with organisational objectives.

Factory staff at Sanand



CREATING **VALUE** ACROSS OUR CAPITALS



Capital ↓ Impact →	Financial	Intellectual	Manufacturing	Human	Social and Relationship	Natural
Financial	Self-Sustaining Growth Optimises capital allocation to maintain a debt-light balance sheet and drive long-term value. - Disciplined working capital management in MEP projects. - Consistent dividend payouts ensuring shareholder value.	Enables sustained R&D investment in smart HVAC, IoT appliances, and automation. - Funding for next-gen testing labs and rapid prototyping. - Acquisition of specialised software and digital twin tech.	Funds capacity expansion and PLI-backed component manufacturing. - Capex for greenfield facilities (e.g., Waghodia, Chennai). - Investment in backward integration for compressors and motors.	Invests in top-tier talent acquisition and organisational capability building. - Funding robust leadership development programmes. - Investment in safety infrastructure and wellness programmes.	Builds enduring brand equity and expands omnichannel distribution networks. - Marketing spends to strengthen Voltas & Voltbek brand recall. - Strategic CSR funding for long-term community upliftment.	Allocates capital for eco-friendly operations and resource stewardship. Capex for rooftop solar installations across plants.
Intellectual	Drives market share leadership and protects pricing power through premiumisation. - Higher margins via tech-led product differentiation (Inverter ACs). - Faster time-to-market preventing revenue leakage.	Innovation Engine Deepens proprietary knowledge in cooling technologies, MEP execution, and home appliances. - Growing portfolio of design patents and utility models. - Proprietary algorithms for smart/IoT cooling efficiency.	Integrates Industry 4.0 into manufacturing to optimise yield and reduce defects. - Predictive maintenance models extending machinery life. - Lean manufacturing protocols developed via internal engineering.	Fosters a culture of innovation, equipping teams to design state-of-the-art solutions. - Knowledge transfer frameworks bridging legacy and new tech. - Cross-functional innovation pods driving continuous improvement.	Leverages analytics to anticipate trends and tailor hyper-localised marketing. - Data-driven insights improving dealer inventory management. - Co-development of products leveraging partner IP (e.g., Beko).	Accelerates the transition to sustainable cooling and energy efficiency. - Pioneering R&D focused on enhancing energy performance and resource optimization. - Eco-design principles that minimize lifecycle material usage and improve overall efficiency.
Manufacturing	Lowers unit costs and improves profitability through economies of scale. - Reduced logistics costs via strategically located factory hubs. - Higher asset turnover through modular, scalable production.	Provides the physical infrastructure and labs to test and validate new technologies. - Psychrometric labs enabling rapid testing of commercial refrigeration. - Real-world stress-testing environments for MEP components.	Operational Resilience Builds a resilient, agile, and highly localised manufacturing footprint in India. - De-risked supply chain via domestic sourcing hubs. - Flexible assembly lines adapting to seasonal demand shifts.	Ensures highly ergonomic and safe factory environments for the workforce. - Automated heavy lifting reduces physical fatigue on the shop floor. - Hands-on training centres integrated into manufacturing plants.	Guarantees product availability, cementing trust with channel partners. - Timely fulfilment during peak summer seasons drives dealer loyalty. - Creation of localised ancillary ecosystems providing regional jobs.	Voltas focuses on building and optimising products and production systems that enhance energy efficiency and enable responsible use of resources across operations. - Enhancing energy and material efficiency through optimised product design. - Improving manufacturing operations for better energy performance and operational efficiency.

Capital ↓ Impact →	Financial	Intellectual	Manufacturing	Human	Social and Relationship	Natural
Human	Drives execution excellence in complex MEP projects, safeguarding project margins. - On-time project delivery avoiding financial penalties. - Labour productivity gains optimising operational expenditure.	Cultivates deep technical expertise that translates into patents and smart features. - Engineering talent driving the core R&D pipeline. - Shop-floor worker ideation leading to process improvements.	Empowers a skilled workforce to run advanced lines and maintain quality standards. - Improved OEE (Overall Equipment Effectiveness) via skilled operators. - Strict adherence to QA/QC protocols reducing product rework.	Talent & Culture Nurtures a diverse, inclusive, and high-performing pool aligned with the Tata Code of Conduct. - Robust succession planning for critical leadership roles. - Focus on gender diversity and inclusive workplace policies.	Delivers superior customer experience, building robust stakeholder relationships. - After-sales technicians acting as frontline brand ambassadors. - Strong, ethical negotiations managed by procurement teams.	Promotes grassroots environmental awareness and drives behavioural change across the workforce. - Encourages employees to adopt energy- and resource-efficient practices, including waste reduction at the workplace. - Drives workforce participation in initiatives such as tree plantation and water conservation
Social and Relationship	Reinforces revenue stability through the enduring trust of the Voltas and Tata brands. - Lower customer acquisition costs due to high brand recall. - Repeat B2B business in MEP infrastructure projects.	Fosters collaborative innovation via strategic joint ventures and tech partnerships. - Open innovation frameworks with leading academic institutions. - Co-development of bespoke solutions with strategic suppliers.	Ensures uninterrupted operations through robust, long-term vendor alliances. - Just-in-time inventory enabled by highly integrated supplier networks. - Collaborative capacity planning with key component manufacturers.	Strengthens the employer brand, attracting top talent to the organisation. - High employee morale driven by positive corporate reputation. - Active alumni networks facilitating industry knowledge sharing.	Stakeholder Trust Deepens community impact and trust through purposeful engagement and ethics. - Transparent stakeholder dialogue and grievance redressal. - Empower communities through skill development, education, health and environment initiatives.	Fosters partnerships across the value chain to enable collective action on climate and natural resource management. - Encourages and assesses vendors to adopt environmentally responsible practices. - Enables collaborative community initiatives focused on water conservation in water-stressed operational regions and afforestation
Natural	Mitigates regulatory risks and reduces operational energy costs across facilities. - Cost savings derived from energy efficiency and waste reduction. - Favourable access to green financing and ESG-linked capital.	Inspires eco-design thinking, pushing R&D towards lifecycle sustainability. - Research into alternative, nature-inspired cooling materials. - Data-driven Lifecycle Assessments (LCA) guiding product design.	Drives the adoption of green building standards in new and existing plants. - Prolonged asset/machinery life due to clean water and energy inputs. - Resilient infrastructure designed to withstand local climate events.	Creates a purpose-driven workplace motivated by climate commitments. - Healthier, safer work environments through superior air/water quality. - Enhanced employee pride in working for an eco-responsible leader.	Enhances corporate reputation among ESG-focused investors and customers. - Meeting the stringent green procurement criteria of B2B clients. - Improving local community health through reduced industrial emissions.	Advancing environmental stewardship aligned with Project Aalingana, focused on decarbonisation, circularity, and biodiversity conservation. - Implementing roadmaps for absolute GHG emission reduction aligned with long-term Net Zero commitments. - Driving water replenishment, zero waste, resource efficiency, and afforestation.



Financial Capital

Enabling Value Across the Business



Voltas demonstrated strong financial resilience during the year, navigating a dynamic macro-economic environment marked by evolving tax regulations and commodity price fluctuations. Through disciplined working capital management, prudent capital expenditure, and proactive cost optimisation, the Company effectively managed short-term margin pressures while continuing to support business growth and long-term value creation.

Stakeholders Impacted



Employees



Customers



Community



Government and Regulatory Authorities



Shareholders and Lenders



Suppliers and Contractors

Strategies Impacted



Operational Excellence and Resource Optimisation



Innovation and Future-ready Solutions



Efficient Supply Chain Practices

SDGs Impacted



Financial Performance Overview

In 2025-26, Voltas maintained a solid financial foundation despite early-year weather volatility. A strong recovery in subsequent quarters, fuelled by festive demand and a favourable GST rate reduction, drove robust revenue generation in the core Unitary Cooling Products (UCP) segment.

Strategic investments in Voltbek accelerated revenue growth, diversified our financial base, and created a balanced, year-round cash-generation profile.

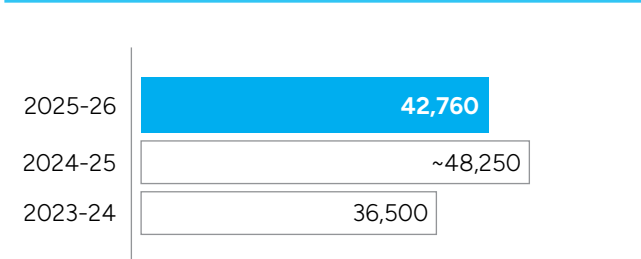
The Electro-Mechanical Projects and Services (EMPS) segment delivered crucial financial stability, anchored by a robust order book exceeding ₹ 6,100 crores. The domestic business prioritised fast-track execution and prudent project selection to secure predictable cash flows, while the International Operations Business Group (IOBG) improved margins through tighter commercial controls and highly selective bidding.

In Engineering Products, the Mining & Construction Equipment division sustained steady topline growth through continuous maintenance contracts. Despite global trade headwinds, the Textile Machinery Division successfully cushioned the financial impact through a high-margin after-sales service run rate.

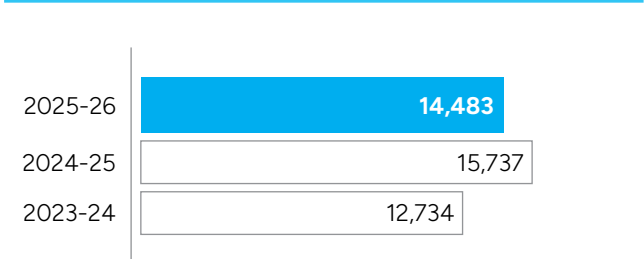
Financial Position and Future Strategies

Supported by disciplined inventory and receivables management, Voltas maintained a balanced working capital profile. Looking ahead, the Company will prioritise strategic cost optimisations, value engineering, and dynamic pricing to offset commodity and currency inflation, protecting margins and ensuring sustained return on capital employed (ROCE).

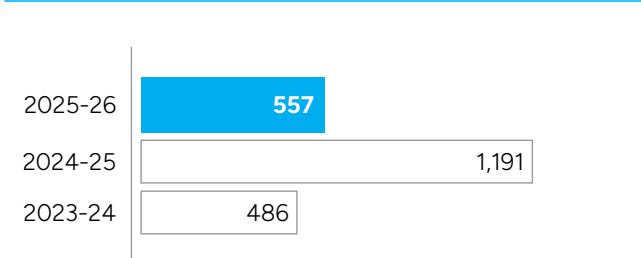
Market Capitalisation (in ₹ crores)



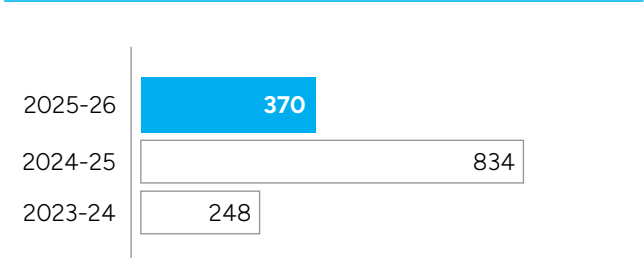
Total Income (in ₹ crores)



Profit Before Tax (PBT) (in ₹ crores)



Profit After Tax (PAT) (in ₹ crores)



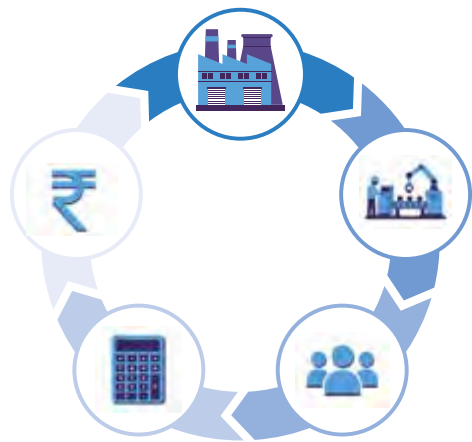
Dividend Payout

(as % of Net profit)

Earnings per Share (EPS)

(in ₹)

2025-26	39	2025-26	11.36
2024-25	30	2024-25	25.43
2023-24	30	2023-24	7.62



Managing Forex Risks at Voltas

Safeguarding the financial performance outlined above requires rigorous management of macroeconomic variables. As Voltas operates globally, it is inherently exposed to currency movements (USD, AED, CNY) and base metal volatility (such as copper).



Exposure Management & Hedging

To mitigate these external pressures, a significant portion of foreign currency exposure is consistently hedged. This financial practice protects import-dependent operations and preserves international project margins from short-term volatility.



Use of EEFC Balances

Further insulating the business, the Company utilises an Exchange Earners Foreign Currency (EEFC) account to retain a portion of foreign earnings. This provides a natural financial hedge against depreciation while ensuring immediate liquidity for international transactions.



Dynamic Pricing & Value Engineering

Beyond financial instruments, Voltas actively counters raw material inflation through institutionalised cost-reduction programmes and dynamic pricing models. Forward contracts are also routinely utilised to lock in exchange rates, allowing the Company to manage long-term financial exposure effectively.



Strategic Capital Allocation

While proactive risk management protects current margins, Voltas’ strategic capital allocation secures future cash flows and structural cost advantages. Capital deployment is strictly guided by the objectives of achieving operational self-reliance, optimising cost structures, and diversifying revenue streams.

CAPEX for Manufacturing and Backward Integration

A primary focus of capital expenditure (CAPEX) has been expanding manufacturing facilities and localising high-value processes. This strategic backward integration permanently optimises the cost structure, reduces import dependencies to below 30%, and structurally protects long-term margins against forex fluctuations.

Portfolio Diversification and Non-Seasonal Cash Flows

To balance the financial portfolio, capital is actively allocated to segments that provide year-round revenue stability. Ongoing investments in Voltbek appliances and high-margin B2B commercial chillers are deliberately designed to reduce the Company’s historical reliance on summer-driven cash flows.

Prudent Working Capital Management

In the EMPS segment, capital allocation is tightly governed by rigorous financial selection frameworks. Rather than pursuing sheer volume, the focus remains strictly on the cash conversion cycles and profitability of the order book. By prioritising margin-accretive, fast-track projects, the Company ensures a consistently healthy return on invested capital.



Manufacturing Capital

Strengthening Our Foundation for Tomorrow



Voltas Manufacturing Plant at Chennai

Voltas has built a well-distributed manufacturing footprint across India, supporting scale, agility, and long-term competitiveness. Aligned with national priorities such as 'Make in India,' the Company continues to strengthen domestic production capabilities, with each facility focused on defined product categories to drive efficiency, quality, and operational consistency.

Stakeholders Impacted



Employees



Customers



Government and Regulatory Authorities



Shareholders and Lenders



Suppliers and Contractors



Industry Associations



Trade Associations

Strategies Impacted



Operational Excellence and Resource Optimisation



Customer-Oriented Green Initiatives



Efficient Supply Chain Practices

SDGs Impacted



Expanding the Footprint for Scale

Voltas is actively leveraging its expanded manufacturing footprint to scale efficiently and ensure readiness for peak seasonal demand.



Strategic Investments

New facilities in Chennai and Waghodia are foundational investments engineered to deliver long-term competitiveness and significant economies of scale as utilisation improves.



Volume Readiness

With coordinated production plans and capacity ramp-ups across locations like Panthagar and Chennai, the Company's infrastructure is built to meet peak seasonal demand and dynamically balance supply across regions.



Warehouse Storage Facility at Chennai

Deep Vertical Integration

To enhance supply chain resilience and improve delivery speed, Voltas is systematically reducing external dependencies.



In-House Control

The 150-acre Chennai plant operates as a fully backward-integrated hub. By bringing critical processes in-house, such as sheet metal work, powder coating, indoor unit plastic injection moulding, and a fully integrated heat exchanger shop, the Company has significantly shortened production cycles and elevated quality control.

Agility and Hyper-Localisation

The Company's manufacturing strategy is firmly aligned with the 'Make in India' initiative, prioritising locally manufactured products that cater to evolving domestic needs.



Regional Supply Chains

At the Waghodia plant, a majority of inputs are sourced from within a 75 kms radius, drastically shortening the supply chain.



Appliance Agility

The Sanand facility combines Arçelik's global expertise with Voltas' local insights and extensive distribution network, resulting in an agile manufacturing process capable of rapidly launching energy-efficient, localised innovations.

Quality Assurance and Green Manufacturing

Voltas builds products that meet the highest standards of performance and environmental responsibility.



Rigorous Testing

The Waghodia plant houses NABL-certified test laboratories and AHRI-certified test beds for chillers, ensuring all products comply with stringent Bureau of Indian Standards (BIS) and Bureau of Energy Efficiency (BEE) standards.



Sustainable Operations

Environmental stewardship is embedded in the design of the facility highlighted by the 1 MW renewable energy capacity at the Chennai, Pantnagar, Waghodia and Voltbek's Sanand plants, ensuring Voltas scales its operations responsibly.

Voltas Manufacturing Facility Blueprint for Chennai



Core Manufacturing Capacities at a Glance



Core Focus

Voltbek Home Appliances

Installed Capacity

› 1.6 Mn Units (Appliances)



Core Focus

Room ACs & Commercial Refrigeration

Installed Capacity

› 1.5 Mn Units (RAC)

› 0.5 Mn Units (CR)

Sanand

Pantnagar

Waghodia

Chennai



Core Focus

Commercial Air Conditioning & Commercial Refrigeration

Installed Capacity

› 1.2 Mn Units (CR)

› 5 Lakh Tonnes (CAC)



Core Focus

Backward-Integrated Room ACs

Installed Capacity

› 1.5 Mn Units

Disclaimer: This map is a generalised illustration for ease of understanding and not to be considered to scale or for reference. Boundaries and geographical names may not reflect actual positions. The Company accepts no responsibility for its use or accuracy.

FROM CHENNAI, COOLING INDIA FORWARD

As cooling needs continue to evolve across India, Voltas is strengthening its manufacturing ecosystem through facilities designed to deliver agility, quality and operational excellence at scale.

Our Chennai factory represents a key pillar in this journey, a strategically located manufacturing hub that enhances production capabilities while reinforcing our ability to respond efficiently to growing market demand.

Built with a focus on manufacturing precision and process efficiency, the facility brings together advanced technologies, streamlined operations and robust quality systems to support the production of reliable cooling solutions that consumers trust.

Designed to complement Voltas' broader manufacturing network, the Chennai plant plays an important role in creating a more resilient and responsive supply chain. Its integrated operations help improve production flexibility, strengthen quality control and accelerate delivery timelines across markets.

Beyond capacity expansion, the facility reflects our larger ambition of building future-ready manufacturing capabilities that can adapt to changing consumer preferences and industry requirements.

As we continue to invest in scale and capability, facilities like Chennai strengthen our ability to deliver consistent performance while supporting India's growing manufacturing ecosystem.

Each step forward reinforces our commitment to bringing trusted cooling solutions closer to consumers across the country.

India's Largest RAC Plant at Chennai



**Voltas Chennai
RAC Factory – The
Largest Integrated
Air Conditioner
Manufacturing
Facility in India**



Intellectual Capital

Building the Intelligence Behind Innovation



Innovation at Voltas is driven by our engineering expertise and a culture of building new capabilities. These strengths help the Company design smarter products, improve processes and respond to changing market needs with greater speed and clarity. They also reinforce its leadership in engineering and design.

Stakeholders Impacted



Employees



Customers



Government and Regulatory Authorities



Shareholders and Lenders



Suppliers and Contractors

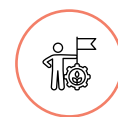
Strategies Impacted



Innovation and Future-Ready Solutions



Operational Excellence and Resource Optimisation



Customer-Oriented Green Initiatives

SDGs Impacted



Advancing Innovation Through R&D

R&D serves as the engine of Voltas' innovation, enabling differentiated customer experiences. The Company is accelerating its transition into a year-round climate solutions and consumer durables ecosystem through targeted investments in smart technologies, AI-driven analytics, and deep backward-integrated manufacturing.

Product Innovation and AI-led Technologies

Voltas has redefined consumer interaction with climate solutions by launching a proprietary Voltas Intelligence App.

- AI Series & Intelligent Capabilities:** Delivered technology-led premiumisation with Adaptive Cooling (real-time weather-based modulation), an Energy Manager, and Geo Fencing intelligence.
- Aesthetic & Utility Upgrades:** Elevated the premium experience with India's first Leatherette Textured Panels and Bluetooth-enabled remotes.
- Extreme Climate Resilience:** Fortified the RAC portfolio with 5,000 W+ cooling capacity across the range and a dedicated Full Cooling Capacity line-up, structured around a Good–Better–Best strategy.

Engineering Enhancements and Component Efficiency

Voltas' engineering teams executed a comprehensive structural and electronic redesign to surpass the stringent January 2026 BEE norms, particularly in the critical 1-Ton 5-Star category.

- Structural Redesign:** Developed a new chassis integrating larger fans and high-efficiency Outdoor Unit (ODU) motors.
- Cost Optimisation:** Institutionalised Value Engineering (VE) with a proprietary dual-drive controller, consolidating motor management into a single electronic architecture.
- Material Efficiency:** Transitioned to high-strength, low-thickness copper tubing and Micro-Channel Heat Exchangers (MCHX) for superior thermal performance and reduced material weight.



Technicians at Work at Our Factories

Advances in Commercial Air Conditioning (CAC)

The Company continued to strengthen its Commercial Air Conditioning portfolio through targeted investments in innovation, energy efficiency and localisation initiatives aimed at improving product performance, reducing end-user costs and supporting import substitution efforts. Key developments during the year included:

- › Commissioned a dedicated production line for low-GWP R32 refrigerant-based LCACs, enabling phased replacement of higher-GWP R410A refrigerants
- › Adopted low-GWP R32 refrigerants across ducted light commercial heat pump systems, enabling dual functionality through summer cooling and winter heating
- › Maintained Bureau of Indian Standards (BIS) certification and regulatory compliance across all ducted and packaged units
- › Developed and launched water-cooled energy-efficient screw chillers with industry-leading performance (COP > 6.5)
- › Introduced high-efficiency ductable air conditioners and expanded the portfolio with compact water-cooled ducted split units (1.5–3 TR)
- › Upgraded compact package air conditioners and redesigned the Light Commercial AC range in line with revised BEE energy norms
- › Launched a sleek one-way cassette AC with one of the industry's most compact indoor unit designs
- › Developed a 15 TR, -75°C R134a cascade low-temperature refrigeration system incorporating shell-and-tube heat exchangers with corrugated stainless-steel tubes

energy efficiency, sustainability and evolving customer needs. Key developments during the year included:

- › Expanded the portfolio with Energy Efficient Freezer, Visi Cooler, Medical refrigeration, and ice cube machines
- › Accelerated the transition to environmentally friendly refrigerants such as R290 and R32
- › Expanded presence across high-growth segments including HORECA, quick-service restaurants and food retail
- › Enhanced product performance through energy-efficient components, advanced cooling technologies and improved insulation systems, while strengthening the premium product mix through higher energy-rated and specialised offerings

Strengthening R&D Infrastructure and Localisation

The Company continued strengthening its R&D and manufacturing ecosystem through enhanced agile manufacturing and rapid prototyping capabilities across centres in Chennai, Pantnagar, Faridabad and Waghodia. Key initiatives included:

- › Advanced backward integration at the Chennai facility through in-house plastic injection moulding, sheet metal fabrication and copper component manufacturing
- › Reduced sourcing lead times by one week and lowered import content to below 30% through localisation initiatives



Advances in Commercial Refrigeration (CR)

The Company strengthened its Commercial Refrigeration (CR) portfolio through strategic partnerships and internal synergies, with a focus on

Digitising R&D and Manufacturing Processes

The Company has embedded Industry 4.0 capabilities across factory floors and product lifecycles to drive speed and precision.

- › **Product Lifecycle Management (PLM):** Unified engineering design, BOM – Bill of Materials, CAD – Computer-Aided Design data through the rollout of Phase I of the Windchill PLM system across all RAC, CR, and R&D facilities.
- › **Line Management Solution (LMS):** Deployed a barcode/RFID-based LMS integrated with the BEE portal, directly linking energy compliance data to production.



Sustainability Integration in Product Development

Voltas is driving a circular economy by aggressively reducing its environmental footprint through material innovation and radical efficiency.

- › **Eco-Packaging:** Transitioned from traditional EPS to fully recyclable, Sustainable Corrugated Paper-Based Honeycomb Packaging.
- › **Material Innovation:** Increased the use of recycled plastics in RACs and air coolers.
- › **Next-Gen Efficiency:** Conducting advanced trials for a 5X energy-efficient prototype with sophisticated humidity control to set new global benchmarks in low-carbon cooling.



Design and Intellectual Property Achievements

The Company's focus on mechanical innovation and superior aesthetics continues to generate valuable, legally protected assets.

- › **Patents & Designs:** Filed 4 new patents (Cumulative: 20) and 5 new design registrations (Cumulative: 43) in 2025-26.
- › **Global Recognition:** Won the prestigious Red Dot Design Award for the IRIS Round RAC concept.



Prototype of IRIS AC

Technology-Driven Value Creation

Voltas accelerated its enterprise-wide digital transformation under the V-Vartana programme, with over 26 project go-lives shaping operations, collaboration, and stakeholder experience.



Enterprise Platform Modernisation

- Core Infrastructure:** Stabilised SAP S/4HANA on RISE (S/4 HANA Cloud), migrated on-prem CRM to Cloud which enhanced scalability and availability. 80% On-prem infrastructure migrated to Cloud.
- Digitalisation:** Enterprise-wide adoption of Microsoft 365 supported enhanced collaboration and productivity, enhanced demand sensing and inventory optimisation application; Rolled out of Product Lifecycle Management and Line Management Solutions across plants, enhancing traceability, quality and compliance.
- Information Security and Data Privacy:** Deployed Endpoint Detection and Response, Data Loss Prevention, enterprise backup solutions and preparedness initiatives towards ISO/IEC 27001:2022. Voltas has embarked on Digital Personal Data Protection Act (DPDP) journey.



AI & Advanced Analytics

- V-Pragyan:** Deployed a unified data analytics portal across Voltas providing near real-time visibility across businesses.
- Financial Insights:** Implemented consolidated financial reporting and analytics at group level.
- Data Governance:** Initiated Data excellence journey through the Data and Analytics Target Operating Model (DATOM) framework.



Project Governance & Automation

- AI in Bidding:** AI solution for tender evaluation and risk assessment which reduces overall tender response time.
- Compliance & Pricing:** Risk analysis and compliance for user access management; Related Party Transaction automation for maintaining better compliance at group level; Trade Terms and pricing tool for better sales strategic decision.
- UMPESL Digitisation:** Construction Manager Portal, RPA bots, automation apps.



Strengthening Customer and Ecosystem Engagement

- Micro-Targeting:** Created Customer Data platform for scaled targeted campaigns.
- Dealer Integration:** Implemented as the central platform connecting Voltas' extensive dealer and distribution network.
- Service & Sales Mobility:** In-Shop Demo tracking, and Service Engineer App provide real-time responsiveness across functions.
- Vendor & Employee Portals:** Unified Vendor Portal and platform for hiring and expense management integrated with core ERP system.

The Road Ahead

The Company continues to scale Artificial Intelligence (AI)/Machine Learning (ML), strengthens the supply chain operation with digitalisation and automation tools and continues to scale the Operational technology, Information technology (OT/IT) security posture and IT infrastructure robustness. Crucially, the after-sales approach is shifting from reactive to preventive by leveraging auto complaint registration and AI-driven predictive maintenance. Voltas is building an autonomous life cycle management ecosystem.



Room Air Conditioners

Split and Window Air Conditioners

Venus Luxe Series



Engineered to deliver superior cooling performance even in temperatures up to 55°C, supported by enhanced airflow, larger indoor units and flexible installation configurations.

Vertis Leatherette AI Series



Premium leather-finish air conditioners designed to combine elevated aesthetics with intelligent climate optimisation tailored for Indian environmental conditions.

Vertis AI Series



AI-enabled cooling solutions featuring Adaptive Cooling, Energy Manager and Geo Fencing capabilities that continuously optimise comfort, convenience and energy use. Additional features include Adjustable Cooling modes, Ice Wash technology, Filter Clean Indicator, 4-Way Swing and Super Silent Operation.

Vertis Series



Designed with 6 step-adjustable cooling, dehumidification functionality, and eco-friendly refrigerants to optimise performance, efficiency and durability.

Topaz Window Inverter AC



Topaz Top Throw Inverter Window AC is a premium 1.5-ton 5-star inverter window AC that features a specialised top-throw discharge. This top air-throw technology and curved louver design ensure faster, wider, and more uniform air circulation throughout your room.



Air Coolers

Residential Air Coolers



Built around technologies, including Smart Humidity Control, Honeycomb Cooling Pads, Turbo Air Throw and Eco Cool modes for enhanced cooling efficiency and convenience.

The portfolio includes Windsor, Windmax, Magic Air, Thunder series catering to varied room sizes and usage requirements. Smart variants feature touch controls and IoT-enabled connectivity.

Commercial and Semi-Commercial Air Coolers



Tejas, Velocity, Virat and Vajra are designed for high-capacity cooling requirements with heavy-duty fans, large tank capacities and industrial-grade mobility features.



Water Heating Solutions

Water Heaters



Available across instant and storage variants, featuring anti-corrosion tank protection, copper heating elements, insulation systems and integrated safety features for reliable operation.



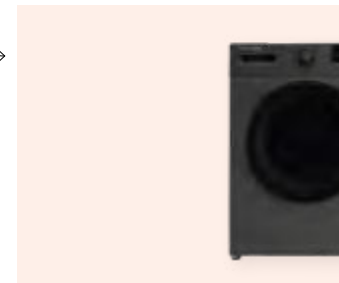
Voltas Beko – Home Appliances

Refrigerators



Feature-rich portfolio integrating HarvestFresh™, StoreFresh+™, NeoFrost™ and Fresh Guard™ technologies to preserve freshness, improve hygiene and support energy-efficient performance.

Washing Machines



Equipped with Steam Wash™, Hygiene+, Stain Expert™ programmes and intelligent wash cycles designed to deliver enhanced fabric care and convenience.

Microwaves



Solutions featuring auto-cook programmes, Active Defrost functionality and intuitive control interfaces for improved cooking convenience.

Dishwashers



Integrated with AqualIntense™, AquaFlex™ and CornerIntense™ technologies designed to deliver enhanced cleaning efficiency and water optimisation.



Water Solutions

Water Dispensers



Available in tabletop and floor-standing formats offering convenience of dispensing water.

Water Coolers



Commercial-grade cooling solutions with energy-efficient operating systems that are BIS-approved.



Commercial Air Conditioning Products

VRF Systems



Voltas VRF systems deliver high performance, reliability, and energy efficiency, powered by industry-leading COP. Designed for optimal cooling with minimised energy use, they offer a wide range of indoor unit options for flexible, customised configurations—ideal for offices, retail, hospitality, and large-scale projects.

Voltas Package and Ducted AC



Voltas Package and Ducted AC Systems are engineered to deliver powerful, efficient, and uniform cooling for large spaces and commercial applications. Designed with advanced technology and robust performance capabilities, these systems ensure reliable performance, uniform air distribution, flexible installation and superior comfort for large commercial spaces.

Voltas Light Commercial AC



Voltas light commercial AC included 1 way & 4 way Cassette AC, Tower AC and Mega Split AC which deliver powerful, efficient cooling with versatile installation options ensuring uniform comfort across a wide range of commercial and residential spaces.

Chiller Package Units



Voltas Chillers are engineered to deliver high-performance, energy-efficient cooling solutions for large scale and mission critical applications. Meeting the needs of commercial & industrial cooling with our wide variety of Scroll, Screw, Magnetic Bearing Centrifugal chillers and Low Temperature Refrigeration package.



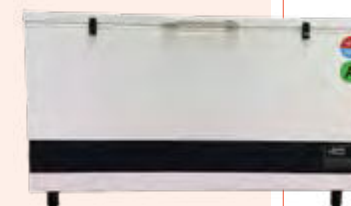
Commercial Refrigeration Products

Hard Top Convertible Freezers



Energy-efficient freezer solutions designed for dependable cooling performance and long-term durability.

Medical Refrigeration Systems



Medical refrigeration systems designed for safe and temperature-sensitive storage applications.

Convertible and Flat Glass Top Freezers with LED



Flexible dual-temperature solutions enabling both cooling and freezing functions for commercial applications.

Smart Cold Rooms



Integrated cold storage solutions featuring intelligent controls and remote monitoring capabilities.

Visi Coolers



Display cooling solutions engineered for reliable performance in demanding ambient conditions for generating impulse purchases.



Natural Capital

Building a Low-Impact Value Chain



Voltas' approach to natural capital is rooted in responsible resource use and long-term sustainability. By optimising energy use, materials' management, and environmental practices, the Company aims to reduce its ecological footprint and create positive outcomes across its operations.

Stakeholders Impacted



Employees



Customers



Government and Regulatory Authorities



Shareholders and Lenders



Suppliers and Contractors



Dealers and Distributors



Contractors



Industry Associations



Trade Associations

Strategies Impacted



Efficient Supply Chain Practices



Customer-Oriented Green Initiatives Operational



Excellence and Resource Optimisation



Innovation and Future-Ready Solutions



Regulatory Compliance and Certifications



Community

SDGs Impacted



The Company's environmental strategy is strictly aligned with Project Aalingana – the Tata Group-wide mandate focused on advancing leadership across three foundational pillars:

- **Driving Net Zero:** Decarbonising operations and the product lifecycle.
- **Pioneering Circular Economies:** Minimising waste, maximising resource recovery and advancing water replenishment.
- **Preserving Nature and Biodiversity:** Protecting ecosystems and supporting nature-based solutions.

Resource Stewardship & Circular Materials

Recognising the environmental pressure of natural resource extraction, Voltas actively explores alternatives to increase the use of recycled content across its product lines, alongside a broader commitment to achieving zero waste to landfill by 2030.

- **Integrating Recycled Plastics:** At the Chennai facility, in-house plastic waste is successfully reused in select components. Similar circular practices are applied in the Voltbek range of Refrigerators and Washing Machines, while Air Coolers currently utilise 10-15% recycled plastic.

- **Supplier Collaboration:** The Company actively engages with critical material suppliers to explore greener alternatives and align them with its overarching sustainability expectations.

52.23%

Suppliers Evaluated for Environmental Performance and Value Chain Partners (critical suppliers) Covered Under Awareness Programmes



Energy Transition

The Company continues to advance its energy transition by aggressively expanding clean energy use across its operations and strengthening energy-efficient designs in its product.

- **Renewable Energy Expansion:** The Company, commissioned two new rooftop solar installations of 1 MW this year, one at the Pantnagar RAC facility and another at the new Chennai manufacturing facility; to build on the existing solar capacity.
- **Product Energy Efficiency:** The Company undertook focused efforts to proactively align its product portfolio with the revised Bureau of Energy Efficiency (BEE) guidelines, enabling greater energy savings for customers and reducing the lifecycle footprint of its products.

6,692* GJ

Solar Energy Generated

7* %

Total Energy Generated from Renewable Sources

Rooftop Solar Panel



Decarbonisation & Climate Action

Guided by Project Aalingana, Voltas has committed to reducing its absolute carbon emissions by 25% by 2030, against a FY 2019–20 baseline, and to achieving Net Zero emissions by 2045. The Company maintains rigorous monitoring of its emissions and is on track to reduce its overall emissions footprint.

- **Targeting Scope 3 Emissions:** A detailed Life Cycle Assessment (LCA) revealed that over 90% of total emissions occur during the product-use phase.
- **Low-GWP Refrigerants:** To directly address use-phase emissions, Voltas has adopted R32 refrigerant for its Room ACs, capitalising on its zero Ozone Depletion Potential and significantly lower Global Warming Potential

78,684* tCO₂e

Scope 1 Emissions

17,165* tCO₂e

Scope 2 Emissions

21.70* MN tCO₂e

Scope 3 Emissions (Category 1, 2, 4, 5, 6 and 11)



Waste Minimisation

The Company's waste management framework focuses on source reduction, stringent segregation, and robust recycling. This helps ensure that Voltas meets its zero waste to landfill goal by 2030.

- **Source Reduction & Circularity:** Manufacturing units closely monitor and minimise hazardous and non-hazardous waste. Notably, in-process plastic waste at the Chennai RAC facility and Voltbek plant is directly reintroduced into the production cycle.
- **E-Waste Recycling Programme:** Aligned with the E-Waste (Management) Rules 2022, Voltas manages consumer e-waste at the end of product life. This is done via Extended Producer Responsibility (EPR) channels, partnering with authorised recyclers to ensure safe material recovery.

40,154* MT

(E-waste + Plastic)

End-of-Life Electronic Materials Recovered and Recycled through EPR

269* MT

Plastic Waste Recycled across Manufacturing Operations

73* %

Of the Total Waste Generated was Diverted from Landfills

38* %

Reduction in Percentage of Waste Sent to Landfill (vs. Year 2024-25)

*Note - The above figures represent only the standalone Voltas entity.



Water Replenishment

Voltas remains committed to responsible water stewardship across its operations. The Company has pledged to replenish the water it consumes by 2030 and become water positive by 2040, reflecting its long-term focus on sustainable resource management.

- **Risk Assessment & Watershed Mapping:** Comprehensive water risk assessments and watershed mapping were completed for all operational locations this year, integrating replenishment strategies with local community development.
- **Infrastructure Improvements:** Pantnagar site upgrades include a new rainwater harvesting tank to manage groundwater levels and prevent flooding, alongside integration with the local effluent treatment plant.
- **Eco-Friendly Water Technology:** Through UMPEL, the Company continues to deploy and pioneer sustainable water recycling technologies and raw water treatment plants for municipal and industrial applications across India.

19,618 KL

Water Recycled and Reused

Water Treatment Plant at Uttar Pradesh



Biodiversity & Ecosystems

Voltas places biodiversity conservation at the centre of its environmental roadmap. Recent assessments confirm that none of its operational sites falls within high biodiversity risk areas, and the Company continues to invest proactively in Nature-based Solutions.

- **Community-Led Green Drives:** The Commercial Refrigeration team at Pantnagar partnered with the Forest Department and local stakeholders to organise a tree plantation drive marking the Harela festival, fostering local ecological awareness.



Case Study

Flagship Sustainability Initiatives at the Chennai Manufacturing Facility

As Voltas scales its manufacturing footprint, the Chennai Room Air Conditioner (RAC) facility serves as a benchmark for decoupling industrial growth from environmental impact. The site is designed to fully embody the environmental pillars of the Tata Group's **Project Aalingana**.

Integrated Sustainability Initiatives

During 2025-26, the facility achieved full operational capacity while maintaining a high standard of resource stewardship through three key interventions:



Clean Energy

The Company commissioned a 1 MW rooftop solar installation at the site, providing a reliable source of renewable power and reducing reliance on the carbon-intensive grid.



Water Stewardship

Engineered as a Zero Liquid Discharge (ZLD) facility, the plant treats and recovers 100% of its wastewater. This closed-loop system ensures that all water is reused for secondary purposes, eliminating discharge into the local ecosystem.



Circular Production

The facility implements a circular waste management model where in-process plastic waste is collected and reintroduced into the production cycle for select components, reducing the consumption of virgin materials.

Strategic Impact

The Chennai facility serves as a blueprint for Voltas' future expansions. By embedding sustainability into the plant's design, the Company has enhanced its operational resilience, mitigated environmental risks, and made a measurable contribution toward its long-term Net Zero and Water Positive milestones.



Human Capital

Empowering the People Who Power Our Progress



Voltas Staff

Every milestone in our journey over 7 decades, has been shaped by the commitment and capability of its people. As the Company pursues its ambition, it continues to invest in its workforce by building and strengthening skills, enabling meaningful careers, and supporting the aspirations of a diverse and evolving workforce.

Stakeholders Impacted



Employees



Customers



Government and Regulatory Authorities

Strategies Impacted



Innovation and Future-Ready Solutions



Operational Excellence and Resource Optimisation



Regulatory Compliance and Certifications

SDGs Impacted



Our People at the Heart of Our Ambition

Launch of Project Belong



Our strength has always come from our people. It continues to define how we grow.

For over seven decades, we have been an architect of India's modern infrastructure and a trusted companion in its everyday comfort. As we continue our journey to become a technology powerhouse, we recognise that the strength of our progress rests on the strength of our people.

To remain worthy of that trust, we have focused on deepening expertise that matches the scale and complexity of our evolving business, while ensuring it translates into consistent execution. At the heart of this, what binds us together is the pride in our legacy and the shared bond that helps us sail towards our ambition.

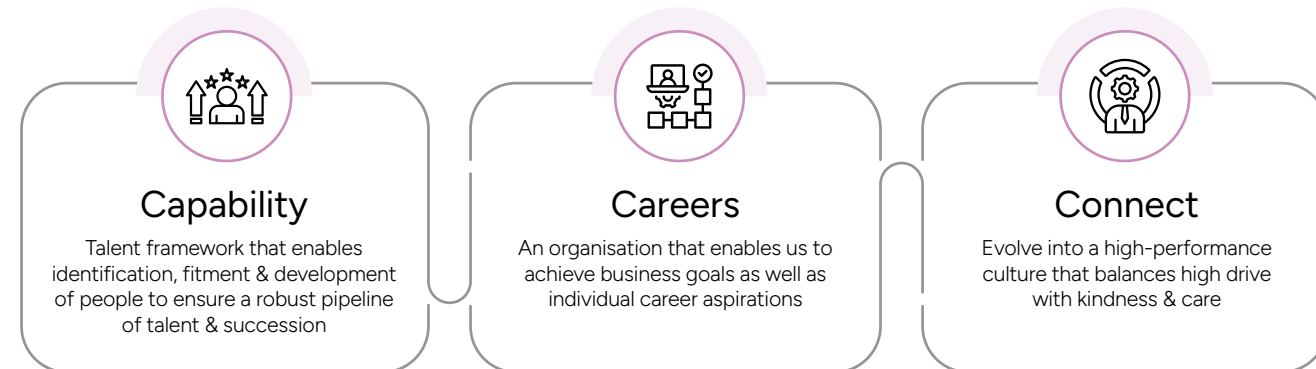
Building on the foundations laid in the previous years, capability, careers and connect continue to guide how we engage with the people who build and propel Voltas

Celebrating Women's Day at Voltas



forward. These pillars guide how we support our people and respond to the evolving expectations of our customers and while remaining true to the values of the Tata Group.

Capability, Careers and Connect



1 Capability

Capability: Deepening Expertise Across the Organisation

We placed deliberate attention on building capability that directly supports our evolving business. As our portfolio expands across consumer and B2B segments, depth of expertise becomes critical to consistent delivery.

Through the **Voltas Academy**, we are deepening expertise across businesses that can serve as a key differentiator and strengthening our long-term competitive advantage.

Alongside this, we have articulated the **Core 7 behaviours** to guide how we work. This creates a shared understanding of conduct and accountability across the organisation. Over time, this consistency in how we deliver strengthens reliability, which remains central to the trust we have built over decades.

Our belief is that capability is built over time through a combination of learning and the diversity of experiences people are exposed to. This understanding has shaped our approach to performance and development. Managerial conversations play a central role in driving regular and meaningful dialogue that brings greater clarity on expectations while simultaneously creating space to discuss both performance and career aspirations.

The Voltas Academy is taking shape as a platform to create functional and technical depth. Through this we are developing focused learning academies aligned our business outcomes.

The **Sales Academy** is helping teams understand customer needs and ensure the right product fit as we expand our home appliances portfolio.

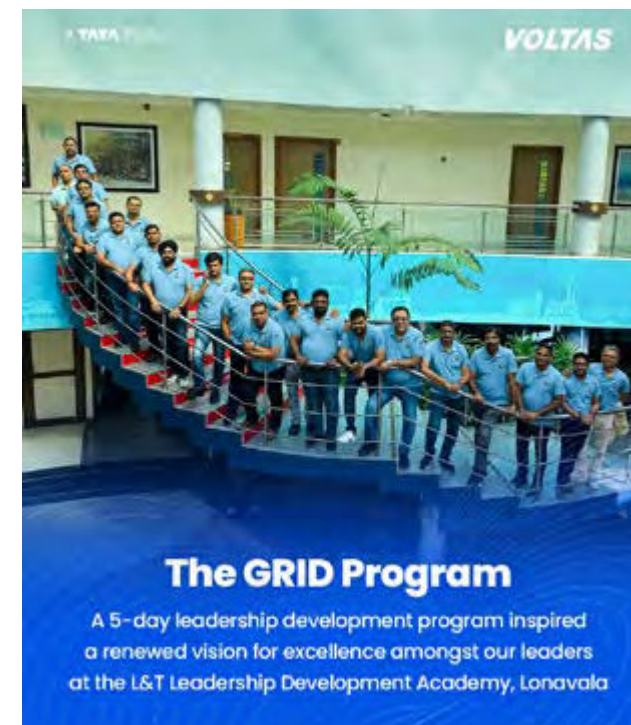
Sales Academy in Action



The **HVAC Academy** is building deeper technical expertise that reflects Voltas' strengths in engineering reinforcing our core value proposition.

The **Manufacturing Academy** is supporting our localisation and manufacturing roadmap by building skills that enable a more self-reliant and durable operating base. This ensures that our services continue to reflect a consistent standard that our customers can trust.

The GRID Programme at Voltas



Voltas Campus Recruits Batch of 2025



Careers

2

Careers: Creating a Talent Engine

We reinforced our commitment to grow careers from within, recognising that our future will be shaped by the people we build and develop today.

Greater visibility of talent, supported by structured talent councils, has brought more rigour to how we understand potential and readiness across the organisation. These forums are creating a shared view of talent and building collective ownership among leaders to grow and deploy people for the larger good of the business and the employee. Internal mobility has doubled in our organisation since last year - a testament to opportunities becoming increasingly visible through talent councils and digital forums supported by refreshed policies on mobility.

Emphasis on early careers remains a strategic talent development agenda. Our campus programmes and planned investments in skills are helping young talent start with the right foundation. This enables us to develop capability early, while shaping individuals who are aligned to our values and ways of working.

Together, these efforts are helping create a steady and self-sustaining talent engine. As our business evolves, this depth and continuity will remain essential to delivering consistent performance and long-term growth.

Team members from the Water Division @ UMPESL





Connect

3

Connect: Building a Culture of Belonging and Trust

Our workforce spans locations, businesses and roles, yet what binds us is a shared sense of purpose and belonging. We are nurturing this connection in a more thoughtful way, encouraging meaningful connections and deepening the pride of being part of the Tata Group and what it stands for.

We created more spaces for open and honest dialogue. Platforms such as our employee listening survey, WeConnect town halls and VCelebrate are helping provide avenues for conversations, clarity and camaraderie. With much pomp and grandeur, we launched our first-ever apex MD awards, Voltstars to celebrate those who have been delivering sustained exceptional performance.

A decisive step towards building a more inclusive workplace was initiated through Project Belong. This marks the beginning of a more deliberate journey to understand our own maturity as an organisation in diversity and inclusion. We are evolving our approach by learning from leading practices and shaping what is right for us. The early progress is encouraging. We are seeing an increase in the representation of women across offices and manufacturing locations. At the same time, we recognise that this is only a starting point and will require sustained focus.

Together, these efforts reinforces the foundation on which our business continues to evolve. In a year marked by change, challenge and expansion, our focus on capability, careers and connect ensures that we remain agile in how we deliver and grow. Each of these areas builds on the other, shaping a workforce that is skilled, engaged and aligned to our focus on innovation, sustainability and digitalisation.

As we look ahead, we remain committed to our belief that the strength of our people will continue to define the strength of our enterprise.



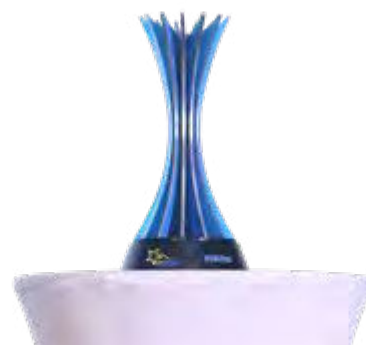
Panel Discussion on Women's Day



Women's Day Celebrations at Voltas HO



An Apex-Level Employee Recognition Honour at Voltas



Case Study

Project Belong for Building a Culture of Inclusion



We recognise that belonging at the workplace enables individuals to feel respected, heard, and able to contribute fully. Project Belong anchors our effort to build a culture of inclusion and psychological safety across the organisation. Belonging is shaped through everyday actions - how we listen, how we include, how we recognise contributions, and how we create space for diverse perspectives. It is also reflected in the work environments we consciously design: spaces that are safe, accessible, and enabling, and that support the unique needs of our employees across our offices, plants, and project sites. From thoughtful workplace infrastructure to systems that encourage flexibility and wellbeing, our intent is to create an ecosystem where employees can thrive, grow, and lead with confidence.

Our journey thus far

1

Strengthened enabling policies supporting flexibility, wellbeing, and inclusive work practices; increased focus on diversity hiring

2

Built awareness through storytelling and recognising allies who actively demonstrate inclusive behaviour

3

Instituted recognition at the highest level through the Women Achiever category in our apex awards

4

Partnered with experts to assess and strengthen our diversity maturity.

5

Created platforms for dialogue to encourage open conversations and inclusive behaviours in everyday work.

As we look ahead, we remain committed to our belief that the strength of our people will continue to define the strength of our enterprise.



Social and Relationship Capital

Connections that Sustain Our Success



Voltas' long-term success is built on strong relationships with customers, suppliers, communities and employees. The Company nurtures these relationships through trust, transparency and meaningful engagement, ensuring that value creation is shared across all stakeholders.

Stakeholders Impacted



Employees



Customers



Government and Regulatory Authorities



Suppliers and Contractors



Dealers and Distributors



Contractors



Industry Associations



Trade Associations



Community



Media

Strategies Impacted



Efficient Supply Chain Practices



Customer-Oriented Green Initiatives



Operational Excellence and Resource Optimisation



Innovation and Future-Ready Solutions



Regulatory Compliance and Certifications

SDGs Impacted



Training Programmer under Voltas' CSR Initiative



Strategic Branding and Communication

Voltas strengthened its market leadership in 2025-26 through a focused branding strategy rooted in the Tata ethos, with human-centric narratives that resonate with evolving Indian households.

- **Intelligent Cooling & Consumer Insight:** Communication centred on 'Intelligent Comfort', highlighting smart, adaptive solutions designed for Indian conditions and reinforcing Voltas' consumer-first approach to innovation.
- **Multi-Generational Narrative:** The brand embraced a multi-generational lens that reflects today's Indian homes. The Ranbir Kapoor and Neetu Kapoor campaign reflected the dynamics of modern Indian households, showcasing intuitive technologies that make comfort more personal and accessible across generations.
- **'Har Ghar Voltas' – Expanding Relevance:** The platform strengthened Voltas' presence across categories, positioning it as a comprehensive home solutions provider across air conditioners, refrigerators, and washing machines.
- **Content, Media, and Digital Impact:** The Company drove a 360-degree campaign across IPL, television, digital, and offline platforms drove strong engagement. Voltas achieved industry-leading positive sentiment on social media and ranked No. 1 in RAC branded searches on Google for over 50% of keywords.



Elevating the Customer Experience

Voltas recognises service excellence as both a strategic priority and a key brand builder. The Company's service ecosystem is guided by five principles: **Speed, Assurance, Smile, Empathy and Excellence.**

- **Digital Transformation in CRM:** With a growing base of IoT-enabled products, Voltas is strengthening digital workflows to enable more predictive customer engagement. Features like the AI Energy Manager and AI Geo Fencing translate technology into tangible everyday benefits.
- **Enhanced Accessibility:** Nearly 41% of service requests are registered from digital channels. The service network spans over 1,800 service franchisees and 46 Direct Service Centres, with specific expansion into Tier 3 and 4 towns.
- **Operational Excellence:** The Annual Service Strategy Meet and Nationwide Service Partner Meets strengthened field capability and response discipline. A new payout framework encourages faster turnaround times and first-time-right outcomes.



Building a Resilient Supply Ecosystem

Supply chain resilience and operational agility are core to Voltas' procurement strategy. The Company has strengthened localisation to mitigate risks related to global supply disruptions and currency volatility.

- **Deep Localisation:** The Company successfully localised high-value, technology-intensive components such as compressors, motors, and inverter controllers. This focused effort has brought the overall import dependency to below 30%.
- **Strategic Manufacturing Balance:** Production is balanced regionally to improve efficiency. The Pantnagar facility caters to North and East India, while the Chennai plant supports the South and West, helping reduce freight costs and lead times.
- **Make-or-Buy Discipline:** Decisions on in-house manufacturing and OEM sourcing are based on volume, technology complexity and time-to-market. The focus remains on maximising in-house asset utilisation while ensuring supply continuity.
- **Responsible Sourcing:** Supplier selection prioritises vendors with ISO 9001, ISO 14001 and ISO 45001 certifications. The Company also encourages the use of solar energy, water recycling and recycled plastics across its supply base.



Products Stacked at Chennai Factory

Social Impact through Inclusive Development

Rooted in the Tata ethos, Voltas' CSR strategy addresses developmental priorities through three core pillars:

Sustainable Livelihoods, Community Development, and Issues of National Importance.

- **Skill Development:** Drawing on its expertise in cooling and engineering, Voltas offers industry-aligned training in RAC, HVAC, ISD and Brazing. Voltas supported income progression of existing technician through Recognising Prior Learning. This year, the programme achieved an 79% placement rate, with average monthly salaries exceeding ₹ 13,500+ and covered 19% women participants.
- **Holistic Education:** Voltas provided infrastructure support, mid-day meals, promoted reading and sports, supported in preserving traditional dance form and empowered community through digital and financial literacy covering 13,900+ beneficiaries. The initiatives improved attendance and academic performance and ensured zero dropouts. People started using their signature instead of thumb, navigating using maps, updated their government documents and availed for various government schemes.
- **Preventive Healthcare:** Multiple specialty health camps and Mobile Medical Units reached over 60,500+ beneficiaries. These interventions addressed critical needs, including Cancer support, combating anaemia and malnutrition and maternal health.



Skill Development Centre at Jamshedpur

Case Study

Breaking the Glass Ceiling: Women in Technical Trades



Voltas is helping women build careers in traditionally male-dominated technical fields. In 2025-26, the Company's Sustainable Livelihoods programme trained 2,900+ women in trades such as RAC, ISD, Flat knitting programmer, Solar and Brazing & Soldering.

The impact is visible in the journeys of candidates from marginalised backgrounds who are now certified professionals. Through technical training, workplace readiness and exposure to industry experts, Voltas has enabled these women to enter the engineering workforce with confidence.

Many graduates now earn between ₹ 10,000 and ₹ 18,000 per month. More importantly, they are building financial independence and becoming role models for other young women in their communities.

Building Careers in Technical Trade



Case Study

Transforming Drought into Abundance: Rainwater Conservation



To address water scarcity in the 'red-zone' regions of Maharashtra, where groundwater levels often drop below 1,000 feet, Voltas initiated a rainwater conservation project. Work initiated with six villages from Dharashiv and one tribal hamlet in Raigad, the Company constructed temporary structures such as Vanarai bandhara, Gabbion structure, repaired existing structures and de-silted Nala.

This project created over **76,000 KL of water harvesting capacity**, directly benefiting 12,000+ villagers. By recharging the groundwater, the Company delayed migration by 4 months, allowing the Tribals to sustain their livelihoods and ensuring that the community remains resilient in the face of climatic adversity.

Nurturing the Tata Culture of Volunteering

Volunteering is integral to the Company's values. Voltas encourages employees and their families to contribute meaningfully to social causes. In 2025-26, employees contributed 3.13 per capita volunteering hours (PCVH)

- **Volunteering Opportunities:** To encourage volunteering, the Company introduced the '71-Year Award', provided in-house, on-site and virtual opportunities. Programmes such as 'Volunteering Mela' were introduced to expand participation.
- **Skill-Based Impact:** Through 'ProEngage,' Tata Group's skill-based initiative, employees volunteer virtually for social causes such as career guidance, website designing, use of AI, entrepreneurship, and interview preparedness for underprivileged communities.

21,800+

Volunteering Hours

Voltas Staff at Volunteering Mela



MANAGEMENT DISCUSSION AND ANALYSIS



Economic Overview

Global Economy

The global economy in 2025 and 2026 operated within an increasingly complex and evolving macroeconomic landscape, characterised by moderate growth, persistent inflationary pressures and heightened geopolitical uncertainty. GDP growth remained in the range of ~2.8%-3.2%, below long-term averages, reflecting stable yet subdued expansion. Growth divergence persisted, with advanced economies at ~1.3%-1.7% and emerging markets outperforming at ~3.8%-4.5%, reinforcing their importance in driving global demand.

Geopolitical tensions, particularly in West Asia, continued to exert pressure on energy markets, disrupt global supply chains, drive inflation in energy and commodity prices, trigger currency volatility, and weigh on global trade flows. Supply risks across key transit routes such as the Strait of Hormuz led to increased volatility in crude oil prices. While Brent averaged in the ~USD 65/bbl. range in 2025, prices experienced intermittent spikes in 2026, crossing USD 100/bbl., partially reversing the earlier disinflation trend.

Global inflation moderated to ~4.0%-4.5% in 2025 but has shown signs of stickiness, driven by energy and supply chain pressures. Inflation in advanced economies, including the Eurozone (~2.5%-3.0%), remains above target, limiting room for policy easing. Central banks have therefore maintained a cautious, data-dependent stance, with policy rates staying relatively elevated—~4.0%-5.0% in the US and ~2.0%-3.0% in the Eurozone—resulting in tighter liquidity and higher cost of capital.

Global trade remained constrained, with growth of ~2.5%, reflecting geoeconomic fragmentation, protectionism, and supply chain realignment. Businesses are increasingly prioritising resilience and diversification, accelerating regionalisation and multi-geography sourcing strategies.

Strategically, four key shifts are emerging:

- **Supply Chain Reconfiguration** – Organisations are redesigning supply networks to mitigate geopolitical and logistics risks, with greater emphasis on diversified sourcing and selective nearshoring.

- **Capital Allocation Discipline** – Elevated interest rates and uncertainty are driving more selective and phased investments, with stronger focus on return visibility, cash efficiency and execution certainty.
- **Emerging Market Rebalancing** – Strong growth outlooks and favourable economic fundamentals are positioning emerging markets as key manufacturing and consumption hubs, attracting incremental capital flows and long-term investments.
- **Acceleration of Energy-Efficiency and Sustainability** – Across industries, regulatory changes, rising energy costs and increasing consumer awareness are accelerating the shift towards energy-efficient and environmentally responsible products and technologies. This is creating new opportunities for companies that can combine innovation, scale and sustainability-driven solutions.

Overall, while the global economy continues to remain volatile, characterised by elevated costs, tighter financial conditions and cautious investment sentiment, these structural shifts in supply chains, technology adoption, sustainability priorities and capital flows are also creating meaningful medium- to long-term opportunities for agile, resilient and diversified businesses.

Voltas Manufacturing Facility



Indian Economy

Against a backdrop of global volatility and elevated geopolitical uncertainty, the Indian economy in FY 2025-26 continued to demonstrate strong resilience, supported by robust domestic demand and sustained public investment. India remained the fastest-growing major economy, with GDP growth of ~7.3%, driven by consumption-led expansion and continued government focus on infrastructure and capital expenditure.

However, the external environment posed increasing challenges, given India's high dependence on imported energy, with crude import reliance at ~88%. Periodic spikes in global crude prices, particularly during geopolitical disruptions, pushed oil above USD 100/bbl., exerting upward pressure on input costs across sectors and contributing to inflationary risks. Elevated logistics and freight costs, along with intermittent disruptions in crude and LNG supply chains, further added to operating uncertainties.

Higher energy import costs also impacted macro stability, contributing to a widening current account deficit (~1.5%-2.0% of GDP) and exerting pressure on the Indian rupee. These external factors translated into cost pressures across industries, requiring tighter cost management and calibrated pricing strategies.

Despite these headwinds, India's macroeconomic fundamentals remained stable, supported by proactive policy measures. The Reserve Bank of India maintained a balanced and data-driven monetary stance, with CPI inflation moderating to ~3.5%-3.8% in recent periods, albeit with sensitivity to commodity price movements. At the same time, continued government emphasis on infrastructure development and capital formation sustained economic momentum.

Structural reforms, including GST rationalisation further supported demand recovery. The GST rationalisation undertaken in September 2025, including a reduction in tax rates on select consumer durables, helped offset the impact of higher raw material and logistics costs, thereby maintaining price competitiveness and supporting consumption.

Overall, while external risks—particularly energy price volatility and global uncertainty—remain key concerns, India's growth outlook continues to be supported by strong domestic fundamentals, policy stability, and sustained investment momentum. The medium-term outlook remains constructive, driven by infrastructure expansion, consumption growth, and ongoing structural reforms.

Voltas Manufacturing Facility at Chennai



Gulf Cooperation Council (GCC)

The GCC region continues to exhibit structural resilience, underpinned by robust hydrocarbon revenues and sustained government-led investments in economic diversification. However, the operating environment has become increasingly complex amid elevated geopolitical tensions in West Asia, including the ongoing Iran-related conflict and a prolonged regional stalemate, which have materially reduced near-term economic visibility.

Disruptions across critical energy and trade corridors, most notably the Strait of Hormuz, have heightened risks to crude oil and LNG supply chains. These developments have resulted in elevated crude prices, increased freight and insurance costs, and extended transit timelines, contributing to inefficiencies across regional and global supply chains.

As a result, businesses across the GCC are experiencing input cost inflation, supply chain disruptions, execution delays, and capacity constraints, particularly within infrastructure and industrial sectors. Although governments remain committed to long-term investments in infrastructure, diversification, and energy transition initiatives, near-term growth is being moderated by geopolitical uncertainty and external macroeconomic headwinds.

Saudi Arabia and the UAE continue to demonstrate relative resilience, supported by strong non-oil sector performance and ongoing strategic investments. Saudi Arabia's growth (approximately 3.0%-3.2%) remains anchored by Vision 2030 initiatives; however, geopolitical disruptions are extending procurement cycles, increasing project costs, and affecting execution timelines. The UAE, as a key global trade and logistics hub, remains particularly sensitive to supply chain dislocations, resulting in higher freight costs and greater execution risks across sectors.

While structural demand drivers—including investments in smart cities, sustainability, and energy transition—remain intact, the near-term outlook is characterised by cost pressures, supply chain uncertainties, and execution timing risks. In the event of prolonged disruptions, project implementation across the region may progressively shift towards phased or deferred execution approaches.



Dammam AKH Tower

Indian Consumer Durables Industry

The Indian consumer durables sector is a significant and growing part of the domestic economy, currently contributing approximately 0.6% to national GDP. The sector is characterised by low penetration relative to international benchmarks, a large and expanding addressable market, and long-term structural tailwinds from urbanisation, rising disposable incomes, and improving electrification. It is projected to expand at approximately 11% CAGR, reaching a market size of ₹3 lakh crores (USD 35.7 billion) by 2029.

This long-term growth trajectory is well-supported by favourable demographics and policy initiatives. However, the realisation of this potential is subject to near-term cyclical headwinds, including volatile demand patterns linked to climatic variability, persistent input cost inflation, currency volatility, intensifying competitive dynamics, and a regulatory environment in which compliance obligations are evolving rapidly.

2025-26: Navigating Volatility and Progressive Recovery

2025-26 illustrated the sector's inherent sensitivity to seasonal and macroeconomic variables. The first half was materially disrupted by irregular seasonal patterns and unseasonal rainfall across multiple key markets, which compressed the traditional cooling demand cycle, resulting in purchase deferrals and an accumulation of channel inventory. The second half, however, witnessed a meaningful recovery, catalysed principally by the September 2025 GST rationalisation, which improved product affordability and released pent-up demand across consumer segments.

The business witnessed a strong recovery in the second half of the year, driven by improved festive demand and healthy pre-summer momentum, which helped offset the challenges experienced earlier in the year. Looking ahead, the outlook for 2026-27

remains positive, supported by India's underlying growth trajectory and favourable structural drivers. Rising cooling requirements, low penetration of room air conditioners, continued infrastructure development, expansion in domestic manufacturing and increasing consumer preference for energy-efficient solutions are expected to create sustained opportunities across our portfolio.

CR Factory at Pantnagar, Uttarakhand



Product-Led Transformation and Premiumisation

A significant and positive structural shift is underway in consumer preferences, with demand progressively migrating towards feature-rich, energy-efficient, and AI-enabled products. Revised Bureau of Energy Efficiency (BEE) norms, effective from, 01 January, 2026, mandate higher ISEER standards, with five-star air conditioners now delivering approximately 10% higher efficiency compared to prior-generation models, reinforcing an upgrade cycle and expanding the premium segment addressable market.

Premiumisation is being driven by rising aspirational incomes, improving consumer awareness of lifecycle cost benefits, and expanding access to consumer financing.

This trend is most pronounced in urban and semi-urban markets. The mass segment, however, continues to exhibit high price sensitivity. Elevated manufacturing costs stemming from regulatory upgrades may pressure affordability for first-time buyers in lower income segments—an important driver of volume growth—necessitating careful calibration by industry participants.

Industrial Robot at Chennai Facility



Structural Demand Drivers

Household Penetration

Room air conditioner penetration stands at approximately 10% of Indian households, providing a substantial and multi-decade structural growth runway. First-time buyers constitute approximately 70% of incremental demand, with adoption concentrating in Tier 2, Tier 3, and rural markets as electrification deepens and disposable incomes rise. Urbanisation, consumption power, infrastructure



reliability, and consumer financing accessibility will be key enablers of this potential.

Policy Support and Government Initiatives

The Union Budget 2026-27 significantly expanded the Electronics Components Manufacturing Scheme (ECMS) allocation to ₹40,000 crores, signalling the government's intent to develop domestic supply chain capabilities and reduce dependence on imported components. Alongside PLI schemes and the Make in India framework, these initiatives provide a favourable long-term policy backdrop for manufacturers. The benefits of such policy support typically accrue progressively and require consistent implementation to be fully realised.

Consumer Financing

The widespread availability of point-of-sale credit, zero-cost EMI schemes, and Buy Now Pay Later platforms has materially reduced the upfront cost barrier for consumer durables purchases, supporting first-time adoption and accelerating replacement cycles. This structural enabler, while significant, is sensitive to broader credit conditions; any sustained tightening of consumer credit availability, particularly for mass-market segments, could moderate its contribution to demand growth.

Supply Chain Localisation and Backward Integration

Accelerated localisation and backward integration across the industry have reduced import dependence to below 30% in several product categories, improving resilience to currency depreciation and global supply chain disruptions. Achieving deeper localisation will require continued capital investment in domestic manufacturing infrastructure and sustained attention to the quality and cost-competitiveness of domestically sourced components.

Key Industry Challenges

- › Persistent inflation in key raw materials, particularly copper, aluminium, and polymers, continues to compress gross margins across the value chain
- › Rupee depreciation against the US dollar amplifies imported component costs and limits pricing power for manufacturers reliant on globally sourced inputs
- › Increasingly unpredictable seasonal and weather patterns create structural demand volatility in cooling product categories
- › Escalating regulatory compliance costs from evolving energy efficiency and quality standards are increasing product development investment requirements
- › Intensifying competition from domestic players and global OEMs limits the industry's collective ability to sustain price increases

Women Power at Voltas Manufacturing Facility



Indian Infrastructure Sector

India's infrastructure sector is in an active investment and execution phase, underpinned by a capital outlay of ₹12.22 lakh crores in 2026-27 and a National Infrastructure Pipeline (NIP) encompassing projects exceeding ₹213 trillion across approximately 14,500 initiatives. This represents a substantial and well-diversified pipeline of project opportunities for Voltas' domestic engineering and Electro-Mechanical Projects and Services (EMPS) businesses across multiple high-growth verticals.



Key Infrastructure Developments

Urban Transit

India's urban transit infrastructure is expanding rapidly, with metro networks exceeding 1,000 km in operation and under construction, anchored by complex projects such as Mumbai Metro Lines 3 and 2B. Major expansion programs are underway across key cities, including Delhi NCR (Phase IV and RRTS integration), Bengaluru (Namma Metro Phase 2), Hyderabad (airport extension), and Chennai (large-scale Phase II rollout).

Aviation Infrastructure

Development of Navi Mumbai International Airport (NMIAL), envisaged with an ultimate capacity of approximately 90 million passengers per annum (MPPA), along with the Chennai Airport expansion project and ongoing capacity augmentation at Delhi, Lucknow and Bengaluru airports, reflects the continued scale-up of India's aviation infrastructure to meet rising air traffic demand.

Road and Tunnel Connectivity

Road and tunnel connectivity is expanding rapidly, driven by highway development and tunnel-based solutions for urban mobility and difficult terrains. Some of the major projects include the Mumbai Trans Harbour Link (Atal Setu), spanning 21.8 km; the Mumbai-MMRDA Kaituma Tunnel; and the Thane-Borivali twin tunnel, extending approximately 11.8 km. Other key developments include the Mumbai Coastal Road Project, a multi-lane coastal corridor with substantial underground tunnelling components; the Bangalore Twin Tunnel Project; the Zojila and Z-Morh tunnels in Jammu & Kashmir, which provide strategic all-weather connectivity; and the Chenani-Nashri Tunnel and associated corridor upgrades in Jammu & Kashmir.

High-Speed Rail

Multiple high-speed rail corridors at design speeds of 300-350 km/h, with continued investments in multimodal logistics integration.

Digital Infrastructure

India's data centre capacity, expanding at a CAGR exceeding 20%, driven by AI adoption, 5G network rollout, and data localisation policy requirements.

Industrial Ecosystems

India's industrial ecosystem is accelerating through the ECIC and National Industrial Corridor Programme, supported by investments in semiconductors, electronics, and renewable manufacturing. Key hubs include Dholera (semiconductors), Tirunelveli (solar manufacturing), and Hosur (electronics and EV components), driving large-scale industrialisation.

Water and Urban Services

AMRUT 2.0 and the Jal Jeevan Mission, sustaining national-scale investments in water supply and wastewater infrastructure

Electrical Distribution Infrastructure under RDSS, Solar Projects and Battery Energy

Storage systems are expected to offer significant business opportunities over the next five years, supported by large-scale government investments, grid modernisation initiatives, and India's accelerating transition towards renewable energy.

Structural financing enablers, including the Infrastructure Risk Guarantee Fund (IRGF) and institutional support from NaBFID and NIIF, are improving project viability and long-term capital access. At the same time, the ongoing shift towards larger and more complex projects introduces heightened execution risk, greater working capital intensity, and extended cash conversion cycles. Input cost volatility in energy and base metals, labour availability constraints, and exposure to geopolitical developments affecting energy markets remain sector-wide headwinds that require disciplined project and financial management.

(Source: Union Budget 2026-27, Ministry of Finance; DPIIT/NIP Official Database, 2026 update)

Business Overview

Voltas Limited, a Tata Group enterprise, is India's leading provider of cooling solutions and a diversified engineering and project solutions enterprise. The Company has maintained its No. 1 market share position in the Room Air Conditioner segment and continues to strengthen its presence across Commercial Air Conditioning, Commercial Refrigeration, Home Appliances, and Engineering Services. Voltas operates across three reportable business segments: Unitary Cooling Products (UCP), Electro-Mechanical Projects and Services (EMPS), and Engineering Products and Services (EPS).

During 2025-26, the Company navigated a challenging environment shaped by weather-induced demand disruption in H1, commodity-driven input cost inflation, currency depreciation, geopolitical disruptions affecting international project execution, and competitive pricing pressures across segments. These headwinds resulted in Consolidated Total Income of ₹14,483 crores compared to ₹15,737 crores in 2024-25, and a Net Profit after Tax of ₹370 crores compared to ₹834 crores in the previous year. Whilst these results reflect a year of financial pressure, they also need to be understood in the context of deliberate and necessary structural transformation investments in manufacturing capacity, brand positioning,

channel infrastructure, and technology, whose benefits are expected to accrue progressively through 2026-27 and beyond. The decline reflects a combination of external headwinds and underscores the need for sustained operational and cost discipline.

Notwithstanding the financial headwinds, 2025-26 yielded important operational milestones. Voltas sustained its market leadership in RAC, delivered a strong H2 recovery in the cooling business with March 2026 among the highest-ever sales months in the Company's history, improved manufacturing utilisation at Chennai and Pantnagar, progressed key international projects including the completion of Uptown Dubai Phase 1, and strengthened UMPEL's strategic reorientation towards quality-led project execution. These outcomes provide a foundation for improved performance, subject to macroeconomic conditions, competitive dynamics, and consistent execution.

Unitary Cooling Products (UCP)

The Unitary Cooling Products business encompasses Room Air Conditioners, Commercial Air Conditioning, Commercial Refrigeration, Air Coolers, and Water Heaters. It constitutes the largest revenue contributor within the Company's portfolio, accounting for ₹9,501 crores in 2025-26 revenue, and provides the broadest consumer franchise, serving residential, commercial, and institutional markets across India.

RAC Factory at Pantnagar, Uttarakhand



Room Air Conditioners (RAC)

Voltas' Room Air Conditioner business maintained its No. 1 market share position in 2025-26, sustaining its leadership margin over the nearest competitor despite a significantly disrupted operating environment. This leadership was maintained in a subdued demand environment and does not fully reflect the pressure on underlying profitability. The Company launched the refreshed Summer 2026 portfolio anchored by the AI-enabled Vertis Split AC series, incorporating features including AI adaptive cooling, AI Geo Fencing, and AI Energy Manager, alongside the repositioned 'Har Ghar Voltas' brand campaign and new celebrity ambassador partnerships. March 2026 was among the strongest sales months in the Company's history, reflecting the strength of the H2 demand recovery.

The full-year financial performance, however, was materially impacted by a difficult first half. A mild summer season and early monsoon onset compressed the peak demand window, resulting in inventory accumulation and lower channel offtake. Whilst the second-half recovery, catalysed by the GST rationalisation and better secondary offtake, partially offset these headwinds, full-year revenue declined on a year-on-year basis and operating margins were constrained by sustained increases in commodity costs and by rupee depreciation. As a result, both volume growth and margin expansion remained constrained for the full year despite the second-half recovery. A comprehensive cost reduction and value engineering programme, encompassing improved sourcing, deepened localisation, and manufacturing productivity initiatives, mitigated a portion of these pressures, though not in full. Sustaining and improving margins in 2026-27 will require further cost efficiency progress, disciplined pricing, and a supportive commodity environment.

Manufacturing investments at Chennai and Pantnagar are delivering improved capacity utilisation relative to the previous year, and continued investment in factory automation, warehouse rationalisation, and integrated inventory planning is expected to yield further operational benefits. The Company enters the current season with an enhanced product portfolio, stronger distribution reach, and a more sharply defined market segmentation strategy, well-positioned to capitalise on the structural growth opportunity, whilst managing the near-term headwinds of competitive intensity and input cost volatility.

Channel and distribution expansion:

- Increased monitoring of retail touchpoints across high-growth markets, with deepened penetration in Tier 2 and Tier 3 geographies
- Strengthened dealer and distributor network coverage and engagement
- Structured Network Acquisition Plan (SNAP) programme enabling data-driven, hyper-local targeting of high-potential micro-markets
- Enhancement of the D2C digital platform and expansion of strategic e-commerce partnerships

Opportunities:

- India's RAC household penetration of under 10% provides a sustainable structural growth runway underpinned by improving electrification and rising disposable incomes
- Increasing frequency of extreme heat events is accelerating the transition of residential cooling from a discretionary to an essential purchase category
- Premiumisation trends, AI-enabled product features, and energy efficiency improvements support value-led growth
- Expansion of digital channels enables targeted consumer engagement and supports higher-margin direct-to-consumer revenues
- Confluence of aspirational consumption and income growth within the middle class

Principal risks and challenges:

- Structural exposure to weather and seasonal volatility – a recurrence of adverse H1 climatic conditions would materially impact performance
- Persistent commodity cost inflation, particularly copper and aluminium, and currency depreciation, particularly USD and CNY, exerts sustained pressure on gross margins
- Successive BEE energy efficiency norm upgrades increase product development and manufacturing costs, with attendant affordability implications for entry-level buyers
- Intensifying competition from domestic manufacturers and global OEMs, including competitively priced imports, constrains pricing power

Commercial Air Conditioning (CAC)

The Commercial Air Conditioning business is structurally less correlated with the seasonal cooling cycle and a high-margin, high-growth contributor within UCP, serving large commercial buildings, data centres, healthcare facilities, and manufacturing infrastructure. The business benefits directly from India's accelerating infrastructure investment cycle and the rapid expansion of data centre capacity, driven by AI adoption, 5G network deployment, and data localisation requirements. The Annual Maintenance Contract (AMC) business provides predictable, recurring revenues and deepens long-term client relationships.

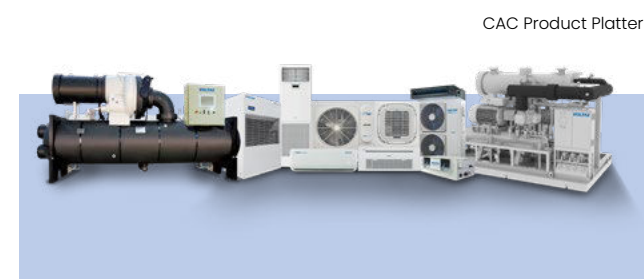
The strategic opportunity in data centres and the government-led push for domestic semiconductor manufacturing are substantial and well-aligned with Voltas' electromechanical capabilities, including the delivery of high-efficiency centrifugal chillers, oil-free magnetic bearing chillers, and district cooling solutions. These are technically demanding markets with extended sales cycles and stringent performance requirements. Continuous investment in engineering talent and technology capability is essential, and the competitive presence of established global HVAC specialists means that differentiation must be actively maintained.

Opportunities:

- Strong pipeline of industrial and infrastructure developments likely to accelerate demand for Commercial Air Conditioning solutions
- Rapid expansion of high-density data centres, driven by AI investment, 5G rollout, and data localisation policy, creates significant, high-value demand for advanced and precision cooling solutions
- Growing adoption of LEED-certified and sustainable building design drives demand for advanced VRF systems and district cooling infrastructure
- Government-led domestic semiconductor manufacturing initiatives generate technically demanding precision cooling requirements

Principal risks and challenges:

- Extended and uncertain sales cycles in large commercial projects constrain cash flow visibility and predictability
- Intense competition from established global HVAC players, coupled with increasing technology requirements, necessitates sustained investment in engineering and technical capabilities
- Scarcity of skilled HVAC engineering talent creates retention risk and potential operational dependency on key personnel



CAC Product Platter

Commercial Refrigeration (CR)

The Commercial Refrigeration segment occupies a strategically important position within UCP, providing a distinct demand profile and thereby contributing to the diversification of the Company's revenue base. The business has built a growing presence across institutional segments, including organised retail, food service, quick-commerce, healthcare, cold chain logistics, and markets characterised by structural, multi-year expansion.

2025-26 saw the segment navigate early headwinds from unseasonal weather and a compressed traditional selling window, responding through deeper institutional engagement and the introduction of new product lines, including low Global Warming Potential (GWP) refrigerant options, upgraded Chest Freezers and Medical Refrigeration solutions. Expansion into specialised verticals, including medical refrigeration and cold rooms, represents meaningful long-term opportunity.

Opportunities:

- The ongoing expansion of organised retail formats, quick-commerce platforms, and cold chain logistics infrastructure creates a multi-year growth runway
- Emerging market opportunities with differentiated margin profile verticals, including medical refrigeration, retail refrigeration units, and cold rooms, represent high-value market opportunities with differentiated margin potential
- A localised manufacturing base at Waghodia enhances supply chain resilience and supports operational responsiveness

Principal risks and challenges:

- Intense price competition across commoditised product segments from domestic and international manufacturers
- Volatility in the cost of key raw materials, including insulation chemicals, sheet metals and silver brazing, affects margin predictability



Technicians Working at a Voltas Factory



- › The transition to low-GWP refrigerant technologies necessitates sustained capital investment in manufacturing capability and specialist technical expertise

Air Coolers and Water Heaters

Air Coolers and Water Heaters are key contributors to Voltas' consumer portfolio, addressing peak summer and winter demand respectively. Both categories leverage the Company's strong distribution network, brand equity, and rising consumer preference. In air coolers, Voltas maintains a robust market presence and continues to benefit from the ongoing shift from unorganised to branded offerings.

2025-26 presented meaningful headwinds for both categories. Unseasonal weather patterns compressed the peak selling window for air coolers, resulting in a channel inventory overhang that required targeted liquidation measures. Management responded proactively through calibrated product portfolio refreshes, deeper distribution penetration across high-potential Tier 2 and Tier 3 markets and strengthened digital channel engagement, initiatives aimed at reinforcing the long-term strategic positioning of both businesses. Both categories, however, remain exposed to pronounced seasonal demand variability

and competitive intensity, necessitating continued management focus and execution discipline.

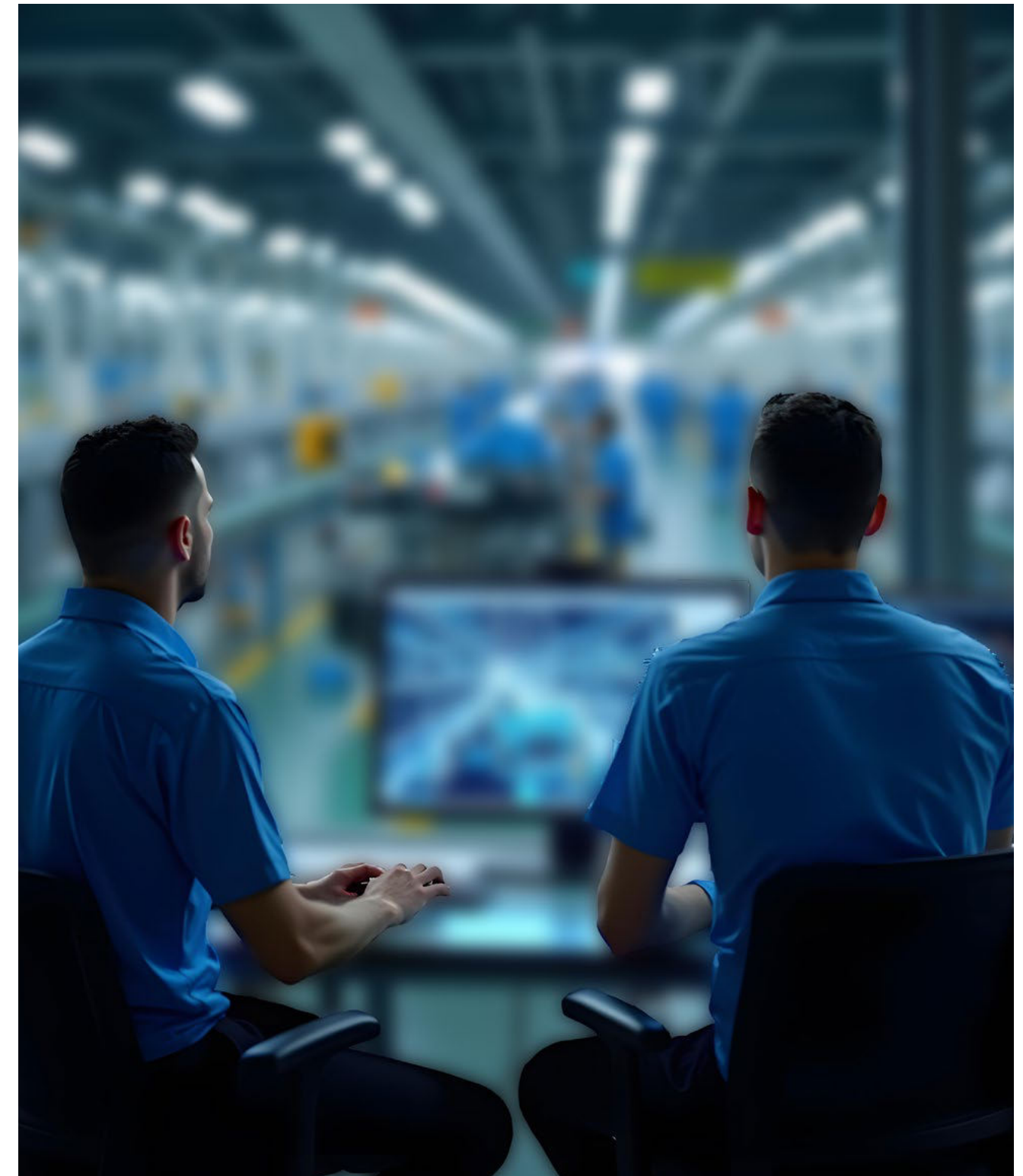
Opportunities:

- › The ongoing shift from unorganised to branded product formats supports sustained market share expansion for organised players
- › Growing consumer demand for energy-efficient, technologically advanced appliances supports value-led growth
- › Ongoing distribution network expansion strengthens penetration in underserved markets

Principal risks and challenges:

- › Pronounced seasonal demand variability creates structural inventory management challenges
- › Competition from the unorganised air cooler segment exerts sustained downward pressure on pricing and margins
- › Rising input costs, currency depreciation, and accelerating technology shifts in the water heater segment present ongoing cost and product development challenges

Air Coolers Product Platter



Voltbek Home Appliances Private Limited

Voltbek Home Appliances Private Limited, the strategic joint venture between Voltas and Arçelik – a leading European home appliance manufacturer, continues to build its position in the Indian home appliances market, leveraging the complementary strengths of Voltas' established domestic distribution and service infrastructure and Arçelik's global research, development, and manufacturing expertise. The venture sold approximately 3.3 million units in 2025-26, achieving volume growth through a value-for-money product positioning and consumer-relevant innovations, including hard water wash technology. Voltbek holds its No. 2 position in the semi-automatic washing machine category and has recorded an estimated year-to-date market share of approximately 8.6% in washing machines and 6.2% in refrigerators. It is present across Modern Trade and e-commerce channels.

Operational improvements at the Sanand manufacturing facility, including the reduction of import dependence to below 30% through localisation, have strengthened

supply chain resilience and reduced foreign exchange cost exposure. Cost Value Engineering (CVE), improved product mix, and the ongoing scale-up of manufacturing are being pursued as the primary levers for margin progression. The venture is progressing towards EBITDA break-even, with the financial trajectory contingent on continued gains in scale, deeper localisation, and portfolio mix improvement in an intensely competitive market environment.

The Company acknowledges that the home appliances market is led by well-entrenched multinational players with significantly greater brand equity, distribution scale, and marketing investment capacity. Gaining share in mature segments often requires aggressive pricing or elevated promotional expenditure, which constrains near-term margins. The business continues to operate at sub-scale profitability levels and will require sustained improvement in product mix, operating leverage, and cost structure to meet its financial objectives.

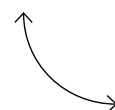
Opportunities:

- Rising middle-class income levels and expanding consumer financing availability support premiumisation across appliance categories
- Under-penetrated premium categories, including frost-free refrigerators and front-load washing machines, offer meaningful room for value-led share growth
- Manufacturing scale at the Sanand facility supports continued cost efficiency improvement and product development velocity

Principal risks and challenges:

- The home appliances market remains highly competitive, dominated by strong multinational brands, with market share gains in mature categories like direct-cool refrigerators requiring aggressive pricing and higher promotions, impacting margins
- Dependence on global supply chains for critical components, including inverter compressors and microcontrollers, exposes operations to semiconductor availability risk and logistics disruptions

Voltbek Factory at Sanand



Voltbek Product Platter



Electro-Mechanical Projects and Services (EMPS) – International Projects

The International Operations Business Group (IOBG) is Voltas' principal platform for project execution across GCC markets, with an established track record spanning the UAE, Saudi Arabia, and other regional markets. The business has delivered landmark projects including the DEWA Headquarters in Dubai, recognised internationally as a leading smart net-zero energy government building, alongside significant projects such as the Qiddiya Water Theme Park, Saudi Arabia, and the completion of Uptown Dubai Phase 1 during 2025-26. IOBG provides a stable, year-round revenue stream, reinforcing Voltas' portfolio diversification strategy and helping mitigate earnings volatility inherent in the seasonal cooling business.

2025-26 was, however, operationally complex for IOBG. Escalating geopolitical tensions in the Middle East caused disruptions across site access, logistics, project execution

timelines, and commercial settlements. The Company responded with commendable organisational resilience, deploying crisis management teams, implementing enhanced safety protocols, and establishing rigorous operational monitoring frameworks. Resolution of legacy commercial claims provided support to profitability, and the business maintained a disciplined approach to new order intake, prioritising projects with secured funding, assured margin profiles, and counterparties of established credit quality. The carry-forward order book remained broadly stable.

Opportunities:

- › GCC economic diversification programmes, led by Saudi Arabia's Vision 2030, continue to generate a substantial pipeline of high-value infrastructure and engineering projects

- › Ongoing mega-project execution across tourism, industrial, and public infrastructure drives sustained demand for advanced MEP and district cooling solutions
- › The regional focus on sustainable, net-zero development aligns with Voltas' capabilities in delivering energy-efficient and intelligent building solutions

Principal risks and challenge:

- › Geopolitical disruptions, including constraints on Red Sea and Strait of Hormuz maritime access, increase logistics costs, extend procurement timelines, and elevate broader operational risk
- › Heightened client credit risk in conflict-affected markets, with the potential for receivables accumulation and collection delays
- › Elevated insurance premiums, freight costs, and currency depreciation directly compress project margin realisations

- › Increasing localisation mandates and complex regulatory frameworks across GCC jurisdictions add compliance cost and administrative complexity

Zayed National Museum, Abu Dhabi



Dubai Uptown Tower

Universal MEP Projects & Engineering Services Limited (UMPESL)

Universal MEP Projects & Engineering Services Limited (UMPESL), a wholly owned subsidiary of Voltas, is a diversified engineering solutions provider operating across Infrastructure Solutions, the Textile Machinery Division (TMD), and Mining & Construction Equipment (M&CE).

Domestic Infra Projects

Within UMPESL, Domestic Projects is building a well-diversified infrastructure solutions platform with capabilities spanning MEP, Water Solutions, Solar, and Electrical Solutions. The business has established a strong execution track record across complex national infrastructure projects, including metro rail, aviation, data centres, and industrial facilities, and is actively broadening its portfolio into high-growth segments such as hyperscale data centres, district cooling plants, industrial projects, semiconductor manufacturing, zero-liquid-discharge water solutions, and utility-scale Battery Energy Storage Solutions (BESS).

During 2025-26, domestic projects under UMPESL completed a significant strategic reorientation, transitioning from volume-driven revenue growth towards quality-led, risk-calibrated project execution, governed by a structured evaluation framework incorporating rigorous bid qualification criteria, systematic customer credit assessment, and GenAI-assisted contract risk review. Early indicators from this transition are encouraging, with a strengthened Central Project Management Office, deployment of digital governance tools including Power BI and BIM, and improved execution discipline across the portfolio.

The domestic infrastructure solutions order book is substantive at ₹4500+ crores. Stakeholders should note that order book scale provides revenue visibility, but does not preclude execution risk, margin pressure, or receivables management complexity, factors inherent in large-scale, long-duration infrastructure contracts, all of which require consistent management attention.

UMPESL Project at AIIMS Nagpur



UMPESL Water Management Project

Opportunities:

- India's broad-based infrastructure expansion, spanning data centres, semiconductor manufacturing, green energy, and urban infrastructure, provides a well-diversified domestic project pipeline
- An established track record in complex, large-scale projects including metro rail and aviation infrastructure supports competitive positioning as a preferred execution partner
- Digital governance tools and a strengthened project management framework are enhancing execution discipline, risk oversight, and operational efficiency
- Complex tendering processes and slow cash conversion in municipal project contracts place persistent pressure on working capital management
- Disciplined control of receivables, unbilled revenue, and commercial claims management remains critical to maintaining financial performance and balance sheet integrity

Principal risks and challenges:

- Long and inherently uncertain execution cycles on large infrastructure projects increase exposure to schedule slippage, cost overruns, and scope evolution
- Input cost volatility across energy, base metals, and logistics, poses sustained risk to margin realisation on fixed-price or lump-sum contract structures

UMPESL's Water Project



Textile Machinery Division (TMD)

TMD serves as a key technology and solutions partner to India's textile sector, providing advanced capital machinery and comprehensive lifecycle services spanning spinning and post-spinning value chains. TMD has an established presence across the Indian textile industry, a nationwide service network, and long-standing relationships with manufacturers across spinning, weaving, processing, and apparel segments. The division's post-spinning expansion initiative, encompassing weaving, knitting, processing, finishing, and apparel machinery, through partnerships with Tajima, Caron, Shima Seiki, and others, is broadening its addressable market and building resilience against the cyclicity of the core spinning segment.

2025-26 was, however, a materially challenging year for the division. The imposition of a 50% US tariff on select Indian textile exports created acute disruption for textile manufacturers, particularly MSMEs, resulting in production curtailments and a significant deferral of capital expenditure. The division responded by prioritising the execution of pending legacy orders and sustaining after-sales service and spare parts revenues. The subsequent revision of tariffs to a uniform 15% US tariff and various Free Trade Agreements including the India EU-FTA has introduced cautious optimism regarding a gradual recovery in customer capex sentiment.

Computerised Flat Knitting Machine



Opportunities:

- Post-spinning segment offers a more favourable growth profile with structurally lower exposure to upstream tariff disruptions
- Expansion of advanced after-sales services, including smart compressed air monitoring and real-time remote diagnostics, supports recurring revenue stream development
- Potential benefits from Free Trade Agreement developments and easing US tariff pressures could support export competitiveness and a textile sector capex recovery
- Mega Textile Parks and growing adoption of man-made fibres are expected to support a medium-term capex cycle recovery

Principal risks and challenges:

- The division remains structurally exposed to the cyclicity of global textile trade and unpredictability of international tariff regimes
- Intense price competition from subsidised Asian manufacturers and low-cost equipment imports exerts sustained downward pressure on margins
- Effective expansion across fragmented post-spinning market segments requires sustained strategic alignment and disciplined partner development

Mining and Construction Equipment Division (M&CE)

The Mining and Construction Equipment Division is a well-established business providing capital equipment, operations and maintenance services, and lifecycle support across India and Africa, principally through the African operations and Powerscreen brand for crushing and screening applications. The division delivered steady revenue growth in 2025-26, underpinned by continuity in Operations & Maintenance (O&M) contract execution, which provides a degree of revenue predictability, and by infrastructure-driven demand for crushing and screening equipment. Strategic partnerships have expanded the division's capability and geographic service reach.

India's ongoing mining sector reforms, commercial coal sector expansion, and infrastructure-driven aggregates demand provide a constructive medium-term outlook for the division. The introduction of hybrid machinery, aligned with rising customer emphasis on fuel efficiency, lower operating costs, and ESG compliance, reflects a forward-looking approach to the evolving market. The division's strategy, building a more predictable, annuity-based service and O&M revenue base to complement inherently cyclical equipment sales, is progressing, and expanding long-term O&M contracts remain a key strategic priority.

Opportunities:

- India's mining sector reforms and sustained infrastructure-driven aggregates demand support medium-term equipment and O&M growth
- Expanding long-term O&M contracts and service annuity revenues provide earnings diversification and reduce dependence on equipment sales cyclicity
- Hybrid machinery introduction positions the division favourably against rising customer demand for fuel-efficient and ESG-compliant solutions
- Exploring different geographies across the globe for potential incremental revenue earning

Heavy Duty Excavation Machine



Principal risks and challenges:

- The inherent cyclicity of capital equipment sales creates variability in order inflows and revenue predictability
- African operations, particularly in Mozambique, are closely tied to commodity price cycles and subject to local execution and geopolitical risks
- Broader geopolitical uncertainties and uneven global economic growth may adversely affect demand visibility and the capital expenditure decisions of key customers
- Competition from established global equipment manufacturers requires sustained differentiation through service quality, application expertise, and localisation

Financial Overview: Consolidated

The consolidated and standalone financial statements and supporting schedules for 2025-26 are presented separately in the Annual Report. Key consolidated financial metrics are summarised below for contextual reference:

- Consolidated Total Income: ₹14,483 crores in 2025-26 compared to ₹15,737 crores in 2024-25, a year-on-year decline of approximately 8%, attributable principally to H1 demand disruption in the cooling segment.
- Profit Before Tax: ₹557 crores in 2025-26 compared to ₹1,191 crores in 2024-25, a decline of approximately 53%, reflecting the combined impact of revenue reduction and sustained gross margin pressure from commodity inflation, currency depreciation, and increased investment-phase costs
- Profit After Tax: ₹370 crores in 2025-26 compared to ₹834 crores in 2024-25, a decline of approximately 56%
- Segment Performance: Segment A (Unitary Cooling Products), Revenue ₹9,501 crores; Segment B (Electro-Mechanical Projects and Services), Revenue ₹4,053 crores; Segment C (Engineering Products and Services), Revenue ₹599 crores

Financial Performance: Consolidated

(A) GROSS SALES/INCOME FROM OPERATIONS (SEGMENT REVENUES) (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Segment A (Unitary Cooling Products)	9,501	10,614	(1,113)	(10.5)
Segment B (Electro-Mechanical Projects & Services)	4,053	4,157	(104)	(2.5)
Segment C (Engineering Products & Services)	599	569	30	5.3
Total	14,153	15,340	(1,187)	(7.7)

FY 2025-26 was characterised by volatile weather, including a subdued summer and an early monsoon, which adversely impacted the Unitary Cooling Products segment leading to short-term pressures on Voltas' top line and margin. The Electro-Mechanical Projects & Services segment remained largely resilient, while Engineering Products continued its steady growth trajectory.

(B) EMPLOYEE BENEFITS EXPENSE (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Employee Benefits Expense	939	890	49	5.5

Employee benefits expenses comprise salary, wages, and commission to the Directors and Company's contribution to Provident Fund and other funds, gratuity, and staff welfare expenses. Employee costs were in line with the Company's continued investments in talent and capability building.

(C) FINANCE COST (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Interest	87	62	25	40.3

Finance costs are interest paid on bank credit facilities availed for the execution of overseas projects, capex loans for Chennai and Waghodia factories and certain working capital demand loans during the year. Finance costs increased during the year due to higher working capital deployed to support business operations in HI.

(D) PROFITABILITY (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Profit before Exceptional Items and Tax	584	1,191	(607)	(50.9)
Exceptional Items	26	-	26	NA
Profit before Tax	557	1,191	(634)	(53.2)
Profit after Tax	370	834	(464)	(55.6)

Profitability impacted due to the underperformance in HI in Unitary Cooling Products Segment linked to unseasonal rains and erratic summer.

Financial Position: Consolidated

(A) BORROWINGS (NON-CURRENT AND CURRENT) (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Borrowings	966	863	103	11.9

Borrowings represent working capital and term loan facilities availed for Overseas Projects business and term loans taken for capital expansion projects for the Room Air Conditioner Plant in Chennai and the Commercial Refrigeration manufacturing facility in Waghodia.

(B) INVESTMENTS (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Non-Current Investments	2,485	2,845	(360)	(12.7)
Current Investments	277	399	(122)	(30.6)
Total	2,762	3,244	(482)	(14.9)

Investments include debt mutual funds, investment in bonds, preference shares and strategic equity instruments in Tata Group companies, joint ventures and associates. The decrease in the value of investments was on account of the deployment of funds in the inventory built-up and working capital requirement to fuel the growth in the upcoming season. Further, the investments are restated at fair market value as of the year-end.

(C) INVENTORIES (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Raw Materials and Components	1,769	1,321	448	33.9
Work-in-Progress	0.5	15	(14.5)	(96.6)
Finished Goods	1,197	796	401	50.4
Stock-in-Trade	466	583	(117)	(20.1)
Total	3,433	2,715	718	26.4

Inventory levels increased to meet upcoming seasonal demand.

(D) TRADE RECEIVABLES

(₹ in crores)

	2025-26	2024-25	Change	Change (%)
Trade Receivables	3,035	2,232	803	36

Trade receivables increased due to higher sales in cooling segment at year-end.

(E) OTHER ASSETS

(₹ in crores)

	2025-26	2024-25	Change	Change (%)
Other Current Financial Assets	464	843	(379)	(44.9)
Other Non-Current Financial Assets	454	237	217	91.6
Contract Assets	1,867	1,579	288	18.2
Other Current Assets	470	431	39	9
Other Non-Current Assets	67	77	(10)	(13)

Other financial assets (current and non-current) comprise security deposits, deposits with customers and fixed deposits. Other assets (current and non-current) primarily include balances with Government authorities and capital advances. Contract assets represent contract revenues recognised in the project business, in excess of the certified bills. In the Projects business, revenues are recognised based on the percentage of completion method, in line with the accounting standards.

(F) LIABILITIES AND PROVISIONS

(₹ in crores)

	2025-26	2024-25	Change	Change (%)
Current Liabilities	7,554	6,006	1,548	25.8
Non-Current Liabilities	557	606	(49)	(8.1)

Current liabilities include contract liabilities, borrowings, trade payables, short-term provisions, income tax liabilities, other current liabilities. Non-current liabilities consist of long-term provisions, trade payables and deferred tax liabilities. Provisions (long-term and short-term) are towards employee benefits – gratuity, pension, medical benefits and compensated absences, and contingencies, among others.

(G) RATIO ANALYSIS

(₹ in crores)

Key Ratios	As of 31 March, 2026	As of 31 March, 2025	Change	Reason for Vari- ance (for more than 25%)
Current ratio	1.37	1.48	(7.43%)	
Debt-Equity Ratio	0.15	0.13	15.38%	

Key Ratios	As of 31 March, 2026	As of 31 March, 2025	Change	Reason for Vari- ance (for more than 25%)
Debt Service Coverage Ratio	5.80	12.13	(52.18%)	Decrease is due to a decline in profitability during the year.
Return on Equity Ratio	0.06	0.13	(53.85%)	Decrease is due to a decline in profitability during the year.
Return on Networth Ratio	0.06	0.13	(53.85%)	Decrease is due to a decline in profitability during the year.
Inventory Turnover Ratio	2.60	3.61	(27.98%)	Decrease is due to an increase in inventory.
Trade Receivable Turnover Ratio	3.27	4.35	(24.83%)	
Trade Payable Turnover Ratio	2.78	3.47	(19.88%)	
Net Capital Turnover Ratio	5.04	6.37	(20.88%)	
Operating Profit Ratio	0.05	0.08	(37.50%)	Decrease is due to a decline in profitability during the year.
Net Profit Ratio	0.03	0.05	(40.00%)	Decrease is due to a decline in profitability during the year.
Return on Capital Employed	0.10	0.18	(44.44%)	Decrease is due to a decline in profitability during the year.
Return on Investment	-	-		
Mutual Funds Investments	0.06	0.08	(25.00%)	Decrease is on account of fluctuation in market prices.
Fixed Income Investments	0.08	0.08	0.00%	
Quoted Equity Instruments Investments	(0.25)	(0.04)	525.00%	Decrease is on account of fluctuation in market prices.

Financial Performance: Standalone

(A) GROSS SALES/INCOME FROM OPERATIONS (SEGMENT REVENUES) (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Segment-A (Unitary Cooling Products)	9,501	10,614	(1,113)	(10.5)
Segment-B (Electro-Mechanical Projects & Services)	907	568	339	59.7
Total	10,408	11,182	(774)	(6.9)

2025-26 was characterised by volatile weather, including a subdued summer and an early monsoon, which adversely impacted the cooling segment leading to short-term pressures on Voltas' top line and margin. However, the Electro-Mechanical Projects & Services segment remained largely resilient.

(B) OTHER INCOME (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Other Income	299	401	(102)	(25.4)

Other income comprises gains on the sale and fair valuation of financial assets measured at FVTPL, rental income, dividends from investments, interest income and profit from the sale of investments.

(C) EMPLOYEE BENEFITS EXPENSE (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Employee Benefits Expense	597	545	52	9.5

Employee benefits expense comprises salary, wages, and commission to the Directors and the Company's contribution to Provident Fund and other funds, gratuity and staff welfare expenses.

(D) FINANCE COSTS (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Interest	65	35	30	85.7

Finance costs are interest paid on bank credit facilities available for the execution of overseas projects, capex loan taken for Chennai and Waghodia factories and some support for working capital management during the year.

(E) DEPRECIATION and AMORTISATION EXPENSES (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Depreciation and Amortisation Expenses	79	56	23	41.1

The depreciation charge for 2025-26 increased due to the capitalisation of assets at the Manufacturing Plants.

(F) OTHER EXPENSES (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Other Expenses	1,315	1,143	172	15.1

Other expenses include repairs and maintenance, travel and communication costs, service maintenance charges, other selling expenses, external services/contract labour charges, subscriptions, e-auction charges, C&F charges, moving and shifting expenses, staff selection expenses, brand equity expenses and commission paid to Non-Executive Directors.

(G) PROFITABILITY (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Profit before Exceptional Items and Tax	445	1,036	(591)	(57.0)
Exceptional Items	(16)	–	(16)	NA
Profit before Tax	429	1,036	(607)	(58.6)

Profitability was impacted due to H1 challenges in the cooling segment, linked to unseasonal rains and an erratic summer.

Financial Position: Standalone

(A) BORROWINGS (NON-CURRENT AND CURRENT) (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Borrowings	790	565	225	39.8
Lease Liabilities	21	24	(3)	(12.5)
Total	811	589	222	37.7

Borrowings were primarily towards term loans taken for capital expansion projects for Room Air Conditioners in Chennai and Commercial Refrigeration Products in Waghodia, and include fund-based credit facilities available for new overseas projects in the Middle East and working capital requirements for product business.

(B) INVESTMENTS (₹ in crores)

	2025-26	2024-25	Change	Change (%)
Non-Current Investments	5,075	5,087	(12)	(0.2)
Current Investments	75	303	(228)	(75.2)
Total	5,150	5,390	(240)	(4.5)

Non-current investments comprise investments in subsidiaries, joint ventures, associates and investments in Mutual Funds, Bonds, Debentures and Preference Shares. Current investments comprise investments in Mutual Funds and Bonds/Debentures. Further, the investments are re-stated at fair market value as of the year-end.

(C) INVENTORIES

(₹ in crores)

	2025-26	2024-25	Change	Change (%)
Raw Materials and Components	1,767	1,318	449	34.1
Work-in-Progress	0.5	6	(6)	(100.0)
Finished Goods	1,197	796	401	50.4
Stock-in-Trade	413	515	(102)	(19.8)
Total	3,377	2,635	742	28.1

Inventory levels increased to meet upcoming seasonal demand.

(D) TRADE RECEIVABLES

(₹ in crores)

	2025-26	2024-25	Change	Change (%)
Trade Receivables	2,079	1,570	509	32.4

Trade receivables increased due to higher sales in Unitary Cooling Product Segment at year-end.

(E) OTHER ASSETS

(₹ in crores)

	2025-26	2024-25	Change	Change (%)
Other Current Financial Assets	439	758	(319)	(42.1)
Other Non-Current Financial Assets	435	204	231	113.2
Contract Assets	578	388	190	49.0
Other Current Assets	351	247	104	42.1
Other Non-Current Assets	57	61	(4)	(6.6)

Other financial assets (current and non-current) comprise security deposits, deposits with customers and fixed deposits. Other assets (current and non-current) primarily include balances with Government authorities and capital advances. Contract assets represent contract revenues recognised in the project business, in excess of the certified bills. In the Projects business, revenues are recognised based on the percentage of completion method, in line with the accounting standards.

(F) LIABILITIES AND PROVISIONS

(₹ in crores)

	2025-26	2024-25	Change	Change (%)
Current Liabilities	5,507	4,007	1,500	37.4
Non-Current Liabilities	516	572	(56)	(9.8)

Current liabilities include contract liabilities, borrowings, trade payables, short-term provisions, income tax liabilities, other current liabilities & Other financial liabilities. Non-current liabilities consist of long-term provisions, trade payables and deferred tax liabilities. Provisions (long-term and short-term) are towards employee benefits – gratuity, pension, medical benefits and compensated absences, and contingencies and other non-current financial liabilities, among others.

(G) RATIO ANALYSIS

(₹ in crores)

Ratio	As at 31 March, 2026	As at 31 March, 2025	Change	Reason for Variance (for more than 25%)
Current Ratio	1.34	1.59	(15.72%)	
Debt- Equity Ratio	0.10	0.07	42.86%	Increase is on account of increase in borrowings.
Debt Service Coverage ratio	5.74	13.57	(57.70%)	Decrease is due to a decline in profitability during the year.
Return on Equity Ratio	0.04	0.10	(60.00%)	Decrease is due to a decline in profitability during the year.
Return on Net Worth Ratio	0.04	0.09	(55.56%)	Decrease is due to a decline in profitability during the year.
Inventory Turnover Ratio	2.54	3.59	(29.25%)	Decrease is due to an increase in inventory.
Trade Receivable Turnover Ratio	4.57	5.79	(21.07%)	
Trade Payable Turnover Ratio	2.99	3.78	(20.90%)	
Net Capital Turnover Ratio	4.93	5.49	(10.20%)	
Operating Profit Ratio	0.05	0.09	(44.44%)	Decrease is due to a decline in profitability during the year.
Net Profit Ratio	0.03	0.07	(57.14%)	Decrease is due to a decline in profitability during the year.
Return on Capital Employed	0.06	0.12	(50.00%)	Decrease is due to a decline in profitability during the year.
Return on Investment	-	-		
Mutual Funds Investments	0.06	0.08	(25.00%)	Decrease is on account of fluctuations in market prices.
Fixed Income Investments	0.08	0.09	(11.11%)	
Quoted Equity Instruments Investments	(0.25)	0.04	(725.00%)	Decrease is on account of fluctuations in market prices.

Risk and Concerns

Voltas operates an Enterprise Risk Management (ERM) framework aligned with ISO 31000 and COSO standards, supported by advanced risk monitoring tools including GenAI-driven scenario modelling and the Projects business' Contra Vault system. These capabilities enhance the Company's foresight and decision-making precision and contribute to the proactive identification and management of emerging risks across the portfolio.

Erratic climate patterns pose a structural risk to cooling demand visibility. Additionally, elevated commodity prices continue to pressure margins. While import dependence has reduced to below 30% in key categories, residual imports still create vulnerability to forex movements. Moreover, rising regulatory requirements (BEE, quality, environmental norms) are increasing

compliance costs, with limited pricing flexibility in mass segments. Despite disciplined project execution, geopolitical disruptions continue to elevate logistics costs, execution risks, and working capital pressures in international projects.

However, Voltas' ERM framework is designed to mitigate the above risks at every level of the organisation, ensuring resilience in an ever-evolving business environment. The Company is enhancing risk visibility through advanced analytics and scenario planning, enabling more proactive management of emerging risks, including supply chain disruptions. During the year the Company revisited its ERM framework aligned with diversified businesses verticals and future growth prospects.



RAC Factory at Pantnagar, Uttarakhand



Human Resources

People capability and organisational resilience are critical enablers of Voltas’ strategic agenda. The Company has maintained a strong focus on building a high-performance, future-ready workforce, investing systematically in capability development, career frameworks, talent mobility, and employee engagement. In 2025-26, the people

agenda evolved from establishing foundational practices towards deepening these foundations and building the organisational depth required to support the next phase of growth.



Capability: Institutionalising Execution Strength

- › The Voltas Academy continues to drive enterprise-wide functional capability development
- › The Core 7 behavioural framework has been introduced to standardise and reinforce a high-performance culture
- › Tiered leadership development journeys are being designed to build leadership bench strength



Career: Strengthening the Internal Talent Pipeline

- › Increased emphasis on internal talent mobility across roles and business functions
- › Talent councils enabling data-driven succession planning and critical role coverage
- › The VoltEdge Careers platform improving internal visibility and access to career opportunities
- › Continued investment in campus recruitment programmes and structured career pathway frameworks



Culture and Engagement: Fostering an Inclusive Workplace

- › Structured employee listening through the Great Place to Work survey, leadership townhalls, and digital engagement platforms
- › Project Belong, a dedicated initiative to strengthen inclusion and workforce diversity
- › Employee recognition through the VoltStars and High5 programmes
- › Employee wellbeing supported by the Saathi initiative



Extended Workforce: Enhancing Frontline Capability

- › Safety, 5S, and assembly process training programmes across manufacturing facilities
- › Skill matrices deployed to improve productivity and systematically address capability gaps
- › Clearer internal career pathways and promotion frameworks to improve frontline talent retention

As the Company advances into a phase of accelerated manufacturing scale-up, distribution expansion, and project portfolio growth, the attraction, development, and retention of specialised technical talent, particularly in HVAC engineering, data analytics, and large-scale project management, remains a key strategic and operational priority. The total workforce strength as on 31 March 2026 is disclosed in the Business Responsibility and Sustainability Report.

Internal Control Systems

The Company’s internal financial control framework is robust and commensurate with the scale, complexity, and geographic reach of its operations, aligned with the requirements of Section 134(5) of the Companies Act, 2013. The framework is structured in accordance with the COSO framework, operating across entity and process levels to provide reasonable assurance regarding financial integrity, operational effectiveness, and regulatory compliance.

The Board of Directors maintains overall oversight of the internal control environment, supported by the Board Audit Committee (BAC), which provides focused supervision of financial reporting standards, internal and external audit processes, the Whistleblower mechanism, and the tracking of audit observations and corrective actions. The Internal Audit function operates as an independent assurance mechanism, employing a risk-based approach to assess control design and operating effectiveness. It is supported by SAP-based governance tools, automated approval workflows, and analytics-driven fraud risk detection systems.

During 2025-26, focus was directed towards strengthening controls in areas of elevated operational risk, including management of receivables in international project markets, working capital discipline within the domestic projects business, and supply chain cost monitoring. The Company continues to invest in digital governance infrastructure to enhance real-time operational visibility and management information quality. The framework is anchored in the Tata Code of Conduct and a comprehensive policy architecture that sets clear standards for ethical conduct across all operations.

Cautionary Statement

This Management Discussion and Analysis Report contains statements that may be characterised as forward-looking in nature, including statements relating to the Company’s objectives, projections, estimates, expectations, and forecasts. Such statements are based on management’s current assumptions and its assessment of anticipated

future developments. They are subject to inherent risks and uncertainties and do not constitute guarantees of future performance. Actual results may differ materially from those expressed or implied, as a consequence of various factors, both internal and external, beyond the Company’s control. These include, without limitation: changes in global and domestic macroeconomic conditions; movements in commodity prices and exchange rates; variability in weather and climatic conditions; geopolitical developments; revisions to government regulations, tax legislation, and policy frameworks; competitive market dynamics; and operational, execution, and financial risks specific to the Company’s businesses.

The Company undertakes no obligation to publicly update, amend, or revise any forward-looking statements contained herein to reflect subsequent developments, events, or new information. Readers are advised that the risk factors identified in this report are not exhaustive and are encouraged to exercise independent judgement in evaluating the Company’s operations and future performance.

Voltas Office Building at Chennai



REPORT OF THE BOARD OF DIRECTORS

To the Members,

Your Directors present their 72nd Annual Report and the Audited Financial Statements for the year ended 31 March, 2026.

1. FINANCIAL RESULTS

Particulars	Consolidated		Standalone	
	2025-26	2024-25	2025-26	2024-25
Total Income	14,483	15,737	10,837	11,696
Profit for the year after meeting all expenses but before exceptional items, finance cost, depreciation and amortisation, tax and Share of profit/(loss) of joint ventures and associates	885	1,441	589	1,127
Finance Cost	(87)	(62)	(65)	(35)
Depreciation and amortisation	(84)	(62)	(79)	(56)
Profit before exceptional items, share of profit/(loss) of joint ventures and associates and tax	714	1,317	445	1,036
Share of profit/(loss) of joint ventures and associates	(131)	(126)	-	-
Exceptional items	(26)	-	(16)	-
Profit before tax	557	1,191	429	1,036
Tax expenses	187	357	88	259
Profit after tax	370	834	341	777
Other comprehensive income (net)	(279)	34	(277)	39
Total comprehensive income	91	868	64	816

2. OPERATIONS

The global economic environment in recent years has been marked by geopolitical tensions, volatile energy markets and shifting trade dynamics, resulting in intermittent supply chain disruptions and cost pressures. The Indian economy however remained resilient supported by robust domestic demand and public capital expenditure. Within this context, Voltas Limited sustained operational momentum during 2025–26 through measured execution, strong market presence and a diversified business model.

During 2025–26, the Company operated amidst uneven demand conditions, with the first half of the year impacted by delayed summer, unseasonal weather patterns and consequent disruption in demand for temperature-sensitive products. The second half of the year witnessed a recovery driven by improved affordability following GST rationalisation for consumer durables, festive season demand and channel inventory normalisation.

For the year ended 31 March, 2026, the Company reported a consolidated total income of ₹14,483 crores, compared to ₹15,737 crores in the previous year. The profit before tax stood at ₹557 crores, while the profit after tax amounted to ₹370 crores.

The Company’s performance during the year was supported by its diversified business portfolio, strong distribution reach, calibrated production planning, continued focus on cost optimisation and working capital management.

The Unitary Cooling Products business continued to be the Company’s principal contributor to revenue. Voltas’ Room Air Conditioner business retained its No. 1 market share in 2025-26, sustaining a clear lead over the nearest competitor despite a significantly disrupted operating environment.

The Room Air Conditioners (RAC) business experienced a challenging first half of the year on account of delayed onset of summer and early monsoon conditions, which

shortened the peak selling season. However, demand recovered in the second half, supported by GST rate reduction, transition to revised Bureau of Energy Efficiency (BEE) norms and increasing consumer preference for energy-efficient products. Focused initiatives around portfolio premiumisation, expansion across Tier 2 and Tier 3 markets, strengthening of trade channels and increasing contribution from digital and e-commerce platforms enabled the Company to sustain its leadership position in the RAC market.

Manufacturing operations remained robust during the year, supported by capacity ramp-up and increased backward integration at the Chennai and Waghodia facilities. These initiatives strengthened supply chain security, reduced dependence on imports and enhanced responsiveness to demand variability.

Voltbek continues to play a strategic role in Voltas’ long-term vision of building a scaled and diversified consumer durables platform, with an 8.6% YTD market share in Washing Machines and 6.2% in Refrigerators in a sluggish market. The venture sold approximately 4 million units in 2025-26, achieving volume growth through a value-for-money product positioning and consumer-relevant innovations including hard water wash technology. Voltbek holds its No. 2 position in the semi-automatic washing machine category. Over the last year, Voltbek has accelerated its transformation journey through deeper localisation and stronger consumer engagement initiatives aimed at strengthening its position in the highly competitive home appliances market. While growth was sustained across categories, profitability was affected by the product mix and subdued industry growth.

Going forward, Voltbek will focus on expanding its energy-efficient, innovation-led portfolio, refining product mix, and scaling distribution to progress toward breakeven and strengthen its role within Voltas’ home solutions ecosystem.

The Commercial Air Conditioning business grew during the year, driven by demand from infrastructure, industrial facilities, semi-conductor and commercial real estate. Higher contribution from margin-accretive products such as Low-Temperature chillers and VRF systems, along with growth in Annual Maintenance Contracts (AMCs), supported profitability.

The Commercial Refrigeration business continued to contribute towards diversification of the Company’s revenue base. The business growth was supported

by expansion into applications across food service, healthcare, cold chain and institutional customers. The manufacturing facility at Waghodia, enabled improved control over product quality, delivery timelines and cost structures, while supporting new product introductions, including eco-friendly refrigerant solutions and specialised medical refrigeration.

The Air Coolers and Water Heaters businesses continued to scale during the year, albeit with demand impacted by seasonal volatility. Revenues from these categories were supported by refreshed product offerings, wider distribution reach and targeted channel initiatives.

The Electro-Mechanical Projects and Services consisting of Domestic as well as International projects reported steady revenues during 2025–26 with closing order pad of ₹6,200 crores.

The Domestic Projects business, operated through Universal MEP Projects & Engineering Services Limited, continued to focus on quality-led growth, selective bidding and robust execution governance. Revenues from the domestic projects was driven by execution across industrial, water, electrical and renewable energy projects, while maintaining focus on profitability and return on capital employed.

The International Projects business maintained stable performance during the year through a selective and risk-calibrated approach to project acquisition across the UAE and Saudi Arabia. Strong project execution discipline, improved collections and progress in resolution of legacy matters supported financial performance.

The Engineering Products and Services segment, comprising the Mining and Construction Equipment business and the Textile Machinery Division, reported stable revenues. The Mining and Construction Equipment business benefited from continuity in operations and maintenance contracts and infrastructure-linked demand, though margins remained under pressure due to the revenue mix. The Textile Machinery Division continued to face subdued capital expenditure in the textile sector and Tariff related volatility, partially offset by stable after sales and service revenues.

Overall, the Company’s operations during 2025–26 were characterised by disciplined execution, strengthened manufacturing capabilities, diversification of revenue

streams and prudent financial management. With a healthy balance sheet, expanded domestic manufacturing footprint and sustained focus on operational efficiency and governance, the Company remains well positioned to capitalise on long-term growth opportunities across consumer durables, engineering services and infrastructure solutions.

3. RESERVES

An amount of ₹20 crores was transferred to the General Reserve out of the Profit available for appropriation.

4. DIVIDEND DISTRIBUTION POLICY

In accordance with Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Board of Directors of the Company have adopted a Dividend Distribution Policy (Policy) based on the need to balance the twin objectives of appropriately rewarding the Company's shareholders with a dividend and conserving resources to meet its future requirements. The Policy is available on the Company's website at:

https://www.voltas.in/storage/_ansel_image_collector/DIVIDEND_DISTRIBUTION_POLICY_1.pdf

5. DIVIDEND

Based on the Company's performance and keeping in mind the shareholders' interest, the Directors recommend a dividend of ₹4 (Rupees four) per equity share of ₹1 each (400%) for the year 2025-26 (2024-25: 700%). The dividend would result in a cash outflow of around ₹132.35 crores, reflecting a payout of 38.82% of the Net Profit. The dividend recommended is in accordance with the Company's Dividend Distribution Policy.

The dividend on equity shares is subject to the Shareholders' approval at the 72nd Annual General Meeting (AGM) scheduled to be held on 30 June, 2026. The Record Date for the purpose of payment of the dividend for the year ended 31 March, 2026, is 12 June, 2026.

6. FINANCE

During 2025-26, the Company maintained a strong focus on disciplined cash management, cost optimisation, forecasting accuracy and prudent cost planning. Despite a challenging operating environment marked

by weather-related demand volatility, commodity and currency price fluctuations and global uncertainties, the Company recorded revenue of ₹14,245 crores for the year. Profit after tax stood at ₹370 crores, supported by pricing discipline, cost governance and calibrated channel interventions.

Over the past few years, the Company has continued to align its capital allocation with the Government's 'Make-in-India' and self-reliance initiatives. Investments undertaken towards greenfield manufacturing capacity for Room Air Conditioners and Commercial Refrigeration products at facilities in Chennai and Waghodia respectively progressed further during the year. Both plants continued their ramp-up during 2025-26, with utilisation levels improving progressively. While under-absorption of fixed costs impacted margins during the transition phase, these facilities are expected to become increasingly margin-accretive as volumes stabilise, and localisation deepens.

During the year, the Company incurred capital expenditure primarily towards capacity enhancement, localisation initiatives, automation and productivity improvement. These investments were funded mainly through internal accruals. Strategic initiatives towards backward integration at the Chennai and Pantnagar RAC plants advanced during the year, alongside evaluation of multiple avenues to safeguard supply of critical components, with the objective of improving supply chain resilience and reducing import dependence.

The Company continued to support the growth trajectory of Voltbek Home Appliances Private Limited, through investments during the year, enabling it to pursue expansion, product mix improvement and localisation initiatives.

Working capital remained a key area of focus during 2025-26. Net working capital stood at ₹1,996 crores as at year-end. Inventory planning was tightened through closer alignment with actual sales trends, supported by SKU-level monitoring and periodic liquidation of slow-moving inventories. Receivables management and project-level financial controls were also strengthened. However, working capital improvement was largely driven by successful payment term negotiations with vendors and extending payable cycles. As a result, the Company delivered stronger working capital metrics

and reinforced balance sheet resilience. The Company's credit ratings were reaffirmed at AA+ for long-term and A1+ for short-term borrowings, by reputed rating agency, reflecting its financial strength and enabling access to funding at competitive rates.

During the year, the Company accelerated finance and operations digital transformation by deploying advanced analytics and automation tools, strengthening control frameworks and data integrity, governance and decision-making. Focused initiatives were undertaken to strengthen internal controls, ensuring greater transparency, compliance, and risk mitigation. Cost optimisation initiatives included value engineering, productivity improvement and overhead rationalisation.

The Company follows a conservative Investment Policy guided by the principles of safety, liquidity and optimal returns, with investments overseen by the Investment Committee. Foreign exchange exposures were actively monitored and hedged in line with the Company's established forex risk management framework to mitigate volatility and protect margins.

7. TATA BUSINESS EXCELLENCE MODEL (TBEM)

During the year, the Company continued its journey of Business Excellence anchored in the Tata Business Excellence Model (TBEM), with structured interventions across operations, quality and innovation.

A significant Order-to-Cash (O2C) transformation initiative was undertaken at the Waghodia factory for the Commercial Air Conditioning (CAC) business. Multiple workstreams covering process simplification, on-time delivery and waste reduction are being executed, supported by systematic plant-level Kaizen projects, resulting in improved operational discipline and responsiveness.

In the Room Air Conditioner (RAC) business, a focused program was executed to harmonize Integrated Management System (IMS) certification across Manufacturing, Sales, Marketing and Service including Design - R&D. This was complemented by capability development of a large internal pool of certified IMS auditors, strengthening compliance, audit robustness and continuous improvement culture.

Universal MEP Projects & Engineering Services Limited (UMPESL) undertook a comprehensive Mission and Vision redefinition exercise during the year in close collaboration with the Tata Business Excellence Group (TBExG). This was followed by the preparation of a structured Strategic Business Plan (SBP) providing strategic clarity and alignment across the organisation.

Innovation remained a key focus area. The Company organised 'Voltas Innovista', an organisation-wide innovation contest, driving strong employee participation. The top entries progressed to Tata Innovista, leading to cluster-level recognition for the Voltas Beko refrigerator.

To support the Group-wide excellence ecosystem, a pool of qualified External Assessors was developed for TBEM assessments. These assessors actively participated in External Assessments of large Tata organisations across TBEM and DATOM frameworks, enabling leadership development and cross-pollination of best practices.

Building further on a customer-centric culture, comprehensive Customer Satisfaction (CSAT) surveys were developed and administered across all major business units. Insights derived from Voice of Customer analysis were systematically translated into action plans for enhancing customer experience and business performance.

8. IT / DIGITALISATION INITIATIVES

During the year, the Company accelerated its digital transformation agenda under the V-Vartana Programme, achieving over 26 project go-lives across operations, finance, manufacturing, analytics, and governance. Key initiatives included cloud migration, SAP S/4HANA Cloud stabilisation under RISE with SAP, and expanded collaboration through Microsoft 365, resulting in an increase of the overall cloud footprint from 5% in 2022 to about 80%. The Company shifted focus from system modernisation to intelligent automation, deploying AI-led solutions for tender evaluation, invoice analytics, and data-driven pricing, which improved speed, transparency, and decision quality. Enterprise reporting was enhanced with a unified analytics platform and real-time dashboards, driving a fivefold increase in business intelligence adoption. Digitisation progressed across manufacturing, product lifecycle, and sales processes, with broader adoption of

platforms like Arteria, PoS, and SalesPulse. Cybersecurity was further strengthened through modernised detection, encryption, and data protection controls, along with ISO/IEC 27001:2022 readiness. Looking ahead, the Company remains committed to expanding Artificial Intelligence and Machine Learning use cases, deepening cloud adoption, strengthening cybersecurity and data governance, and improving customer experience and operational excellence across core business areas.

9. SAFETY, HEALTH, AND ENVIRONMENT (SHE)

The Company remains steadfast in its commitment to fostering a safe, healthy, and sustainable workplace. During the year, Voltas made significant strides in strengthening SHE initiatives, with the leadership team actively integrating these objectives into core business performance and decision-making. This visible commitment is a cornerstone of our journey towards achieving a 'Zero Harm' workplace. Strategic interventions included the standardisation of SHE management systems, the implementation of structured Business Unit-level goals, and the introduction of individual Safety KPIs. To further embed a safety-first culture, the Company introduced 'Business Safety Champions' and adopted the Tata Health & Safety Management Systems.

10. SUSTAINABLE DEVELOPMENT

At Voltas, sustainability is not just a strategic priority but a core value that drives our operations and decision-making processes to create a positive impact on the environment and society at large. The Company has developed a comprehensive blueprint aligned with the Tata Group's Project Aalingana to achieve its long-term goals on Net Zero emissions, circularity, and biodiversity conservation. Regarding Net Zero, Company's actions will be aligned to increasing the share of clean energy and enhancing efficiency in processes as well as products.

Under Circularity, our focus areas would include reducing waste and water use, moving towards zero waste to landfill for our operations, and identifying recycled alternatives to virgin content.

Additionally, achieving water replenishment in water-stressed areas, particularly in and around Company's operations and areas of presence, remains a key priority in line with long-term sustainability commitments.

In the coming years, the Company will undertake projects under biodiversity that align with nature-based solutions and provide community benefits. The Company remains steadfast in its commitment to integrating ESG principles into every aspect of business and will continue to innovate and collaborate with stakeholders to drive sustainable growth and create long term value.

11. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Guided by the Tata ethos of "Giving Back to the Community", Voltas has structured its Corporate Social Responsibility (CSR) framework around three key verticals. The Sustainable Livelihood vertical is aimed at enhancing the employability of youth and women through skill development and capacity-building initiatives. The Community Development vertical focuses on interventions in the areas of healthcare, education and environmental sustainability. The Issues of National Importance vertical addresses critical national priorities, including disaster response and water scarcity. Voltas has also been committed to the protection and enhancement of biodiversity and the promotion of sustainable water harvesting, and in view of their increasing significance, the CSR Policy was amended during the year to recognise these as separate focus areas. The CSR policy of the Company is available on the website of the Company and can be accessed at https://www.voltas.in/storage/corporate-governance/CSR_Policy.pdf. Affirmative action is a common thread for all the CSR initiatives of Voltas, with projects consciously designed to promote inclusion and equitable access for Scheduled Castes (SC), Scheduled Tribes (ST), Women and Persons with disabilities (PWD).

In accordance with the provisions of Section 135 of the Companies Act, 2013 ('the Act'), the Company incurred CSR expenditure of ₹13.75 crores during 2025-26, as against the minimum required spend of ₹13.39 crores (after set-off of excess CSR expenditure of the previous year). Further, during 2025-26 the Company has also utilised ₹0.18 crore from the balance available in the Unspent CSR Account.

Disclosure required under Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014, in the prescribed form, as amended from time to time, is provided in **Annexure I** to this Report. Details of the composition of the CSR Committee and Meetings held during 2025-26 are disclosed in the Corporate Governance Report.

12. CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company for the year 2025-26 are prepared in compliance with the applicable provisions of the Act and as stipulated under Regulation 33 of the Listing Regulations, as well as in accordance with the Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015. The Audited Consolidated Financial Statements, together with the Auditor's Report thereon, form part of this Annual Report.

13. SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

As of 31 March, 2026, the Company has 11 subsidiaries (direct and indirect), 3 joint ventures and 2 associate companies. As per the requirements of Section 129(3) of the Act, a statement containing salient features of the financial statements of subsidiaries, joint ventures and associate companies in the prescribed Form No. AOC-1 is attached to the financial statements of the Company. Further, pursuant to Section 136 of the Act, the standalone and consolidated financial statements of the Company, along with all other relevant documents required to be attached thereto and separate audited accounts in respect of subsidiaries are available on the Company's website at: www.voltas.in.

The Policy for determining material subsidiaries of the Company is also available on the Company's website at:

https://www.voltas.in/storage/_ansel_image_collector/DETERMINING_MATERIAL_SUBSIDIARY_POLICY_1.pdf

As of 31 March, 2026, the Company had a material subsidiary – Universal MEP Projects & Engineering Services Limited (UMPESL) in India. Mr. Aditya Sehgal, the Independent Director of the Company is on the Board of UMPESL, in accordance with the requirements of Regulation 24(1) of the Listing Regulations.

The performance of key operating subsidiary and joint venture companies in India is given below:

- UMPESL reported a turnover of ₹2,958 crores and profit before tax of ₹316 crores in 2025-26, as compared to ₹2,840 crores and ₹273 crores, respectively in the previous year.
- Voltbek Home Appliances Private Limited (Voltbek), the joint venture with Arçelik A.Ş. for Consumer White Goods, reported a turnover of

₹2,510 crores for 2025-26. During 2025-26, the Company invested ₹98 crores in the share capital of Voltbek. The Company's total investment in Voltbek is ₹934.92 crores, representing a 49% share in its paid-up capital of ₹1,908 crores.

Except as mentioned above, there were no material changes in the nature of the business of the subsidiaries, including associates and joint ventures during 2025-26.

14. NUMBER OF BOARD MEETINGS

During 2025-26, 5 (five) Board Meetings were held on 07 May, 2025; 26 May, 2025; 08 August, 2025; 13 November, 2025 and 29 January, 2026. The Board Meetings are generally held physically. The facility of participation at Board Meetings through video conferencing is provided to those Directors who request for the same.

15. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION, INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES AND INDEPENDENCE OF A DIRECTOR

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board has adopted the Remuneration Policy for Directors, KMPs and other employees. NRC has formulated the criteria for determining qualifications, positive attributes and independence of an Independent Director, as well as the criteria for Performance Evaluation of individual Directors, the Board as a whole and the Committees. The Company's policy on the appointment and remuneration of Directors, and other matters as provided in Section 178(3) of the Act, is disclosed in the Corporate Governance Report, which forms part of the Annual Report and is also available at the link mentioned below

https://www.voltas.in/storage/_ansel_image_collector/DISCLOSURE_OF_REMUNERATION_POLICY_FOR_DIRECTORS.pdf

There was no amendment in this Policy during the year under review.

16. EVALUATION OF PERFORMANCE OF BOARD, ITS COMMITTEES AND DIRECTORS

Pursuant to the provisions of the Act and Listing Regulations, the Board carried out performance evaluation

of the Board, its Committees, and individual Directors. The performance of the Board as a whole, Committees and individual Directors was evaluated by seeking inputs from all Directors based on certain parameters as per the Guidance Note on Board Evaluation issued by SEBI such as: Board structure and composition; Meetings of the Board in terms of frequency, agenda, discussions and dissent, if any, recording of minutes and dissemination of information; Functions of the Board, including governance and compliance, evaluation of risks, stakeholder value and responsibility, Board and Management, including evaluation of the performance of the Management. The Directors also made their self-assessment on certain parameters – attendance, contribution at meetings, guidance and support extended to the Management.

The feedback received from the Directors was discussed and reviewed by the Independent Directors at their separate Annual Meeting held on 12 March, 2026 and was shared with the NRC and Board. At the separate Annual Meeting of Independent Directors, the performance of Non-Independent Directors, including the Chairman, the Board as a whole and various Committees, was discussed. The Independent Directors in the said meeting also evaluated the quality, quantity and timeliness of the flow of information between the Management and the Board, which is necessary for the Board to effectively and reasonably perform their duties. They expressed their satisfaction in respect thereof. The performance of the individual Directors, the performance and role of the Board and Committees were also discussed at the Board Meeting held on 06 April, 2026. The performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

17. STATUTORY AUDITORS

At the 68th Annual General Meeting (AGM) held on 24 June, 2022, the Members of the Company approved the reappointment of S. R. B. C. & Co. LLP (SRBC) as Statutory Auditors of the Company for a second term of five years from the conclusion of the 68th AGM till the conclusion of the 73rd AGM of the Company to be held in the year 2027, to examine and audit the accounts of the Company for five consecutive financial years between 2022-23 and 2026-27. The Auditors have confirmed that they are not disqualified from continuing as the Auditors of the Company.

The Auditors’ Report for 2025-26 does not contain any qualification, observation, reservation or adverse remark.

18. COST AUDITORS

The Company has maintained the accounts and cost records as specified by the Central Government under Section 148(1) of the Act. The Board appointed M/s. Sagar and Associates, Cost Accountants, as the Cost Auditors for 2025-26, and they have been reappointed as Cost Auditors of the Company for 2026-27. Approval of the Shareholders is being sought for ratification of their remuneration at the ensuing AGM.

19. SECRETARIAL AUDITOR

M/s. N. L. Bhatia and Associates, the Practising Company Secretaries were appointed as Secretarial Auditors at the 71st Annual General Meeting held on 08 July, 2025 to undertake the Secretarial Audit of the Company for a period of five consecutive years, commencing from 2025-26 to 2029-30. Their Secretarial Audit Report for 2025-26, in prescribed Form No. MR-3, is annexed to this Report as **Annexure II** and does not contain any qualification, observation, reservation or adverse remarks.

Pursuant to Regulation 24A of the Listing Regulations, the Secretarial Audit Report of UMPESL, a material subsidiary of the Company, has also been annexed to this Report as **Annexure III**. The Secretarial Audit Report of UMPESL does not contain any qualification, reservation, or adverse remarks.

20. AUDIT COMMITTEE

The Audit Committee comprises Mr. Jayesh Merchant, Mr. Arun Kumar Adhikari and Mr. Aditya Sehgal, all Independent Directors. The Board accepted all the recommendations made by the Audit Committee from time to time. Details of Audit Committee Meetings held during the year 2025-26 are disclosed in the Corporate Governance Report.

21. INTERNAL FINANCIAL CONTROLS

The Internal Financial Controls (IFCs), their adequacy and operating effectiveness, are included in the Management Discussion and Analysis, which forms part of the Annual Report. The Auditors’ Report also includes their reporting on IFCs over Financial Reporting.

22. RISK MANAGEMENT

Pursuant to Section 134(3)(n) of the Act and Regulation 21 of Listing Regulations, the Company has a Risk Management Committee comprising Mr. Jayesh Merchant, Mr. Arun Kumar Adhikari and Mr. Aditya Sehgal, all Independent Directors. The Company has in place a Risk Management Policy and an effective and integrated framework for Risk Management. During the year the Company revisited its ERM framework aligned with diversified businesses verticals and future growth prospects. The Risk Management Committee discusses and reviews the overall risk management framework, top risks and their mitigation measures. Further details on Risk Management are covered in the Management Discussion & Analysis Report. Details of Risk Management Committee Meetings held during the year 2025-26 are disclosed in the Corporate Governance Report.

23. PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given below:

(a) The ratio of each Director’s remuneration, to the median remuneration of the Company’s employees for 2025-26:

Directors	Ratio to Median Remuneration
Mr. Noel Tata	4.77
Mr. Vinayak Deshpande	3.73
Mr. Arun Kumar Adhikari	3.95
Mr. Saurabh Agrawal	0.21
Mr. Jayesh Merchant	4.77
Mr. Aditya Sehgal	3.10
Mr. Pheroze Pudumjee	1.68
Ms. Sonia Singh	0.81
Executive Directors	
Mr. Pradeep Bakshi Managing Director & CEO (up to 31 August, 2025)	*

Directors	Ratio to Median Remuneration
Mr. Mukundan Menon C.P. Executive Director & Head-RAC (up to 31 August, 2025) Managing Director (w.e.f. 01 September, 2025)	51.90

*Since the remuneration is only for part of the year, the ratio of remuneration to median remuneration is not comparable and hence not stated.

Note: The ratio of Remuneration of Directors was computed based on sitting fees paid during 2025-26 and commission paid for 2024-25 in 2025-26. Mr. Aditya Sehgal and Mr. Pheroze Pudumjee were appointed as Directors w.e.f. 30 August, 2024. Ms. Sonia Singh was appointed as a Director w.e.f. 07 March, 2025. Accordingly, commission for 2024-25, paid in 2025-26 to them was for a part of the year. In line with the internal guidelines, no commission was paid to Mr. Saurabh Agrawal for 2024-25, as he was in full-time employment with another Group company. He was paid sitting fees only.

(b) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in 2025-26:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% Increase/ (Decrease) in Remuneration in 2025-26 over 2024-25
Mr. Noel Tata	22.52
Mr. Pradeep Bakshi (up to 31 August, 2025)	*
Mr. Mukundan Menon C.P.	43.53
Mr. Vinayak Deshpande	74.15
Mr. Arun Kumar Adhikari	22.05
Mr. Saurabh Agrawal	(37.50)
Mr. Jayesh Merchant	275.93
Mr. Aditya Sehgal	**
Mr. Pheroze Pudumjee	**
Ms. Sonia Singh	**
Mr. K V Sridhar	**
Mr. Ratnesh Rukhariyar	**

Note: % Increase/(Decrease) in Remuneration in 2025-26 over 2024-25 was computed based on

sitting fees paid during 2025-26 and commission paid for 2024-25 in 2025-26. Mr. Mukundan Menon C.P. was appointed as the Managing Director of the Company during 2025-26 and his remuneration was revised post approval of the Members. Mr. Jayesh Merchant was appointed as Director w.e.f. 30 January, 2024 and accordingly his commission for 2024-25, paid in 2025-26 was for a part of the year. Hence, his percentage increase is not strictly comparable year-on-year. In line with the internal guidelines, no commission was paid to Mr. Saurabh Agrawal for 2024-25, as he was in full-time employment with another Group company. He was paid sitting fees only.

*Since the remuneration paid is for part of the year (2025-26), the percentage increase in his remuneration is not comparable and hence not stated.

**Since the remuneration paid is for part of the year (2024-25), the percentage increase in their remuneration is not comparable and hence not stated.

(c) Percentage increase in the median remuneration of employees in 2025-26:

8.89%

(d) Number of permanent employees on the rolls of the Company:

1,964 employees (excludes employees of Subsidiaries, Joint Ventures and employees on fixed term contract)

(e) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof, and point out if there were any exceptional circumstances for an increase in managerial remuneration:

The average percentile increase in salary of employees other than managerial personnel was 14.33%. The average percentile increase in managerial remuneration was 28.10% in 2025-26 over 2024-25. Mr. Mukundan Menon C.P. was appointed as the Managing Director of the Company during 2025-26 and his remuneration was revised post approval of the Members. Employees in India

as of 01 April, 2025 and also on 31 March, 2026, were only considered.

(f) Affirmation that the remuneration is as per the Remuneration Policy of the Company:

The Company affirms that the remuneration paid was as per the Remuneration Policy of the Company.

(g) A statement containing names of the top ten employees, in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act, read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate Annexure in this Report. Further, the Report and the Accounts are being sent to the Shareholders, excluding the aforesaid Annexure. In terms of Section 136 of the Act, the said Annexure is open for inspection at the Registered Office of the Company. Any Shareholder interested in obtaining a copy of the same may write to the Company Secretary.

24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Information pursuant to Section 134(3)(m) of the Act relating to the conservation of energy, technology absorption, foreign exchange earnings and outgo is given as **Annexure IV** to this Report.

25. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

In accordance with the provisions of the Act and the Company's Articles of Association, Mr. Mukundan Menon C.P. and Mr. Vinayak Deshpande retire by rotation and being eligible, offers themselves for re-appointment. The Board recommends their re-appointment to the Members for approval.

The Board, on the recommendation of Nomination and Remuneration Committee, appointed Mr. Sunil D'Souza as an Additional Director (Non-Independent Non-Executive) of the Company with effect from 14 May, 2026. As an Additional Director, Mr. Sunil D'Souza holds office upto the conclusion of the ensuing 72nd Annual General Meeting of the Company. The Company has received a notice in writing from a member under Section 160 (1) of the Act

proposing Mr. Sunil D'Souza's candidature as a Director of the Company. The Nomination and Remuneration Committee and the Board recommend his appointment as a Director (Non-Independent Non-Executive) liable to retire by rotation.

Consequent to the retirement of Mr. Pradeep Bakshi as Managing Director & CEO, upon completion of his term on 31 August, 2025, Mr. Mukundan Menon C.P. was appointed as the Managing Director of the Company with effect from 01 September 2025, to hold office up to 24 May, 2027. The said appointment was approved by the Shareholders at the 71st Annual General Meeting of the Company held on 08 July, 2025.

Mr. Mukundan Menon C.P., is also the Managing Director of Universal MEP Projects & Engineering Services Limited (UMPESL), a wholly owned subsidiary of the Company. Mr. Menon does not draw any remuneration from UMPESL. No other Director is the Managing Director or Whole-time Director of any subsidiary of the Company.

Mr. Mukundan Menon C.P. (Managing Director), Mr. K. V. Sridhar (Chief Financial Officer) and Mr. Ratnesh Rukhariyar (Company Secretary) were the Key Managerial Personnel (KMPs) of the Company as of 31 March, 2026, in line with the requirements of Section 203 of the Act.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses incurred by them (if any) to attend Meetings of the Board and Committees of the Company.

26. DECLARATION BY INDEPENDENT DIRECTORS

Pursuant to Section 149(7) of the Act, the Company received declarations from all Independent Directors confirming that they meet the criteria of independence as specified in Section 149(6) of the Act, as amended, read with Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors confirmed that they were not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence and that they are independent of the Management. The Board of Directors of the Company took

on record the declaration and confirmation submitted by the Independent Directors after undertaking a due assessment of the veracity of the same.

The Board is of the opinion that the Independent Directors possess the requisite qualifications, experience, and expertise and they hold high standards of integrity.

The Independent Directors complied with the Code for Independent Directors prescribed in Schedule IV to the Act and also confirmed that their registration with the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs complies with the requirements of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

27. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Pursuant to Regulation 34(2)(f) of the Listing Regulations, as amended, the Business Responsibility and Sustainability Report in the prescribed format forms part of this Annual Report.

28. CORPORATE GOVERNANCE

Pursuant to Schedule V to the Listing Regulations, as amended, Management Discussion and Analysis, Corporate Governance Report and Auditors' Certificate regarding compliance with the conditions of Corporate Governance form part of the Annual Report. A declaration signed by the Managing Director regarding compliance with the Code of Conduct by the Board Members and Senior Management Personnel also forms part of the Annual Report. The Code of Conduct and various other policies are available on the website of the Company at: <https://www.voltas.in/about/corporate-governance>

29. DETAILS OF THE ESTABLISHMENT OF THE VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Company has established a robust Vigil Mechanism and adopted a Whistle Blower Policy (the Policy) as required under Section 177 of the Act and Listing Regulations. The Policy provides a mechanism for Directors and employees of the Company to approach the Ethics Counsellor or Chairman of the Audit Committee of the Company in case of any concern. The Whistle Blower Policy can be accessed on the Company's website at:

https://www.voltas.in/images/_ansel_image_collector/WHISTLE_BLOWER_POLICY_1.pdf

30. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE ACT DURING 2025-26

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Act, made during the year, are given below:

Name of the Entity	Nature of Transaction	Particulars of Loan, Guarantees given or Investments made during 2025-26	The purpose for which the loans, guarantees and investments are proposed to be utilised
		Investment/ICD (₹ in crores)	
HDB Financial Services Limited	Investment in Bonds	25.37	General Corporate Purpose
Voltas Netherlands B.V.*	Subscription of shares	220.01	Strategic Investment
LIC Housing Finance	Inter Corporate Deposit	50.00	General Corporate Purpose
Mahindra Rural Housing Finance	Investment in Bonds	27.26	General Corporate Purpose
	Corporate FD	22	General Corporate Purpose
Voltbek Home Appliances Private Limited	Subscription of Rights equity shares	98	Strategic Investment
Voltas Components Private Limited*	Subscription of Rights Equity Shares	0.15	Strategic Investment

*wholly owned subsidiary

31. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the year under review, all transactions with Related Parties were on arm's length basis and in the ordinary course of business. The Company did not have any contracts or arrangements with related parties in terms of Section 188(1) of the Act. Accordingly, particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Act, along with justification for entering such contracts or arrangements in Form AOC-2, do not form part of the report, as the same is not applicable.

32. SECRETARIAL STANDARDS

The Company complied with the provisions of Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

33. DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework and testing of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory, cost and secretarial auditors and external agencies, including the audit of internal financial controls over financial reporting by the Statutory Auditors and the reviews performed by Management

and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during 2025-26. Accordingly, pursuant to Section 134(5) of the Act, the Board of Directors, based on the assurance given of the business operations, to the best of their knowledge and ability, confirm that:

- (i)

in the preparation of the annual accounts, the applicable accounting standards were followed, and there were no material departures;
- (ii)

they have, in the selection of the accounting policies, consulted the Statutory Auditors and have applied their recommendations consistently and made judgements and estimates that are reasonable and prudent 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 of the Company for that period;
- (iii)

they have taken proper and sufficient care to the best of their knowledge and ability, for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv)

they have prepared the annual accounts on a going-concern basis;

- (v)

they have laid down internal financial controls to be followed by the Company and that such internal financial controls were adequate and operating effectively; and
- (vi)

they have devised a proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

34. ANNUAL RETURN

Pursuant to Sections 92(3) and 134(3)(a) of the Act, the Annual Return for 2025-26 is available on the Company's website at: <https://www.voltas.in/file-uploads/general/AnnualReturn2025-26.pdf>.

35. DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance for sexual harassment at the workplace and has adopted a 'Respect for Gender' Policy on prevention, prohibition and redressal of sexual harassment in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('POSH Act') and the Rules made thereunder. In compliance with the POSH Act, the Company has constituted an Internal Committee to consider and redress complaints pertaining to sexual harassment at the workplace.

During 2025-26, the Company received 1 complaint of sexual harassment which was disposed of during the year. No complaint remained pending for more than ninety days, and no complaint was pending as at the end of the financial year.

36. COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961

During the year under review the Company has complied with the applicable provisions of the Maternity Benefit Act, 1961.

37. OTHER DISCLOSURES

During the year, there were no transactions requiring disclosure or reporting in respect of matters relating to:

- (a)

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report.
- (b)

The Managing Director of the Company does not receive any remuneration or commission from any of the subsidiaries of the Company.
- (c)

Raising of funds through preferential allotment or qualified institutional placement;
- (d)

Instance of a one-time settlement with any bank or financial institution.
- (e)

No instances of fraud were reported by the Auditors under Section 143(12) of the Act.
- (f)

The Company did not issue any Employee Stock Options, Sweat Equity shares or Equity shares with differential rights as to dividend, voting or otherwise, during 2025-26.
- (g)

No significant and material orders were passed by the Regulators, the Courts, or Tribunals impacting the going concern status and the Company's operations in the future.
- (h)

There were no proceedings, either filed by the Company or against the Company, pending under the Insolvency and Bankruptcy Code, 2016 as amended, before the National Company Law Tribunal or other Courts as of 31 March, 2026.
- (i)

The Company did not accept any deposits from the public, and as such, no amount on account of principal or interest on deposits from the public was outstanding as of 31 March, 2026.
- (j)

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

38. GENERAL

The notes forming part of the accounts are self-explanatory or, to the extent necessary, have been dealt with in the preceding paragraphs of the Report.

On behalf of the Board of Directors

Noel Tata
Chairman
(DIN: 00024713)

Date: 14 May, 2026
Place: Mumbai

ANNEXURE I

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

for financial year 2025-26

[Pursuant to Section 135 of the Companies Act, 2013 and The Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. Brief outline on Corporate Social Responsibility (CSR) Policy of the Company:

The CSR Policy articulates the Company's approach and commitment to sustainable and inclusive social development by improving the quality of life of the communities it serves. Engage, Equip and Empower is the cross-cutting theme of the various projects initiated under the three verticals namely: Sustainable Livelihood, Community Development and Issues of National Importance. Sustainable livelihood is the flagship programme which focusses on strengthening the employability of youth and women by equipping them with market-relevant skills and enabling pathways to sustainable livelihoods. Community Development deals with Health, Education and Environment and emphasises community participation and ownership to ensure projects achieve sustainable outcomes. Issues of National Importance deal with the thematic areas such as Disaster Response, Water Scarcity and Affirmative Action.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Noel Tata	Chairman, Non- Independent, Non-Executive Director	3	3
2	Mr. Pradeep Bakshi*	Member, Managing Director & CEO	2	2
3	Mr. Mukundan Menon C.P. **	Member, Managing Director	1	1
5.	Ms. Sonia Singh	Member, Independent Director	3	3

*Mr. Pradeep Bakshi ceased to be a Member of the Committee w.e.f. 01 September, 2025. Two meetings held during his tenure.

**Mr. Mukundan Menon C.P. was appointed as a Member of the Committee w.e.f. 01 September, 2025. One meeting held since his appointment.

3. Web-link(s) where Composition of CSR committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company:

The CSR activities undertaken are within the broad framework of Schedule VII of the Companies Act, 2013. Details of the CSR Committee composition, CSR Policy and projects/programs undertaken by the Company along with the implementing agencies/ partners are available on links given below:

(i) CSR Committee Composition and CSR Policy:

CSR Committee Composition: https://www.voltas.in/storage/_ansel_image_collector/Website_Composition_of_Board_Committees_01092026.pdf

CSR Policy: https://www.voltas.in/storage/corporate-governance/CSR_Policy.pdf

(ii) CSR Projects programs undertaken by the Company

https://www.voltas.in/storage/corporate-governance/CORPORATE_SOCIAL_RESPONSIBILITY_PROJECTS__PROGRAMMES.pdf

4. Executive Summary of Impact Assessment of CSR projects, during 2025-26:

The Company undertakes Impact Assessment of long-term projects at the end of the project completion or after every three years. Impact assessment was carried out for all long term projects in 2024-25 and the process would again be carried out according to the due timelines.

5. (a) Average net profit of the Company as per Section 135(5): ₹672.48 crores

(b) Two percent of average net profit of the Company as per Section 135(5): ₹13.45 crores

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL

(d) Amount required to be set-off for the financial year, if any: ₹0.06 crore

(e) Total CSR obligation for the financial year [(b)+(c)-(d)]: ₹13.39 crores

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹13.10 crores

(b) Amount spent in Administrative overheads: ₹0.65 crore

(c) Amount spent on Impact Assessment, if applicable: Nil

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹13.75 crores

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (₹ in crores)	Amount Unspent (₹ in crores)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount (₹ in crores)	Date of transfer	Name of the Fund	Amount	Date of transfer
13.75	NIL	NA	NA	NIL	NA

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

SL. NO.	Particular	Amount (₹ in crores)
(1)	(2)	(3)
(I)	Two percent of average net profit of the Company as per Section 135(5)	13.39*
(II)	Total amount spent for the Financial Year	13.75
(III)	Excess amount spent for the Financial Year [(ii)-(i)]	0.36
(IV)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
(V)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	0.36

* After set-off of ₹0.06 crore

- 2021 **(Not applicable to the Company during the audit period);**
- (h)

The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not applicable to the Company during the audit period);** and
- (i)

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

Although there is no specific sectoral law applicable to the Company, in view of its manufacturing activities, the provisions of the Factories Act, 1948 and other environmental and related laws applicable to the manufacturing industry apply to the Company.

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

- Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General Meetings.
- Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Date: 14 May, 2026
Place: Mumbai

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

Adequate notice is given to all Directors to schedule the Board and Committee Meetings, Agenda and detailed Notes on Agenda were sent seven days in advance for Meetings other than those held by a shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the Meetings and for meaningful participation at the Meetings.

All the decisions at the Board and Committee Meetings were carried out unanimously as recorded in the respective Minutes of the Meetings.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Laws, Rules, Regulations and Guidelines.

We further report that during the audit period no specific events/actions took place having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For **M/s N. L. Bhatia & Associates**
Practicing Company Secretaries
UIN: P1996MH055800
PR No.: 6392/2025

Bhaskar Upadhyay
Partner
FCS: 8663
CP. No. 9625
UDIN: F008663H000360322

To,
The Members,
VOLTAS LIMITED

Our report of even date is to be read along with this letter.

- (1)

Maintenance of Secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial Records based on our audit.
- (2)

We have followed the auditing standards issued by the Institute of Company Secretaries of India (ICSI) and audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Secretarial records. We believe that the processes and practices, we have followed are aligned with Auditing Standards issued by the ICSI and provide a reasonable basis for our opinion.
- (3)

We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- (4)

Wherever required, we have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events, etc.
- (5)

The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of Management. Our examination was limited to the verification of procedures on test basis.
- (6)

The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

Date: 14 May, 2026
Place: Mumbai

For **M/s N. L. Bhatia & Associates**
Practicing Company Secretaries
UIN: P1996MH055800
PR No.: 6392/2025

Bhaskar Upadhyay
Partner
FCS: 8663
CP. No. 9625
UDIN: F008663H000360322

ANNEXURE III

SECRETARIAL AUDIT REPORT
FORM No. MR-3
FOR THE FINANCIAL YEAR ENDED 31 MARCH, 2026

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

To,
The Members,

UNIVERSAL MEP PROJECTS & ENGINEERING SERVICES LIMITED

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Universal MEP Projects & Engineering Services Limited** (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

- i.

The Companies Act, 2013 (the Act) and the Rules made thereunder including amendments made from time to time;
- ii.

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

The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made thereunder; **Not applicable to the Company, during the audit period.**

- iv.

Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment; Overseas Direct Investment and External Commercial Borrowing; - **Not applicable to the Company, during the audit period.**
- v.

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’): - **Not applicable to the Company, during the audit period.**

(a)

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

(b)

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

(c)

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

(d)

The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(e)

The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with the client;

(f)

The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

(g)

The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.
- Although there is no specific sectoral law applicable to the Company, in view of the nature of the Company’s business, the provisions of the labour laws and other related laws applicable to similar Companies in the service industry apply to the Company.
- We have also examined compliance with the applicable clauses of Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General Meetings.
- During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.
- We further report that** the Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule the Board Meetings and Committee Meetings, Agenda and detailed notes on Agenda were sent seven days in advance, and a system exists for seeking and obtaining further information and clarifications
- Date: 30 April, 2026
Place: Mumbai
- on the agenda items before the Meetings and for meaningful participation at the Meetings.
- All the decisions at Board and Committee Meetings were carried out unanimously as recorded in the respective Minutes of the Meetings.
- We further report** that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Laws, Rules, Regulations and Guidelines.
- We further report that** during the audit period there no specific events / actions took place having a major bearing on the Company’s affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.
- For **M/s N L Bhatia & Associates**
Practicing Company Secretaries
UIN: P1996MH055800
PR NO. 6392/2025
- N L Bhatia**
Partner
FCS: 1176, CP. No. 422
UDIN: F001176H000392908
- 180 Annual Report 2025-26
- Voltas Limited 181

To,
The Members,
UNIVERSAL MEP PROJECTS & ENGINEERING SERVICES LIMITED

Our report of even date is to be read along with this letter.

- (1)

Maintenance of Secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial Records based on our audit.
- (2)

We have followed the audit practices and processes as were appropriate and as required under Auditing Standards to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- (3)

We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- (4)

Where ever required, we have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
- (5)

The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of Management. Our examination was limited to the verification of procedures on test basis.
- (6)

The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For **M/s N L Bhatia & Associates**
Practicing Company Secretaries
UIN: P1996MH055800
PR NO. 6392/2025

N L Bhatia
Partner
FCS: 1176, CP. No. 422
UDIN: F001176H000392908

Date: 30 April, 2026
Place: Mumbai

ANNEXURE IV

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

[Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rues, 2014]

CONSERVATION OF ENERGY

With a view to conserving natural resources by managing energy in manufacturing activities, the following energy conservation projects were taken during the year under review: Voltas’ factories have implemented strategies to reduce energy consumption and minimise reliance on diesel for operating the equipment. The use of solar energy, LED lights, Variable Frequency Drives (VFDs) on air compressors, and the adoption of energy-efficient systems have resulted in an overall reduction of energy consumption and, consequently, carbon emissions. The deployment of electric vehicles and battery-operated material handling equipment has resulted in significant energy efficiency gains and environmental benefits. Additionally, modifications to vacuum line conveyor systems have resulted in further power savings. Collectively, these initiatives led to a meaningful reduction in overall energy consumption.

TECHNOLOGY ABSORPTION

The following initiatives have been taken, which have resulted in product improvement/ product development, savings in energy consumption, reduction in emissions and enhance sustainability.

Room Air Conditioner (RAC): Driven by a focus on innovation and design optimisation, the Company undertook multiple initiatives to enhance energy efficiency and sustainability across its product portfolio. High-efficiency RACs were redesigned in line with 2026 BEE norms, delivering efficiency improvement across ~80 SKUs and reducing emissions. AI-enabled adaptive cooling features were introduced, including energy manager with alerts and location based geofencing. Elimination of EPS packaging and transition to paper-based solutions resulted in lower packaging emissions. Additionally, 5-Star rated air conditioners were developed in line with revised BEE guidelines helping in 13% more energy efficiency, and the use of recycled materials—including 20% recycled polybags and 30% recycled plastics—helped reduce significant virgin plastic consumption.

Air Coolers and Water Heaters (AR / WH): Integration of recycled plastics in the manufacturing of Air Coolers has helped reduce the environmental footprint. This is in line with our drive to utilise sustainable materials, minimising reliance on virgin plastics and contributing to circularity in manufacturing.

Commercial Refrigeration (CR): Adoption of Medical deep freezer technology from Vestfrost and started production.

Commercial Air Conditioner (CAC): Adoption of low GWP R32 refrigerant in the ducted light commercial Heat Pump segment, which provides summer cooling and winter heating. Besides Light Commercial air conditioners, the R32 refrigerant has also been introduced into newly developed water-cooled ducted splits with capacity ranging from 1.5 tons to 3.0 tons. All ducted and packaged units are BIS marked and comply with all relevant government regulations.

RESEARCH & DEVELOPMENT (R&D):

Specific areas in which R&D carried out by the Company:

RAC: Developed ~80 SKUs with compliance to the new updated 2026 BEE Star Rating. For RAC Service, implementation of a universal ODU controller based on various inverter controller configurations for faster call closure rate and reduction in spare part inventory management. Developed new Zest AI Fascia and the premium aesthetic Leatherette (Leather finish with plastic part) Fascia through in-house industrial design. Development of Compact Inverter Controller Drives. Adoption of 8 Pole Compressors and 10 Pole BLDC Motor for development of high EER SKUs. Development of anti-corrosive coating on the evaporator has significantly enhanced the durability and reduced IDU leakage issues.

AR / WH: Development of new product segments of water heaters with a full range from 3 litres to 25 litres capacity with classy aesthetics.

CR: Introduced R32 refrigerant in large Water cooler models and phased out R22 refrigerant. Introduced R600a and R290 refrigerant in small and medium water cooler models. Introduced All weather water cooler for summer and winter. Introduced R290 and R600a Refrigerant in Visicooler range. New star rating for Deep freezers started from January 2026.

CAC: Water-cooled, energy-efficient screw chillers with industry-leading performance were successfully developed and launched, reinforcing the Company's focus on high-efficiency cooling solutions. High-efficiency ductable air conditioners were also introduced, while compact packaged air conditioners were upgraded to deliver enhanced energy efficiency. Further, LCAC units were redesigned and launched in compliance with the revised energy performance standards prescribed by the Bureau of Energy Efficiency (BEE).

EXPENDITURE ON RESEARCH & DEVELOPMENT:

The Company has incurred Research & Development expenditure of ₹43.82 crores (including capital expenditure of ₹9.96 crores) during 2025-26.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Earnings in foreign exchange: ₹320.27 crores

Expenditure in foreign currency: ₹4.18 crores

Value of import on CIF basis: ₹ 2,553.64 crores

On behalf of the Board of Directors

Noel Tata
Chairman

Place: Mumbai

Date: 14 May, 2026

REPORT ON CORPORATE GOVERNANCE



Good Corporate Governance is an integral part of the Company's Management and business philosophy. The Company subscribes fully to the principles and spirit of good Corporate Governance and embeds the principles of independence, integrity, accountability and transparency into the value system that drives the Company.



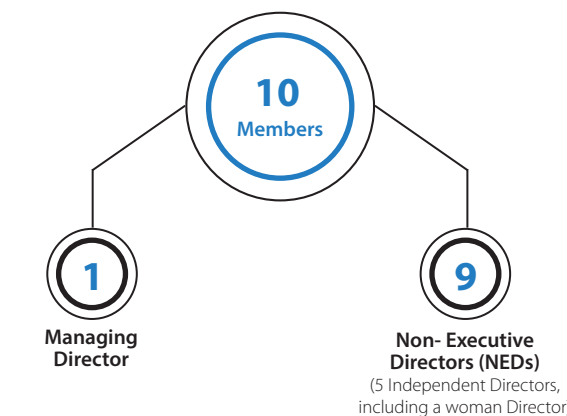
The Board of Directors exercise their fiduciary responsibilities towards all stakeholders by ensuring transparency and independence in the decision making process. The Company has adopted the Tata Business Excellence Model as a means of driving excellence and for tracking progress on long term strategic goals. The Company has also adopted the Tata Code of Conduct, which serves as a guide to each employee, including the Managing Director, on the standards of values, ethics and business principles. The Whistle Blower Policy of the Company provides a mechanism for the employees to approach the Chairman of the Audit Committee/Ethics Counsellor and disclose information that may evidence unethical or improper activity concerning the Company.



(a) Composition

The Board, as on the date of this report, comprises 10 members: 9 Non- Executive Directors (NEDs) and 1 Managing Director. Out of the 9 NEDs, 5 are Independent Directors, which includes 1 Woman Director. The Company has a Non-Executive Chairman and the number of Independent Directors is 50% of the total number of Directors. All the Directors, except the Independent Directors, are liable to retire by rotation. None of the Directors on the Board holds directorship in more than ten public companies, and none of them has attained the age of 75 years.

BOARD COMPRISES



(b) Independent Directors

All the Independent Directors of the Company have confirmed that they satisfy the criteria of Independence as indicated in the Companies Act, 2013 (the Act) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) including any statutory modification/enactments thereof. They have also confirmed their registration with the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs in compliance with the requirements of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties as Independent Directors. The Board of Directors of the Company confirm that in its opinion, the Independent Directors fulfil the conditions specified in Listing Regulations and are independent of the Management of the Company. None of the Independent Directors of the Company is a Wholtime Director of any listed company and does not serve as an Independent Director in more than 7 listed companies. The Independent Directors are appointed for a term of five years or less, subject to maximum of two terms or upto the age of retirement, whichever is earlier, as per the Retirement Age Policy adopted by the Company. The Company has issued letter of appointment/re-appointment to the Independent Directors in the manner as provided in the Act. The terms and conditions of their appointment/re-appointment have been disclosed on the website of the Company.

The Board has adopted the Governance Guidelines on Board Effectiveness, formulated by Group HR. Accordingly, the Company follows the process for evaluation of the Directors, Board as a whole and evaluation of the respective Committees, based on certain criteria and questionnaires filled in by the Directors. The Nomination and Remuneration Committee has laid down the evaluation criteria for performance evaluation of Individual Directors (including Independent Directors) which also includes the attendance of Directors, commitment/contribution at Board/Committee Meetings and guidance/support to Management outside Board/Committee Meetings. The Directors freely interact with the Management on information that may be required by them.

During 2025-26, a separate Meeting of Independent Directors of the Company was held on 12 March, 2026, inter-alia, to discuss the performance evaluation based on the self-assessment of Directors and the Board and also to assess the quality, content and timeliness of flow of information between the Management and the Board, including the quality of Board Agenda papers and Minutes. The Independent Directors at their meeting also reviewed the performance of the Chairman of the Company.

The Directors of the Company are familiarised with the Company's operations, business, industry and environment in which it functions and the regulatory environment applicable to it. The familiarisation programme for Directors has been disclosed on the website of the Company- www.voltas.in and the weblink is https://www.voltas.in/images/_ansel_image_collector/FAMILIARIZATION_PROGRAMME_FOR_INDEPENDENT_DIRECTORS_1.pdf

(c) Performance Evaluation

Pursuant to the provisions of the Act and Listing Regulations, the Board has carried out the performance evaluation of the Directors, Board as a whole and Committees.

(d) Non-Executive Directors' compensation and disclosures

Sitting fees paid to NEDs, including Independent Directors for attending Board/Committee Meetings are within the limits prescribed under the Act. Same amount of Sitting fees is paid to Independent and other NEDs. The shareholders have at the 66th Annual General Meeting (AGM) held on 21 August, 2020 passed an Ordinary Resolution and approved payment of commission to NEDs not exceeding 1% or 3% per annum of the net profits of the Company as the case may, to be calculated in accordance with the provisions of the Act for that particular year.

(e) Other provisions as to Board and Committees

During 2025-26, 5 Board Meetings were held, on the following dates and the gap between two consecutive Board Meetings did not exceed 120 days.

07 May, 2025; 26 May, 2025; 08 August, 2025; 13 November, 2025; and 29 January, 2026.

The requisite quorum was present at all the Meetings. Video conferencing facilities were used as and when required to facilitate Directors at other locations to participate at the Meetings.

The annual calendar of Board/Committee Meetings is agreed upon at the beginning of the year and Notice for Board Meetings and detailed agenda papers are circulated to all the Directors 7 days in advance for Meetings (other than if held by shorter notice) to enable them to attend

and take informed decisions at the Meetings. In case of business exigencies or urgency of matters, meetings are convened at a shorter notice or resolutions are passed by circulation.

The information as required under Regulation 17(7) of the Listing Regulations is made available to the Board. In addition, all proposals of investments, divestments and decisions in respect of properties of the Company (beyond certain threshold limits) are placed before the Board for its consideration and appropriate decision in the matter. The annual budgets - Revenue, Capital as well as the Divisional Budgets/Annual Operating Plans, including Strategic Business Plan (SBP) are presented in detail to the Directors and their valuable inputs/suggestions are taken and implemented. Similarly, actions in respect of suggestions made/decisions taken at Board/Committee Meetings are reported and reviewed regularly at subsequent Meetings by the Directors/Committee Members. Considerable time is spent by the Directors on discussions and deliberations at the Board/Committee Meetings and their active participation is reflected by the number of meetings held during the year and attended by the Directors.

No Director is a Member of more than 10 Committees and Chairperson of more than 5 Committees (Committees being Audit Committee and Stakeholders' Relationship

Committee as per Regulation 26(1) of the Listing Regulations), across all the public companies of which he/she is a Director. Necessary disclosures regarding Committee positions have been made by all the Directors.

The Board periodically reviews compliance of all laws applicable to the Company, based on a certificate given by the Managing Director.

(f) Code of Conduct

The Board has adopted the Codes for all Directors and Senior Management of the Company and the same have been posted on the website of the Company. All the Board members and Senior Management of the Company (comprising members of Voltas Leadership Team) have affirmed compliance with their respective Codes as on 31 March, 2026. A declaration to this effect, signed by the Managing Director of the Company is annexed hereto. The Independent Directors have also confirmed compliance with the Code as prescribed in Schedule IV to the Act.

The Tata Code of Conduct (TCOC), adopted by the Company, serves as the cornerstone of its governance framework and reinforces the values that define the Company's culture and identity. The TCOC lays down five core values which guide business decision and responsible business practices across all levels.



(g) Category and attendance

The category of the Directors, their attendance at Board Meetings held during the year and at the last Annual General Meeting, as also the number of Directorships and Committee Memberships held by them in other companies are given below:

Name of Directors	Category	Board Meetings Attended during 2025-26	Attendance at the last AGM held on 08 July, 2025	Number of Directorships in other public limited companies (excluding directorship in associations, private/Section 8/ foreign companies)#	Number of Committee positions held in other public companies*	
					Chairperson	Member
Mr. Noel Tata (Chairman) DIN: 00024713	Non Independent Non-Executive	5	Yes	5	--	1
Mr. Mukundan Menon C. P.* (Managing Director) DIN: 09177076	Executive Director - Managing Director	4	Yes	1	--	--
Mr. Vinayak Deshpande DIN: 00036827	Non Independent Non-Executive	3	Yes	4	3	4
Mr. Saurabh Agrawal DIN: 02144558	Non Independent Non-Executive	5	Yes	7	--	2
Mr. Arun Kumar Adhikari DIN: 00591057	Independent Non-Executive	5	Yes	5	1	6
Mr. Jayesh Tulsidas Merchant DIN: 00555052	Independent Non-Executive	4	Yes	3	3	1
Mr. Aditya Sehgal DIN: 09693332	Independent Non-Executive	5	Yes	2	--	1
Mr. Pheroze Pudumjee DIN: 00019602	Independent Non-Executive	5	Yes	1	1	1
Ms. Sonia Singh DIN: 07108778	Independent Non-Executive	5	Yes	5	2	3
Mr. Sunil D'Souza@ (DIN: 07194259)	Non Independent Non-Executive	NA	NA	1	--	1
Mr. Pradeep Bakshi** (Managing Director & CEO) DIN: 02940277	Executive Director - MD & CEO	3**	Yes	--	--	--

*Mr. Mukundan Menon C. P. was appointed as the Managing Director of the Company w.e.f. 01 September, 2025. Prior to this, he was Executive Director of the Company.

@Mr. Sunil D'Souza was appointed as a Director w.e.f 14 May, 2026.

**Mr. Pradeep Bakshi completed his tenure as Managing Director & CEO of the Company on 31 August, 2025, and three Board Meetings were held during his tenure.

*Committee positions comprise Audit Committee and Stakeholders Relationship Committee. Directorships and Committee positions are as on 31 March 2026 for all Directors except for Mr. Sunil D'Souza, whose details are as on 14 May 2026, the date of his appointment.

(h) Directorship held by Company's Directors in other listed entities

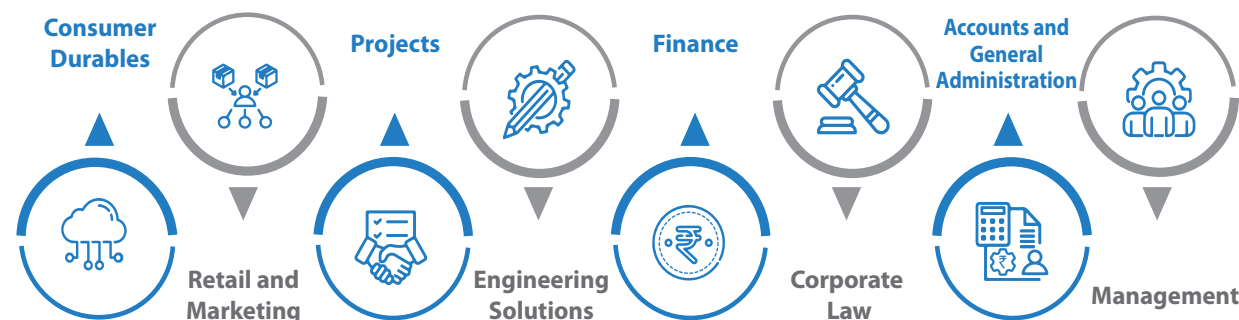
Sr. No.	Name of Directors	Name of other listed entity	Category of Directorship
1	Mr. Noel Tata	Trent Limited	Director (Chairman)
		Tata Investment Corporation Limited	Director (Chairman)
		Titan Company Limited	Director (Vice Chairman)
		Tata Steel Limited	Director (Vice Chairman)
2	Mr. Vinayak Deshpande	Kirloskar Brothers Limited	Independent Director
		Praj Industries Limited	Independent Director
3	Mr. Saurabh Agrawal	Tata Capital Limited	Director (Chairman)
		Tata Steel Limited	Director
		The Tata Power Company Limited	Director
4	Mr. Arun Kumar Adhikari	Aditya Birla Capital Limited	Independent Director
		Aditya Birla Fashion and Retail Limited	Independent Director
		Hindalco Industries Limited	Independent Director
		Aditya Birla Lifestyle Brands Limited	Independent Director
5	Mr. Jayesh Tulsidas Merchant	Trent Limited	Independent Director
		Lenskart Solutions Limited	Independent Director
		Tata Investment Corporation Limited	Independent Director
6	Mr. Aditya Sehgal	Godrej Consumer Products Limited	Independent Director
7	Mr. Pheroze Pudumjee	Thermax Limited	Director
8	Ms. Sonia Singh	Kansai Nerolac Paints Limited	Independent Director
		BASF India Limited	Independent Director
		Bharat Forge Limited	Independent Director
		Pfizer Limited	Independent Director
9.	Mr. Sunil D'Souza	Tata Consumer Products Limited	Managing Director & CEO

Notes:-

- Other directorships are as on 31 March 2026 for all Directors except for Mr. Sunil D'Souza, whose details are as on 14 May 2026, the date of his appointment.
- Mr. Mukundan Menon C.P., Managing Director of the Company, is not a Director of any other listed entity.

Matrix setting out the skill's/expertise/competence of Board of Directors

The Company has diverse businesses and is one of the largest air-conditioning companies in India and a reputed engineering solution provider specialising in project management (domestic and international). The Company has a competent Board with adequate background and knowledge of the Company's businesses - consumer durables, retail and marketing, projects, engineering solutions, finance, corporate law, accounts and general administration and management. The Board comprise Directors with diverse experience, qualifications, skill sets and gender and are aligned with the Company's overall businesses, long term strategy, including corporate ethics, values and culture. The brief profile and skill sets of the Board Members are highlighted as under:



(1) Mr. Noel Tata is a Non-Executive Chairman of the Company. Mr. Noel Tata serves as Chairman, Tata Trusts and in that capacity chairs all the Trusts that comprise the Tata Trusts.

Mr. Noel Tata has been associated with the Tata group for over 41 years and currently serves as a Director on the Board of Tata Sons as well as various Tata Group Companies, including as the Chairman of Trent Limited, Voltas Limited, Tata Investment Corporation Limited, Trent Hypermarket Private Limited, Tata International Limited and Tata International West Asia DMCC, Dubai UAE and as the Vice Chairman of Tata Steel and Titan Company Limited.

His last executive assignment was as the Managing Director of Tata International Limited where he led the growth of the Company from a turnover of USD 500 million to over USD 3 billion. Prior to Tata International, Mr. Tata served as the Managing Director of Trent Limited for more than 11 years, where he has overseen the growth of Trent across formats – from a one store operation in 1998 to over 1000 stores across formats today.

Mr. Tata graduated from Sussex University (UK) and has completed the International Executive Programme (IEP) from INSEAD.

(2) Mr. Mukundan Menon C. P., Managing Director, is a B. Tech in Mechanical Engineering, Graduate Diploma in Management, along with Executive Management programme from IIM (Indian Institute of Management) and a Leadership Excellence programme from INSEAD, France.

Mr. Mukundan has over 39 years of Management experience, leading organisations in India and Overseas. Prior to joining Voltas in 2023, he held the position of the President & Chief Operating Officer of Blue Star Limited and Director of Blue Star Climatech Limited, a wholly owned subsidiary of Blue Star. He is currently the President of "Refrigeration and Air Conditioning Manufacturing Association" (RAMA) which represents leading MNCs as well as Indian companies in this space. Mr. Menon also chairs the Confederation of Indian Industry (CII) National Committee on Consumer Electronics and Durables, and serves as Vice Chairman of the AC Exports Task Force of the Mobile and Electronic Devices Export Promotion Council (MEDEPC).

His domain expertise covers the entire spectrum of HVAC products namely - Room Air Conditioners, Commercial Air Conditioners and Commercial Refrigeration Products. Mr. Mukundan is acknowledged for his strategic understanding of the

Indian market opportunity with a very sharp focus on the Air conditioning and Refrigeration domain, access to networks and stake holders, operational experience to enter new markets and new product categories, scale up businesses with a clear long term strategic vision and exceptional short and mid-term execution capabilities. He is a dynamic mentor with exceptional People and HR skills, with specialised knowledge in areas of thought leadership and growth orientation. He combines strong proven business acumen with a sense of purpose. He has also been a speaker at various acclaimed platforms imparting his immense professional knowledge and experiences. The Company immensely benefits from his vast experience in Air conditioning and Refrigeration domain.

- (3) Mr. Vinayak Deshpande, Non-Executive Director of the Company is a graduate in Chemical Engineering (1980) from IIT, Kharagpur. He has over 42 years of work experience in different roles in diverse companies like Thermax and Tata Honeywell. Mr. Vinayak Deshpande retired as the Managing Director of Tata Projects Limited (TPL) in July 2022. During his long tenure as MD, TPL achieved all-round excellence in Industrial Infrastructure business. He was earlier the Managing Director of Tata Honeywell Limited for 5 years for its India business till 2004-05. Mr. Deshpande was conferred as the Infrastructure Person of the Year for 2016-17 by 'Construction World' and 'Construction Times' awarded him as the 'Best Infra CEO' of the year 2017. His vast knowledge and experience is beneficial for the Company's Projects business and the Company has constituted a separate Project Committee of the Board, of which Mr. Deshpande is the Chairman. Mr. Deshpande is also the Chairman of the Board and Project Committee and a member of Audit and Nomination & Remuneration Committee of Universal MEP Projects & Engineering Services Limited (UMPESL), a material wholly owned subsidiary of the Company.
- (4) Mr. Saurabh Agrawal is a Non-Executive Director of the Company. Mr. Saurabh Agrawal is the Group Chief Financial Officer of Tata Sons, the holding company of the Tata group of companies. He joined Tata Sons in June 2017.

Mr. Saurabh is the Executive Director of Tata Sons and on the board of Tata Steel, Tata Power, Voltas and Tata Digital. He chairs the Boards of Tata Capital, Tata Play, Tata AIA Life Insurance, Tata AIG General Insurance and Tata Power Renewable Energy Limited.

In his role as Group CFO, in addition to the businesses that he chairs, Mr. Saurabh is focused on driving financial performance and strategy of the group including capital allocation, investment management decisions and portfolio optimisation.

In a career spanning over 31 years, Mr. Saurabh has been the Head of Investment Banking in India for Bank of America Merrill Lynch, Head of Corporate Finance business in India and South Asia for Standard Chartered Bank and also the Head of Strategy at the Aditya Birla Group.

Mr. Saurabh completed his degree in chemical engineering from IIT Roorkee and has a postgraduate management degree from IIM Kolkata.

- (5) Mr. Arun Kumar Adhikari, Independent Director of the Company, is a B.Tech (Chemical Engineering) from the Indian Institute of Technology, Kanpur and has done his MBA from the Indian Institute of Management, Kolkata. Mr. Adhikari has also attended the Advanced Management Programme in 1997 at The Wharton School, University of Pennsylvania, USA. He joined Hindustan Unilever Limited (HUL) in 1977 and was with Unilever Group, working in India and overseas in series of senior roles across Sales, Marketing and Consumer Research till he retired in 2014. Post retirement from HUL in 2014, he worked as a Senior Advisor with McKinsey, supporting them on Marketing and Sales strategy related areas. Taking into consideration his vast knowledge and experience in Sales and Marketing, Mr. Adhikari has also been appointed as a Director of Voltbek Home Appliances Private Limited, the Company's joint venture for Consumer Durables products.
- (6) Mr. Jayesh Tulsidas Merchant, Independent Director of the Company, is a member of the Institute of Chartered Accountants of India, a member of the Institute of Company Secretaries of India, a Commerce graduate and LL.B. from Mumbai University. Mr. Merchant is an astute leader and has

worked in many leadership roles across Finance, Processes and Controls, Corporate laws, Mergers and Acquisitions, Intellectual Property Rights and General Management domains. With a proven track record of close to four decades, Mr. Merchant has held several responsible positions across reputed companies such as Asian Paints, UTV Software Communications, ION Exchange India and Castrol. Mr. Merchant retired as Chief Financial Officer, Company Secretary and President- Industrial JVs in November 2019 after a long tenure of 17 years with Asian Paints Limited. The Company immensely benefits from his vast experience in areas of Finance, Legal/Compliance and General Management.

- (7) Mr. Aditya Sehgal is an Independent Director of the Company. Mr. Aditya Sehgal is an experienced business leader creating a new entrepreneurial venture Asgard.world. He is a Non-Executive Director on the Board of JPMorgan China Growth & Income - an FTSE listed Investment trust and also serves on the Board of Godrej Consumer Products Limited. He is an active angel investor and mentors several start-ups and executives. Mr. Aditya retired in 2021 as Global President after a 27-year career with Reckitt – an FTSE 20 company which is a global leader in Health, Hygiene and Nutrition. Before being appointed as President of Reckitt, he served as the Global Chief Operating Officer of Reckitt. He has led the Reckitt businesses in many countries, including India, the USA, the UK, Europe, Africa, Latin America, Australia and others. He has a Bachelor’s Degree in Mechanical Engineering and Post Graduate Diploma in Management, Marketing from IIM, Kolkata. He is also appointed as Non-Executive Director on the Board of UMPESL, a material wholly owned subsidiary of the Company.
- (8) Mr. Pheroze Pudumjee, is an Independent Director of the Company. Mr. Pudumjee has been a Non-Executive Director of Thermax Limited since 15 January, 2001. He facilitates Thermax’s international initiatives, including the incubation and development of new businesses and relevant organizational changes. In the past, Mr. Pudumjee managed Thermax’s overseas venture

in the UK. Mr. Pudumjee was the Chairman of the Confederation of Indian Industries (CII), Pune. He was also a member of CII’s National Committee on Export and a member of the Maratha Chamber of Commerce’s International panel. He has a Master’s in Business Administration and a Diploma in Automobile Technology from Stanford University.

- (9) Ms. Sonia Singh is an Independent Director of the Company. With a career spanning 36 years, she has demonstrated leadership in creating new categories, brands, functions, and capabilities. Experienced in crafting and building brands, she brings a track record of strong delivery, and breaking paradigms to strengthen organisations. Collaborating with leadership teams, she has been guiding companies on overall growth strategy with a focus on long term shareholder value, customer centricity, branding, organisation design, culture, values, and ESG.

Ms. Singh holds Master of Business Administration from FMS Delhi and Bachelor of Arts degree in Economics. Ms. Singh began her career with Lakme, where she was responsible for building new brands and businesses in segments of Color Cosmetics/ Skin Care/Fragrances across channels. During her stint with Hindustan Unilever Limited, Ms. Singh held the position of General Manager, Marketing for the Lakme Business Unit and then later established the Marketing Academy for HUL. Ms. Singh has also consulted with various consumer marketing companies in Europe and Asia.

- (10) Mr. Sunil D’Souza is appointed as a Non-Executive Director of the Company with effect from 14 May, 2026. He is serving as the Managing Director & Chief Executive Officer of Tata Consumer Products Limited (TCPL) since April 2020. Prior to this, he held the position of Managing Director at Whirlpool India Limited for over four years and had a significant contribution in transforming the Whirlpool business in India. He has also worked with PepsiCo for almost 15 years, where he held various leadership positions, managing the commercial aspects of the company’s food and beverage portfolio, and steering the business in a large cluster of Asian countries. Mr. D’Souza started his career with Hindustan

Unilever in 1993 and has 33 years of extensive experience in the consumer products sector with a strong emphasis on strategy, growth, and execution. In addition to his current role as Managing Director & Chief Executive Officer of TCPL, he is also a Director on the Board of Tata Starbucks Limited, Tata Digital Private Limited, Capital Foods Private Limited, Organic India Private Limited and several of Tata Consumer Products’ overseas subsidiaries. Mr. D’Souza holds a degree in engineering from the University of Madras and is an alumnus of the Indian Institute of Management, Calcutta (IIM-C).

AUDIT COMMITTEE

Composition

The Board Audit Committee (BAC) comprises 3 Non-Executive Independent Directors – Mr. Jayesh Tulsidas Merchant (Chairman), Mr. Arun Kumar Adhikari and Mr. Aditya Sehgal. All members of BAC are financially literate and have relevant finance and/or audit exposure. The Managing Director, Chief Financial Officer (CFO), the Chief Internal Auditor and the Statutory Auditors attend the BAC Meetings as Invitees. The Business Heads also attend the Meetings, when required. The Cost Auditor attends the Meetings at which Cost Audit related matters are discussed. The Company Secretary acts as the Secretary and the Minutes are circulated and discussed at the Board Meetings.

Meetings and attendance

Nine Meetings of BAC were held during 2025-26 on the following dates:

22 April, 2025; 05 May, 2025; 21 July, 2025; 07 August, 2025; 15 September, 2025; 12 November, 2025; 12 January, 2026; 28 January 2026 and 12 March, 2026.

The attendance of each member of the Committee is given below:

Mr. Jayesh Tulsidas Merchant
(Chairman)



Mr. Arun Kumar Adhikari



Mr. Aditya Sehgal



No. of Meetings attended

The quorum of BAC Meetings is two Members or one third of the Members, whichever is greater. Necessary quorum was present for the Meetings of BAC. The gap between two Meetings did not exceed 120 days. Mr. Jayesh Merchant, Chairman of the Audit Committee was present at the last AGM of the Company. The Board of Directors have accepted all the recommendations made by BAC from time to time.

Terms of reference

The terms of reference, powers and role of Audit Committee are in accordance with Regulation 18(3) and Schedule II of the Listing Regulations read with Section 177(4) of the Act. The broad terms of reference/functions of BAC are as under:

- Oversight of the Company’s financial reporting process and disclosure of its financial information, to ensure that the financial statements are correct, sufficient and credible;
- Review with the Management and auditors the annual/ half yearly/quarterly financial statements and auditor’s report before submission to the Board, with particular reference to:

-

Matters required to be included in the Directors’ Responsibility Statement in the Board’s Report;

-

Disclosure under Management Discussion and Analysis of financial position and results of operations;

- Review of accounting policies, practices & standards and reasons for change, if any;
- Major accounting entries involving estimates based on exercise of judgement by Management;
- Qualifications/modified opinion in the draft audit report;
- Significant adjustments made in the financial statements arising out of audit findings;
- Compliance with listing and other legal requirements relating to financial statements;
- Disclosure of related party transactions;
- Scrutinise inter-corporate loans and investments;
- Review the statement of uses/applications of funds by major category and the statement of funds utilised for purposes other than as mentioned in the offer document/prospectus/notice and the report submitted by the monitoring agency, monitoring the utilisation of proceeds of a public or rights or private placement issue, and make appropriate recommendations to the Board;
- Approve appointment of the CFO;
- Review the disclosures received from the CEO and CFO, made in connection with the certifications as regards the Company's quarterly and annual results filed with the Stock Exchanges;
- Review analysis of the effects of alternative accounting methods on the financial statements;
- Review utilisation of loans and/or advances from/investment by the holding company in the subsidiary exceeding ₹100 crores or 10% of the asset size of the subsidiary, whichever is lower;
- Provide recommendations to the Board related to the appointment, re-appointment, remuneration and terms of appointment of the auditors of the Company;
- Review and monitor the auditor's independence and performance and effectiveness of the audit process;
- Hold timely discussions with external/statutory auditors regarding:
 - The nature, scope and staffing of Audit as well as post-Audit discussion/review for dealing with any area of concern prior to commencement of audit;
- All critical accounting policies and practices;
- Significant financial reporting issues and judgements made in connection with preparation of the Company's financial statements;
- Provide approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Review, with the external auditors, certain information relating to the auditor's judgements about the quality of the Company's accounting principles as applied to its financial reporting;
- Review and suitably reply to the report(s) forwarded by the auditors on the matters where the auditors have sufficient reasons to believe that an offence involving fraud is being or has been committed against the Company by officers or employees of the Company;
- Review the adequacy of the internal audit function, if any, including the structure of the internal audit department (including appointment of outsourced internal audit firms), staffing and seniority of the official heading the department, the reporting structure coverage and budget, scope, coverage and frequency of internal audit;
- Discuss with internal auditors (including outsourced internal audit firms) major audit observations and follow-up thereon;
- Review the appointment, removal, performance and terms of remuneration of the Chief Internal Auditor and outsourced internal audit firms;
- Review the appointment, re-appointment, removal and terms of remuneration of the cost auditor and recommend the cost audit report to the Board;
- Review with the Management, external and internal auditors and the outsourced internal audit firms, the quality, adequacy and effectiveness of the Company's internal control system and any significant deficiencies or material weakness in the internal controls;
- Review management letters/letters of internal control weaknesses issued by statutory auditors;
- Maintain an oversight of the adequacy of the whistle blowing/vigil mechanism;
- Oversee compliance with legal, SEBI and other regulatory requirements and also the Tata Code of Conduct ("TCOC") for the Company and its subsidiaries;

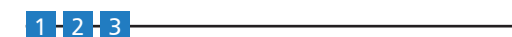
- Review the statement of significant related party transactions submitted by the Management, including the significant criteria/thresholds decided by the Management;
- Approve related party transactions, including any subsequent modifications thereto;
- Grant omnibus approval in respect of related party transactions which are of repetitive nature and in ordinary course of business upto certain threshold limits as prescribed under the Act, the Rules made thereunder and Listing Regulations;
- Review the financial statements, in particular, the investments made by the unlisted subsidiary companies;
- Perform such other activities as requested by the Board of Directors from time to time;

RISK MANAGEMENT COMMITTEE

The Risk Management Committee (RMC) comprises Mr. Jayesh Tulsidas Merchant (Chairman), Mr. Arun Kumar Adhikari and Mr. Aditya Sehgal, Non-Executive Independent Directors. During 2025-26, three Meetings were held on 02 May, 2025; 07 October, 2025 and 12 January, 2026.

The attendance of each member of the Committee is given below:

Mr. Jayesh Tulsidas Merchant
(Chairman)



Mr. Arun Kumar Adhikari



Mr. Aditya Sehgal



No. of Meetings attended 

The quorum of RMC Meetings is two Members or one third of the Members, whichever is higher and the gap between two meetings was not more than 210 days. The Company has formulated a Risk Management Policy and RMC Charter to establish an effective and integrated framework for the risk

management process. The RMC monitors and oversees the implementation of the Risk Management Policy including evaluating the adequacy of risk management systems. The RMC periodically reviews the policy, considering the changing industry dynamics and evolving complexities, if any. After discussions/deliberations and workshops at Corporate as well as Divisional level, the Company has prioritised the Risks (external as well as internal) at Enterprise (Entity) level which comprise financial, operational, sectoral, cyber security and sustainability and its mitigation measures are closely reviewed by the respective Businesses/Corporate and changes if any, along with mitigation measures are reported to the RMC. The Annual Operating Plan (AOP) of the respective Divisions factor the risks associated with the businesses and discussed at Board Meetings. The Minutes of the RMC Meetings are circulated to the Board of Directors along with Agenda for subsequent Board Meetings. The Board of Directors have accepted all the recommendations made by RMC from time to time.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee (NRC) comprises Mr. Pheroze Pudumjee, Independent Director, Chairman, Ms. Sonia Singh, Independent Director and Mr. Noel Tata, Non-Executive Director. During 2025-26, four Meetings of the NRC were held on 07 May, 2025; 22 May, 2025; 08 August, 2025 and 12 November, 2025. The attendance of each member of the Committee is given below:

Mr. Pheroze Pudumjee
(Chairman)



Mr. Noel Tata



Ms. Sonia Singh



No. of Meetings attended 

The Minutes of NRC Meetings are circulated and noted by the Directors at Board Meetings. Mr. Pheroze Pudumjee, Chairman of NRC was present at the last AGM of the Company. The quorum of NRC meeting is either two Members or one-third of the Members of the Committee, whichever is greater, including at

least one Independent Director. The Board of Directors have accepted all the recommendations made by NRC from time to time.

The broad terms of reference and responsibilities of NRC are as under:

- (i) Recommend to the Board the setup and composition of the Board and its Committees, including the formulation of the criteria for determining qualifications, positive attributes and independence of Director;
- (ii) Support the Board in matters related to the setup, review and refresh of the Committees;
- (iii) Devise a policy on Board diversity;
- (iv) Identify persons who are qualified to become Directors and who may be appointed as Key Managerial Personnel (KMPs) and Senior Management in accordance with the criteria, and recommend to the Board their appointment/re-appointment or removal;
- (v) Specify the manner and criteria for effective evaluation of performance of the Board, its Committees and individual Directors, including Independent Directors and support the Board and Independent Directors, as may be required, in the evaluation process;
- (vi) Oversee the performance review process for the KMPs and Senior Management with the view that there is an appropriate cascading of goals and targets across the Company;
- (vii) Recommend to the Board as to whether to extend or continue the term of appointment of the Independent Directors, based on the performance evaluation of the Independent Directors;
- (viii) Recommend the remuneration policy for Directors, KMPs, Senior Management and other employees;
- (ix) On annual basis, recommend to the Board, all remuneration, in whatever form, payable to the Directors, KMPs, and Senior Management of the Company, including review and recommendation of actual payment of annual and long term incentives (if any) for Managing

Director (MD)/Executive Director (ED), KMPs and Senior Management;

- (x) Review matters related to remuneration and benefits payable upon retirement and severance to MD/EDs, KMPs and Senior Management, if so applicable to the Company;
- (xi) Provide guidelines for remuneration of Directors on material subsidiaries;
- (xii) Review HR and People strategy and its alignment with the business strategy periodically or when a change is made;
- (xiii) Review the efficacy of HR practices including those for leadership development, rewards and recognition, talent management and succession planning;
- (xiv) Perform other activities as requested by the Board from time to time.

The NRC of the Company has formulated the respective criteria as stated in (i) and (v) above and also devised the Policy on Board Diversity. Based on the recommendations of NRC, the Board has adopted the Policy relating to remuneration of the Directors, KMPs and other employees.

Remuneration Policy

The Board has adopted the Remuneration Policy for Directors, KMPs and other employees as disclosed in the Directors Report and uploaded on website of the Company at https://www.voltas.in/images/_ansel_image_collector/DISCLOSURE_OF_REMUNERATION_POLICY_FOR_DIRECTORS.pdf

The key principles governing the Remuneration Policy are as under:

- (a) Sitting fees/commission to Directors may be paid within regulatory limits;
- (b) Overall remuneration should be reasonable and significant to attract, retain and motivate Directors aligned to the requirements of the Company;
- (c) Overall remuneration should be reflective of the size of the Company, complexity of the sector/industry/ Company's operation and the Company's capacity to pay the remuneration;

- (d) Overall remuneration practices should be consistent with the recognised best practices;
- (e) The NRC will recommend to the Board, the quantum of commission for each Director based on the outcome of the evaluation process which also includes attendance and time spent by the Directors for Board and Committee Meetings, individual contributions made by Directors at the Meetings and other than in Meetings.

The remuneration of the Managing Director/Executive Director is reviewed by the NRC based on certain criteria such as industry benchmarks, Company's performance and the responsibilities shouldered by them. The remuneration comprises salary, perquisites, allowances and benefits and commission or incentive remuneration. Annual salary increments and commission or incentive remuneration is decided by the NRC within the overall ceilings prescribed under the Act and in line with the terms and conditions approved by the shareholders. The recommendation of the NRC is placed before the Board for its approval. Revision in pension amounts payable to the retired Managing Directors/Executive Directors from time to time, are also reviewed by NRC and recommended to the Board for approval.

The remuneration of NEDs, by way of sitting fees and commission is decided and approved by the Board of Directors based on recommendations of the NRC.

The shareholders have at the 66th AGM held on 21 August, 2020 approved payment of commission to NEDs of a sum not exceeding 1% per annum or 3% per annum of the net profits of the Company, as the case may be calculated in accordance with the provisions of the Act for that particular financial year. The aforesaid Resolution was for financial years commencing from 01 April, 2020. Commission for 2025-26 will be distributed amongst the NEDs in accordance with the directives given by the Board. In addition to commission, the NEDs of the Company are paid sitting fees for attending Board/Committee Meetings.

Remuneration to Directors

The Directors' remuneration paid/payable and sitting fees paid in 2025-26 and their shareholding in the Company as on date are given below:

Non-Executive Directors

Name of Directors	Commission for 2025-26# (₹ in lakhs)	Sitting Fees Paid in 2025-26 (₹ in lakhs)	No. of Shares held
Mr. Noel Tata	33.00	5.50	--
Mr. Vinayak Deshpande	21.00	3.45	--
Mr. Arun Kumar Adhikari	27.00	5.95	80*
Mr. Saurabh Agrawal	--	2.50	--
Mr. Jayesh Tulsidas Merchant	30.00	5.45	450
Mr. Pheroze Pudumjee	25.00	4.60	--
Mr. Aditya Sehgal	29.00	6.10	--
Ms. Sonia Singh	20.00	4.45	--
Mr. Sunil D'Souza	N.A.	N.A.	--

#Payable in 2026-27

*Second Joint Holder

Notes:

- In accordance with internal Group guidelines, no commission is payable to Mr. Saurabh Agrawal as he is in full time employment with another Tata company.

2. The Company did not have any pecuniary relationship or transactions with the NEDs during 2025-26, except as stated above.

Executive Directors

(₹ in crores)

Name of Director	Salary	Perquisites and allowances including retiral benefits	Commission for 2025-26*	No. of shares held
Mr. Pradeep Bakshi**	0.66	4.56	1.04	Nil
Mr. Mukundan Menon C.P.	1.38	2.62	1.89	Nil

*Payable in 2026-27.

**upto 31 August, 2025

Notes:

1. As per the terms of appointment, Mr. Mukundan Menon C.P. is entitled to terminate his agreement with the Company by giving not less than six months' notice in writing to the other party or the Company paying six months remuneration in lieu of such notice. No severance fee is payable.
2. The Company has not introduced any stock options for its Directors/employees.

Directors and Officers Liability Insurance

In line with the requirements of Regulation 25(10) of the Listing Regulations, the Company has in place a Directors and Officers Liability Insurance Policy.

Retirement Policy for Directors

The Governance Guidelines on Board Effectiveness adopted by the Company provides for the retirement age of Directors. As per the Guidelines, the Managing and Executive Directors retire at the age of 65 years and Non-Independent Non Executive Directors retire at the age of 70 years. The retirement age for Independent Directors is 75 years.

Succession Planning

The Company recognizes that an effective Succession Planning is essential for ensuring leadership continuity

and long-term sustainable growth. The NRC periodically reviews the succession planning for the Board, Senior Management and key leadership positions.

SHAREHOLDERS' RELATIONSHIP COMMITTEE

The Shareholders Relationship Committee (SRC), apart from reviewing the shares related activities, also looks into the redressal of shareholder and investor complaints, compliances in respect of dividend payments and transfer of unclaimed amount to the Investor Education and Protection Fund pursuant to the provisions of Section 125 of the Act. Mr. Noel Tata is the Chairman, and Mr. Pheroze Pudumjee, Independent Director and Mr. Mukundan Menon C.P., Managing Director are Members of SRC. During 2025-26, two Meetings of SRC were held on 08 August, 2025 and 29 January, 2026 and the same were also attended by the Company Secretary.

The attendance of each member of the Committee is given below:

Mr. Noel Tata
(Chairman)



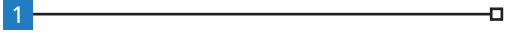
Mr. Pheroze Pudumjee



Mr. Mukundan Menon C. P.*



Mr. Pradeep Bakshi**



No. of Meetings attended

*Appointed as a Member w.e.f 01 September, 2025. One Meeting held since his appointment.

**Ceased to be a Member from 31 August, 2025. One Meeting held during his tenure.

The Minutes of the SRC Meetings are circulated and noted by the Directors at Board Meetings. The Board have accepted all the recommendations made by SRC from time to time. Mr. Noel Tata attended the last Annual General Meeting of the Company

as Chairman of SRC. In line with Listing Regulations, a charter defining the role of SRC has been formulated as under:

- (i) Resolving the grievances of the security holders, including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc;
- (ii) Review of measures taken for effective exercise of voting rights by shareholders;
- (iii) Review of adherence to the Service Standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
- (iv) Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend/annual reports/statutory notices to the shareholders of the Company;
- (v) To appoint/change the Nodal Officer and/or Deputy Nodal Officer in terms of the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

During 2025–26, the Company received 75 complaints through SEBI, Stock Exchanges, and emails, all of which were suitably dealt with. Out of 7 pending complaints, 2 complaints were replied by the RTA on its SCORES portal prior to 31 March, 2026, but were closed by SEBI after the close of the financial year. The remaining 5 complaints were received by the RTA on its SCORES portal on 28 March, 2026 (i.e. towards the end of the year). They were responded by mid-April (after due examination of the facts and correspondence with the shareholder) and closed by SEBI thereafter.

Mr. Ratnesh Rukhariyar is the Company Secretary & Compliance Officer. Mr. Ratnesh Rukhariyar liaise with SEBI and other Regulatory authorities in the matter of investors complaints and the Board has nominated him as the Compliance Officer of the Company for monitoring the share transfer process and other related matters. **He is also the Nodal Officer for IEPF matters. His e-mail id is Ratneshpr@voltas.com and his contact details are 022-66656290. The Company has also appointed Mr. Siddharth Shah, Deputy Company Secretary, as Deputy Nodal Officer of the Company. His email id is siddharthshah@voltas.com and can be contacted at 022-66656254.**

OTHER COMMITTEES

The Board has constituted certain other Committees, i.e., Corporate Social Responsibility Committee, Investment Committee, Project Committee, Safety-Health-Environment Committee, Property Committee, Board Committee, Capex Committee.

- (a) **Corporate Social Responsibility (CSR) Committee** comprises of Mr. Noel Tata, Non-Executive Director, Chairman, Mr. Mukundan Menon C. P., Managing Director and Ms. Sonia Singh, Independent Director as Members. During the year 2025-26, Mr. Mukundan Menon C. P. was appointed as Member of the Committee w.e.f 01 September, 2025 in place of Mr. Pradeep Bakshi who ceased to be Member of the Committee from that date. A CSR Policy has been formulated by the Committee, which has been approved by the Board, to undertake CSR projects/ activities. During 2025-26, three Meetings of the CSR Committee were held on 07 May, 2025; 08 August, 2025 and 29 January, 2026. The scope of the CSR Committee includes approving the budget of CSR activities, reviewing the CSR programmes, formulation of annual action plan and monitoring the CSR spends. The Board of Directors have accepted all the recommendations made by CSR Committee from time to time.
- (b) **Investment Committee** considers and takes appropriate decisions for deployment of surplus funds of the Company/investments in Mutual Funds, Bonds, NCDs and Deposits. The Company has formulated an Investment Policy in consultation with the Investment Committee, which has been approved by the Board. Mr. Mukundan Menon C. P., Managing Director, is the Chairman, Mr. Pheroze Pudumjee, Independent Director and Mr. K. V. Sridhar, Chief Financial Officer, are the Members of the Committee. Mr. Mukundan Menon C. P. was appointed as a Member of the Committee w.e.f 01 September, 2025 in place of Mr. Pradeep Bakshi who ceased to be a Member from that date. Two Meetings were held during 2025-26 on 30 September, 2025 and 13 February, 2026. Status of investments made and returns/interest earned on such investments are reported to the Investment Committee on a monthly basis and to the Board, on quarterly basis.

- (c) **Project Committee** comprising Mr. Vinayak Deshpande, Non Executive Director, Chairman and Mr. Mukundan Menon C. P., Managing Director, review and monitor the progress and execution of projects. Mr. Mukundan Menon C. P., was appointed as a Member of the Committee w.e.f 01 September, 2025 in place of Mr. Pradeep Bakshi who ceased to be a Member from that date. During 2025-26, three Meetings were held on 19 June, 2025, 16 September, 2025 and 15 December, 2025.
- (d) **Safety-Health-Environment (S-H-E) Committee** comprising Mr. Vinayak Deshpande, Non Executive Director, Chairman, Mr. Mukundan Menon C. P., Managing Director and Mr. Aditya Sehgal, Independent Director, review and monitor the Safety standards and practices followed by the Company. Mr. Mukundan Menon C. P. was appointed as a Member of the Committee w.e.f 01 September, 2025 in place of Mr. Pradeep Bakshi who ceased to be a Member from that date. During 2025-26, three Meetings of S-H-E Committee were held on 05 June, 2025; 16 September, 2025 and 15 December, 2025.
- (e) **Property Committee** overviews and monitors the immovable properties of the Company. The Committee comprises Mr. Noel Tata, Non-Executive Director, Chairman, Mr. Vinayak Deshpande, Non-Executive Director, Mr. Mukundan Menon C. P., Managing Director and Mr. K. V. Sridhar, Chief Financial Officer. Mr. Mukundan Menon C. P. was appointed as a Member of the Committee w.e.f 01 September, 2025 in place of Mr. Pradeep Bakshi who ceased to be a Member from that date. During 2025-26, four Meetings of Property Committee were held on 07 May, 2025; 01 September, 2025; 13 November, 2025; and 09 February, 2026.
- (f) **Board Committee** comprising any two Directors is authorised to approve routine matters such as opening/ closing and changes in the operation of bank accounts of the Company, to grant limited power of attorney to the officers of the Company, etc. During 2025-26, one Meeting was held on 26 August, 2025.
- (g) **Capex Committee** comprising Mr. Noel Tata, Non-Executive Director, Chairman and Mr. Vinayak Deshpande, Non-Executive Director, consider and approve the capex proposals of the Company. During 2025-26, three Meetings were held on 07 May, 2025; 01 September, 2025 and 09 February, 2026.

SUBSIDIARY COMPANIES

The Company has 11 unlisted subsidiary companies, of which three are Indian subsidiaries. The Board of Directors have adopted the Policy for determining ‘material’ subsidiaries as specified in Listing Regulations. This Policy is uploaded on the Company’s website www.voltas.in and the weblink is https://www.voltas.in/storage/_ansel_image_collector/DETERMINING_MATERIAL_SUBSIDIARY_POLICY_1.pdf

During 2025-26, Universal MEP Projects & Engineering Services Limited (UMPESL) was the material subsidiary of the Company as per Regulation 16(1)(c) of the Listing Regulations. UMPESL is a wholly owned subsidiary of the Company, incorporated in India on 27 August, 1983 under the provisions of the Companies Act, 1956. M/s S R B C & Co LLP, Chartered Accountants are the Statutory Auditors of UMPESL and were appointed by the Members of UMPESL at its Annual General Meeting held on 20 May, 2022 for a term of 5 years from the conclusion of 39th AGM till the conclusion of 44th AGM to be held in 2027, to examine and audit the accounts of UMPESL for 5 consecutive years 2022-23 to 2026-27. Mr. Aditya Sehgal, an Independent Director of the Company is on the Board of UMPESL. As per the requirements of the Listing Regulations, copy of Secretarial Audit Report of UMPESL for 2025-26 forms part of the Board’s Report. The financial statements of all subsidiary companies, including investments made, are periodically reviewed by the BAC. The financial performance, Minutes of Board Meetings of subsidiary companies and all significant transactions or arrangements entered into by the subsidiary companies are reviewed by the Board.

RELATED PARTY TRANSACTIONS

The Company has, in line with the requirements of the Listing Regulations, formulated a Policy on materiality of Related Party Transactions (RPTs) and also on dealing with RPTs. The said policy also defines the material modifications of RPTs and is uploaded on the website of the Company at www.voltas.in and the weblink is <https://www.voltas.in/storage/Investor/schedule-announcements/download/RPT-Policy-8.08.2025.pdf>

The Audit Committee had granted omnibus approval up to certain threshold limits for RPTs during 2025-26 and the actual value of transactions were reviewed on quarterly basis vis-à-vis the limits. The Company had not entered into any contract/ arrangement/transaction with related parties that could have any potential conflict with the interest of the Company. During the year under review, besides the transactions reported in the Notes to Accounts (Refer Note No. 49 of the standalone financial statements), there were no other RPTs with promoters, directors, management, joint ventures/subsidiaries, etc. All transactions with Related Parties were on arm’s length basis and in the normal course of business during 2025-26. The interest of Directors, if any, in transactions are disclosed at Board Meetings and the interested Director does not participate in the discussion or vote on such transactions.

GENERAL BODY MEETINGS

The 69th, 70th and 71st AGMs were held through video conferencing/other audio-visual means as permitted by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI). The date and time of the AGMs held during preceding three years are as given below.

Date of AGM	Time
69 AGM- 22 June, 2023	3.00 p.m.
70 AGM- 10 July, 2024	3.00 p.m.
71 AGM – 08 July, 2025	1.00 p.m.

There was no matter that required to be passed by a Special Resolution at the 69th, 70th and 71st AGM of the Company.

No Extraordinary General Meeting of Members was held during the year 2025-26.

POSTAL BALLOT

During 2025–26, the Company sought the approval of Shareholders through a postal ballot, pursuant to the Postal Ballot Notice dated 21 April, 2025, for the appointment of Ms. Sonia Singh (DIN: 07108778) as an Independent Director of the Company, by way of a Special Resolution.

The remote e-voting period for the above Postal Ballot commenced on Thursday, 24 April, 2025 (9.00 a.m.) (IST) and ended on Friday, 23 May, 2025 (5.00 p.m.) (IST).

The report on the result of the postal ballot through remote e-voting approving the aforementioned Special Resolution was provided by the Scrutiniser on Friday, 23 May, 2025. 99.30% of votes were cast in favour and 0.70% of votes were cast against the Resolution for appointment of Ms. Sonia Singh. Accordingly, the same was passed with requisite majority.

The Board of Directors had appointed Mr. Bhaskar Upadhyay (Membership No.: FCS 8663, CP No. 9625) or failing him, Mr. Bharat Upadhyay (Membership No.: FCS 5436, CP No. 4457) of M/s. N. L. Bhatia & Associates, Practising Company Secretaries, as the Scrutinisers to scrutinise the remote e-voting process in a fair and transparent manner for the said Postal Ballot activity.

Procedure for Postal Ballot:

The Postal Ballot was conducted by the Company as per the provisions of Regulation 44 of Listing Regulations, Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and General Circular Nos.14/2020 dated 08 April, 2020, 17/2020 dated 13 April, 2020 and various subsequent circulars issued, read with Circular No. 9/2024 dated 19 September, 2024 issued by MCA.

Details of Special Resolution proposed to be conducted through postal ballot:

No Special Resolutions is proposed to be passed as of the date of this Report. Further, none of the businesses proposed to be transacted at the ensuing AGM requires passing of a Special Resolution through Postal Ballot.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ REAPPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF LISTING REGULATIONS

As required under Regulation 36(3) of Listing Regulations, particulars of Directors seeking appointment/reappointment are given in the Explanatory Statement annexed to the Notice of the Seventy Second AGM to be held on 30 June, 2026.

DISCLOSURES

- A certificate from M/s. N L Bhatia & Associates, Practicing Company Secretaries, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as

Directors of the companies by SEBI, MCA or any such statutory authority is annexed as part of this Report.

- In accordance with Regulation 24A of the Listing Regulations, the Company has obtained an Annual Secretarial Compliance Report from M/s. N L Bhatia & Associates, Practising Company Secretaries, confirming compliances with all applicable SEBI Regulations, Circulars and Guidelines for the year ended 31 March, 2026.
- None of the Directors are related to each other.
- During the last three years, there were no strictures or penalties imposed by SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to capital markets.
- The Company has adopted a Whistle Blower Policy which enables the employees to report concerns about unethical behaviour, actual or suspected fraud or violation of Code of Conduct. The mechanism provides for adequate safeguards against victimisation of employees and provides direct access to the Chairman of the Board Audit Committee on concerns relating to financial accounting matters. The Whistle Blower Policy has been communicated to the employees of the Company and its functioning is reviewed by the Board Audit Committee, periodically. No Personnel has been denied access to the Audit Committee. Concerns received under the Tata Code of Conduct are reported and discussed at the Audit Committee Meetings. The Whistle Blower Policy of the Company has been disclosed on the website of the Company.
- Senior Management has made the disclosure and confirmed that they had no material financial and commercial transactions that could have a potential conflict with the interest of the Company at large.
- In the preparation of financial statements, the Company has followed the applicable Accounting Standards as prescribed by the Central Government.
- The Company did not raise funds through public/rights/preferential issues/Qualified Institutions Placement (QIP) during 2025-26. Hence, disclosure of utilisation of funds is not required.
- In line with the requirements of SEBI, Reconciliation of Share Capital Audit is carried out on a quarterly basis by a

- firm of Practicing Company Secretaries to confirm that the aggregate number of equity shares of the Company held in NSDL and CDSL and in physical form, tally with the total number of issued/paid-up, listed and admitted capital of the Company. Report issued by them is filed with Stock Exchanges on quarterly basis.
- The Managing Director and Chief Financial Officer have in accordance with Regulation 17(8) of Listing Regulations certified to the Board on matters pertaining to CEO/CFO certification. The Certificate issued by them is annexed as part of this Report.
 - The disclosure in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been made in Directors' Report.
 - During 2025-26, the Company and its subsidiaries have not made any loans and advances in the nature of loans to firms/companies during the year in which Directors are interested.
 - There are no agreements that require disclosure under clause 5A of paragraph A of Part A of Schedule III of the Listing Regulations.

Senior Management Personnel

Particulars of Senior Management Personnel (SMP) and changes since the close of previous financial year:

Details of SMP of the Company as on the date of Report are as follows:

Sr. No.	Name of SMP	Designation
1.	Mr. Mukundan Menon C.P.*	Managing Director
2.	Mr. Jayant Balan*	Head - Room Air Conditioner Business
3.	Mr. K. V. Sridhar	Chief Financial Officer
4.	Ms. Boishakhi Banerjee	Head - People & Culture
5.	Mr. Ratnesh Rukhariyar	Company Secretary & Compliance Officer
6.	Mr. Sorabh Talwar	Head - Strategy, M&A and Sustainability
7.	Mr. Jogesh K. Jaitly	Head – Sales
8.	Mr. A. R. Sureshkumar	Head – IOBG

Sr. No.	Name of SMP	Designation
9.	Mr. Rakesh Govindan*	Head - Commercial Refrigeration Business
10.	Mr. Kishore Chandrasekharan	Head - Commercial Air Conditioning Business
11.	Ms. Juhi Chaudhary	Head – Legal
12.	Mr. Amit H Jaiswal*	Chief Internal Auditor
13.	Ms. Pragya Bijalwan*	Head - Marketing & Communications

*Changes in SMP during 2025-26 and up to the date of this Report are as under:

- Mr. Mukundan Menon C. P. who was the Executive Director & Head - RAC Business, was appointed as the Managing Director of the Company w.e.f. 01 September, 2025.
- Mr. Pradeep Bakshi ceased to be Managing Director & CEO of the Company on 31 August, 2025 on account of completion of his tenure.
- Mr. Jayant Balan was appointed as the Head – Room Air Conditioner Business of the Company from 01 January, 2026.
- Mr. Rakesh Govindan was appointed as Head - Commercial Refrigeration Business of the Company effective 12 May, 2025.
- Mr. Amit Jaiswal was appointed as the Head - Internal Audit from 08 December, 2025 and as the Chief Internal Auditor (CIA) of the Company from 29 January, 2026.
- Ms. Vijayalakshmi Suresh had resigned as the Chief Internal Auditor of the Company and ceased to be SMP from 29 January, 2026.
- Mr. Gyan Shanker Pandey, Head – Digital, had resigned and was relieved from the services of the Company from 13 February, 2026.
- Ms. Pragya Bijalwan, Head – Marketing & Communications of the Company was inducted into the Senior Leadership Team with effect from 06 April, 2026, and accordingly had become a SMP of the Company from the said date.

SMPs of Subsidiaries/Joint Venture

Sr. No.	Name of SMP	Designation
1.	Mr. Dharmendra Pratap Singh	Executive Director & CEO, Universal MEP Projects & Engineering Services Limited (UMPESL)
2.	Mr. Sharad Thussu	Head – Mining & Construction Equipement, UMPESL
3.	Mr. Pradip Roy	Head – Textile Machinery Division, UMPESL
4.	Mr. Nirpesh Agrawal	CEO – Voltbek Home Appliances Private Limited

Credit Rating:

The Company has Credit Rating from ICRA Limited (ICRA) for its ₹4000 crores Credit Limits. During the year 2025-26, ICRA has reaffirmed/assigned ratings to the Company as follows: (i) AA+(Stable)/A1+ (Reaffirmed and assigned for enhanced amount) for Long-term/short term fund-based and non-fund-based limits aggregating ₹3,066.15 crores (including ₹400 crores enhanced amount); (ii) AA+(Stable)/A1+ (Reaffirmed and assigned for enhanced amount) for Long-term/Short-term Unallocated credit limits aggregating ₹433.85 crores (including ₹100 crores enhanced amount) (iii) AA+(Stable) (Reaffirmed) for Long-term fund-based term loan of ₹500 crores.

Consolidated payment to Statutory Auditors

During 2025-26, ₹4.25 crores was paid on consolidated basis to Statutory Auditors of the Company and all entities in the network firm/network entity of which the Statutory Auditors forms part, towards services rendered by them, as under:

(₹ in crores)

Sr. No.	Particulars	By Company	By Subsidiaries	Total
(1).	Statutory Audit fees including tax audit fees	2.63	1.13	3.76
(2)	Other services	0.29	0.11	0.40
(3)	Reimbursement of expenses	0.07	0.02	0.09
	Total	2.99	1.26	4.25

Compliances

- The Company has complied with Corporate Governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46, read with para C, D and E of Schedule V of Listing Regulations, as applicable.
- As specified in Regulation 46(1) of the Listing Regulations, the Company has a functional website www.voltas.in and all the information stipulated in Regulation 46(2) is disseminated under a separate 'Investor' section on the website of the Company from time to time, as applicable.
- The status of compliance with the non-mandatory requirements are as under:
- The financial statements of the Company are with unmodified opinion.
 - The Chairman of the Board is a Non-Executive Director, and his position is separate from that of the Chief Executive Officer.

Commodity price risk or foreign exchange risk and hedging activities

The Company has a well defined Foreign Exchange risk policy through which it manages foreign currency exposure. The policy defines a framework on the minimum exposure the Company needs to hedge at any point of time. Further coverage is done through a layered hedging model, based on currency volatility and other macro economic factors which are evaluated on a regular basis. . The Company uses foreign exchange forward and options contracts to hedge forex exposures. The hedging strategy is to gear towards managing currency fluctuation risk, while complying with the applicable guidelines, rules, regulations and other statutory compliances. The Company does not use foreign exchange forward and options contracts for trading or speculative purposes. Forward and options contracts are fair valued at each reporting date, with the resultant gain or loss recognized in P&L. For details in foreign currency risks, please refer the notes to the financial statements. The Company manages commodity risk more through natural hedge options - supplier contacts and inventory holding. The Company is in the process of formulating a Commodity risk policy to actively hedge through futures. Disclosure pursuant to the relevant SEBI circular in this regard, is as below:

Name	Exposure in INR towards the particular commodity (₹ in crores)	Exposure in Quantity terms towards the particular commodity (MT)	% of such exposure hedged through commodity derivatives				
			Domestic Market		International market		Total
			OTC	Exchange	OTC	Exchange	
Copper	807.26	7,700.919	--	--	--	--	--
Aluminium	226.66	5,691.331	--	--	--	--	--

- The Internal Auditor reports to the Audit Committee.
- All Independent Directors attended the Independent Directors' Meeting held on 12 March, 2026. The Company shall endeavor to hold two meetings of the Independent Directors in 2026-27,
- The Company has not adopted the discretionary requirements in regard to maintenance of Non-Executive Chairman's office and sending half-yearly financial results to the shareholders at their residence. However, the Company has started sending quarterly financial results through email to shareholders whose email IDs are registered with the Company/Depositories/RTA.

Dividend Distribution Policy

The Company has formulated Dividend Distribution Policy which is available on the website of the Company at www.voltas.in and the weblink has been provided in the Board's Report.

MEANS OF COMMUNICATION

- The quarterly, half-yearly and annual financial results are published in widely circulated newspapers: Business Standard in English; Sakaal in Marathi and also displayed on the website of the Company at <https://www.voltas.in/investors/disclosure-under-regulation-46-lodr/items-published-in-the-newspaper> and at <https://www.voltas.in/investors/disclosure-under-regulation-46-lodr/financial-information> soon after its submission to the Stock Exchanges. Additionally, the Company has started sending its quarterly results through email to the shareholders whose email addresses are registered with the Company/Depository/RTA.
- Shareholding Pattern, Corporate Governance Report, Statements of Investor Grievances, Reconciliation of Share Capital Audit Report, Financial Results and other event-based compliances are uploaded in the prescribed format, on NEAPS and Listing Centre maintained by NSE and BSE, respectively.
- The financial results, official news releases and presentations, conference calls with the institutional investors or with the analysts are displayed on the Company's website <https://www.voltas.in/investors/disclosure-under-regulation-46-lodr/>. Copies of Press Release are filed with the Stock Exchanges.
- The Company's website contains information on Voltas' Management, Vision, Mission, various Policies and Corporate Sustainability. The section on 'Investors' provides financial results, annual reports, shareholding pattern and announcements submitted to the Stock Exchanges. The intimation of schedule of Analysts Meet, the presentations, recordings and transcripts of conference call on Financial Results are uploaded on Stock Exchanges as well as website of the Company. The section on 'News Room' includes all major Press Releases.
- The Company also utilizes social media platforms to educate shareholders and also provide updates on its activities through these platforms.

GENERAL SHAREHOLDERS' INFORMATION

AGM: Date, time and venue	Tuesday, 30 June, 2026 at 3:00 p.m.		
	By Video Conferencing or Other Audio-Visual Means		
Financial Calendar	(a)	01 April to 31 March	
	(b)	First Quarter Results	
		By 14 August, 2026	
	(c)	Second Quarter Results	
		By 14 November, 2026	
	(d)	Third Quarter Results	
		By 14 February, 2027	
	(e)	Results for the year ending 31 March, 2027	
		By 30 May, 2027	

- Record Date

: Friday, 12 June, 2026
- Dividend Payment date

: Dividend, if declared would be paid on or after 3 July, 2026.
- Listing on Stock Exchange

-

BSE Limited (BSE)

P.J. Towers, Dalal Street, Mumbai 400 001

-

National Stock Exchange of India Limited (NSE)

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex,

Bandra East, Mumbai 400 051

The Company has paid the listing to BSE and NSE for the year 2026-27.

- ISIN for NSDL/CDSL: INE226A01021

Distribution of shareholding as on 31 March, 2026

No. of equity shares held	No. of Shareholders	No. of Shares held	% of Issued Share Capital
Up to 5,000	2,64,009	2,65,80,100	8.03
5,001 to 10,000	643	45,60,693	1.38
10,001 to 20,000	311	43,64,661	1.32
20,001 to 30,000	112	27,44,113	0.83
30,001 to 40,000	53	18,42,728	0.56
40,001 to 50,000	34	15,47,412	0.47
50,001 to 1,00,000	83	58,73,094	1.77
1,00,001 and above	230	28,33,71,939	85.64
Total	2,65,475	33,08,84,740	100
Physical Mode	4,782	29,89,215	0.90
Electronic Mode:			
- NSDL	90,438	31,57,96,522	95.44
- CDSL	1,70,255	1,20,99,003	3.66

Shareholding Pattern as on 31 March, 2026

Category	No. of Shares held	% of Issued Share Capital
Promoters (Tata Group Companies)	10,02,53,480	30.30
Mutual Funds and UTI	4,86,58,733	14.70
Foreign Portfolio Investors	6,10,32,968	18.44
Insurance Companies	5,58,46,468	16.88
Bodies Corporate	7,96,865	0.24
Alternate Investment Funds	37,46,766	1.13
Non-Resident Indians	21,17,065	0.64
Investor Education and Protection Fund Authority	28,77,492	0.87
Central Government Corporations, Banks/NBFCs	2,71,515	0.08
Foreign Nationals	3433	0.01
Public/Individuals/Others	5,52,79,955	16.71
Total	33,08,84,740	100.00

Shareholders holding more than 1% Equity Shares of the Company as on 31 March, 2026

Name of Shareholder	No. of Shares held	% of Issued Share Capital
Tata Sons Private Limited	8,81,31,780	26.64
Life Insurance Corporation of India	2,63,73,843	7.97
NPS Trust- A/C Pension Fund Schemes	1,81,76,899	5.49
Nippon Life India Mutual Fund (Various Accounts)	1,67,92,586	5.08
Tata Investment Corporation Ltd	99,62,330	3.01
SBI Life Insurance Co. Ltd	98,58,552	2.98
Kotak Mutal Fund (Various Accounts)	66,61,367	2.01
Tata AIA Life Insurance Co Ltd	59,43,511	1.80
HDFC Life Insurance Company Limited	51,44,776	1.55
SBI Mutual Fund (Various Accounts)	47,66,363	1.44
DSP Mutual Fund (Various Accounts)	38,23,882	1.16
Mirae Asset Mutual Fund (Various Accounts)	37,18,040	1.12
Vanguard Total International Stock Index Fund	33,75,197	1.02

- Registrar & Transfer Agent:

MUFG Intime India Private Limited

(Formerly known as Link Intime India Private Limited)

Unit: Voltas Limited

C-101, 1st Floor, Embassy 247, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai 400083.

Tel: +91 810 811 8484

Fax: 022-6656 8494

E-mail: investor.helpdesk@in.mpms.mufg.com

Website: <https://in.mpms.mufg.com/>

Link to raise service requests/queries: https://web.in.mpms.mufg.com/helpdesk/Service_Request.html
- Share Transfer System

The transmission cases and demat requests are processed and approved by the Share Transfer Board Committee on a periodic basis, which are reported at the subsequent Board Meetings
- Dematerialisation of shares and liquidity.

99.10% of the share capital has been dematerialised as on 31 March, 2026.
- Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity

The Company has not issued GDRs/ADRs/Warrants or any Convertible instruments.

- Plant locations

: The Company's manufacturing activities are located at:

(i) Plot No.1-5, Sector 8, I.I.E. Pantnagar Industrial Area, Dist. Udham Singh Nagar. Rudrapur, Uttarakhand, 263 153. (Commercial Refrigeration Plant)

(ii) Plot No 1, Sector-10, Pantnagar Industrial Area, Dist. Udham Singh Nagar Rudrapur, Uttarakhand, 263 153. (Room Air Conditioner Plant)

(iii) Plot No. 1/A, 1/B, 1/C & 1/D, Siddhi Industrial Infrastructure Park, Waghodia 391760, Vadodara, Gujarat. (Commercial Refrigeration and Commercial Air Conditioning Plants)

(iv) Survey No. 213, SIPCOT Manallur Industrial Park - Phase II, Soorapundi & Vaniyamalli village, Madharapakkam, Gummidipoondi Taluk, Thiruvallur District, 601202, TamilNadu. (Room Air Conditioner Plant)
- Addresses for correspondence

All correspondence relating to shares should be addressed to MUGF Intime India Private Limited, the Company's Registrar & Transfer Agent at the address mentioned aforesaid. Shareholders holding shares in electronic mode should address their correspondence to the respective Depository Participants.

• **Unclaimed Dividends**

Pursuant to Section 125 of the Act, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of its transfer to the Unpaid Dividend Account of the Company is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. Shareholders are advised to claim the un-cashed dividends lying in the unpaid dividend accounts of the Company before the due date. Given below are the dates of declaration of dividend and due dates for claiming dividend.

Date of declaration of dividend	Dividend for the year	Due for transfer to the IEPF	Amount lying in unpaid dividend Accounts as on 31 March, 2026 ₹ in crores
09 August, 2019	2018-19	09 September, 2026	0.90
21 August, 2020	2019-20	21 September, 2027	0.76
27 August, 2021	2020-21	27 September, 2028	0.75
24 June, 2022	2021-22	24 July, 2029	0.81
22 June, 2023	2022-23	22 July, 2030	0.68
10 July, 2024	2023-24	13 August, 2031	1.44
08 July, 2025	2024-25	11 August, 2032	1.81

Pursuant to Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time), the Equity Shares of the Company in respect of which dividend has remained unclaimed or unpaid for seven consecutive years or more are required to be transferred by the Company to IEPF Authority. Accordingly, the Company had during 2025-26, transferred 1,07,316 shares (physical) and 17,364 shares (held in demat) along with dividend of ₹ 98.15 lakhs to IEPF Authority in respect of dividend declared by the Company for 2017-18.

The Company had sent individual notice to all the concerned shareholders whose shares were due to be transferred to the IEPF Authority and had also published notice in newspapers in this regard. The Company has uploaded the details of such shareholders on its website www.voltas.in and website of IEPF Authority www.iepf.gov.in. The concerned shareholders may note that the shares so transferred to IEPF Account, including all benefits accruing on such shares, if any, can be claimed by them only from IEPF Authority by following the prescribed procedure. In accordance with IEPF Rules, the Board has appointed Mr. Ratnesh Rukhariyar as Nodal Officer of the Company and Mr. Siddharth Shah as Deputy Nodal Officer of the Company. The details of Nodal Officer and Deputy Nodal Officer are available on the website of the Company.

The Investor Education and Protection Fund Authority (IEPFA) launched a 100 Days' Campaign titled "Saksham Niveshak" from 28 July 2025 to 06 November 2025, targeting shareholders whose dividends had remained unpaid or unclaimed. IEPFA has re-launched the Saksham Niveshak Campaign in April, 2026. In accordance with the directions issued under the campaign, the Company undertook multiple investor outreach initiatives, including publication of newspaper advertisement(s), dissemination of notices through social media platforms such as LinkedIn, Facebook, X and Instagram, sending emails to shareholders whose email IDs were registered, and dispatch of letters to those shareholders whose email IDs were not registered, urging them to update their Know Your Client (KYC) details and claim their unpaid dividends to avoid transfer of their shares and/ or dividends to the IEPF. The Company continues to undertake appropriate investor communication and outreach measures to encourage shareholders to update their KYC and claim their unpaid/unclaimed dividends under the Saksham Niveshak Campaign.

• **Transfer of Shares and Shares in the Suspense Escrow Demat Account**

1. As prescribed by SEBI, all investor service requests are processed only in dematerialised form. In line with the earlier regulatory framework, the RTA was issuing Letters of Confirmation (LOC) to applicants

upon processing their service requests. Such LOCs were required to be submitted by them to the respective Depository Participants within 120 days for credit of shares in their demat accounts. In cases where the LOCs were not submitted within the stipulated period, the Company credited the shares to its Suspense Escrow Demat Account (SEDA) maintained for this purpose. As at 31 March 2026, 4,850 shares were lying in SEDA as against 5,520 shares as at 1 April 2025 (during FY 2025–26, 5,090 shares were credited to SEDA, while 5,760 shares were released therefrom).

2. With a view to simplifying the process for credit of securities, SEBI has recently dispensed with the requirement of issuing LOCs. Accordingly, upon processing the service requests, the RTA now credits the shares directly to the investors' demat accounts. LOCs issued earlier shall, however, remain valid and may be submitted by investors to their Depository Participants within 120 days from the date of issuance for dematerialisation.
3. Transfer of securities in physical form was discontinued effective 01 April, 2019. However, SEBI has from time to time allowed re-lodgement of transfer deeds (i.e. deeds submitted before deadline but returned/rejected, could be re-lodged). Last such re-lodgement was allowed from 07 July, 2025 to 06 January, 2026. Noting that many investors who purchased physical securities before 01 April, 2019, had still not lodged/relogged the transfer deeds, SEBI vide Circular dated 30 January, 2026, instructed Companies to again re-open a special window from 05 February, 2026 to 04 February, 2027. Hence all shareholders are hereby informed that a special window has been re-opened for the said period to facilitate lodgement/re-lodgement of transfer requests of physical shares, which were sold/purchased prior to 01 April, 2019. The said SEBI Circular is available on the website of the Company <https://www.voltas.in/storage/Investor/schedule-announcements/download/Special-Window-for-Transfer-and-Dematerialisation-of-Physical-Securities.pdf>.

4. In order to eliminate the risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company by sending an email at shareservices@voltas.com or to the Company's Registrar & Transfer Agent, MUFG Intime India Private Limited at the contact details given above for any assistance in this regard.
5. Members holding shares in physical form in more than one folio, with identical order of names, are requested to submit to the Company or the RTA details of all such folios along with the relevant share certificates for consolidation of their holdings into a single folio. Upon receipt of the requisite documents and completion of due diligence by the RTA, the consolidated shares shall be directly credited to the shareholder's demat account. This consolidation would also result in cost savings, as dematerialisation charges are levied on a per-certificate basis.

- **Dematerialisation of Shares**

Members presently holding shares in physical form are requested to convert their physical holding into demat holding.

- **Nomination facility**

As per the provisions of the Act and applicable SEBI requirements, Members holding shares in physical form may file nomination/make changes to their nomination details/opt out of nomination in the prescribed Form SH-13/Form SH-14/Form ISR-3 with the Registrar & Transfer Agent. The relevant forms are available at the Company's website at <https://www.voltas.in/investors/kyc-forms-physical-shareholder>. In respect of shares held in dematerialised form, the nomination forms may be filed with the respective DPs. Nomination would help the nominees to get the shares transmitted in their favour in a smooth manner without much documentation/legal requirements.

- **Common and Simplified Norms for updation of PAN and Know Your Customer (KYC) details**

SEBI has introduced common and simplified norms for furnishing PAN (Aadhar linked, if applicable), KYC (postal address with PIN code, mobile number, bank account details and specimen signature) and Choice of Nomination. As per SEBI, the Registrar & Transfer Agents (RTAs) cannot process any service requests or complaints received from the holder(s)/claimant(s), till PAN and KYC documents/details are updated.

Members holding shares in physical form are once again requested to update their PAN and KYC details. Members can download forms to make their service request with RTA from link <https://www.voltas.in/investors/kyc-forms-physical-shareholder> or <https://web.in.mpms.mufig.com/KYC-downloads.html>

- (a) Form ISR-1: PAN and KYC details;
- (b) Form ISR-1/ISR-2: Updation of signature;
- (c) Form ISR-3: Declaration for opting out of Nomination;
- (d) Form SH-13: Nomination Form;
- (e) Form SH-14: Cancellation/variation of Nomination;

For assistance in this regard, Members may contact the Company's RTA.

The Company has been sending individual letters/emails to the Members holding shares of the Company in physical form for furnishing the PAN, KYC and Choice of Nomination. In view of the aforesaid requirement and to eliminate all risks associated with physical shares and for ease of portfolio management, Members are encouraged to consider converting their holdings to dematerialised form.

- **Payment of dividend through Electronic Clearing System or any other means in a timely manner:**

Shares held in physical form: SEBI had mandated that, with effect from 01 April, 2024, payment of dividend shall be made only through electronic mode. SEBI had also mandated that those Members who do not have PAN and

KYC details updated in their folios, shall be paid dividend electronically only after the said details are furnished by them. Members are therefore requested to update the aforesaid details with the Company/RTA for receiving dividends from the Company.

Shares held in electronic form: Members may please note that their bank account details as furnished by the respective Depositories will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective DPs.

In view of the above, the Company has withheld the dividend of the shareholders whose bank details are not updated with the Company/Depository and the same shall be paid after updation of Bank details.

- **Receipt of Balance Sheet/other documents through Electronic mode**

As servicing of documents to Members, including Notice of Annual General Meeting, Balance Sheet, Statement of Profit and Loss, etc. is permitted through electronic mail, the Company will send the Annual Report and other documents in electronic form to those Members whose e-mail addresses are registered with the Company's Registrar & Transfer Agent or made available by the Depositories.

Company shall also send a Letter containing weblink of the Company's website, where the Notice and Annual Report are available, to those Members whose e-mail addresses are not registered, in terms of Regulation 36(1)(b) of the SEBI Listing Regulations.

DECLARATION BY THE MANAGING DIRECTOR ON COMPLIANCE WITH THE CODE OF CONDUCT

I hereby declare that all the Directors and Senior Management personnel have as on 31 March, 2026 affirmed compliance of their respective Codes of Conduct adopted by the Company and confirmation to that effect has been given by each of them

Place: Mumbai,
Date: 14 May, 2026

Mukundan Menon C. P.
Managing Director
(DIN: 09177076)

CERTIFICATION BY MD AND CFO

(Pursuant to Regulation 17(8) read with Part B of Schedule II and Regulation 33 of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

13 May, 2026

The Board of Directors Voltas Limited
Mumbai

Dear Sirs,

We, Mukundan Menon C.P, Managing Director and K.V. Sridhar, Chief Financial Officer, of the Company, do hereby jointly certify the following: -

(a)

We have reviewed the financial statements and the cash flow statement for the year ended 31 March, 2026 and that to the best of our knowledge and belief:

(i)

these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading:

(ii)

these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b)

There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31 March, 2026 which are fraudulent, illegal or violative of the Company's code of conduct.

(c)

We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d)

We have indicated to the Auditors and the Audit Committee about:

(i)

Significant changes, if any, in internal control over financial reporting during the year;

(ii)

Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(iii)

Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

K.V. Sridhar
Chief Financial Officer

Mukundan Menon C. P.
Managing Director
DIN: 09177076

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
VOLTAS LIMITED

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Voltas Limited (CIN: L29308MH1954PLC009371) and having its Registered Office at Voltas House 'A', Dr. Babasaheb Ambedkar Road, Chinchpokli, Mumbai 400033 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications [including Director Identification Number (DIN) status on the portal www.mca.gov.in] as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that for the financial year ended 31 March, 2026, none of the Directors on the Board of the Company as stated below have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Directors	DIN	Date of original appointment
1.	Mr. Noel Tata	00024713	27 January, 2003
2.	Mr. Pradeep Bakshi*	02940277	01 September, 2017
3.	Mr. Mukundan Menon C P**	09177076	10 July, 2023
4.	Mr. Vinayak Deshpande	00036827	14 February, 2012
5.	Mr. Arun Kumar Adhikari	00591057	08 June, 2017
6.	Mr. Saurabh Mahesh Agrawal	02144558	21 January, 2021
7.	Mr. Jayesh Tulsidas Merchant	00555052	30 January, 2024
8.	Mr. Aditya Sehgal	09693332	30 August, 2024
9.	Mr. Pheroze Pudumjee	00019602	30 August, 2024
10.	Ms. Sonia Singh	07108778	07 March, 2025

*Mr. Pradeep Bakshi ceased to be the Managing Director and CEO from 01 September 2025, upon completion of his term on 31 August 2025.

**Mr. Mukundan Menon C P who was serving as Executive Director of the Company from 10 July, 2023 was appointed as the Managing Director effective from 01 September, 2025.

212Annual Report 2025-26

Voltas Limited213

Ensuring the eligibility of the appointment/continuity of every Director on the Board is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these, based on our verification.

This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **M/s. N L Bhatia & Associates**
Practising Company Secretaries
UIN: P1996MH055800
PR No.: 6392/2025

Bhaskar Upadhyay
Partner
FCS No. 8663
COP No. 9625
UDIN: F008663H000360487

Date: 14 May, 2026
Place: Mumbai

INDEPENDENT AUDITOR’S REPORT ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE AS PER PROVISIONS OF CHAPTER IV OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED

The Members of Voltas Limited

1. The Corporate Governance Report prepared by Voltas Limited (hereinafter the “Company”), contains details as specified in regulations 17 to 27, clauses (b) to (i) and (t) of sub – regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“the Listing Regulations”) (‘Applicable criteria’) for the year ended March 31, 2026 as required by the Company for annual submission to the Stock exchange.

Management’s Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor’s Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether, the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India (“ICAI”). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditor’s judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of procedures performed include:
- i. Read and understood the information prepared by the Company and included in its Corporate Governance Report;
 - ii. Obtained and verified that the composition of the Board of Directors with respect to executive and non-executive directors has been met throughout the reporting period;
 - iii. Obtained and read the Register of Directors as on March 31, 2026 and verified that atleast one independent woman director was on the Board of Directors throughout the year;
 - iv. Obtained and read the minutes of the following committee meetings / other meetings held between April 01, 2025 to March 31, 2026:
 - (a) Board of Directors;
 - (b) Audit Committee;
 - (c) Annual General Meeting (AGM);
 - (d) Nomination and Remuneration Committee;
 - (e) Shareholders Relationship Committee;
 - (f) Risk Management Committee
 - v. Obtained necessary declarations from the directors of the Company.
 - vi. Obtained and read the policy adopted by the Company for related party transactions.
 - vii. Obtained the schedule of related party transactions during the year and balances at the year end. Obtained and read the minutes of the audit committee meeting where in such related party transactions have been pre-approved by the audit committee.
 - viii. Performed necessary inquiries with the management and also obtained necessary specific representations from management.
8. The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. Based on the procedures performed by us, as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations, as applicable for the year ended March 31, 2026, referred to in paragraph 4 above.

Other matters and Restriction on Use

10. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
11. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per **Vikram Mehta**
Partner
Membership Number: 105938
UDIN: 26105938CZQHSZ9692
Place: Mumbai
Date: May 14, 2026

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L29308MH1954PLC009371
2.	Name of the Listed Entity	Voltas Limited
3.	Year of incorporation	06 September, 1954
4.	Registered office address	Voltas House 'A', Dr. Babasaheb Ambedkar Road, Chinchpokli, Mumbai 400 033
5.	Corporate address	Voltas House 'A', Dr. Babasaheb Ambedkar Road, Chinchpokli, Mumbai 400 033
6.	E-mail	ratneshpr@voltas.com
7.	Telephone	022 - 66656666
8.	Website	www.voltas.in
9.	Financial year for which reporting is being done	2025-26
10.	Name of the Stock Exchange(s) where shares are listed	National Stock Exchange of India Limited (NSE) and BSE Limited (BSE)
11.	Paid-up Capital	₹ 33.08 crores
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Ms. Astrid Dias, 022 – 66656666, astriddias@voltas.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together)	Standalone basis
14.	Name of assurance provider	TUV India Pvt Ltd
15.	Type of assurance obtained	Reasonable Assurance

II. Products/services

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Unitary Cooling Products	Room Air conditioners, Air Coolers, Commercial Refrigeration products, and Commercial Air Conditioners	91.28%
2	Electro-Mechanical Projects and Services	Mechanical, Electrical, Plumbing, and Water projects	8.72%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Unitary Cooling Products	281901/281902/275002/275003	91.28%
2	Electro-Mechanical Projects and Services	432199/432299	8.72%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	5	37	42
International	Nil	6	6

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	28 States, 8 UTs
International (No. of Countries)	18

b. What is the contribution of exports as a percentage of the total turnover of the entity?

0.27%

c. A brief on types of customers

The main end users of Voltas products and services are households, commercial and industrial establishments, and government institutions. The Company also provides retrofits in existing equipment for consumers that enable energy efficiency and utilise waste heat, thus reducing energy consumption. The Company also executes MEP projects in the Middle East and in the Kingdom of Saudi Arabia.

IV. EMPLOYEES

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
1	Permanent (D)	1,847	1,690	91.50%	157	8.50%
2	Other than Permanent (E)	7,647	7,061	92.34%	586	7.66%
3	Total employees (D + E)	9,494	8,751	92.17%	743	7.83%
WORKERS						
4	Permanent (F)	117	113	96.58%	4	3.42%
5	Other than Permanent (G)	6,761	5,249	77.64%	1,512	22.36%
6	Total workers (F + G)	6,878	5,362	77.96%	1,516	22.04%

b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES						
1	Permanent (D)	1	-	-	1	100%
2	Other than Permanent (E)	1	1	100%	-	-
3	Total employees (D + E)	2	1	50%	1	50%

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED WORKERS						
4	Permanent (F)	-	-	-	-	-
5	Other than Permanent (G)	1	1	100%	-	-
6	Total workers (F + G)	1	1	100%	-	-

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	9*	1	11.11%
Key Management Personnel	3**	-	-

*As on 31 March, 2026. Includes Managing Director, who is also Key Management Personnel.

** Managing Director; CFO; and Company Secretary.

22. Turnover rate for permanent employees and workers

	2025-26			2024-25			2023-24		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	18.79%	14.13%	18.43%	20.15%	20.66%	20.40%	19.78%	20.41%	19.80%
Permanent Workers	8.61%	-	8.63%	6.41%	-	6.41%	-	-	-

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Universal MEP Projects & Engineering Services Limited (UMPESL)	Subsidiary	100%	Yes
2	Voltas Components Private Limited (formerly Hi-Volt Enterprises Private Limited)	Subsidiary	100%	No
3	Voltas Social Development Foundation	Subsidiary	100%	No
4	Voltas Netherlands B.V. (VNBV)	Subsidiary	100%	No
5	Universal MEP Projects Pte Limited (UMPPL)	Subsidiary	100%	No
6	Weathermaker FZE (WMF)	Subsidiary	100%	No
7	Saudi Ensas Company for Engineering Services	Subsidiary	100%	No
8	Universal Lalbuksh Engineering Services & Trading LLC (formerly Lalbuksh Voltas Engineering Services & Trading LLC)	Subsidiary	60%	No

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
9	Universal Oman SPC (Formerly Voltas Oman SPC)	Subsidiary	100%	No
10	Universal MEP Contracting Services and Trading WLL (formerly Voltas Qatar WLL)	Subsidiary*	49%	No
11	Universal MEP Contracting LLC	Subsidiary	100%	No
12	Voltbek Home Appliances Private Limited	Joint Venture	49%	Yes
13	Universal Voltas LLC	Joint Venture	49%	No
14	Olayan Voltas Contracting Company Limited	Joint Venture	50%	No
15	Naba Diganta Water Management Limited	Associate	26%	No
16	Brihat Trading Private Limited	Associate	33.23%	No

*Due to control on composition of Board of Directors

VI. CSR DETAILS

24.
- a.

Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes
- b.

Turnover (in ₹): ₹ 10,537.58 crores
- c.

Net worth (in ₹): ₹ 7,189.46 crores

VII. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	2025-26			2024-25		
	(If yes, then provide web-link for grievance redress policy)	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes https://www.voltas.in/images/_ansel_image_collector/CSR_Policy_%28Revised%29_11102021.pdf	Nil	Nil	-	Nil	Nil	-
Investors (other than shareholders)	Yes, https://www.voltas.in/investors/financial-snapshot	Nil	Nil	-	Nil	Nil	-

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	2025-26			2024-25		
	(If yes, then provide web-link for grievance redress policy)	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Shareholders	Yes, https://www.voltas.in/investors/financial-snapshot/	75	7	Resolved subsequently	32	2	Resolved subsequently
Employees and workers	Yes https://www.tata.com/content/dam/tata/pdf/Tata%20Code%20Of%20Conduct.pdf	24	7	Resolved subsequently	21	5	Resolved subsequently
Customers	Yes https://www.voltas.in/contact/	56.29 lakhs	0.38 lakh	Received in Service Request (SR)	88.71 lakhs	0.79 lakh	Received in Service Request (SR)
Value Chain Partners	Yes* https://voltas.integritymatters.in/cases/case_instructions?locale=en https://www.tata.com/content/dam/tata/pdf/Tata%20Code%20Of%20Conduct.pdf https://www.voltas.in/images/_ansel_image_collector/Model_Responsible_Value_Chain_Partner_Code_of_Conduct-Voltas.pdf	7	2	Resolved subsequently	8	0	-
Others Anonymous	Yes https://voltas.integritymatters.in/cases/case_instructions?locale=en and other internal reporting channels available with Employees	30	6	Resolved subsequently	12	6	Resolved subsequently

*With regard to suppliers and vendors and other agencies, the specific department under the business function resolves grievances raised. Value chain partners can also raise issues through the TCoc platform.

Governance, leadership and oversight	
7. Statement by director responsible for the business responsibility report, highlighting ESG challenges, targets and achievements	At Voltas, sustainability is integral to our long-term strategy and value creation approach. We recognise that our operations, products, and services have environmental and social impacts, and we remain committed to managing these responsibly through the integration of ESG considerations into core business decision-making. Our sustainability vision is aligned with the Tata Group's Project Aalingana and reflects a structured approach across short, medium, and long-term horizons. In the near to medium term, our focus areas include enhancing energy efficiency, increasing renewable energy adoption, strengthening water stewardship, advancing circularity, and embedding responsible value chain practices. Over the long term, we are committed to transitioning towards a low-carbon and resource-efficient business model. We have set clear environmental targets, including achieving Net Zero emissions by 2045, zero waste to landfill across operations by 2030, and water replenishment equivalent to consumption by 2030, progressing to net positive water impact by 2040. We are also strengthening our focus on biodiversity through risk assessments and investments in nature-based solutions. Our sustainability priorities are shaped by broader industry and macroeconomic trends, including climate change risks, evolving regulatory requirements, increasing stakeholder expectations, resource scarcity, and the transition towards circular and low-carbon economies. At the same time, we operate within a highly price-sensitive and competitive market, where balancing sustainability with product affordability remains a key challenge. Additional constraints include reliance on a carbon-intensive grid and limited availability of high-quality recycled materials at scale. During the reporting period, we made progress in expanding renewable energy adoption across manufacturing facilities, advancing water risk assessments and watershed mapping, and initiating biodiversity risk evaluations across our operations. We also continued to strengthen ESG performance across our value chain through supplier engagement, assessments, and capability-building initiatives. On the social front, our CSR programmes focused on healthcare, education, environment, national issues of importance, and livelihoods, contributing to inclusive development. While we have made measurable progress against our targets, we recognise that continuous improvement is essential. We remain focused on strengthening data systems, improving operational efficiencies, and accelerating implementation to meet our commitments. Looking ahead, our key priorities include scaling renewable energy, improving resource efficiency, advancing circular product design, and deepening value chain engagement, while addressing structural and market-linked challenges. Sustainability at Voltas is a continuous journey, and we remain committed to building a resilient, responsible, and future-ready organisation.
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Managing Director
9. Does the Company have a specified Committee of the Board/ Director responsible for decision making on Sustainability related issues? (Yes / No). If yes, provide details.	Yes. Voltas has a board-level Safety, Health, and Environment (SHE) Committee that provides strategic direction and oversight to management on matters relating to health, safety, and sustainability. Its remit includes review of environmental performance, safety management, industrial hygiene, and occupational health, with an emphasis not only on legal compliance but also on industry-leading practices. In addition, the Company has a board-level CSR committee that oversees CSR spending and the execution of approved annual action plans.

10. Details of review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by the Director/Committee of the Board/ Any other Committee					Frequency (Annually/ Half-yearly/ Quarterly/ Any other – please specify)			
	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Y	Y	Y	Y	Y	Y	Y	Y	Y
Compliance with statutory requirements of relevance to the principles and rectification of any non – compliance	Y	Y	Y	Y	Y	Y	Y	Y	Y

11. Has the Company carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/ No) If yes, provide the name of the agency.

P1	P2	P3	P4	P5	P6	P7	P8	P9
N	N	N	N	N	N	N	N	N

12. If answer to question (1) above is “No” i.e., not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The Company does not consider the principles material to its business (Yes/No)	Not applicable								
The Company is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The Company does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

The TCoC’s principles serve as the foundation for Voltas Limited. The Company expects its employees to be familiar with the TCoC and align their workplace behaviour in accordance with its guidelines. To effectively communicate the standards of ethical behaviour and the consequences of non-adherence, we conduct regular training sessions for newly hired employees and annual digital certification or re-certification through the e-learning platform. Voltas’s commitment to the principle of TCoC is complemented by an established governance framework comprising various internal policies and guidelines.

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	1	1. Environmental and social topics related to Sustainability	100%
Key Managerial Personnel	4	1. Environmental and social topics related to Sustainability 2. Tata Code of Conduct 3. Policy on Gift and Hospitality 4. Health and Safety	100%
Employees other than BoD and KMPs	Training and awareness through 13 classroom sessions and awareness through posters, emails, online sessions	1. Tata Code of Conduct 2. Anti-Bribery and Anti-Corruption 3. POSH Training and Awareness 4. Conflict of Interest 5. Diversity, Equity & Inclusion 6. Introduction of Sustainability 7. Climate Change 8. Water Management 9. Mental Health Training Session 10. Policy on Gift and Hospitality 11. Health and safety	100%
Workers	Training and awareness through 3 training sessions and awareness through posters, emails, online sessions	1. POSH Training and Awareness 2. Ethics 3. Tata Code of Conduct - Awareness 4. Health and safety	100%

2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity’s website):

Monetary					
	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine			Nil		
Settlement			Nil		
Compounding fee			Nil		
Non-Monetary					
	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)	
Imprisonment			Nil		
Punishment			Nil		

3. Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
Nil	

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, Voltas Limited, has adopted the Tata Code of Conduct (TCoC),and is committed to conducting business in accordance with the highest standards of integrity and compliance with all applicable anti-bribery and anti-corruption laws. The Company has implemented an Anti-Bribery and Anti-Corruption (ABAC) Policy that lays down guiding principles and procedures to prevent bribery, facilitation payments, and corrupt practices.

As per section D (Employees) of the TCoC, which outlines specific clauses on Bribery and Corruption as well as Gifts and Hospitality inform employees to uphold highest levels of integrity while performing their duties. The Company follows zero-tolerance approach towards cases of bribery and corruption. The Ethics Counsellor, Officers and Ethics Committee promote and facilitate ethical behaviour within the Company, and with all agencies or business partners (including but not limited to customers and vendors) in their dealings with the Company. All stakeholders are given the opportunity to voice any concerns they may have regarding unethical behaviour, and such issues are appropriately investigated in strict confidence so that the individual or people who report them do not face any repercussions.

Please refer to the link-

link- https://www.voltas.in/images/_ansel_image_collector/TATA_CODE_OF_CONDUCT_FOR_VOLTAS_ASSOCIATES_1.pdf

Further, Voltas has in place a framework on Ethics that draws the necessary steps to create and sustain a work environment in which employees have a clear, common understanding of right and wrong, and feel free to discuss ethical issues and report violations.

Please refer to the link - <https://www.voltas.in/storage/corporate-governance/Ethics-at-Voltas.pdf>

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:

	2025-26	2024-25
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of complaints with regard to conflict of interest:

	2025-26		2024-25	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	NA	Nil	NA
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	NA	Nil	NA

7. Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable

8. Number of days of accounts payables ((Accounts payable *365)/Cost of goods/service procured) in the following format:

	2025-26	2024-25
Number of days of accounts payables	122	97

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	2025-26	2024-25
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	13.95%	9.17%
	b. Number of trading houses where purchases are made from	1,317	902
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	80.77%	73.33%
Concentration of Sales	a. Sales to dealers/distributors as % of total sales	72.18%	69.10%
	b. Number of dealers/distributors to whom sales are made	3054	3174
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	17.54%	26.14%
Share of RPTs in	a. Purchases (Purchases with related parties/Total Purchases)	0.47%	1.06%
	b. Sales (Sales to related parties/Sales)	3.24%	3.19%
	c. Loans & advances (Loans & advances given to related parties/Total loans & advances)	-	-
	d. Investments (Investments in related parties/Total Investments made)	17.73%	16.81%

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year

Total number of awareness programmes held	Topics/principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
1	Trainings and awareness sessions on topics related to environmental protection; labour and human rights; ethics and sustainable supply chains are carried out with the material suppliers of the business verticals of RAC (Room Air Conditioner), CAC (Commercial Air Conditioning) and CR (Commercial Refrigeration).	52.23%*

*Material suppliers of the business verticals of RAC, CAC and CR.

2. Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same

Yes, The Company has a formal framework for identifying, disclosing, and managing conflicts of interest involving its Directors. In accordance with the provisions of the Companies Act, 2013, Directors are required to disclose their interests in other entities. Such disclosures are placed before the Board and duly noted at the Board Meeting. Further, any transaction in which a Director is interested is promptly disclosed to the Board, and the concerned Director abstains from participating in the deliberations or decision making on such matters, in line with applicable legal and governance requirements.

The Board has adopted Codes of Conduct applicable to all Directors and members of Senior Management, which lay down standards of ethical conduct, integrity, transparency, and compliance. All Directors and Senior Management personnel annually affirm compliance with the respective Codes, thereby reinforcing the Company's commitment to ethical business practices and sound governance.

In addition, the Board and Senior Management provide annual confirmations that they do not have any material interests in transactions that could conflict with the interests of the Company. Such disclosures further strengthen the Company's governance framework and promote transparency and accountability.

PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively

	2025-26	2024-25	Details of improvements in environmental and social impacts
R&D	14.92%	17.74%	Expenditure on energy efficiency related aspects
Capex	13.78%	9.77%	Expenditures on safety additions, fire prevention, solar energy, energy efficient equipment, Rain water harvest pit and Electric Vehicle

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

Yes, Voltas has established a mechanism for sustainable sourcing through its Responsible Value Chain Partner Code of Conduct, which aligns with key ESG principles, including business ethics, labour standards and human rights, and environment, health and safety. The Company's supplier selection criteria are aligned with sustainability principles, including adherence to the Tata Code of Conduct, legal compliance, and relevant ISO certifications. In addition, Voltas conducts ESG and Ethics awareness sessions for its material suppliers to strengthen engagement across the value chain. The Company

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	2025-26	2024-25
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	-	-
	Workers	0.02	-
Total recordable work-related injuries	Employees	-	16
	Workers	2	8
No. of fatalities	Employees	-	-
	Workers	-	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

The Company ensures a safe and healthy workplace through a structured set of preventives, monitoring and corrective safety measures implemented across its operations. These measures are supported by the SHE framework and regular review mechanisms.

Measures taken:

- Pre-employment and Periodic Health Check-ups to assess medical fitness and monitor occupational health risks.
- Structured Safety Induction Programs for all new employees and contractors, covering workplace hazards, emergency procedures, and safe work practices.
- Regular Inspections and Audits of workplaces, tools, tackles, machinery, and equipment to identify unsafe conditions and ensure statutory compliance.
- Risk Assessment and Hazard Identification (HIRA) conducted before commencement of activities, with controls implemented by strictly following the Hierarchy of Controls (elimination, substitution, engineering controls, administrative controls, and PPE).
- Provision and Mandatory Use of Appropriate Personal Protective Equipment (PPEs) based on task-specific risk assessments.
- Job-specific and Skillbased Safety Trainings, including refresher programs for employees and contract workforce.
- Daily Tool Box Talks (TBTs) and Safety Briefings to reinforce safety awareness, discuss job hazards, and communicate preventive measures.
- Defined Work Permit System and Safety Checklists for highrisk activities such as hot work, confined space entry, work at height, and electrical jobs.
- Effective Supervision to ensure adherence to safety procedures at all levels.
- Emergency Preparedness and Response System, including mock drills, trained emergency response teams, first aid facilities, and fire protection systems.
- Near Miss Reporting and Safety Observation Reporting to proactively identify unsafe acts and conditions.
- Authority To Stop Work (ASW) Policy, empowering all employees and contract personnel to stop work without fear of reprisal if an unsafe condition or act is observed.
- Continuous Improvement through Safety Committees and Management Review, ensuring leadership oversight and continual strengthening of safety culture.

13. Number of Complaints on the following made by employees and workers:

	2025-26			2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil	Nil	NA	Nil	Nil	NA
Health & Safety	Nil	Nil	NA	Nil	Nil	NA

14. Assessments for the year.

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions

The Company has established a comprehensive occupational health and safety system to ensure a safe and healthy workplace. This system covers pre-employment and periodic health check-ups, structured safety induction for employees and contractors, and regular inspections and audits of workplaces, tools, and equipment to ensure statutory compliance. Risk assessments and hazard identification are conducted prior to commencement of activities, with control measures implemented in line with the Hierarchy of Controls. The Company also ensures job-specific training, daily tool box talks, safety briefings, effective supervision, and mandatory use of appropriate PPE. A defined work permit system and safety checklists are followed for high-risk activities. Emergency preparedness is strengthened through mock drills, trained response teams, first-aid facilities, and fire protection systems. Moreover, near-miss and safety observation reporting is promoted, and supported by an “Authority to Stop Work” policy. Continuous improvement is driven through safety committees and periodic management reviews.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

- a. Employees- yes
- b. Workers- yes

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

The Company requires all value chain partners, including suppliers, to comply with applicable labour and statutory regulations, including timely payment of dues such as Provident Fund (PF), Employee State Insurance (ESI), and other statutory obligations. Compliance is verified through established monitoring protocols implemented by the respective businesses. Additionally, the Company has implemented systems to capture and monitor data related to statutory requirements, enabling ongoing oversight and ensuring adherence to applicable laws and regulations.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Voltas actively involves stakeholders in discussions to aid in the recognition and management of environmental and social issues. Feedback from stakeholders is an essential component of the Company’s materiality assessment process, which aims to identify and prioritise significant ESG topics and relevant KPIs. The Company connects with a wide range of stakeholders through various consultation methods, such as employee engagement surveys, internal communication platforms, community meetings, customer feedback and grievance systems, contractor safety discussions, and collaboration with industry associations. These organised and ongoing engagement processes allow the Company to gather pertinent expectations, concerns, and recommendations across its value chain. Feedback obtained from stakeholders is carefully evaluated and integrated into the Company’s policies, frameworks, and operational practices.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalised stakeholder groups.

As part of the Tata Group, Voltas is part of Tata Affirmative Action Programme, which aims to empower historically marginalized communities, such as SC/ST communities, persons with disabilities, and women from marginalised communities, and bring them back to mainstream. The Company aims to ensure that through CSR programmes at least 30% participants belong to Affirmative Action communities. Under Skill Development – Flagship initiative, Voltas focuses on identifying interior locations to promote sustainable livelihood. The Company under its Education initiatives focus on programs to promote and sustain girls education and supports tribal students for remedial education, mid-day meals. Voltas supported a tribal hamlet with water harvesting initiatives, which immediately resulted in delayed migration for four months and improved water availability for domestic use. These initiatives reflect the Company’s commitment to empowering marginalised groups through sustainable livelihood and education pathways for their socio-economic advancement.

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	2025-26			2024-25		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Employees						
Permanent	1,847	1,847	100%	1,787	1,787	100%
Other than permanent	7,647	7,647	100%	6,752	6,752	100%
Total Employees	9,494	9,494	100%	8,539	8,539	100%
Workers						
Permanent	117	117	100%	125	125	100%
Other than permanent	6,761	6,761	100%	5,936	5,936	100%
Total Workers	6,878	6,878	100%	6,061	6,061	100%

2. Details of minimum wages paid to employees and workers, in the following format:

Category	2025-26					2024-25				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	1,847	72	3.90%	1,775	96.10%	1,787	-	-	1,787	100%
Male	1,690	67	3.96%	1,623	96.04%	1,667	-	-	1,667	100%
Female	157	5	3.18%	152	96.82%	120	-	-	120	100%
Other than Permanent	7,647	6,114	79.95%	1,533	20.05%	6,752	68	1.01%	6,684	98.99%
Male	7,061	5,658	80.13%	1,403	19.87%	6,217	52	0.84%	6,165	99.16%
Female	586	456	77.82%	130	22.18%	535	16	2.99%	519	97.01%
Workers										
Permanent	117	-	-	117	100%	125	-	-	125	100%
Male	113	-	-	113	100%	121	-	-	121	100%
Female	4	-	-	4	100%	4	-	-	4	100%
Other than Permanent	6,761	4,830	71.44%	1,931	28.56%	5,936	2,929	49.34%	3,007	50.66%
Male	5,249	3,506	66.79%	1,743	33.21%	4,774	2,108	44.16%	2,666	55.84%
Female	1,512	1,324	87.57%	188	12.43%	1,162	821	70.65%	341	29.35%

Note - The remuneration related information mentioned is based on the employees from India only as their base location.

3. Details of remuneration/salary/wages, in the following format:

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary/wages of respective category	Number	Median remuneration/ salary/wages of respective category
Board of Directors (BoD)	7	₹ 43.45 lakhs	1	₹ 9.45 lakhs
Key Managerial Personnel	3	₹ 246.90 lakhs	-	-
Employees other than BoD and KMP	1688	₹ 12.86 lakhs	157	₹ 8.53 lakhs
Workers	113	₹ 7.64 lakhs	4	₹ 10.87 lakhs

Note:

1. Directors/KMPs as on 31 March, 2026 have only been considered for arriving at the Median Remuneration.
2. Managing Director is included under the head ‘Key Managerial Personnel’ and not ‘Board of Directors’.

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	2025-26	2024-25
Gross wages paid to females as % of total wages	7.60%	4.76%

4. Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes. The Company addresses human rights impacts through its governance framework anchored in the Tata Code of Conduct (TCoC), which serves as the overarching policy covering key human rights principles, including non-discrimination, prevention of harassment, prohibition of child and forced labour, and ethical workplace practices.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues

The grievances related to human rights issues are addressed according to the Company policy.
https://www.voltas.in/images/_ansel_image_collector/TATA_CODE_OF_CONDUCT_FOR_VOLTAS_EMPLOYEE_2.pdf

6. Number of Complaints on the following made by employees and workers:

	2025-26			2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	1	Nil	NA	1	Nil	NA
Discrimination at workplace	-	Nil	NA	-	Nil	NA
Child Labour	-	Nil	NA	-	Nil	NA
Forced Labour/Involuntary Labour	-	Nil	NA	-	Nil	NA
Wages	-	Nil	NA	-	Nil	NA
Other human rights related issues	-	Nil	NA	-	Nil	NA

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format.

	2025-26	2024-25
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	1	1
Complaints on POSH as a % of female employees/workers	0.049%	0.10%
Complaints on POSH upheld	1	1

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Company has established processes to safeguard individuals reporting concerns related to discrimination, harassment, or other human rights issues, ensuring protection against any form of retaliation.

Employees and workers are encouraged to raise concerns through multiple channels, including mechanisms under the Tata Code of Conduct (TCoC) and the Company’s internal reporting platform - Integrity Matters, along with other designated internal channels.

All complaints are handled with strict confidentiality. The Ethics Counsellor, Ethics Officers, and Ethics Committee oversee the investigation process, ensuring fair, timely, and effective resolution of concerns.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes, Voltas ensures that its business partners are committed to upholding human rights and complying with applicable international and national laws and regulations. These expectations are embedded within business contracts, agreements and purchase orders. The Company aligns with this framework, ensuring that human rights considerations are integrated across its operations and value chain.

10. Assessments for the year:

100% of the Company’s plants and offices were assessed during the reporting period through internal audits and compliance checks, leveraging well-defined internal tools and systems to ensure adherence to applicable requirements.

11. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above.

Not applicable, as no significant risks or concerns were identified from the assessments conducted across our plants and offices.

Leadership Indicators

1. Details of a business process being modified/introduced as a result of addressing human rights grievances/complaints.

No such grievances on Human Rights violations.

2. Details of the scope and coverage of any Human rights due diligence conducted.

Not applicable

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	52.23%*
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	
Wages	
Others – please specify	

*The assessment that is carried out with material supply chain partners of the three business verticals (RAC, CAC,CR) cover general aspects of laws and regulations with regards to social aspects.

5. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above.

A declaration of adherence to the TCoC is obtained from value chain partners as part of their contracts/purchase orders. Contracts are not renewed or may be terminated in case of non-adherence to the agreed Code of Conduct. In addition, Voltas has formulated a Model Responsible Value Chain Partner Code of Conduct that specifically covers these aspects under Labour Practices and Human Rights.

Link - https://www.voltas.in/images/_ansel_image_collector/Model_Responsible_Value_Chain_Partner_Code_of_Conduct-Voltas.pdf

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	Unit	2025-26	2024-25
From renewable sources			
Total electricity consumption (A)	GJ	6,692.32	3,867.12
Total fuel consumption (B)	GJ	-	-
Energy consumption through other sources (C)			-
Total energy consumption from renewable sources (A+B+C)	GJ	6,692.32	3,867.12
From non-renewable sources			
Total electricity consumption (D)	GJ	87,067.85	77,899.96
Total fuel consumption (E)	GJ	62,196.94	35,833.52
Energy consumption through other sources (E)	-	-	-
Total energy consumption from non-renewable sources (D+E+F)	GJ	1,49,264.79	1,13,733.48
Total energy consumed (A+B+C+D+E+F)	GJ	1,55,957.12	1,17,600.60
Energy intensity per rupee of turnover (Total energy consumed/Revenue from operations)	GJ/ million ₹	1.48	1.04
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/Revenue from operations adjusted for PPP)	GJ/ million US \$	30.10	21.57
Energy intensity in terms of physical output		NA*	NA*
Energy intensity (optional) – the relevant metric may be selected by the entity		-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

Yes, TUV India Pvt Ltd

*As per the nature of the business as well as different product offerings, it is not feasible to calculate energy intensity in terms of physical output.

2. Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

No. None of the facilities of Voltas has been identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India.

3. Provide details of the following disclosures related to water, in the following format:

Parameter	2025-26	2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface Water	-	
(ii) Ground Water	73,817.82	84,022.37
(iii) Third Party Water	1,13,362.67	85,522.04
(iv) Seawater/desalinated water	435.29	123.18
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	1,87,615.79	1,69,667.59
Total volume of water consumption (in kilolitres)	1,99,510.06	1,54,274.28
Water intensity per rupee of turnover (Total water consumption/Revenue from operations)	1.89	1.37
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/Revenue from operations adjusted for PPP)	38.51	28.22
Water intensity in terms of physical output	NA*	NA*
Water intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, TUV India Pvt Ltd

*Intensity metrics for water have not been reported due to the diversity of Voltas’s product portfolio and the absence of a standardised unit of output.

4. Provide the following details related to water discharged:

Parameter	2025-26	2024-25
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	-	-
- With treatment – please specify level of treatment	-	
(ii) To Groundwater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) Sent to third parties		
- No treatment	-	1,061.20
- With treatment – with primary treatment sent to CETP	3,461.45	6,962.66
(iv) Others		
- No treatment	-	-
- With treatment – Post multi-stage treatment in STP/ETP, the wastewater has been used for gardening purpose	4,553.61	7,369.45
Total water discharged (in kilolitres)	8,015.07	15,393.31

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, TUV India Pvt Ltd

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Yes, Voltas’s Chennai facility has a zero liquid discharge system established in accordance with Pollution Control Board regulations, as specified in the operating license. The factories in Pantnagar are located in an industrial zone with a common ETP for wastewater outflow.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Specify Unit	2025-26	2024-25
NOx	mg/m ³	531.80	1852.28
SOx	mg/m ³	363.70	568.51
Particulate matter (PM)	mg/m ³	332.97	685.87
Persistent organic pollutants (POP)	mg/m ³	--	-
Volatile organic compounds (VOC)	mg/m ³	--	-
Hazardous air pollutants (HAP)	mg/m ³	--	-
Others- (CO, CH ₄)	mg/m ³	211.50	641.41

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Specify Unit	2025-26	2024-25
Total Scope 1 emissions (Excluding fugitive) (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	tonnes of CO ₂ equivalent	4,230.98	2341.43
Total Scope 1 (Fugitive) emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	tonnes of CO ₂ equivalent	74,453.39**	-
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	tonnes of CO ₂ equivalent	17164.79	15722.03
Total Scope 1 and Scope 2 emissions per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/ Revenue from operations)	tonnes of CO ₂ equivalent/million ₹	0.91	0.16
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/ Revenue from operations adjusted for PPP)	tonnes of CO ₂ equivalent/million US \$	18.50	3.30
Total Scope 1 and Scope 2 emission intensity in terms of physical output	—	NA*	NA*
Total Scope 1 and Scope 2 emission intensity (optional)– the relevant metric may be selected by the entity	-	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, TUV India Pvt Ltd

*Intensity metrics for GHG emissions have not been reported due to the diversity of Voltas’s product portfolio and the absence of a standardised unit of output.

**Fugitive emissions under Scope 1 have been included in the current year’s disclosure. As these emissions were not reported in prior years, their inclusion enhances the completeness, transparency, and audit alignment of the Company’s greenhouse gas inventory.

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

Yes. The Company has undertaken several initiatives to reduce its greenhouse gas (GHG) emissions. As Scope 1 and Scope 2 emissions are largely driven by energy consumption across operational locations, the Company is implementing a range of energy efficiency and energy conservation measures to reduce its overall carbon footprint.

In addition, the Company is progressively enhancing the share of renewable energy in its operations through initiatives such as on-site renewable installations and procurement of green power, thereby further contributing to the reduction of emissions.

9. Provide details related to waste management by the entity, in the following format:

Parameter	2025-26	2024-25
Total Waste Generated (in Metric Tonnes)		
Plastic waste (A)	289.05	111.85
E-waste (B)	47.78	43.33
Bio-medical waste (C)	0.14	0.04
Construction and demolition waste (D)	106.00	-
Battery waste (E)	1.36	1.81
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	87.65	48.91
Other Non-hazardous waste generated (H)*	7,878.41	6093.99
Total (A+B + C + D + E + F + G + H)	8,410.39	6299.91
Waste intensity per rupee of turnover (Total waste generated/Revenue from operations)	0.08	0.06
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/Revenue from operations adjusted for PPP)	1.62	1.15
Waste intensity in terms of physical output	NA**	NA**
Waste intensity (optional) – the relevant metric may be selected by the entity	-	—
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of Waste		
(i) Recycled	5,952.55	2,131.11
(ii) Re-used	167.43	37.08
(iii) Other recovery operations	-	-
Total	6,119.98	2,168.19
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	7.41	2.69
(ii) Landfilling	95.00	29.50
(iii) Other disposal operations	2,288.00	4103.76
Total	2,290.41	4135.95

*Non-hazardous waste is efficiently managed and whatever can be sent for recycling is sent to the authorised vendors. Hazardous waste generated is disposed through PCB certified waste collectors.

** Intensity metrics for waste have not been reported due to the diversity of Voltas’s product portfolio and the absence of a standardised unit of output.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, TUV India Pvt Ltd

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The hazardous waste generated from the Voltas’s manufacturing and operational facilities primarily includes paint containers, used oil, and paint residues. Non-hazardous waste from factories and offices, such as plastic and paper, is systematically segregated and channelled to authorised recyclers. Hazardous waste is disposed of through Pollution Control Board-certified agencies in compliance with applicable environmental and safety regulations. In line with its operational profile, the Company also emphasizes responsible material handling and resource efficiency, with a continued focus on waste reduction, recycling, and reuse across its value chain.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
1	NA	NA	No offices or operations are present in ecologically sensitive areas

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
NA					

13. Is the entity compliant with the applicable environmental law/regulations/guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Yes, the company is compliant with the applicable environmental law/regulations/guidelines in India.

S. No.	Specify the law/regulation/ guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
NA				

Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility/plant located in areas of water stress, provide the following information:

- (i) Name of the area
- (ii) Nature of operations

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	2025-26	2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface Water	NA	NA
(ii) Ground Water	NA	NA
(iii) Third Party Water	NA	NA
(iv) Seawater/desalinated water	NA	NA
(v) Others	NA	NA
Total volume of water withdrawal (in kilolitres)	NA	NA
Total volume of water consumption (in kilolitres)	NA	NA
Water intensity per rupee of turnover (Total water consumption/Revenue from operations)	NA	NA
Water intensity (optional) – the relevant metric may be selected by the entity	NA	NA
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water		
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(ii) Into Groundwater		
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(iii) Sent to third parties		
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
(iv) Others		
- No treatment	NA	NA
- With treatment – please specify level of treatment	NA	NA
Total water discharged (in kilolitres)	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

NA

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	2025-26	2024-25
Total Scope 3 emissions	tonnes of CO ₂ equivalent	2,16,97,063.9	3,55,53,619.89
Category 1: Purchased goods and services	tonnes of CO ₂ equivalent	17,59,571.74	-
Category 2: Capital Goods	tonnes of CO ₂ equivalent	27,156.37	-
Category 4: Upstream Transportation and Distribution	tonnes of CO ₂ equivalent	1,44,556.11	-
Category 5: Waste Generated in Operations	tonnes of CO ₂ equivalent	30.65	-
Category 6: Business travel	tonnes of CO ₂ equivalent	4,439.80	-

Parameter	Unit	2025-26	2024-25
Category 11 : Use of sold products	tonnes of CO ₂ equivalent	1,97,61,309.23	3,55,53,619.89
Total Scope 3 emissions per rupee of turnover	tonnes of CO ₂ equivalent/million ₹	205.90	317.94
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	-	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

Note

- 1 - Scope 3 emissions disclosed herein exclude emissions from International Business Operation Group (IOBG). The assessment currently covers Voltas' manufacturing operations, where the most significant Scope 3 emission sources have been identified.
- 2 - The calculation methodology considers only the electricity consumed during the use phase of the sold products by end-users.

3. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not Applicable

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/effluent discharge/waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1.	Transition from R407 & R22 to R410A refrigerant for Visi cooler range	Voltas CAC has put up new dedicated R32 Low GWP refrigerant line for LCAC production, phasing out R410A high GWP refrigerant in this product segment.	Energy savings, Reduction of GHG footprint
2.	Redesigning of residential air conditioner products for higher efficiency in line with new BEE requirement	The Company has undertaken the design and development of new split air conditioner products with enhanced energy efficiency, achieving improvements of 12% for 5-star rated models and 13% for 3-star rated models.	Enhanced Energy Efficiency
3.	AI Enabled Features - Adaptive Cooling, Energy Manager	The Company has integrated AI-enabled adaptive cooling and energy management features in its products to enhance user comfort while optimising energy consumption. These systems prevent overcooling, learn user behaviour and usage patterns, and enable customers to set electricity consumption limits. This intelligent control mechanism supports efficient energy use, reduces electricity consumption, and contributes to the Company's commitment to sustainability.	Enhanced Energy Efficiency, Improved AI Connected Smart home Compatibility
4.	Elimination of EPS with the Corrugated based paper Packing	The Company has transitioned from Expanded Polystyrene (EPS) to more sustainable corrugated paper-based packaging solutions for indoor units, significantly reducing the use of non-recyclable materials and enhancing the overall environmental sustainability of its packaging	Reduced environmental impact and dependence on non-recyclable materials, while promoting circular manufacturing and improved recyclability.

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
5.	Use of Sustainable material in Air Conditioner	Use of Polybags with 20% recycled materials	Reduced Environmental impact
6	Migrated from R134A to R290 refrigerant for Visi cooler range	Transitioned from high-GWP R134A refrigerant to low-GWP, R290 refrigerant across the visi cooler range, reducing greenhouse gas emissions and improving the sustainability profile of cooling products	20~25% energy saving in equipment's running

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/web link.

The Company's On-Site Emergency Management Plan (OSEMP) outlines the procedures to be followed in the event of an emergency as well as the code of behavior for all plant employees. Guidelines for employees, sub-contractors' carriers, etc. are included in this plan. In addition to outlining individual obligations, it also describes timely rescue operations, evacuations, rehabilitation, coordination, communication, and the process for obtaining outside assistance from government agencies and nearby industries. The Emergency, Preparedness, and Response protocol covers the fundamental steps that the plant will take in the event of an emergency.

This plan covers responses to the following types of emergencies:

- a) Spills/releases or environmental releases
- b) Fires
- c) Explosions
- d) Medical emergencies such as Food Poisoning, COVID -19 disease
- e) Natural disasters like floods, earthquakes, lightning strikes

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

There are no particular, noteworthy negative environmental effects from the value chain that have been documented individually. However, through a Responsible Value Chain Partner Code of Conduct that covers business ethics, labor standards, human rights, and the environment, health, and safety, the Company has put in place mechanisms to manage environmental elements throughout its value chain. Additionally, suppliers in important business areas receive training and awareness about sustainability issues, and they are routinely evaluated on pertinent sustainability metrics.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

52.23% Material suppliers of the business verticals of RAC (Room Air Conditioner), CAC (Commercial Air Conditioning) and CR (Commercial Refrigeration) were assessed on ESG metrics such as renewable energy usage, health and safety practices, environment, and social compliance.

8. How many Green Credits have been generated or procured:

- a. By the listed entity -Nil
- b. By the top ten (in terms of value of purchases and sales, respectively) value chain partners -Nil

PRINCIPLE 7: BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/associations.

Voltas Limited is a member of 10 trade associations/bodies dedicated to the related industry sector.

b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to.

S. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/National)
1	Refrigeration and Airconditioning Manufacturers Association (RAMA)	National
2	FICCI: Federation of Indian Chambers of Commerce and Industry	National
3	Consumer Electronics and Appliances Manufacturers Association (CEAMA)	National
4	Bombay Chamber of Commerce & Industry (BCCI)	National
5	Indian Merchants Chamber (IMC)	National
6	Indian Society of Heating, Refrigerating & Air Conditioning Engineers (ISHRAE)	National
7	International Copper Association India	National
8	Confederation of Indian Industry (CII)	National
9	ASCI - The Advertising Standards Council of India	National
10	ISA - The Indian Society of Advertisers	National

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
No Cases		

Leadership Indicators

1. Details of public policy positions advocated by the entity:

The Company engages with all stakeholders, including relevant government and regulatory bodies, as well as apex industry associations such as the Refrigeration and Air-conditioning Manufacturers Association (RAMA), Consumer Electronics and Appliances Manufacturers Association (CEAMA), Project Exports Promotion Council of India (PEPC), Confederation of Indian Industry (CII), and Federation of Indian Chambers of Commerce & Industry (FICCI).

Key areas of policy advocacy include:

- Energy Efficiency & Labeling Frameworks: Collaborating on the BEE Star & Labelling Program, smart metering, and targets to accelerate appliance energy efficiency.
- National Standards Development: Participating in BIS technical standard revisions for Room ACs (IS 1391), Ducted/Packaged ACs (IS 8148), and Direct Evaporative Air Coolers (IS 3315).
- Refrigerant Transition & Climate Action: Engaging refrigerant phase-down and phase-out strategies in line with the Kigali Amendment.

- International Technical Harmonization: Contributing to global testing standards (ISO: 5151) and new refrigerant-based compressor technologies.
- Smart Cooling & Lifecycle Management: Providing inputs on smart control/demand response insights, appliance lifecycle initiatives, and air conditioner scrappage frameworks.

Method resorted for such advocacy:

- Active participation in institutional technical committees, standard formulation of working groups, and multi-stakeholder policy dialogues.
- Submission of formal industry feedback, joint representations via industry associations (RAMA/CEAMA), and knowledge dissemination through professional forums.

Whether information available in public domain? - No

Frequency of review by Board - The Board reviews these matters periodically, including on an annual and need-based basis.

PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year

Name and brief details of project	SIA Notification No.	Date of Notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
Skill Development Program	NA	NA	Yes	Yes	https://www.voltas.in/images/_ansel_image_collector/Impact_Assessment_Report_Skill_Development_Program_2025.pdf
Community Development Program	NA	NA	Yes	Yes	https://www.voltas.in/images/_ansel_image_collector/Impact_Assessment_Report_Skill_Development_Program_2025.pdf

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. No	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
None						

3. Describe the mechanisms to receive and redress grievances of the community.

The Company implements its projects in collaboration with implementation partners, supported by a structured monitoring framework that includes site visits and quarterly reviews. Feedback is actively sought from beneficiaries and partners to understand concerns and community-level challenges. Additionally, community grievances can be submitted through designated channels such as the security desk, following which they are routed to the relevant department for appropriate action.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	2025-26	2024-25
Directly sourced from MSMEs/small producers	28.36%	15.81%
Directly from within India	69.89%	74.58%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis) in the following locations, as % of total wage cost

Location	2025-26	2024-25
Rural	0.09%	0.02%
Semi-urban	8.85%	7.68%
Urban	26.48%	14.83%
Metropolitan	64.58%	77.47%

(Place to be categorised as per RBI Classification System - rural/semi-urban/urban/metropolitan)

Note:

1. Places categorised as per RBI Classification System - rural/semi-urban/urban/metropolitan.
2. Disclosure of wages paid to persons employed above includes wages paid to employees employed in India.

Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
None	None

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In ₹)
1	Uttarakhand	Udham Singh Nagar	1,75,02,990.00
2	Jharkhand	East Singhbhum	53,35,434.00
3	Maharashtra	Osmanabad/Dharashiv	18,03,450.00

3. a. Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised/vulnerable groups? (Yes/No)

No

b. From which marginalised/vulnerable groups do you procure?

None

c. What percentage of total procurement (by value) does it constitute?

None

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge

S. No.	Intellectual Property based on traditional knowledge	Owned/Acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating benefit share
None				

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Corrective action taken
Not Applicable		

6. Details of beneficiaries of CSR Projects:

S. No	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1	Skill Development Program	5233	28
2	Support of Cancer Treatment	379	-
3	Educational support to tribal children	34	100
4	Holistic development of adolescent girls	250	100
5	Mid-day meal for school students	687	35
6	Improving School Infrastructure and Enhancing Teaching Aids	11088	61
7	Improve Access to Primary healthcare and Preventive services:	58174	64
8	Environment Project Beneficiaries	1825	32

Note: Vulnerable and marginalized group identified as per Tata Affirmative Action Programme.

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company receives customer complaints and service requests through multiple channels, including phone and digital platforms such as email, WhatsApp, and dealer applications, and is committed to ensuring timely and efficient resolution. The typical customer service process involves the following steps:

- a) Customers can raise a service request through the Company's customer care via phone call or WhatsApp.
- b) The request is assigned to a technician for resolution of the product issue.
- c) Upon satisfactory completion, the customer shares an OTP with the technician to enable closure of the request in the system.
- d) Once the request is closed, an SMS with an NPS feedback link is sent to the registered mobile number for capturing customer feedback.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

3. Number of consumer complaints in respect of the following:

	2025-26		Remarks	2024-25		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	-	-	-	-	-	-
Advertising	-	-	-	-	-	-
Cyber-security	-	-	-	-	-	-
Delivery of essential services	-	-	-	-	-	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Other	49	267*	-	94	291*	-

*Total pending consumer court cases as on the end of financial year, includes cases from previous years that were not closed.

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Nil	NA
Forced recalls	Nil	NA

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy

Yes. Voltas has developed IT security policies to control and mitigate cybersecurity risks, and data privacy. It regularly carries out employee awareness programs and adheres to established procedures to find and address possible risks. Its approach to data security and ethical information handling is further described in a publicly accessible privacy policy.

Web Link: <https://www.voltas.com/pages/privacy-policy>

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.

Throughout the year, Voltas did not record any cybersecurity issues. It has started implementing the Digital Personal Data Protection Act, 2023 as part of its proactive and risk-aware approach, with an emphasis on fortifying data governance structures, improving data privacy measures, and guaranteeing compliance with changing regulatory requirements. Enhancing internal procedures, raising staff awareness, and protecting sensitive data are all part of these initiatives.

7. Provide the following information relating to data breaches:

- a. Number of instances of data breaches: Nil
- b. Percentage of data breaches involving personally identifiable information of customers: NA
- c. Impact, if any, of the data breaches: NA

Leadership Indicators

1. Channels/platforms where information on products and services of the entity can be accessed (provide web link, if available).

The information on the products can be accessed on the www.voltas.com.

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

Voltas provides structured training programmes for service technicians to ensure the safe and efficient use of its products and services. Franchise partners play a key role in equipping service engineers and on-site operational staff with the necessary technical skills and operational knowledge.

In addition, the Company places strong emphasis on customer education. During the installation and commissioning phase, Voltas actively engages with customers and their operational teams, providing comprehensive guidance on proper system usage, maintenance practices, and safe operation. Through hands-on training, demonstrations, and ongoing engagement by service engineers, customers are enabled to operate systems responsibly and efficiently. This approach not only enhances product performance and longevity but also helps in minimising operational risks and promoting safe usage across the product lifecycle.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

1. Customer Communication Mechanism
Physical letters are issued to government customers, while private customers are informed through formal email communications.
These communications are sent proactively to provide advance information on potential risks and operational concerns.
2. Advance Disclosure of Critical Breakdowns
Based on machine ageing, performance trends, and operational parameters, customers are informed in advance about the possibility of critical breakdowns.
Recommendations are shared for preventive actions, planned maintenance, or risk mitigation.
3. Refrigerant Phase Out and Technology Transition
Customers are formally informed about the phaseout of refrigerants as per regulatory or environmental requirements.
Guidance is provided on transitioning to next generation, environmentally compliant equipment well in advance.
4. Obsolescence of Spare Parts
Customers are notified in advance regarding the obsolescence or reduced availability of spare parts due to product ageing.
Alternatives, retrofit options, or replacement recommendations are communicated wherever feasible.
5. Improvement Suggestions Based on Site & Environmental Conditions
Periodic recommendations are issued based on site specific operating and environmental conditions to enhance reliability, efficiency, and safety of operations.

6.

Prior Notice for Planned Shutdowns

In cases requiring critical or preventive maintenance involving system shutdown, prior intimation is provided to customers to enable adequate contingency planning—especially for essential services such as healthcare facilities.

These structured communication mechanisms ensure customer awareness, service continuity, risk mitigation, and responsible product usage, in line with SEBI BRSR disclosure requirements.
4.

Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Yes. Depending on the nature of the product, the Company additionally offers product-related information, such as the type of refrigerant, whether the air conditioner is inverter or fixed speed, customer service information, safety instructions, and information about the blowing agent for commercial refrigeration products, in addition to the information mandated by applicable laws.

Yes. In order to gauge client satisfaction with its main products and services, the Company uses a variety of feedback and engagement tools. Currently, the Customer Experience Index for the Commercial Air Conditioner division is 86.2 and the NPS is 33. For the Unitary Product Business Group, the internal NPS score is 90 and the NIQ survey NPS score is 85.

INDEPENDENT ASSURANCE STATEMENT

To,

The Board of Directors,

Voltas Limited,

Mumbai 400033

Voltas Limited (hereinafter referred to as "VOLTAS" or the "Reporting Organization") engaged TUV India Private Limited ("TUVI") to perform an independent external assurance of its Business Responsibility and Sustainability Report ("BRSR") Core disclosures for the period April 1, 2025, to March 31, 2026. The Annual Report includes disclosures relating to the BRSR Core (the "nine attributes") as per Annexure I Format of BRSR Core (collectively referred to as the "BRSR Core Information").

For the BRSR Core assurance, TUVI confirms that, prior to acceptance of the engagement, the preconditions for the assurance engagement were formally assessed in accordance with ISAE 3000 (Revised), specifically Para 24. As part of this formal criteria assessment, TUVI evaluated and documented that the subject matter is supported by suitable criteria (SEBI BRSR Core framework and GHG Protocol), which were determined to be available, relevant, and appropriate for the purpose of this engagement. VOLTAS's management has acknowledged its responsibility for the preparation and presentation of the BRSR Core sustainability information and for providing access to relevant records, and that sufficient appropriate evidence was expected to be available to support the assurance conclusion. Accordingly, having satisfied all preconditions through this formal assessment, the BRSR Core assurance engagement was accepted and performed in accordance with ISAE 3000 (Revised).

The assurance process was conducted with reference to the following applicable frameworks and guidelines:

- i. Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, requiring disclosure of the Business Responsibility and Sustainability Report (BRSR);
- ii. The Industry Standards on Reporting of BRSR Core, as per SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177, dated 20 December 2024;
- iii. SEBI circular SEBI/HO/CFD/CMD-2/P/CIR/2021/562, dated 10 May 2021;
- iv. The SEBI notification SEBI/LAD-NRO/GN/2023/131, dated 14 June 2023, related to Annual Report / BRSR requirements;
- v. The BRSR Core Framework for Assurance and ESG Disclosures for the Value Chain, as stipulated by SEBI circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122, dated 12 July 2023;
- vi. The Master Circular for compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, by listed entities, HO/49/14/14(7)2025-CFD-POD2/I/3762/2026, dated 30/01/2026, which consolidates the operative BRSR and other LODR reporting requirements.
- vii. World Resources Institute (WRI) / World Business Council for Sustainable Development (WBCSD) Greenhouse Gas (GHG) Protocol (A Corporate Accounting and Reporting Standard).
- viii. International Standard on Assurance Engagements ISAE 3000 (Revised).

The assurance engagement comprised a reasonable assurance engagement over the quantitative BRSR Core KPIs within the nine attributes specified under Annexure I, performed in accordance with ISAE 3000 (Revised). Qualitative disclosures relating to stakeholder engagement, materiality determination, and the management approach for each indicator are reported as represented by management and were not subject to independent substantive verification under this engagement. However, Board-level governance oversight of ESG performance and BRSR Core KPIs was independently corroborated through review of Board meeting minutes and agenda records; accordingly, an independent conclusion is expressed on governance oversight, while other representation-based elements are identified in the relevant sections of this statement.

Attributes	KPI	
	Job creation in smaller towns - Wages paid to persons employed in smaller towns (permanent or non-permanent /on contract) as % of total wage cost - In % terms - As % of total wage cost - Rural (Reported) - Semi-urban (Calculated) - Urban (Calculated) - Metropolitan (Calculated)	
Fairness in Engaging with Customers and Suppliers	Instances involving loss/breach of data of customers as a percentage of total data breaches or cybersecurity events - In % terms- (Reported NIL) Number of days of accounts payable - (Accounts payable *365) / Cost of goods/services procured (Calculated)	
Open-ness of business	Concentration of purchases & sales done with trading houses, dealers, and related parties.	1) Purchases from trading houses as % of total purchases (Calculated)
		2) Number of trading houses where purchases are made from (Calculated)
		3) Purchases from top 10 trading houses as % of total purchases from trading houses (Calculated)
	Loans and advances & investments with related parties	1) Sales to dealers/distributors as % of total sales- (Calculated)
		2) Number of dealers/distributors to whom sales are made (Calculated)
		3) Sales to top 10 dealers/distributors as % of total sales to dealers/ distributors (Calculated)
		Share of RPTs (as respective %age) in - (Calculated)
		• Purchases
		• Sales
		• Loans & advances
		• Investments

The reporting boundaries cover Voltas Limited operations encompassing Corporate Office, Branch Offices (37), International Operation Business Group (IOBG) of Voltas Limited and its 5 Plants.

ISF Compliance Declaration: TUVI confirms that this assurance engagement has been conducted in compliance with the Industry Standards on Reporting of BRSR Core as specified in SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177 dated 20 December 2024 and the SEBI Master Circular for compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities (Ref. No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026) dated 30 January 2026. The nine BRSR Core attributes (Annexure I KPIs) and the nine BRSR principles covering Essential and Leadership Indicators, scope of reasonable assurance, assurance methodology, and reporting format adopted in this engagement are fully aligned with the requirements of the said ISF circular and the Master Circular.

Boundary Reconciliation: The ESG reporting boundary is consistent with the operational control approach adopted by VOLTAS for financial reporting purposes, covering all entities and sites over which VOLTAS exercises operational control. No material differences were identified between the financial reporting boundary (as per the audited financial statements for FY 2025-26) and the ESG reporting boundary applied in the BRSR covers Voltas Limited operations encompassing Corporate Office, Branch Offices (37), International Operation Business Group (IOBG) of Voltas Limited and its 5 Plants within the entity-level reporting boundary for BRSR Core attributes.

Onsite Verification

An on-site verification was conducted at 3 Plants and the Corporate Office as per below schedule:

- Voltas Ltd, Chennai on 16/02/2026
- Voltas Ltd, CAC Waghodia on 23/02/2026
- Voltas Ltd CR Waghodia on 24/02/2026
- Corporate Office, Voltas House, Mumbai: 27/04/2026 to 28/04/2026

The assurance activities were carried out together with a desk review as per the reporting boundary.

Limitations

TUVI did not perform any assurance procedures on the prospective information disclosed in the Annual Report / BRSR, including targets, expectations, and ambitions. Consequently, TUVI draws no conclusion on the prospective information. During the assurance process, TUVI did not come across any limitation to the agreed scope of the assurance engagement. TUVI verified nine attributes and corresponding KPIs independently, without reference to any ESG targets or goals set by VOLTAS. TUVI verified data on a sample basis; the responsibility for the authenticity of data entirely lies with VOLTAS. TUVI referenced the financial figures from the audited financial statements of Voltas Limited for FY 2025-26. The denominator values used in BRSR Core intensity ratio calculations - specifically, Total Revenue from Operations adjusted for Purchasing Power Parity (PPP) - were extracted from the audited financial statements and reconciled against the figures disclosed in VOLTAS's Annual Report prior to use in intensity ratio varification. Financial figures were not independently assured under this engagement; VOLTAS remains responsible for the appropriate application and disclosure of financial data. The application of this assurance statement is limited with respect to SEBI circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122, dated 12 July 2023 and Industry Standards on Reporting of BRSR Core, circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177, dated 20 December 2024. This assurance statement does not endorse any environmental and social claims (related to the product, manufacturing process, packaging, disposal of product, etc.) as well as advertisements by the Reporting Organization and shall not be used to support misleading environmental or social claims, including greenwashing-related representations. The Reporting Organization is responsible for ensuring adherence to relevant laws. The assurance procedures are subject to inherent limitations, including the use of estimates, assumptions, sampling, and reliance on internal controls and data systems maintained by VOLTAS. Accordingly, there is an unavoidable risk that material misstatements or omissions may not be detected, particularly where information is subject to estimation uncertainty or dependent on management judgment.

For the purposes of this engagement, a material misstatement is defined as a misstatement, individually or in aggregate, that could reasonably be expected to influence the economic decisions of users made on the basis of the BRSR Core information. TUVI applied a KPI-specific materiality approach comprising two tiers: (i) a 5% quantitative materiality threshold relative to the applicable KPI base value (e.g., total emissions, total energy, total water consumption) was applied to volume-based and aggregated KPIs, supplemented by qualitative considerations including the nature and context of the disclosure and the risk of error; and (ii) a qualitative zero-tolerance threshold was applied to high-risk ESG indicators - specifically fatalities, permanent disabilities, POSH complaints upheld, instances of regulatory non-compliance or material breaches of applicable law, and customer data breaches - where any single occurrence, misstatement, or omission is treated as material irrespective of its magnitude. For these high-risk indicators, qualitative judgment overrides the 5% quantitative threshold. Misstatements identified below the applicable materiality threshold were aggregated and evaluated to determine whether they were material in aggregate; no such aggregation resulted in a material misstatement. The responsibility for the authenticity of the data is confirmed by VOLTAS. Any reliance placed by any person or third party on disclosed KPIs is entirely at their own risk.

The following table provides the KPI-category-wise materiality thresholds applied in this engagement, elaborating the qualitative sensitivity considerations for each BRSR Core attribute:

- (i)

Greenhouse Gas (GHG) footprint: 5% quantitative threshold applied to absolute Scope 1, Scope 2, and GHG intensity KPIs. Qualitative review applied to confirm the completeness of emission source coverage within the defined boundary and the appropriateness of emission factors used.
- (ii)

Water footprint: 5% quantitative threshold applied to total water consumption and water intensity. Where water discharge is reported as not applicable, a qualitative review of the factual and operational basis was performed to confirm the appropriateness of the nil disclosure.
- (iii)

Energy footprint: 5% quantitative threshold applied to total energy consumed, percentage of renewable energy, and energy intensity ratio. Qualitative review applied to the completeness of energy sources included and consistency of measurement methodology.
- (iv)

Embracing circularity (waste management): 5% quantitative threshold applied per waste category (A through F) and to total waste generated, waste recovered, and waste disposed. Qualitative zero-tolerance applied to hazardous waste regulatory compliance and completeness of Pollution Control Board returns.
- (v)

Enhancing employee wellbeing and safety: Qualitative zero-tolerance threshold applied to fatalities, permanent disabilities, and LTIFR accuracy. 5% quantitative threshold applied to wellbeing spend as a percentage of total revenue.
- (vi)

Enabling gender diversity in business: 5% quantitative threshold applied to gross wages paid to females and POSH percentage calculations. Qualitative zero-tolerance applied to POSH complaints upheld.
- (vii)

Enabling inclusive development: 5% quantitative threshold applied to MSME sourcing percentage and wages paid to persons in smaller towns as a percentage of total wage cost.
- (viii)

Fairness in engaging with customers and suppliers: Qualitative zero-tolerance applied to customer data breach disclosures. 5% quantitative threshold applied to accounts payable days calculation.
- (ix)

Openness of business: 5% quantitative threshold applied to concentration metrics for trading houses and dealers, and to related-party transaction percentages (purchases, sales, loans and advances, investments).

Our Responsibility

TUVI's responsibility in relation to this engagement is to perform a reasonable level of assurance for nine attributes as per Annexure I - Format of BRSR Core and to express a conclusion based on the work performed. Our engagement did not include an assessment of the adequacy or the effectiveness of VOLTAS's strategy, management of ESG - related issues or the sufficiency of the Report against Annual Report/BRSR principles, other than those mentioned in the scope of the assurance. TUVI's responsibility regarding this verification is in reference to the agreed scope of work, which includes assurance of non-financial quantitative and qualitative information disclosed by VOLTAS. The Reporting Organization is responsible for archiving the related data for a reasonable time period.

TUVI is responsible

- i.

For planning to obtain the reasonable assurance for BRSR attributes so that it is free from material misstatement,
- ii.

Forming an independent opinion, based on the sampled evidence,
- iii.

Reporting the opinion to the Directors of 'VOLTAS'

This assurance statement is prepared by considering that the data and information presented by 'VOLTAS' are free from material misstatement. The data is verified on a sample basis; the responsibility for the authenticity of the data lies with the Reporting Organization.

Verification Methodology

During the assurance engagement, TUVI adopted a risk-based approach, focusing verification efforts on disclosures and issues of high material relevance to VOLTAS and its stakeholders. The objective was to assess the reliability and accuracy of the non-financial information disclosed, with emphasis on the robustness of data management systems, internal controls, and information flows.

TUVI's assurance activities included:

1. Document and Data Review:

- i.

Examination of documents, datasets, and supporting evidence provided by VOLTAS for the nine attributes listed in Annexure I Format of BRSR Core (non-financial disclosures).
- ii.

Evaluation of disclosures related to Management Approach and performance indicators.

2. Stakeholder Interviews:

- i.

Conducted interviews with key representatives, including data owners, process managers, and decision-makers across various departments.
- ii.

Reviewed management representations regarding VOLTAS's approach to stakeholder engagement and materiality determination; qualitative statements in the Annual Report are based on management representations and were not independently validated.
- iii.

Interviews were conducted through both onsite visits and remote assessments, as applicable.

3. Process and System Assessment:

- i.

Review of systems and processes for implementing ESG and sustainability-related policies as described in the BRSR and for collecting, managing, and reporting both quantitative data and qualitative information for the reporting period.
- ii.

Assessment of internal controls supporting data accuracy, traceability, and consistency.

4.

Substantive and Control Testing: TUVI performed walkthrough procedures to evaluate the design and implementation of internal controls over ESG data processes and substantive testing, including document verification, recalculation, analytical review, and data traceability checks for selected KPIs and disclosures. For intensity ratio KPIs - including GHG emission intensity (Scope 1+2 / Revenue from Operations adjusted for PPP), water consumption intensity (kL / Revenue from Operations adjusted for PPP), energy intensity (GJ / Revenue from Operations adjusted for PPP), and waste intensity (MT / Revenue from Operations adjusted for PPP) - TUVI independently recalculated each ratio using verified numerator values (absolute environmental data) and denominator values (financial figures sourced from audited financial statements), and cross-checked the results against VOLTAS's reported figures to confirm arithmetical accuracy and consistency of methodology. The combination of control testing and substantive procedures provided sufficient appropriate evidence in accordance with ISAE 3000 (Revised). For GHG emission calculations, Scope 2 emissions were computed using the CEA (Central Electricity Authority) grid emission factor for India (CO₂ Baseline Database, Version 21 as the most recent published version at the time of reporting) applicable to the reporting period, in accordance with the WRI/WBCSD GHG Protocol Corporate Standard. Scope 1 emissions were calculated based on standard fuel conversion factors consistent with IPCC guidelines. The emission factor sources and calculation methodology were reviewed and found appropriate for the engagement. Additional KPI-category procedures applied included: (a) Energy - cross-verification of meter readings against utility bills for plants and validation of renewable energy consumption mix; (b) Water - review of water intake records at plant level and traceability to municipal supply invoices and ground water extraction permits, as applicable; (c) Safety - verification of Lost Time Injury Frequency Rate (LTIFR) calculations against plant-level incident registers and HR records; and (d) Waste - reconciliation of hazardous and non-hazardous waste disposal records against Pollution Control Board returns and third-party disposal manifests, and review of applicable statutory authorisations and hazardous waste handling licences where applicable. The invoices, sale records and disposal records were assessed for the non-hazardous waste.

5. Sampling Methodology: TUVI applied a risk-based sampling methodology to select representative samples of ESG disclosures, considering materiality thresholds, risk of misstatement, data complexity, estimation uncertainty, nature and scale of operations, and geographical spread of facilities. Sample selection prioritised locations with significant operational impact and KPIs with higher inherent risk, including those relevant to BRSR Core indicators. A materiality threshold of 5%, determined for this engagement with reference to the inherent estimation risk in environmental KPIs, the materiality of BRSR Core indicators to stakeholder decision-making, and the reasonable assurance level required under ISAE 3000, was applied to the selected samples for the verification of sustainability disclosures as applicable. Sites were selected based on proportionate contribution to total reported values, with Voltas Ltd, Chennai, Voltas Ltd, CAC Waghodia, and Voltas Ltd CR Waghodia prioritized as primary onsite locations. For the sites not visited onsite, a comprehensive desk review of BRSR Core data using risk-based sampling procedures was performed, comprising review of source records and supporting documents (including utility bills, meter readings, HR registers, hazardous and non-hazardous waste manifests, and internal MIS reports), recalculation of reported quantitative figures, year-on-year analytical review against prior-period data, reconciliation against the consolidated BRSR Core reporting templates, and remote interactions with site-level data owners and process managers to resolve queries. The same materiality threshold (5%), risk-based sampling criteria, and substantive procedures applied to the onsite locations were applied to the desk-review sites, providing comparable evidence to support the reasonable assurance conclusion across all sites within the reporting boundary.

i. Site Verification Coverage: TUVI conducted onsite verification at 3 of 5 plants and the Corporate Office, complemented by a comprehensive desk review of BRSR Core data using risk-based sampling procedures across for other locations within the boundary. The Corporate Office onsite verification covered all head-office-managed financial, HR, and governance KPIs for the full reporting entity.

6. Reporting Framework Adherence: Verified VOLTAS's adherence to SEBI's BRSR guidelines, the BRSR Core Framework for Assurance and ESG Disclosures for Value Chain (SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122), Industry Standards on Reporting of BRSR Core (SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177), and the SEBI Master Circular for compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities (Ref. No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January 2026). TUVI evaluated BRSR disclosures against the following reporting quality principles: Stakeholder Inclusiveness, Materiality, Responsiveness, Completeness, Neutrality, Relevance, Sustainability Context, Accuracy, Reliability, Comparability, Clarity, and Timeliness.

This methodology enabled TUVI to provide a balanced and evidence-based assurance on the information disclosed, while maintaining alignment with ISAE 3000 (Revised) standards for non-financial assurance.

Opportunities for Improvement

7. The following are the opportunities for improvement reported to VOLTAS. However, they are generally consistent with VOLTAS management's objectives and programs. VOLTAS has already identified the following topics, and the Assurance team endorses the same to achieve the sustainable goals of the organization.

i. Strengthening Automated Environmental Data Management

VOLTAS Limited may further enhance the reporting of its environmental performance by establishing an automated emissions accounting system to enable real-time tracking, monitoring and consolidation of key environmental parameters across its operations.

ii. Alignment of Procurement Practices with ISO 20400

VOLTAS may further strengthen its procurement policy framework by progressively aligning its procurement practices with the principles of ISO 20400 on sustainable procurement, thereby enhancing responsible sourcing and supplier sustainability integration.

Conflict of Interest

TUVI confirms its independence and the absence of any conflict of interest in relation to this assurance engagement, in accordance with ISAE 3000 (Revised), SEBI circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 dated 12 July 2023, and the Industry Standards on Reporting of BRSR Core (SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177 dated 20 December 2024).

TUVI's independence framework is grounded in the IESBA Code of Ethics, adopting a threats-and-safeguards approach to identify and manage risks, including self-interest, self-review, advocacy, familiarity, and intimidation. Organisational safeguards include segregation of responsibilities, independent technical review, documented conflict-of-interest controls, and a quality management system consistent with ISQM 1 and ISO 17029:2019.

During the reporting period, TUVI confirms that:

- No consulting, advisory, system design, data preparation, or implementation services related to ESG or BRSR were provided to VOLTAS;
- TUVI was not involved in the preparation or drafting of BRSR Core disclosures, development of ESG strategy or targets, design or implementation of ESG data management systems, calculation of GHG emissions inventories, internal audit of ESG data, or consulting on materiality assessment; and
- No relationships, affiliations, or financial interests exist that could compromise the objectivity, independence, or impartiality of TUVI's findings, conclusions, or recommendations.

In the context of this engagement, TUVI solely provided verification and assurance services to VOLTAS and did not provide any non-audit or non-assurance services, and maintained professional impartiality towards all personnel interviewed throughout this engagement.

Rotation and Tenure Policy: In line with best practice and the Industry Standards on Reporting of BRSR Core for independence, TUVI maintains a documented engagement partner rotation policy. The lead assurance practitioner for this engagement has not exceeded the maximum tenure threshold prescribed under TUVI's internal quality and independence framework. TUVI confirms compliance with its engagement partner rotation policy. TUVI's independence and quality management procedures are reviewed periodically by the internal technical review function.

Our Conclusion

In our opinion, based on the scope of this assurance engagement, the disclosures on BRSR Core KPIs described in the Annual Report / BRSR, along with the referenced information, have been prepared, in all material respects, in accordance with the applicable BRSR Core criteria for the nine BRSR Core attributes and meet the content and quality requirements of the BRSR.

Disclosures: TUVI is of the opinion that the reported disclosures meet, in all material respects, the BRSR requirements. VOLTAS refers to general disclosure to report contextual information about VOLTAS, while the Management & Process disclosures refer to the management approach for each indicator (nine attributes as per Annexure I - Format of BRSR Core).

Reasonable Assurance: This engagement was performed as a reasonable assurance engagement in accordance with ISAE 3000 (Revised) and SEBI's reasonable assurance requirements. The scope, methodology, materiality, sampling approach, evidence documentation, and conflict-of-interest controls applied are described in the preceding sections of this statement.



BRSR complies with the below requirements

- a) Governance, leadership and oversight:** The governance disclosures in the Annual Report / BRSR were reviewed using a combination of independently verified evidence and management representations. Board meeting minutes and agenda records were made available and reviewed; based on this sufficient appropriate evidence, an independent conclusion is expressed on Board - level governance oversight of ESG performance, BRSR Core KPIs, and sustainability objectives during FY 2025 - 26. Messages from top management, business model disclosures, risk management approach, and environmental priorities were reviewed for consistency against available internal governance frameworks and management representations provided to TUVI. The disclosures relating to inclusive growth, equitable development, and environmental protection are reported as represented by management and were not independently verified.
- b) Connectivity of information:** VOLTAS discloses nine attributes as per Annexure I - Format of BRSR Core and their inter - relatedness and dependencies with factors that affect the organization's ability to create value over time.
- c) Stakeholder engagement:** Based on management representations, the Report covers mechanisms of communication with key stakeholders to identify major concerns and to derive and prioritize short, medium and long - term strategies. The disclosures on stakeholder relationships and the organisation's responsiveness to stakeholder interests are reported as represented by management; independent validation of the stakeholder engagement process was not within the scope of this engagement.
- d) Materiality:** The material issues within the nine BRSR Core attributes and corresponding KPIs as per BRSR requirement are reported, based on management's materiality determination process and the representations provided to TUVI.
- e) Conciseness:** The Report reproduces the requisite information and communicates clear information in as few words as possible. The disclosures are expressed briefly and to the point sentences, graphs, pictorial, tabular representation is applied. At the same time, due care is taken to maintain continuity of information flow in the BRSR.
- f) Reliability and completeness:** VOLTAS has established internal data aggregation and evaluation systems to derive the performance. VOLTAS confirms that, all data provided to TUVI, has been passed through Internal checks . Risk - based assurance procedures, including walkthroughs, document and data review, recalculation, and substantive testing on a sample basis as described in the Verification Methodology section, were performed over the BRSR Core data, providing sufficient appropriate evidence to support the reasonable assurance conclusion. All data, is reported transparently and in a neutral tone, and is, in all material respects, free from material misstatement.
- g) Consistency and comparability:** The information presented in the BRSR is on an annual basis and was found to be presented in a reliable and complete manner. Thus, the principle of consistency and comparability is established.

Year-on-Year Comparability: TUVI reviewed the reported FY 2025 - 26 data in the context of prior year (FY 2024 - 25) disclosures for the key BRSR Core KPIs (GHG emissions, energy consumption, water consumption, and safety indicators). No material inconsistencies in methodology, boundary, or reporting approach were identified that would impair comparability between the two reporting periods.

- h) Impact:** VOLTAS communicates its ESG performance through regular, transparent internal and external reporting throughout the year, aligned with BRSR, as part of its policy framework that includes POSH, ESG, Code of Conduct Policy, and Whistle Blower Policy. VOLTAS reports on ESG performance to the Safety, Health and Environment (SHE) Committee and the Board of Directors, who oversees and monitors the implementation and performance of objectives, as well as progress against goals and targets for addressing ESG - related issues, and reports periodically to stakeholders on ESG progress. VOLTAS has completed the process of establishing contemporary goals and targets against which performance will be monitored and disclosed periodically.

Quality control: The assurance team complies with quality management standards, ensuring that the engagement partner possesses requisite expertise and the assigned team collectively has the necessary competence to perform engagements in reference with standards and regulations. Assurance team follows the fundamental principles of integrity, objectivity, professional competence, due care, confidentiality and professional behaviour. In accordance with International Standard on

Quality Management (ISQM 1), TUV I maintains a comprehensive system of quality management including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements. For this engagement, a mandatory independent technical and editorial quality review checklist was applied prior to the release of this assurance statement, covering technical accuracy of KPI verification, regulatory compliance with SEBI BRSR Core requirements, editorial consistency, and structural alignment with the approved reporting template.

Our Assurance Team and Independence

TUVI is an independent, neutral third - party providing sustainability assurance services with qualified environmental and social specialists. The assurance team comprises lead verifiers holding Sustainability auditor qualifications, ISO 14064 verification competencies, as well as confirmed competence in conducting ISAE 3000 (Revised) assurance engagements. Lead verifier(s) possess ISO 14064 verification qualifications, ESG assurance experience, and sector expertise. The team's collective credentials encompass environmental data verification, social performance assessment, and sustainability reporting assurance aligned with GRI Standards and IIRC Integrated Reporting frameworks. TUVI's independence, impartiality, and conflict - of- interest position with respect to this engagement are confirmed in the Conflict - of- Interest section of this statement.

For and on the behalf of TUV India Private Limited

Project Reference No: 8124793008

Revision:01

Date: 14/05/2026

Place: Mumbai, India

Kindly refer to digital version of the assurance statement [here](#)

- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and joint ventures of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated Ind AS financial statements of which we are the independent auditors.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate

with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

- As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, according to the information and explanations given to us and based on the CARO reports issued by the respective auditors of companies included in the consolidated financial statements, to which reporting under CARO is applicable, we report as under:

- As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements;
 - In our opinion, proper books of account as required by law relating to the preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books except for the matters stated in the paragraph (i) (vi) below on reporting under Rule 11(g);
 - The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated 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 Ind AS financial statements;
 - In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies, associate companies and joint ventures, none of the directors of the Group's companies, its associates and joint ventures, incorporated in India, is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
 - The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 2 (b) above on reporting under Section 143(3)(b) and paragraph (i) (vi) below on reporting under Rule 11(g).

- With respect to the adequacy of the internal financial controls with reference to consolidated Ind AS financial statements of the Holding Company and its subsidiary companies, associate companies and joint ventures, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 1" to this report;
- In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, associates and joint ventures incorporated in India, the managerial remuneration for the year ended March 31, 2026 has been paid/provided by the Holding Company, its subsidiaries, associates and joint ventures incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements:
 - The consolidated Ind AS financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, its associates and joint ventures in its consolidated Ind AS financial statements – Refer Note 47(C) to the consolidated Ind AS financial statements;
 - Provision has been made in the consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts
 - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, associates and joint ventures, incorporated in India during the year ended March 31, 2026.

Qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements are:

S. No	Name	CIN	Holding company /subsidiary/ associate/joint venture	Clause number of the CARO report which is qualified or is adverse
1	Voltas Limited	L29308MH1954PLC009371	Holding Company	(i)(c), (vii) (b)
2	Universal MEP Projects & Engineering Services Limited	U74210MH1983PLC030705	Subsidiary	(vii) (b)
3	Voltas Components Private Limited (formerly known as 'Hi-Volt Enterprises Private Limited')	U29299MH2021PTC367448	Subsidiary	(xvii)
4	Voltbek Home Appliances Private Limited	U29308MH2017PTC298742	Joint venture	(vii) (b), (xvii)
5	Naba Diganta Water Management Limited	U93010WB2008PLC121573	Associate	(i)(c)

- iv. a) The respective managements of the Holding Company and its subsidiaries, associates and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of its knowledge and belief, other than as disclosed in the Note 60(v) to the consolidated Ind AS financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries, associates and joint ventures to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries, associates and joint ventures ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b) The respective managements of the Holding Company and its subsidiaries, associates and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of its knowledge and belief, as disclosed in the Note 60(vi) to the consolidated Ind AS financial statements, no funds have been received by the respective Holding Company or any of such subsidiaries,

associates and joint ventures from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries, associates and joint ventures shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries, associates and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v. The final dividend paid by the Holding Company, its subsidiary and associate company incorporated in India during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 65 to the consolidated Ind AS financial statements, the respective Board of Directors of the Holding Company, subsidiary company and its associate company, incorporated in India have proposed final dividend for the year which is subject to the approval of the members of the respective companies at the respective ensuing Annual General Meeting. The dividend declared is in

accordance with section 123 of the Act to the extent it applies to declaration of dividend

- vi. Based on our examination which included test checks and that performed by the respective auditor of the subsidiaries and associate companies incorporated in India whose financial statements have been audited under the act, the Holding Company, its Indian subsidiaries, associates and joint venture had used accounting softwares for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that for payroll software used by the Holding Company, its subsidiary and joint venture, audit trail feature is not enabled for

changes at database level, as described in Note 61 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, in respect of accounting softwares where the audit trail has been enabled. Additionally, the audit trail of prior years has been preserved by the Group, associates and joint venture as per the statutory requirements for record retention, to the extent it was enabled and recorded in those respective years, except for changes made at the database level for the accounting software used by the Holding Company, its subsidiary and joint venture for the period November 12, 2024 to March 31, 2025 as stated in Note 61 to the financial statements.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per **Vikram Mehta**
Partner
Membership Number: 105938
UDIN: 26105938KKPYPJ7322
Place of Signature: Mumbai
Date: May 14, 2026

ANNEXURE 1 TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF VOLTAS LIMITED

Report on the Internal Financial Controls 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 Voltas Limited (hereinafter referred to as the “Holding Company”) as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated Ind AS financial statements of the Holding Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as “the Group”), its associates and joint ventures, which are companies incorporated in India, as of that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the companies included in the Group, its associates and joint ventures, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, 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 Holding Company’s internal financial controls with reference to consolidated Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated Ind AS financial statements 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 with reference to consolidated Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated Ind AS financial statements included obtaining an understanding of internal financial controls with reference to consolidated Ind AS financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated Ind AS financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

A Company’s internal financial control with reference to consolidated Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial control with reference to consolidated Ind AS financial statements 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 WITH REFERENCE TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to consolidated Ind AS financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated Ind AS financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated Ind AS financial statements 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, the Group, its associates and joint ventures, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to consolidated Ind AS financial statements and such internal financial controls with reference to consolidated Ind AS financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per **Vikram Mehta**
Partner
Membership Number: 105938
UDIN: 26105938KKPYPJ7322
Place of Signature: Mumbai
Date: May 14, 2026

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH, 2026

A. EQUITY SHARE CAPITAL

	No. of Shares	₹ in crores
Balance as at 01 April, 2025	33,08,84,740	33.08
Changes in equity share capital	-	*
Balance as at 31 March, 2026	33,08,84,740	33.08
Balance as at 01 April, 2024	33,08,84,740	33.08
Changes in equity share capital	-	*
Balance as at 31 March, 2025	33,08,84,740	33.08

* value below ₹ 50,000/-

B. OTHER EQUITY

	Reserves and Surplus (Refer Note 23)				Items of Other Comprehensive Income (Refer Note 23)		Total attributable to owners of the Company	Non- controlling interests	Total other equity
	Capital Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Legal Reserve	Retained Earnings			
Balance as at 01 April, 2025	13.72	1.26	4.77	1,498.16	14.03	3,857.96	1,044.23	46.04	6,480.17
Net profit for the year	-	-	-	-	-	375.88	-	-	375.88
Other comprehensive income for the year (net of tax)	-	-	-	-	-	6.06	(281.69)	(5.67)	(281.30)
Total comprehensive income for the year (net of tax)	-	-	-	-	-	381.94	(281.69)	(5.67)	94.58
Dividend	-	-	-	-	-	(231.62)	-	-	(231.62)
Transfer from retained earnings	-	-	-	-	-	-	-	-	-
Transfer to General Reserve	-	-	-	20.00	-	(20.00)	-	-	-
Balance as at 31 March, 2026	13.72	1.26	4.77	1,518.16	14.03	3,988.28	762.54	40.37	6,343.13



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH, 2026

	Reserves and Surplus (Refer Note 23)				Items of Other Comprehensive Income (Refer Note 23)		Total attributable to owners of the Company	Non- controlling interests	Total other equity
	Capital Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Legal Reserve	Retained Earnings			
Balance as at 01 April, 2024	13.72	1.26	4.77	1,478.16	3.80	3,226.99	1,010.35	48.37	5,787.42
Net profit for the year	-	-	-	-	-	841.37	-	-	841.37
Other comprehensive income for the year (net of tax)	-	-	-	-	-	1.82	33.88	(2.33)	33.37
Total comprehensive income for the year (net of tax)	-	-	-	-	-	843.19	33.88	(2.33)	874.74
Dividend	-	-	-	-	-	(181.99)	-	-	(181.99)
Transfer from Retained earnings	-	-	-	-	10.23	(10.23)	-	-	-
Transfer to General Reserve	-	-	-	20.00	-	(20.00)	-	-	-
Balance as at 31 March, 2025	13.72	1.26	4.77	1,498.16	14.03	3,857.96	1,044.23	46.04	6,480.17

Summary of material accounting policies 2

The accompanying notes are an integral part of the Ind AS consolidated financial statements.

As per our report of even date

For and on behalf of the Board of Voltas Limited
CIN: L29308MH1954PLC009371

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration No. 324982E/E300003

Noel Tata
Chairman
DIN: 00024713

K. V. Sridhar
Chief Financial Officer

Mukundan Menon C P
Managing Director
DIN: 09177076

Ratnesh Rukhariyar
Company Secretary
Membership Number: FCS 5833

Place: Mumbai
Date: 14 May, 2026

Place: Mumbai
Date: 14 May, 2026



CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH, 2026

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	557.11	1,190.75
Adjustments for:		
Share of profit/(loss) of joint ventures and associates (net of tax)	130.57	126.00
Depreciation and amortisation expenses	84.10	61.78
(Reversal of)/Allowance for doubtful debts and advances	(33.39)	67.73
Unrealised foreign exchange (gain)/loss (net)	55.84	(10.07)
Interest income on financial instruments	(85.94)	(90.81)
Interest income on income- tax refunds	(1.95)	-
Dividend income	(2.72)	(9.56)
Gain on sale/fair valuation of financial assets measured at FVTPL	(92.38)	(156.02)
Finance costs	86.78	62.11
Unclaimed credit balances written back	(24.68)	(9.95)
Gain on sale of property, plant and equipment/investment properties (net)	(0.59)	(15.70)
Rental income	(38.53)	(36.52)
	77.11	(11.01)
Operating profit before working capital changes	634.22	1,179.74
Changes in Working Capital:		
Adjustments for (increase)/decrease in operating assets:		
Inventories	(717.79)	(579.42)
Trade receivables	(754.88)	(190.89)
Contract assets	(228.14)	(412.53)
Other financial assets	9.15	(63.66)
Other non-financial assets	(34.09)	(112.44)
Adjustments for increase/(decrease) in operating liabilities:		
Trade payables	1,242.20	139.97
Contract liabilities	65.62	(73.79)
Other financial liabilities	117.82	112.19
Other non-financial liabilities	(107.25)	57.81
Provisions	55.45	28.57
	(351.91)	(1,094.19)
Cash generated from/(used in) operating activities	282.31	85.55
Income tax paid (net of refunds)	(211.34)	(310.70)
NET CASH FLOW FROM/(USED IN) OPERATING ACTIVITIES (A)	70.97	(225.15)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment and intangible assets (including capital advances and capital work-in-progress)	(132.74)	(208.18)
Proceeds from disposal of property, plant and equipment	4.09	17.44
Investment in fixed deposits	(320.72)	(1,365.71)
Proceeds from maturity of fixed deposits	586.89	1,347.73
Investment in inter corporate deposits	(116.68)	(146.99)
Proceeds from maturity of inter corporate deposits	28.04	54.05
Purchase of investments	(1,860.56)	(2,342.93)
Proceeds from sale of investments	2,086.89	2,774.01
Investment in equity shares of joint venture	(98.00)	(102.41)
Interest received	71.18	78.78

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH, 2026

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Dividend received:		
– Associates and joint ventures	2.40	9.56
– Others	2.72	7.19
Rent received	31.75	35.63
Rental deposits (repaid)/received	(3.51)	(0.23)
NET CASH FLOW FROM INVESTING ACTIVITIES (B)	281.75	157.94
C. CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of borrowings	(2,039.37)	(303.59)
Proceeds from borrowings	2,112.21	453.58
Interest paid	(89.03)	(53.51)
Payment of principal portion of lease liabilities	(11.71)	(6.72)
Payment of interest portion of lease liabilities	(2.37)	(7.48)
Dividend paid	(232.14)	(181.99)
NET CASH FLOW USED IN FINANCING ACTIVITIES (C)	(262.41)	(99.71)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	90.31	(166.92)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	649.79	816.19
Effect of exchange difference on restatement of foreign currency Cash and cash equivalents	15.00	0.52
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR (Refer Note 17)	755.10	649.79
Non-Cash Investing and Financing transaction		
Net gain arising on fair value of financial assets measured at FVTPL	62.02	21.08
Addition to Right-of-use assets	8.60	5.46

Summary of material accounting policies

2

Notes:

- The consolidated statement of cash flows is prepared using the “indirect method” set out in Ind AS 7 – Statement of Cash Flows.
- Refer note 17(i) for changes in liabilities arising from financing activities, including both changes arising from Cash Flows and non-cash changes as per Ind AS 7 – Statement of Cash flows.

The accompanying notes are an integral part of the Ind AS consolidated financial statements.

As per our report of even date

For and on behalf of the Board of Voltas Limited

CIN: L29308MH1954PLC009371

For **S R B C & CO LLP**

Chartered Accountants

ICAI Firm Registration No. 324982E/E300003

Noel Tata

Chairman

DIN: 00024713

Mukundan Menon C P

Managing Director

DIN: 09177076

per **Vikram Mehta**

Partner

Membership Number: 105938

K. V. Sridhar

Chief Financial Officer

Ratnesh Rukhariyar

Company Secretary

Membership Number: FCS 5833

Place: Mumbai

Date: 14 May, 2026

Place: Mumbai

Date: 14 May, 2026

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026

1. CORPORATE INFORMATION

The consolidated financial statements comprise financial statements of Voltas Limited (the "Company") (CIN: L29308MH1954PLC009371) and its subsidiaries (collectively, the 'Group') for the year ended 31 March, 2026. The Company is a public limited company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognised stock exchanges in India, viz., National Stock of India Limited ("NSE") and BSE Limited ("BSE"). The registered office of the Company is located at Voltas House 'A', Dr. Babasaheb Ambedkar Road, Chinchpokli, Mumbai 400033.

The Group belongs to the Tata Group of companies and was established in the year 1954. The Group is engaged in the business of air conditioning, refrigeration, air cooler, electro-mechanical projects, rural electrification, solar and water projects both in domestic and international geographies (Middle East) and engineering product services for mining & construction equipment and textile industry.

The consolidated financial statements for the year ended 31 March, 2026 were approved by the Board of Directors on 14 May, 2026.

2. MATERIAL ACCOUNTING POLICIES

A. Basis of Preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (as amended from time to time), (Ind AS compliant Schedule III), as applicable to the consolidated financial statements.

The consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments measured at fair value as explained in accounting policy of fair value measurement (Note 2(G)) and financial instruments (Note 2 (R)) below and defined benefit and other long-term benefits.

The accounting policies adopted for preparation and presentation of financial statements have been consistent with the previous year. The consolidated financial statements are presented in ₹ and all values are rounded to the nearest crores, except when otherwise indicated.

B. Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 31 March, 2026.

Subsidiaries are entities controlled by the Group. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit and loss from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Company, i.e., year ended on 31 March, 2026. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation procedure: In preparing these consolidated financial statements, below key consolidation procedures are followed:

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries.
- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group. Profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed

assets, are eliminated in full. Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holder of the parent of the Group and to the non- controlling interests, even if this results in the non-controlling interests having a deficit balance.

C. Investments in Associates and Joint Ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but does not have control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

The Group's investments in its associate and joint venture are accounted for using the equity method. Under the equity method, the investment in an associate or a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment individually. Thus, reversals of impairments may effectively include reversal of goodwill impairments. Impairments and reversals are presented within 'Share of profit of an associate and a joint venture' in the statement of profit or loss.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

The statement of profit and loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in other comprehensive income of those investees is presented as part of the Group's other comprehensive income. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

If an entity's share of losses of an associate or a joint venture equals or exceeds its interest in the associate or joint venture (which includes any long-term interest that, in substance, form part of the Group's net investment in the associate or joint venture), the entity discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture. If the associate or joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of an associate and a joint venture is shown on the face of the statement of profit and loss and represents profit or loss after tax.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then

recognises the loss as 'Share of profit of an associate and a joint venture' in the statement of profit and loss.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in the statement of profit and loss.

D. Business Combination and Goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed in the periods in which the costs are incurred and the services are received.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods. Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

E. Revenue

Revenue from contracts with customers:

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services i.e. transaction price. The Group has generally concluded that it is the principal in its revenue arrangements, except for the agency services mentioned below, as it typically controls the goods or services before transferring them to the customer.

Sale of goods

Revenue from sale of goods is recognised at the point in time when control is transferred to the customer, which generally coincides with transfer of goods to the transporters. The normal credit term is 7 to 60 days. In determining the transaction price for the sale of goods, the Group considers the effects of variable consideration such as discounts to customers.

The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be

allocated (e.g., preventive maintenance). The Group provides preventive maintenance services on its certain products at the time of sale. These maintenance services are sold together with the sale of product. Contracts for such sales of product and preventive maintenance services comprise two performance obligations because the promises to transfer the product and to provide the preventive maintenance services are capable of being distinct. Accordingly, a portion of the transaction price is allocated to the preventive maintenance services and recognised as a contract liability. Revenue is recognised over the period in which the preventive maintenance services are provided based on the time elapsed.

Warranty obligation

The Group typically provides warranties for general repairs of defects that existed at the time of sale. These assurance-type warranties are accounted for under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets. Refer to the accounting policy on warranty provisions in section Q 'Provisions and Contingent Liabilities'.

Revenue from Services

Revenue from services is recognised at the point in time when the services are rendered. Revenue from maintenance contracts is recognised over the period of contract on time elapsed.

In case of mining equipment's and retrofit maintenance contracts, revenue is recognised over the period of time based on input method where the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of performance obligation.

Agency Commission

The Group procures textile machinery on behalf of its customers. Accordingly, in these arrangements the Group is acting as an agent and record the revenue on net basis.

Revenue from Construction Contracts

Performance obligation in case of long - term construction contracts is satisfied over a period of time, since the Group creates an asset that the customer controls as the asset is created and the Group has an enforceable

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

right to payment for performance completed to date if it meets the agreed specifications. Revenue from long term construction contracts, where the outcome can be estimated reliably and 20% of the project cost is incurred, is recognised under the percentage of completion method by reference to the stage of completion of the contract activity.

The stage of completion is measured by input method i.e. the proportion that costs incurred to date bear to the estimated total costs of a contract. The total costs of contracts are estimated based on technical and other estimates. In the event that a loss is anticipated on a particular contract, provision is made for the estimated loss. If the consideration in the contracts includes price variation clause, the Group estimates the amount of consideration to which it will be entitled in exchange for work performed as per contractual terms and consider the same as part of contract price. Contract modifications are accounted for when addition, deletion or changes are approved by the customer either to the contract scope or contract price.

Contract revenue earned in excess of billing is reflected under “contract asset”, billing in excess of contract revenue and amount received in advance before the related work is performed are reflected under “contract liabilities”. Retention money receivable from project customers does not contain any significant financing element and are retained for satisfactory performance of contract.

In case of long - term construction contracts payment is generally due upon completion of milestone as per terms of contract. In certain contracts, short-term advances are received before the performance obligation is satisfied.

F. Contract Balances

Contract Assets

A contract asset is initially recognized for revenue earned from project business because the receipt of consideration

is conditional on successful completion of the work. Upon completion of the work and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables once the amounts are billed to the customer as per the terms of the contract and no other performance obligation is pending for receipt of consideration billed i.e. the Group has unconditional rights to consideration. Contract assets are subject to impairment assessment. Refer to accounting policies on impairment of financial assets in section R ‘Financial Instruments’.

Trade Receivables

A receivable represents the Group’s right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section R ‘Financial Instruments’ – initial recognition, subsequent measurement, derecognition and impairment of financial assets.

Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

G. Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(i) In the principal market for the asset or liability, or

(ii) In the absence of a principal market, in the most advantageous market for the asset or liability

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant’s ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1— Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

- H. Employee Benefits
- (a) Post-employment Benefits Cost and Termination Benefits

(i) Defined Contribution Plans

Payments to defined contribution plans are recognised as an expense when employees have rendered service entitling them to the contributions. The Group operates following defined contribution plans:

(a) Superannuation Fund: Contribution to superannuation fund, a defined contribution scheme, is made at pre-determined rates to the superannuation fund trust and is charged to the statement of profit and loss, when an employee renders the related service. There are no other obligations other than the contribution payable to the superannuation fund trust.

(b) Provident Fund: Retirement benefit in the form of provident fund is a defined contribution scheme in respect of employees of Indian subsidiary companies. The Indian subsidiary companies have no obligation, other than the contribution payable to the provident fund. The group recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

(ii) Defined Benefit Plans

The Group’s liabilities towards gratuity, pension and post-retirement medical benefit schemes are determined using the projected unit credit method, with actuarial valuation being carried out at the end of each reporting period.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

Provident and Pension Fund: The eligible employees of the Holding Company are entitled to receive benefits under provident fund schemes which are in substance, defined benefit plans, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' salary). The contributions are paid to the provident funds and pension fund set up as irrevocable trusts by the Holding Company. The Group is generally liable for annual contributions and any shortfall in the fund assets based on the government specified minimum rates of return is recognised as an expense in the year incurred.

Gratuity: The Group operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The fund in case of Holding Company is administered by the irrevocable trusts. The Group also provides similar gratuity benefits to overseas employees, the gratuity benefits for overseas employees are unfunded.

Post-retirement medical benefit: The Group also provides certain additional post employment healthcare benefits to certain category of employees. These healthcare benefits are unfunded.

Re-measurement, comprising actuarial gains and losses and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in other comprehensive income in the period in which they occur.

Re-measurement recognised in other comprehensive income is reflected immediately to Retained Earnings and will not be reclassified to the statement of profit and loss.

Past service costs are recognised in the statement of profit and loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognises related restructuring costs.

Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Remeasurement

The Group presents the first two components of defined benefit costs in the statement of profit and loss in the line item "Employee Benefits Expenses". Curtailment gains and losses are accounted for as past service costs.

The defined benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Group's defined benefit plans.

(b) Short term and other long term employee benefits

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Group recognizes expected cost of short-term employee benefit as an expense, when an employee renders the related service.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Remeasurement gains/losses are immediately taken to the statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

The Group also provides long-term employee benefits in the form of Long-Term Incentive Scheme ('the Scheme'). The Scheme provides benefits in the form of Incentive to be paid in cash to certain category of employees upon achievement of certain performance criteria, whereby employee renders services as consideration for the incentive amount while continue to remain in employment with the Group during the tenor of the Scheme. The liability towards Long-Term Incentive Scheme is determined using the Project Unit Cost Method, with actuarial valuation being carried out at the end of the reporting period. The cost of the Scheme is recognised as expense in the statement of profit and loss over the tenor of the Scheme during which required performance criteria needs to be fulfilled.

I. Property, Plant and Equipment

Property, plant and equipment (except land and CWIP) are stated at cost less accumulated depreciation and accumulated impairment losses, if any. The cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable taxes and any directly attributable cost of bringing an asset to working condition and location for its intended use. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and

equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Projects under which the property, plant and equipment is not yet ready for their intended use are carried as capital work in progress at cost determined as aforesaid, net of accumulated impairment loss, if any.

Depreciable amount for assets is the cost of an asset, less its estimated residual value. Depreciation is recognised so as to write off the depreciable amount of assets (other than freehold land and assets under construction) over the useful lives using the straight-line method. The estimated useful lives are as follows:

Assets	Useful life
Factory Building	30 years
Residential Building	60 years
Office Equipment	3-6 years
Furniture and fixtures	10 years
Vehicles	8 years

The useful life as estimated above is aligned to the prescribed useful life specified under Schedule II of the Companies Act, 2013 except in respect of following category of assets located in India, the Group, based on technical assessment made by technical expert and management estimate, depreciates certain items of plant and equipment over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Assets	Useful life
Plant and Equipment	8-25 years

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Assets	Useful life
Leasehold land	99 years
Leasehold building	1-9 years
Vehicles	1-2 years

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section T 'Impairment of Non-Financial Assets.'

(b) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such

lease payments) or a change in the assessment of an option to purchase the underlying asset.

(c) Short-term lease assets

The Group applies the short-term lease recognition exemption to its short-term leases of office premises and storage locations (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option).

Lease payments on short-term lease assets are recognised as expense on a straight-line basis over the lease term.

Group as a Lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income arising is accounted on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

O. Inventories

Inventories are valued at the lower of cost and net realisable value. Cost includes all charges for bringing the goods to their present location and condition. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted average basis.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

- Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

P. Taxes on Income

Current Income Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with Income Tax Act, 1961. The tax rates and tax laws used to compute the tax are those that are enacted or substantively enacted at the reporting date. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred Tax

Deferred Tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences;
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences;
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

The Group offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity which intends either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Q. Provisions and Contingent Liabilities

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Warranties

The estimated liability for product warranties is recorded when products are sold / project is completed. These estimates are established using historical information on the nature, frequency and average cost of warranty claims, management estimates for possible future incidence based on corrective actions on product failures. The timing of outflows will vary as and when warranty claims arise being typically up to five years.

Contingent Liabilities

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

Environment Liabilities

E-Waste (Management) Rules 2022, as amended, requires the Group to complete the Extended Producer Responsibility targets (EPR) measured based on sales made in the preceding 10th year. Accordingly, the obligation event for E-Waste obligation arises only if Group participate in the markets in such years and based on the Group participation in market in such years, liability for E-Waste obligation is recognised.

R. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Initial Recognition and Measurement

Financial assets are classified, at initial recognition, and subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section E 'Revenue'.

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through other comprehensive income are held within a business model with the objective of both holding to collect contractual cash flows and selling the financial assets.

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)

- Financial assets designated at fair value through other comprehensive income with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss (FVTPL)

Financial Assets at Amortised Cost (Debt Instruments)

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method and are subject to impairment as per the accounting policy applicable to 'Impairment of financial assets.' Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. The Group's financial assets at amortised cost includes trade receivables, loans and other financial assets.

Financial Assets at Fair Value Through Other Comprehensive Income (FVTOCI) (Debt Instruments)

A 'financial asset' is classified as FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

- (b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through other comprehensive income, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the statement of profit and loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. Upon derecognition, the cumulative fair value changes recognised in other comprehensive income is reclassified from the equity to profit or loss.

- **Financial Assets at Fair Value Through Other Comprehensive Income (FVTOCI) (Equity Instruments)**

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through other comprehensive income when they meet the definition of equity under Ind AS 32 'Financial Instruments: Presentation' for the issuer and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity investment which are held for trading are classified as at FVTPL.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Equity instruments designated at fair value through other comprehensive income are not subject to impairment assessment.

The Group elected to classify irrevocably its listed and non-listed equity investments under this category.

- **Financial Assets at Fair Value Through Profit or Loss (FVTPL)**

Financial assets in this category are those that are held for trading and have been either designated by management upon initial recognition or are mandatorily required to be measured at fair value under Ind AS 109 'Financial Instrument' i.e. they do not meet the criteria for classification as measured at amortised cost or FVOCI. Management only designates an instrument at FVTPL upon initial recognition, if the designation eliminates, or significantly reduces, the inconsistent treatment that would otherwise arise from measuring the assets or liabilities or recognising gains or losses on them on a different basis. Such designation is determined on an instrument-by-instrument basis. For the Group, this category includes derivative instruments, certain investments in bonds and investment in mutual funds.

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

- **Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

- The rights to receive cash flows from the asset have expired or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards 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.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

- **Impairment of Financial Assets**

The Group recognises an allowance for expected credit losses (ECL) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

For all financial assets other than trade receivables, expected credit losses are measured at an amount equal to the 12-month expected credit loss (ECL) unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. For trade receivables and contract assets, the Group applies a simplified approach in calculating ECL. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Financial Liabilities

- **Initial recognition, measurement and presentation**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade payables, loans and borrowings including bank overdrafts, other financial liabilities, financial guarantee contracts and derivative financial instruments.

- **Subsequent Measurement**

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)
- **Financial Liabilities at Fair Value Through Profit or Loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 'Financial Instrument'. Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities are designated upon initial recognition as at fair value through profit or loss only if the criteria in Ind AS 109 'Financial Instrument' are satisfied. For liabilities designated as FVTPL, fair value gains / losses attributable to changes in own credit risk are recognized in other comprehensive

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

income. These gains / losses are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.

• Financial Liabilities at Amortised Cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

• Financial Guarantee Contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 'Financial Instrument' and the amount recognised less cumulative amount of income recognised in accordance with the principles of Ind AS 115 'Revenue from Contracts with Customers'.

• Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms

of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts 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 a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

S. Derivative Financial Instruments:

The Group uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

T. Impairment of Non-Financial Assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Group operates, or for the market in which the asset is used.

Impairment losses including impairment on inventories are recognised in the statement of profit and loss. For assets excluding Goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

For contract assets, the Group has applied the simplified approach for recognition of impairment allowance as

provided in Ind AS 109 'Financial Instrument' which requires the expected lifetime losses from initial recognition of the contract assets. Refer to accounting policies on impairment of financial assets in section R 'Financial Instruments'.

U. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash with banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value.

V. Earnings Per Share (EPS)

Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Group by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

W. Segment Reporting

Segments are identified based on the manner in which the Chief Operating Decision-Maker (CODM) decides about the resource allocation and reviews performance.

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Group as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

X. Dividend

The Group recognises a liability to pay dividend to equity shareholders when the distribution is authorised and the distribution is no longer at the discretion of the

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Y. Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments.

Z. Events after the Reporting Period

If the Group receives information after the reporting period, but prior to the date of approval for issue, about conditions that existed at the end of the reporting period, it will assess whether the information affects the amounts that it recognises in its consolidated financial statements. The Group will adjust the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in light of the new information. For non-adjusting events after the reporting period, the Group will not change the amounts recognised in its consolidated financial statements but will disclose the nature of the non-adjusting event and an estimate of its financial effect, or a statement that such an estimate cannot be made, if applicable.

AA. Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. A portion of the Group's activities (primarily long-term project activities) have an operating cycle that exceeds one year. Accordingly, assets and liabilities related

to these long-term contracts, which will not be realised/paid within one year, have been classified as current. For all other activities, the operating cycle is twelve months.

BB. Current Versus Non-Current Classification

The Group segregates assets and liabilities into current and non-current categories for presentation in the balance sheet after considering its normal operating cycle and other criteria set out in Ind AS 1, 'Presentation of Financial Statements'. For this purpose, current assets and liabilities include the current portion of non-current assets and liabilities respectively. Deferred tax assets and liabilities are always classified as non-current.

2a. Recent Accounting Pronouncements Issued but not Yet Effective

The new and amended standards that are notified by the Ministry of Corporate Affairs (MCA), but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Group will adopt these amendments to the standards, when they become effective.

Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants:

In accordance with changes to Ind AS 1 as notified by the MCA breach of an immaterial covenant will trigger classification of non-current liability as current. The Group does not expect any material impact of the amendments on its financial statements.

3. SIGNIFICANT ACCOUNTING, JUDGEMENTS ESTIMATES AND ASSUMPTIONS

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

Estimates and Assumptions:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year:

Cost to Complete on Construction Contracts

Management estimates the costs to complete for each project for the purpose of revenue recognition and recognition of anticipated losses on projects, if any. In the process of calculating the cost to complete, Management conducts regular and systematic reviews of actual results and future projections with comparison against budget. This process requires monitoring controls including financial and operational controls and identifying major risks facing the Group and developing and implementing initiatives to manage those risks. The Group's Management is confident that the costs to complete the project are fairly estimated.

Percentage of Completion on Construction Contracts

Management's estimate of the percentage of completion on each project for the purpose of revenue recognition is through conducting some weight analysis to assess the actual quantity of the work for each activity performed during the reporting period and estimate any future costs for comparison against the initial project budget. This process requires monitoring of financial and operational controls. Management is of the opinion that

the percentage of completion of the projects is fairly estimated.

As required by Ind AS 115, in applying the percentage of completion on its long-term projects, the Group is required to recognise any anticipated losses on its contracts.

Impairment of Financial Assets and Contract Assets

The Group's Management reviews periodically items classified as receivables and contract assets to assess whether a provision for impairment should be recorded in the statement of profit and loss. Management estimates the amount and timing of future cash flows when determining the level of provisions required. Such estimates are necessarily based on assumptions about several factors involving varying degrees of judgement and uncertainty. Details of impairment provision on contract assets and trade receivable are given in Note 15 and Note 16.

The Group reviews its carrying value of investments annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

Fair Value Measurement of Financial Instruments

Some of the Group's assets are measured at fair value for financial reporting purposes. The Management determines the appropriate valuation techniques and inputs for fair value measurements. In estimating the fair value of an asset, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group engages third party qualified valuers to perform the valuation. The Management works closely with the qualified external valuers to establish the appropriate valuation techniques and inputs to the model. Information about valuation techniques and inputs used in determining the fair value of various assets is disclosed in Note 52.

Litigations

From time to time, the Group is subject to legal proceedings the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

probable that a payment will be made, and the amount of the loss can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavourable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each Balance Sheet date and revisions made for the changes in facts and circumstances. Provision for litigations and contingent liabilities are disclosed in Note 47 (C).

Defined Benefit Plans

The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The calculation is most sensitive to changes in the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds where remaining maturity of such bond correspond to expected term of defined benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about defined benefits plans are disclosed in Note 48.

Useful Lives of Property, Plant and Equipment

The Group has estimated useful life of each class of assets based on the nature of assets, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, etc. The Group reviews the useful life of property, plant and equipment as at the end of each reporting period. This reassessment may result in change in depreciation and amortisation expense in future periods.

Warranty Provisions

The Group provides warranties for its products, undertaking to repair or replace the product that fail to perform satisfactory during the warranty period. Provision made at the year-end represents the amount of expected cost of meeting such obligations of rectification / replacement which is based on the historical warranty claim information as well as recent trends that might suggest that past cost information may differ from future claims. Factors that could impact the estimated claim information include the success of the Group's productivity and quality initiatives. Provision towards warranty is disclosed in Note 36.

Impairment of Goodwill

Determining whether goodwill is impaired requires an estimation of the value in use of the cash generating units to which the goodwill is allocated. The value in use calculations requires the directors to estimate the future cash flows expected to arise from the cash generating unit and suitable discount rate in order to calculate the present value. Where the actual future cash flows expected to arise are less than expected a material impairment loss may arise.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

4. PROPERTY, PLANT AND EQUIPMENT (OWNED, UNLESS OTHERWISE STATED)

(₹ in crores)

	Freehold Land	Buildings	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total Property, Plant And Equipment
Cost							
As at 01 April, 2024	76.17	189.83	253.56	111.75	34.92	21.21	687.44
Additions	4.64	206.11	243.64	20.77	7.90	0.08	483.14
Disposals	-	0.68	3.51	4.60	1.27	1.15	11.21
Exchange differences on translation of foreign operations	-	0.20	0.37	0.30	0.04	0.43	1.34
As at 31 March, 2025	80.81	395.46	494.06	128.22	41.59	20.57	1,160.71
Accumulated depreciation							
As at 01 April, 2024	-	54.17	124.52	75.61	26.13	16.84	297.27
Charge for the year	-	11.21	25.50	11.98	2.76	0.49	51.94
Disposals	-	0.33	2.78	4.26	1.06	1.04	9.47
Exchange differences on translation of foreign operations	-	0.18	0.33	0.24	0.04	0.36	1.15
As at 31 March, 2025	-	65.23	147.57	83.57	27.87	16.65	340.89
Net carrying amount as at 31 March, 2025	80.81	330.23	346.49	44.65	13.72	3.92	819.82
Cost							
As at 01 April, 2025	80.81	395.46	494.06	128.22	41.59	20.57	1,160.71
Additions	0.99	82.82	76.57	14.53	7.52	0.17	182.60
Disposals	-	0.23	10.57	4.44	0.90	0.51	16.65
Reclassification from investment property	-	5.16	-	-	-	-	5.16
Exchange differences on translation of foreign operations	-	0.98	1.62	1.39	0.20	1.94	6.13
As at 31 March, 2026	81.80	484.19	561.68	139.70	48.41	22.17	1,337.95
Accumulated depreciation							
As at 01 April, 2025	-	65.23	147.57	83.57	27.87	16.65	340.89
Charge for the year	-	12.58	34.09	14.04	8.69	0.61	70.01
Disposals	-	0.20	9.72	4.06	0.79	0.40	15.17
Reclassification from investment property	-	1.66	-	-	-	-	1.66
Exchange differences on translation of foreign operations	-	0.93	1.44	1.17	0.18	1.65	5.37
As at 31 March, 2026	-	80.20	173.38	94.72	35.95	18.51	402.76
Net carrying amount as at 31 March, 2026	81.80	403.99	388.30	44.98	12.46	3.66	935.19

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

4. PROPERTY, PLANT AND EQUIPMENT (OWNED, UNLESS OTHERWISE STATED) (Contd.)

Footnotes:

- (a) Buildings includes ₹ 0.0016 crores (31 March, 2025: ₹ 0.0016 crores) being cost of shares and bonds in Co-operative Housing Societies.
- (b) Title deeds of Immovable Property not held in the name of the Holding Company.

(₹ in crores)

Description of item of property	Gross carrying value		Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the Company
	As at 31 March, 2026	As at 31 March, 2025				
Property Plant & Equipment-Building 16 Flats in Tata Colony, Lallubhai Park, Andheri (W), Mumbai-400063	0.06	0.06	Tata Services Limited	Group Company	31 August, 1965	These flats are constructed on land owned by Tata Services Limited in line with arrangement amongst Tata Services Limited and Tata Group of companies (incl. Voltas Limited) Pending certain procedural aspects, title to the undivided share of land relating to the flats owned by Voltas Limited has not yet been transferred in the name of Voltas Limited.
Right-of-use assets-Building Voltas House, 23 J N Heredia Marg, Ballard Estate, Mumbai-400001	0.23	0.23	Bombay Port Trust	Others	15 June, 2017	The said building was taken on lease by Holding Company from Bombay Port Trust. The Lease has expired on 14 June, 2017. The Holding Company has submitted an application for renewal (in accordance with contractual right) of lease on 15 December, 2016.

- (c) On transition to Ind AS (i.e. 01 April, 2015), the Group has elected to continue with the carrying value of all property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.
- (d) For details of charges created, Refer Note 31(iv).

4A. Capital Work-In-Progress (CWIP)

(₹ in crores)

	Amount
As at 01 April, 2024	367.51
Additions	157.21
Capitalisation	(442.37)
As at 31 March, 2025	82.35
Additions	15.05
Capitalisation	(75.33)
As at 31 March, 2026	22.07

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

4A. Capital Work-In-Progress (CWIP) (Contd.)

(i) Borrowing Cost:

The amount of borrowing cost capitalised during the year ended 31 March, 2026 was ₹ 4.21 crores (31 March, 2025: ₹ 11.71 crores). The rate used to determine the amount of borrowing cost eligible for capitalisation was 6.80 % p.a (31 March, 2025: 7.55% p.a.) which is effective interest rate of the specific borrowing.

(ii) Capitalisation of Expenses

During the year, the Group capitalised pre-operative expenses of ₹ Nil (31 March, 2025: ₹ 4.08 crores) of revenue nature to capital work-in-progress (CWIP). Consequently, expenses disclosed under the respective notes are net of amounts capitalised by the Group.

(iii) Capital Work-In-Progress (CWIP) Ageing Schedule

As at 31 March, 2026

(₹ in crores)

	Amount in CWIP for the period of				Total
	<1 year	1-2 years	2-3 years	> 3 years	
(a) Projects in progress	15.51	3.72	2.84	-	22.07
(b) Projects temporarily suspended	-	-	-	-	-
Total	15.51	3.72	2.84	-	22.07

As at 31 March, 2025

(₹ in crores)

	Amount in CWIP for the period of				Total
	<1 year	1-2 years	2-3 years	> 3 years	
(a) Projects in progress	53.95	25.25	3.15	-	82.35
(b) Projects temporarily suspended	-	-	-	-	-
Total	53.95	25.25	3.15	-	82.35

(iv) There are no projects whose completion is overdue or has exceeded its cost compared to its original plan.

5. INVESTMENT PROPERTIES

(₹ in crores)

	Freehold Land	Buildings	Total
Cost			
As at 01 April, 2024	0.14	62.86	63.00
Additions	-	-	-
Disposals	-	0.06	0.06
As at 31 March, 2025	0.14	62.80	62.94
Accumulated depreciation			
As at 01 April, 2024	-	18.07	18.07
Charge for the year	-	0.97	0.97
Disposals	-	0.04	0.04
As at 31 March, 2025	-	19.00	19.00
Net carrying amount as at 31 March, 2025	0.14	43.80	43.94

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

5. INVESTMENT PROPERTIES (Contd.)

	₹ in crores		
	Freehold Land	Buildings	Total
Cost			
As at 01 April, 2025	0.14	62.80	62.94
Additions	-	-	-
Disposals	-	2.22	2.22
Reclassification to property, plant and equipments	-	(5.16)	(5.16)
As at 31 March, 2026	0.14	55.42	55.56
Accumulated depreciation			
As at 01 April, 2025	-	19.00	19.00
Charge for the year	-	0.90	0.90
Disposals	-	0.22	0.22
Reclassification to property, plant and equipments	-	(1.66)	(1.66)
As at 31 March, 2026	-	18.02	18.02
Net carrying amount as at 31 March, 2026	0.14	37.40	37.54

Footnotes:

- On transition to Ind AS (i.e. 01 April, 2015), the Group has elected to continue with the carrying value of all Investment properties measured as per the previous GAAP and use that carrying value as the deemed cost of Investment properties.
- Amount recognised in statement of profit and loss in relation to investment properties are as follows:

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Rental income	38.53	36.52
Direct operating expenses (including repairs and maintenance) generating rental income (net of recoveries)	2.61	1.94
Direct operating expenses (including repairs and maintenance) arising from investment property that did not generate rental income	5.01	5.65
Profit from investment properties before depreciation and indirect expenses	30.91	28.93
Less: Depreciation	0.90	0.97
Profit arising from investment properties before indirect expenses	30.01	27.96

- Fair Value of the Group's investment properties are as follows:

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(i) Land	135.49	131.92
(ii) Building	773.52	782.23
	909.01	914.15

The fair value of the investment properties have been derived using the market comparable approach (market value method/sale comparison technique) based on recent market prices without any significant adjustments being made to the market observable data. The valuation was carried out by an independent registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. Accordingly, fair value estimates for investment properties are classified as level 3.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

5. INVESTMENT PROPERTIES (Contd.)

- The Group has no restriction on the realisability of its Investment properties and no contractual obligation to construct and develop investment properties.

6 RIGHT-OF-USE ASSETS

	₹ in crores			
	Land	Buildings	Vehicles	Total
Gross carrying amount				
As at 01 April, 2024	9.81	61.02	-	70.83
Additions	-	4.69	0.77	5.46
Disposals	-	15.85	-	15.85
Exchange differences on translation of foreign operations	-	(0.05)	-	(0.05)
As at 31 March, 2025	9.81	49.81	0.77	60.39
Accumulated depreciation				
As at 01 April, 2024	1.12	34.96	-	36.08
Charge for the year	0.10	5.90	0.51	6.51
Disposals	-	15.85	-	15.85
Exchange differences on translation of foreign operations	-	(0.36)	-	(0.36)
As at 31 March, 2025	1.22	24.65	0.51	26.38
Net carrying amount as at 31 March, 2025	8.59	25.16	0.26	34.01
Gross carrying amount				
As at 01 April, 2025	9.81	49.81	0.77	60.39
Additions	-	8.60	-	8.60
Disposals	-	2.45	0.77	3.22
Exchange differences on translation of foreign operations	-	0.45	-	0.45
As at 31 March, 2026	9.81	56.41	-	66.22
Accumulated depreciation				
As at 01 April, 2025	1.22	24.65	0.51	26.38
Charge for the year	0.11	11.09	0.26	11.46
Disposals	-	2.45	0.77	3.22
Exchange differences on translation of foreign operations	-	0.01	-	0.01
As at 31 March, 2026	1.33	33.30	-	34.63
Net carrying amount as at 31 March, 2026	8.48	23.11	-	31.59

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

7A. GOODWILL

	As at 31 March, 2026	As at 31 March, 2025
(a) Goodwill generated on consolidation	72.31	72.31
(b) Movement in goodwill		
Balance at the beginning of the year	72.31	72.31
Balance at the end of the year	72.31	72.31

(c) Allocation of Goodwill to Cash-Generating Units (CGU):

- The carrying value of the Goodwill pre-dominantly relates to Goodwill that arose on the acquisition of Universal MEP Projects & Engineering Services Limited ('UMPESL'), a wholly owned subsidiary, of ₹ 71.36 crores (31 March, 2025: ₹ 71.36 crores).
- The Goodwill has been allocated for impairment testing purposes to UMPESL Business. The Goodwill is tested annually for impairment, more frequently if there are any indications that Goodwill may be impaired.
- The recoverable amount of UMPESL Business has been determined using the value in use calculation. The calculation uses five year projections based on the order book position. Value in use has been determined based on future cashflows after considering current economic conditions and trends, estimated future operating results, growth rates and anticipated future economic conditions.
- Key assumptions for the value in use calculations includes:
 - Discount rate of 12.74% p.a. (31 March, 2025: 11.92% p.a.) was applied to arrive at present value of the cash flows.
 - Cash flows beyond five years have been extrapolated using a steady growth rate in the range of 5% p.a. (31 March, 2025: 5% p.a.). This growth rate does not exceed the long-term average growth rate for this industry in India.
 - Appropriate industrial beta has been applied (based on the comparative companies data) to arrive at the weighted average cost of capital.
- The Management believes that no reasonable change in any of the key assumptions used in the value in use calculation would cause the carrying value of the CGU to materially exceed its value in use.

7B. OTHER INTANGIBLE ASSETS

	Manufacturing Rights & Technical Know-how	Software	Total
Cost			
As at 01 April, 2024	8.88	62.94	71.82
Additions	-	0.18	0.18
Disposals	-	0.21	0.21
Exchange differences on translation of foreign operations	-	0.06	0.06
As at 31 March, 2025	8.88	62.97	71.85

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

7B. OTHER INTANGIBLE ASSETS (Contd.)

	Manufacturing Rights & Technical Know-how	Software	Total
Amortisation			
As at 01 April, 2024	8.88	57.35	66.23
Charge for the year	-	2.36	2.36
Disposals	-	0.20	0.20
Exchange differences on translation of foreign operations	-	0.06	0.06
As at 31 March, 2025	8.88	59.57	68.45
Net carrying amount as at 31 March, 2025	-	3.40	3.40
Cost			
As at 01 April, 2025	8.88	62.97	71.85
Additions	-	2.08	2.08
Disposals	-	0.16	0.16
Exchange differences on translation of foreign operations	-	0.48	0.48
As at 31 March, 2026	8.88	65.37	74.25
Amortisation			
As at 01 April, 2025	8.88	59.57	68.45
Charge for the year	-	1.73	1.73
Disposals	-	0.15	0.15
Exchange differences on translation of foreign operations	-	0.46	0.46
As at 31 March, 2026	8.88	61.61	70.49
Net carrying amount as at 31 March, 2026	-	3.76	3.76

Footnote:

- On Transition to Ind AS (i.e. 01 April, 2015), the Company has elected to continue with carrying value of all intangible assets measured as per the previous GAAP and use that carrying value as deemed cost of Intangible assets.

8. INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD

	Currency	Face Value	As at 31 March, 2026		As at 31 March, 2025	
			No.	₹ in crores	No.	₹ in crores
Fully paid-Unquoted Investments						
1 Investments in Associate Companies						
Brihat Trading Private Limited	₹	10	3,352	*	3,352	*
Naba Diganta Water Management Limited	₹	10	47,97,000	5.11	47,97,000	5.94
				5.11		5.94

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

8. INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD (Contd.)

	Currency	Face Value	As at 31 March, 2026		As at 31 March, 2025	
			No.	₹ in crores	No.	₹ in crores
2 Investments in Joint Ventures						
Universal Voltas L.L.C., UAE	AED	1,000	3,430	42.21	3,430	34.75
Olayan Voltas Contracting Company Limited, Saudi Arabia	SR	100	50,000	-	50,000	-
(including Share application money)						
Voltbek Home Appliances Private Limited	₹	10	93,49,24,900	129.93	83,69,24,900	166.30
				172.14		201.05
Investments accounted for using equity method				177.25		206.99

Footnotes:

(i) Aggregate amount of unquoted investments 177.25 206.99

(ii) *value below ₹ 50,000/-

(iii) Abbreviations for Currencies:

₹: Indian Rupees SR: Saudi Riyal AED: United Arab Emirates Dirhams

9. INVESTMENTS (NON-CURRENT)

	Currency	Face Value	As at 31 March, 2026		As at 31 March, 2025	
			No.	₹ in crores	No.	₹ in crores
1 Investments in Subsidiary Companies						
(at cost less impairment unless otherwise stated)						
Agro Foods Punjab Limited (Refer footnote (iv))	₹	100	2,80,000	-	2,80,000	-
(Beneficial rights transferred pending transfer of shares)						
Westerwork Engineers Limited (Under Liquidation)	₹	100	9,600	1.09	9,600	1.09
Gross Investments in Subsidiary Companies				1.09		1.09
Less: Impairment in value of Investments				1.09		1.09
Sub-total (1)				-		-
2 Investments in Other Companies						
(Investments at Fair Value through Other Comprehensive Income) (Refer footnote (vii))						
(a) Fully Paid Unquoted Equity Instruments						
Agrotech Industries Limited	USD	1	3,67,500	-	3,67,500	-
Tata International Limited	₹	1,000	15,000	37.59	15,000	73.50
Tata Services Limited (Refer footnote (vi))	₹	1,000	448	0.04	448	0.04
Tata Industries Limited (Refer footnote (vi))	₹	100	13,05,720	20.72	13,05,720	20.72
Tata Projects Limited	₹	5	1,10,62,170	127.66	1,10,62,170	180.42

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

9. INVESTMENTS (NON-CURRENT) (Contd.)

	Currency	Face Value	As at 31 March, 2026		As at 31 March, 2025	
			No.	₹ in crores	No.	₹ in crores
Premium Granites Limited	₹	10	4,91,220	-	4,91,220	-
OMC Computers Limited	₹	10	4,04,337	-	4,04,337	-
Avco Marine S.a.S, France	EURO	10	1,910	-	1,910	-
Voltas Employees Consumers Co-operative Society Limited	₹	10	750	*	750	*
Saraswat Co-operative Bank Limited	₹	10	10	*	10	*
Super Bazar Co-operative Stores Limited	₹	10	500	*	500	*
Sub-total (2(a))				186.01		274.68
(b) Fully Paid Quoted Equity Instruments						
Lakshmi Engineering and Warehousing Limited (formerly known as Lakshmi Automatic Loom Works Limited)	₹	100	61,520	-	61,520	-
Tata Chemicals Limited	₹	10	2,00,440	11.69	2,00,440	17.34
Tata Consumer Products Limited	₹	1	2,37,289	24.07	2,37,289	23.77
LMW Limited (formerly known as Lakshmi Machine Works Limited)	₹	10	5,79,672	692.40	5,79,672	926.61
Reliance Industries Limited (Refer footnote (vi))	₹	10	2,640	-	2,640	-
Sub-total (2(b))				728.16		967.72
Sub-total (2)				914.17		1,242.40
3 Investment in Unquoted Mutual funds						
(at fair value through profit or loss)				1,132.17		1,189.52
Sub-total (3)				1,132.17		1,189.52
4(a) Investment in Debentures/Bonds						
(at amortised cost)						
Fully Paid Quoted Debentures/Bonds:						
Tata Capital Limited						
11.50% Non Convertible Debentures	₹	10,00,000	500	54.52	500	54.52
Mahindra Rural Housing Finance Limited						
8.32% Non Convertible Debentures	₹	10,00,000	2500	27.19	-	-
HDB Financial Services Limited						
8.24% Non Convertible Debentures	₹	10,00,000	2500	27.22	-	-
Sub-total (4(a))				108.93		54.52
(b) Investment in Debentures/Bonds						
(at fair value through profit or loss)						
Fully Paid Quoted Debentures/Bonds:						
TMF Holdings Limited						
7.30% Perpetual Non Convertible Debentures	₹	10,00,000	500	51.95	500	51.12

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

9. INVESTMENTS (NON-CURRENT) (Contd.)

	Currency	Face Value	As at 31 March, 2026		As at 31 March, 2025	
			No.	₹ in crores	No.	₹ in crores
Tata International Limited						
9.20% Perpetual Non Convertible Debentures	₹	10,00,000	1000	100.15	1000	100.00
Sub-total (4(b))				152.10		151.12
Sub-total (4)				261.03		205.64
5 Investment in Others						
(at amortised cost)						
Government Securities				*		*
Sub-total (5)				*		*
Total: Non-current Investments-net (1+2+3+4+5)				2,307.37		2,637.56

* value below ₹ 50,000/-

Footnotes:

- (i) Aggregate amount of quoted investments and market value thereof 989.19 1,173.36
- (ii) Aggregate amount of unquoted investments 1,319.27 1,465.29
- (iii) Aggregate amount of impairment in value of investments 1.09 1.09
- (iv) Under a loan agreement for ₹ 0.60 crore (fully drawn and outstanding) entered into between Agro Foods Punjab Limited (AFPL) and the Punjab State Industrial Development Corporation Limited (PSIDC), the Group has given an undertaking to PSIDC that it will not dispose off its shares in AFPL till the monies under the said loan agreement between PSIDC and AFPL remain due and payable by AFPL to PSIDC. During 1998-99, the Group had transferred its beneficial rights in the shares of AFPL.
- (v) For these unquoted investments categorised under Level 3, their respective cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.
- (vi) In respect of the Group's investment in 2,640 equity shares of Reliance Industries Limited, there is an Injunction Order passed by the Honourable High Court of Kanpur restraining the transfer of these shares. The share certificates are, however, in the possession of the Group. Pending disposal of the case, dividend and fair value on these shares has not been recognised.
- (vii) Investments at Fair Value Through Other Comprehensive Income (FVTOCI) reflect investment in quoted and unquoted equity shares. These equity shares are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the Group, thus disclosing their fair value change in profit and loss will not reflect the purpose of holding.

(viii) Abbreviations for Currencies:

- ₹: Indian Rupees
- USD: United States Dollar
- EURO: European Union Currency

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

9. INVESTMENTS (CURRENT)

Particulars	Currency	Face Value	As at 31 March, 2026		As at 31 March, 2025	
			No.	₹ in crores	No.	₹ in crores
1 Investment in Debentures/Bonds						
(at amortised cost)						
Fully Paid Quoted:						
Rural Electrification Corporation Limited						
7.17% Tax Free Bonds	₹	10,00,000	-	-	70	7.19
Housing and Urban Development Corporation Limited						
7.07% Tax Free Bonds	₹	10,00,000	-	-	50	5.20
HDB Financial Services Limited						
7.50% Non Convertible Debentures	₹	10,00,000	-	-	200	19.59
Bajaj Finance Limited						
Zero Coupon Non Convertible Debentures	₹	10,00,000	-	-	350	42.06
HDB Financial Services						
Zero Coupon Non Convertible Debentures	₹	10,00,000	-	-	100	12.10
Fullerton India Credit Company Limited						
Zero Coupon Non Convertible Debentures	₹	10,00,000	-	-	50	5.99
Sub-total (1)				-		92.13
2 Investment in Unquoted Mutual funds	₹					
(at fair value through profit or loss)						
				277.08		286.53
Sub-total (2)				277.08		286.53
3 Investment in Preference Shares						
(at amortised cost)						
Fully Paid Unquoted:						
Tata Capital Limited						
7.10% Cumulative Redeemable Preference Shares	₹	1,000	-	-	2,00,000	20.00
Sub-total (3)				-		20.00
Total Current investments (1+2+3)				277.08		398.66

Footnotes:

- (i) Aggregate amount of quoted investments and market value thereof - 92.13
- (ii) Aggregate amount of unquoted investments 277.08 306.53

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

10. LOANS (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
Loans to Employees (Unsecured, considered good)	0.07	0.07
Total loans (non-current)	0.07	0.07

11. OTHER FINANCIAL ASSETS (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
(Unsecured, considered good unless otherwise stated)		
At amortised cost		
(a) Security deposits	11.41	6.73
(b) Inter corporate deposits	77.38	120.06
(c) Deposits with customers/others	10.72	17.51
(d) Fixed deposits with remaining maturity of more than 12 months	354.66	93.22
(e) Recovery against bank guarantees encashment	5.13	5.13
(f) Others (Recovery from vendors)	4.87	5.05
Less: Impairment Allowance	10.47	10.47
Total other financial assets (non-current)	453.70	237.23
Footnotes:		
(i) Break up of security details of other financial assets (non-current)		
a) Unsecured, considered good	453.70	237.23
b) Credit impaired	10.47	10.47
	464.17	247.70
(ii) Impairment allowance		
a) Deposits with customers	0.47	0.47
b) Recovery against bank guarantees encashment	5.13	5.13
c) Others (recovery from vendors)	4.87	4.87
	10.47	10.47

(iii) Refer Note 53 for information about credit risk and market risk for other financial assets.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

12. DEFERRED TAX

(A) The following is the analysis of deferred tax assets/(liabilities) presented in the consolidated balance sheet:

(i) Deferred Tax Assets

	As at 31 March, 2026	As at 31 March, 2025
Deferred tax assets	52.10	44.63
Deferred tax liabilities	(1.49)	(0.26)
Deferred Tax Assets (net)	50.61	44.37

(ii) Deferred Tax Liabilities

	As at 31 March, 2026	As at 31 March, 2025
Deferred tax assets	174.02	162.18
Deferred tax liabilities	(187.62)	(220.50)
Deferred tax liabilities (net)	(13.60)	(58.32)

(B) Reconciliation of deferred tax assets (net):

(i) Reconciliation of deferred tax assets (net):

	As at 31 March, 2026	As at 31 March, 2025
Opening balance	44.37	41.29
Tax income/(expense) during the period recognised in profit or loss	5.66	2.31
Tax income/(expense) during the period recognised in OCI	(0.13)	0.49
Exchange gain/(loss) on translation of foreign operations	0.71	0.28
Closing balance	50.61	44.37

(ii) Reconciliation of deferred tax liabilities (net):

	As at 31 March, 2026	As at 31 March, 2025
Opening balance	(58.32)	(58.88)
Tax income/(expense) during the year recognised in profit or loss	(0.36)	10.51
Tax income/(expense) during the year recognised in OCI	45.08	(9.95)
Closing balance	(13.60)	(58.32)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

12. DEFERRED TAX (Contd.)

(C) The balance comprise temporary differences attributable to:

(i) Deferred Tax Assets (net)

₹ in crores

	As at 01 April, 2025	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	Exchange gain/(loss) on translation of foreign operations	As at 31 March, 2026
(a) Deferred Tax Assets					
Provision for employee benefits (including voluntary retirement scheme)	4.18	2.90	(0.13)	-	6.95
Allowance for receivables, loans and advances	38.10	(0.64)	-	0.63	38.09
Provision for contingencies and claims	1.30	-	-	-	1.30
Estimated loss on projects	0.53	0.07	-	-	0.60
Lease liabilities	0.13	(0.03)	-	-	0.10
Others	0.39	4.59	-	0.08	5.06
Deferred Tax Assets	44.63	6.89	(0.13)	0.71	52.10
(b) Deferred Tax Liabilities					
Unrealised gains on fair valuation of financial assets measured at FVTPL	(0.14)	(1.26)	-	-	(1.40)
Right-of-use assets	(0.12)	0.03	-	-	(0.09)
Deferred Tax Liabilities	(0.26)	(1.23)	-	-	(1.49)
Deferred Tax Assets (net) (a-b)	44.37	5.66	(0.13)	0.71	50.61

(ii) Deferred Tax Liabilities (net)

₹ in crores

	As at 01 April, 2025	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	Exchange gain/(loss) on translation of foreign operations	As at 31 March, 2026
(a) Deferred Tax Assets					
Provision for employee benefits (including voluntary retirement scheme)	37.01	3.90	(1.47)	-	39.44
Allowance for receivables, loans and advances	70.17	2.13	-	-	72.30
Provision for contingencies and claims	8.47	1.16	-	-	9.63
Unpaid statutory liabilities	27.41	6.64	-	-	34.05
Government grants	1.26	(0.19)	-	-	1.07

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

12. DEFERRED TAX (Contd.)

₹ in crores

	As at 01 April, 2025	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	Exchange gain/(loss) on translation of foreign operations	As at 31 March, 2026
Estimated loss on projects	0.54	(0.17)	-	-	0.37
Free maintenance services	10.79	0.68	-	-	11.47
Lease liabilities	6.05	(0.67)	-	-	5.38
Others	0.48	(0.17)	-	-	0.31
Deferred Tax Assets	162.18	13.31	(1.47)	-	174.02
(b) Deferred Tax Liabilities					
Property, plant and equipment and intangible assets	(40.36)	(7.16)	-	-	(47.52)
Right-of-use assets	(5.41)	1.14	-	-	(4.27)
Unrealised gains on fair valuation of investments through Other Comprehensive Income	(107.91)	-	46.55	-	(61.36)
Unrealised gains on fair valuation of financial assets measured at FVTPL	(66.82)	(7.65)	-	-	(74.47)
Deferred Tax Liabilities	(220.50)	(13.67)	46.55	-	(187.62)
Deferred Tax Liabilities (net) (a-b)	(58.32)	(0.36)	45.08	-	(13.60)

(i) Deferred Tax Assets (net)

₹ in crores

	As at 01 April, 2024	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	Exchange gain/(loss) on translation of foreign operations	As at 31 March, 2025
(a) Deferred Tax Assets					
Provision for employee benefits (including voluntary retirement scheme)	3.34	0.35	0.49	-	4.18
Allowance for receivables, loans and advances	36.19	1.63	-	0.28	38.10
Provision for contingencies and claims	1.30	-	-	-	1.30
Estimated loss on projects	0.38	0.15	-	-	0.53
Lease liabilities	0.03	0.10	-	-	0.13
Others	0.29	0.10	-	-	0.39
Deferred Tax Assets	41.53	2.33	0.49	0.28	44.63

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

12. DEFERRED TAX (Contd.)

₹ in crores

	As at 01 April, 2024	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	Exchange gain/(loss) on translation of foreign operations	As at 31 March, 2025
(b) Deferred Tax Liabilities					
Unrealised gains on fair valuation of financial assets measured at FVTPL	(0.21)	0.07	-	-	(0.14)
Right-of-use assets	(0.03)	(0.09)	-	-	(0.12)
Deferred Tax Liabilities	(0.24)	(0.02)	-	-	(0.26)
Deferred Tax Assets (net) (a-b)	41.29	2.31	0.49	0.28	44.37

(ii) Deferred Tax Liabilities (net)

₹ in crores

	As at 01 April, 2024	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	Exchange gain/(loss) on translation of foreign operations	As at 31 March, 2025
(a) Deferred Tax Assets					
Provision for employee benefits (including voluntary retirement scheme)	31.32	7.42	(1.73)	-	37.01
Allowance for receivables, loans and advances	59.17	11.00	-	-	70.17
Provision for contingencies and claims	8.12	0.35	-	-	8.47
Unpaid statutory liabilities	11.32	16.09	-	-	27.41
Government grants	1.44	(0.18)	-	-	1.26
Estimated loss on projects	0.23	0.31	-	-	0.54
Free maintenance services	8.97	1.82	-	-	10.79
Lease liabilities	6.51	(0.46)	-	-	6.05
Others	0.64	(0.16)	-	-	0.48
Deferred Tax Assets	127.72	36.19	(1.73)	-	162.18

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

12. DEFERRED TAX (Contd.)

₹ in crores

	As at 01 April, 2024	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	Exchange gain/(loss) on translation of foreign operations	As at 31 March, 2025
(b) Deferred Tax Liabilities					
Property, plant and equipment and intangible assets	(32.83)	(7.53)	-	-	(40.36)
Right-of-use assets	(5.54)	0.13	-	-	(5.41)
Unrealised gains on fair valuation of investments through Other Comprehensive Income	(99.69)	-	(8.22)	-	(107.91)
Unrealised gains on fair valuation of financial assets measured at FVTPL	(48.54)	(18.28)	-	-	(66.82)
Deferred Tax Liabilities	(186.60)	(25.68)	(8.22)	-	(220.50)
Deferred Tax Liabilities (net) (a-b)	(58.88)	10.51	(9.95)	-	(58.32)

13. OTHER NON-CURRENT ASSETS

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
(Unsecured, considered good unless otherwise stated)		
(a) Balance with Government Authorities	72.82	70.59
(b) Capital advances	6.28	7.34
(c) Advance to suppliers	0.49	0.76
(d) Others (Prepaid expenses etc.)	1.40	1.41
Less: Impairment Allowance	13.74	3.47
Total other non-current assets	67.25	76.63
Footnote:		
Impairment Allowance:		
(a) Balance with Government Authorities	12.46	2.19
(b) Advance to suppliers	0.49	0.76
(c) Others	0.79	0.52
Total impairment allowance	13.74	3.47

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

14. INVENTORIES

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
(At lower of cost or net realisable value)		
(a) Raw materials and Components	1,769.25	1,320.96
(b) Work-in-progress	0.53	15.13
(c) Finished goods	1,196.72	796.21
(d) Stock-in-trade	466.35	582.51
Total inventories	3,432.85	2,714.81
Inventories includes goods-in-transit:		
(a) Raw materials and Components	504.72	414.46
(b) Stock-in-trade	15.66	120.82
Total	520.38	535.28
Footnotes:		
(i) Provision/(reversal) for write-down on value of inventory recognised in statement of profit and loss	30.92	(0.98)
(ii) For details of charge created, Refer Note 31(iv)		

15. CONTRACT ASSETS (CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
Unsecured		
Amount due from customers under construction contracts	2,131.00	1,829.93
Less: Impairment Allowance	263.67	250.62
Total contract assets (Current) (net)	1,867.33	1,579.31
Footnotes:		
(i) Break up of security details		
Unsecured, considered good	1,941.34	1,703.74
Contract assets-credit impaired	189.66	126.19
	2,131.00	1,829.93
Less: Impairment Allowance	263.67	250.62
Total	1,867.33	1,579.31

(ii) Contract assets are initially recognised for revenue earned from construction contracts relating to electro-mechanical projects, rural electrification, solar projects and water projects as receipt of consideration that is conditional on successful completion of project milestone. Upon completion of milestone acceptance/certification by the customer and pending no other performance obligation, the amounts recognised as contract assets are billed to customers and reclassified to trade receivables.

(iii) For details of charge created, Refer Note 31(iv).

(iv) Refer note 16 footnote (v) and (vi).

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

16. TRADE RECEIVABLES (AT AMORTISED COST)

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
(Unsecured)		
(a) Trade receivables	3,919.73	3,070.94
Less: Impairment Allowance	884.78	839.08
Total trade receivables current (net)	3,034.95	2,231.86
Footnotes:		
(i) Break up of security details		
Unsecured, considered good	3,112.06	2,340.12
Trade Receivables - credit impaired	807.67	730.82
	3,919.73	3,070.94
Less: Impairment Allowance	884.78	839.08
	3,034.95	2,231.86
(ii) Movement in impairment allowance on trade receivables and contract assets.		
Balance at the beginning of the year	1,089.70	1,036.98
Allowances/(write back) during the year	(44.80)	67.67
Written off against provision	(11.17)	(14.95)
Exchange differences on foreign operations	114.72	-
Balance at the end of the year	1,148.45	1,089.70

(iii) No Trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivables due from firms or private companies respectively in which any director is a partner, a director or a member.

(iv) Trade receivables are non interest bearing and are generally on terms of 7 to 60 days in case of sale of products and in case of long term construction contracts, payment is generally due upon completion of milestone as per terms of contract.

(v) During the current year, the Group has reclassified an amount of ₹279.61 crores from Trade Receivables to Contract Assets for the year ended 31 March, 2025 being amount not unconditionally due to the Group based on contractual terms. The Group believes it is more appropriate to classify these amounts as contract assets instead of trade receivables in accordance with the interpretation of the accounting standards.

(vi) The Group applies the expected credit loss (ECL) model for measurement and recognition of impairment losses on trade receivables and contract assets. The Group follows the simplified approach for recognition of impairment allowance on trade receivables and contract assets. The application of the simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment allowance based on lifetime ECLs at each reporting date. ECL impairment loss allowance (or reversal) recognised during the period is recognised in the statement of profit and loss. This amount is reflected under the head 'other expenses' in the statement of profit and loss.

(vii) For details of charge created, Refer Note 31(iv)

(viii) Refer note 53 for information about credit risk and market risk of trade receivables.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)
16. TRADE RECEIVABLES (AT AMORTISED COST) (Contd.)

Trade receivable ageing schedule (gross)

As at 31 March, 2026

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 Years	
Undisputed trade receivables							
– considered good	1,002.36	1,567.46	248.85	208.66	43.83	40.90	3,112.06
– which have significant increase in credit Risk	-	-	-	-	-	-	-
– credit impaired	-	-	-	17.29	209.98	544.58	771.85
Disputed trade receivables							
– considered good	-	-	-	-	-	-	-
– which have significant increase in credit Risk	-	-	-	-	-	-	-
– credit impaired	-	-	-	1.72	0.93	33.17	35.82
Total	1,002.36	1,567.46	248.85	227.67	254.74	618.65	3,919.73

As at 31 March, 2025

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 Years	
Undisputed trade receivables							
– considered good	718.90	1,330.40	120.14	86.20	32.42	52.06	2,340.12
– which have significant increase in credit Risk	-	-	-	-	-	-	-
– credit impaired	-	-	-	19.22	8.11	151.24	178.57
Disputed trade receivables							
– considered good	-	-	-	-	-	-	-
– which have significant increase in credit Risk	-	-	-	-	-	-	-
– credit impaired	-	-	-	-	0.85	551.40	552.25
Total	718.90	1,330.40	120.14	105.42	41.38	754.70	3,070.94

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

17. CASH AND CASH EQUIVALENTS

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Cash on hand	0.45	0.43
(b) Cheques on hand	17.84	32.22
(c) Remittance-in-transit	-	0.02
(d) Balances with banks		
On current accounts	576.40	488.93
Fixed deposits with original maturity less than 3 months	160.41	128.19
Total cash and cash equivalents	755.10	649.79

Footnotes:

- (i) Changes in liabilities arising from financing activities:

	₹ in crores	
	As at 31 March, 2026	
	Borrowings	Lease liabilities
Opening balance	863.30	28.67
New leases	-	8.60
Cash flows	72.84	(14.08)
Foreign exchange fluctuation	30.26	0.52
Accretion of interest	-	2.37
Closing balance	966.40	26.08

	₹ in crores	
	As at 31 March, 2025	
	Borrowings	Lease liabilities
Opening balance	713.31	30.32
New leases	-	5.46
Cash flows	149.99	(14.20)
Disposal	-	(0.40)
Accretion of interest	-	7.49
Closing balance	863.30	28.67

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

18. OTHER BALANCES WITH BANKS

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
(a) Fixed deposits with original maturity greater than 3 months but less than 12 months	7.00	12.24
(b) Earmarked balances		
- Unpaid dividend	7.22	7.09
- CSR unspent amount	5.99	4.00
(c) Margin money	5.62	5.12
Total other balances with banks	25.83	28.45

Footnote:

- (i) Margin money deposit is placed as guarantee to project customers and government authorities.

19. LOANS (CURRENT)

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
(At amortised cost)		
(a) Loans to Employees (Unsecured, considered good)	1.19	1.04
Total loans (current)	1.19	1.04

20. OTHER FINANCIAL ASSETS (CURRENT)

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Unsecured considered good, unless otherwise stated		
(At amortised cost)		
(a) Security deposits	36.06	21.16
(b) Inter corporate deposits	161.30	26.94
(c) Due from related parties	51.62	117.23
(d) Fixed deposits with remaining maturity of less than 12 months	94.45	618.56
(e) Recovery against bank guarantees encashment	148.32	140.92
(f) Government grant receivable (Refer note (iii) below)	12.00	18.00
(g) Business support charges	99.82	28.52
(h) Insurance claims receivable	4.78	9.86
(i) Others (IT charges/rent receivables etc.)	10.59	8.53
	618.94	989.72
Less: Impairment Allowance	154.53	147.17
Total other financial assets (current)	464.41	842.55

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

20. OTHER FINANCIAL ASSETS (CURRENT) (Contd.)

Footnotes:

(i) Break up of security details of other financial assets (current)		
(a) Unsecured, considered good	464.41	842.55
(b) Credit impaired	154.53	147.17
Total	618.94	989.72
(ii) Impairment Allowance		
(a) Unsecured, considered good	-	-
(b) Credit impaired		
- Recovery against bank guarantees encashment	148.32	140.92
- Security Deposits	4.46	4.50
- Others (IT charges/rent receivables etc.)	1.75	1.75
Total	154.53	147.17

- (iii) These Government grants are towards Performance Linked Incentives Scheme (PLI) for White Goods and there are no unfulfilled conditions or contingencies attached to these grants.

- (iv) Refer Note 50 for information about dues from related party.

- (v) Refer Note 53 for information about credit risk and market risk for other financial assets.

21. OTHER CURRENT ASSETS

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Unsecured considered good, unless otherwise stated		
(a) Balance with Government Authorities	304.30	215.92
(b) Advance to suppliers	133.62	174.72
(c) Prepaid expense	24.00	19.46
(d) Gratuity fund (refer note 48)	-	2.16
(e) Others (duty scripts etc.)		
Considered good	8.53	19.20
Credit Impaired	0.37	0.36
Less: Impairment Allowance	0.37	0.36
Total other current assets	470.45	431.45

22. SHARE CAPITAL

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Authorised:		
1,10,00,00,000 (31 March, 2025: 1,10,00,00,000) Equity Shares of ₹ 1/- each	110.00	110.00
40,00,000 (31 March, 2025: 40,00,000) Preference Shares of ₹ 100/- each	40.00	40.00
Total	150.00	150.00

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

22. SHARE CAPITAL (Contd.)

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
Issued, Subscribed and Paid up:		
33,08,84,740 (31 March, 2025: 33,08,84,740) Equity Shares of ₹ 1/- each	33.09	33.09
Less: Calls-in-Arrears [1,12,430 shares (31 March, 2025: 1,15,900 shares)] [Refer footnote 22 (iv)]	0.01	0.01
Total share capital	33.08	33.08

Footnotes:

(i) Terms/ rights attached to equity shares

The Company has one class of equity shares having a par value of ₹1 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(ii) A reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

	Equity Share Capital			
	As at 31 March, 2026		As at 31 March, 2025	
	Numbers	₹ in crores	Numbers	₹ in crores
Shares outstanding at the beginning of the year	33,08,84,740	33.08	33,08,84,740	33.08
Shares outstanding at the end of the year	33,08,84,740	33.08	33,08,84,740	33.08

(iii) Details of shareholders holding more than 5% shares in the Company:

Name of shareholder	Class of share	As at 31 March, 2026		As at 31 March, 2025	
		Numbers	% Holding	Numbers	% Holding
Tata Sons Private Limited	Equity	8,81,31,780	26.64	8,81,31,780	26.64
Life Insurance Corporation of India	Equity	2,63,73,843	7.97	62,24,297	1.88
Nippon Life India (Mutual Funds)	Equity	1,67,92,586	5.08	1,16,22,933	3.51
NPS Trust- A/C Pension Fund Schemes	Equity	1,81,76,899	5.49	1,21,09,802	3.66

(iv) As per the records of the Company, no calls remained unpaid by the Directors and Officers of the Company as on 31 March, 2026 (31 March, 2025: Nil).

(v) Shares issued for consideration other than cash

No equity shares have been issued as bonus shares for consideration other than cash and no equity shares have been bought back during the period of 5 year immediately preceding the reporting dates.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

22. SHARE CAPITAL (Contd.)

(vi) Details of shares held by promoters

Description	Name of the promoter/ promoter group	As at 31 March, 2026				
		No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of ₹ 1 each fully paid	Tata Sons Private Limited	8,81,31,780	-	8,81,31,780	26.64%	-
	Tata Investment Corporation Limited*	99,62,330	-	99,62,330	3.01%	-
	Ewart Investments Limited*	19,25,950	-	19,25,950	0.58%	-
	The Tata Power Company Limited*	2,33,420	-	2,33,420	0.07%	-
Total		10,02,53,480	-	10,02,53,480	30.30%	-

Description	Name of the promoter/ promoter group	As at 31 March, 2025				
		No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of ₹ 1 each fully paid	Tata Sons Private Limited	8,81,31,780	-	8,81,31,780	26.64%	-
	Tata Investment Corporation Limited*	99,62,330	-	99,62,330	3.01%	-
	Ewart Investments Limited*	19,25,950	-	19,25,950	0.58%	-
	The Tata Power Company Limited*	2,33,420	-	2,33,420	0.07%	-
Total		10,02,53,480	-	10,02,53,480	30.30%	-

*Promoter Group

23. OTHER EQUITY

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
(a) Capital Reserve	13.72	13.72
(b) Capital Redemption Reserve	1.26	1.26
(c) Securities Premium	4.77	4.77
(d) General Reserve	1,518.16	1,498.16
(e) Exchange difference on translation of foreign operations through other comprehensive income	40.37	46.04
(f) Legal Reserve	14.03	14.03
(g) Equity instruments fair value through other comprehensive income	762.54	1,044.23
(h) Retained Earnings	3,988.28	3,857.96
Total other equity	6,343.13	6,480.17

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

23. OTHER EQUITY (Contd.)

MOVEMENT IN OTHER EQUITY

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Capital Reserve		
As per last balance sheet	13.72	13.72
(b) Capital Redemption Reserve		
As per last balance sheet	1.26	1.26
(c) Securities Premium		
As per last balance sheet	4.77	4.77
(d) General Reserve		
As per last balance sheet	1,498.16	1,478.16
Transfer from retained earnings	20.00	20.00
Closing balance	1,518.16	1,498.16
(e) Exchange difference on translation of foreign operations through other comprehensive income		
As per last balance sheet	46.04	48.37
Add/(less): Exchange gain/(losses) on translation of foreign operations	(5.67)	(2.33)
Closing balance	40.37	46.04
(f) Legal reserve		
As per last balance sheet	14.03	3.80
Transfer from retained earnings	-	10.23
Closing balance	14.03	14.03
(g) Equity instruments fair value through other comprehensive income		
As per last balance sheet	1,044.23	1,010.35
Changes during the year	(281.69)	33.88
Closing balance	762.54	1,044.23
(h) Retained Earnings		
As per last balance sheet	3,857.96	3,226.99
Net profit for the year	375.88	841.37
Dividend	(231.62)	(181.99)
Transfer to legal reserve	-	(10.23)
Remeasurement gains/(losses) on defined benefits plan (Refer Note below)	6.06	1.82
Transfer to General Reserve	(20.00)	(20.00)
Closing balance	3,988.28	3,857.96
Total other equity	6,343.13	6,480.17

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

23. OTHER EQUITY (Contd.)

Footnote:

(i) Movement in balances of remeasurement gains/(losses) on defined benefit plan

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
Opening balance	4.66	2.84
Changes during the year:		
- Remeasurement gains/(losses) on defined benefits plan	7.66	3.06
- Tax effect on above	(1.60)	(1.24)
Closing balance	10.72	4.66

(ii) Distribution made and proposed:

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Cash Dividends on Equity Shares declared:		
Dividend for the year ended 31 March, 2026: ₹ 7.00/- per share	231.62	181.99
(31 March, 2025: ₹ 5.50/- per share)		
	231.62	181.99
(b) Proposed Dividend on Equity Shares:		
Dividend for the year ended 31 March, 2026: ₹ 4.00/- per share	132.35	231.62
(31 March, 2025: ₹ 7.00/- per share)		
	132.35	231.62

Nature and purpose of reserves:

(a) Capital Reserve

Capital Reserve was created from capital surplus on sale of assets and on amalgamation of subsidiary company.

(b) Capital Redemption Reserve

Capital Redemption Reserve is created out of profit available for distribution towards redemption of Preference shares. This reserve can be used for the purpose of issue of bonus shares.

(c) Securities Premium

Securities Premium represents the surplus of proceeds received over the face value of shares, at the time of issue of shares. This reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(d) General Reserve

General Reserve is created out of amounts transferred from retained earnings. As the General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the General Reserve will not be reclassified subsequently to statement of profit and loss.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

23. OTHER EQUITY (Contd.)

(e) Exchange difference on translation of foreign operations through other comprehensive income

For the purpose of consolidation of subsidiaries with the financial statement of the holding company, income and expenses are translated at average rates and the assets and liabilities are stated at closing rate. Use of such different rates for translation gives rise to exchange differences which is accumulated in Foreign Currency Translation Reserve. The movement in this reserve is due to fluctuation in exchange rates of currencies during the financial year 2025-26. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in the statement of profit and loss.

(f) Legal reserve

In case of some foreign subsidiaries, an amount equal to 10% of the annual net profit is transferred to Legal Reserve in compliance with requirement of local laws. This reserve is not available for distribution.

(g) Equity instruments fair value through other comprehensive income

The Group has elected to recognise changes in the fair value of investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI equity investments reserve within equity. The Group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

(h) Retained earnings

Retained earnings are the profit/ (loss) that the Group has earned/ incurred till date less any transfer to general reserve, dividends or other distribution paid to Shareholders. Retained earnings include re-measurement loss/ (gain) on defined benefit plans (net of taxes) that will not be reclassified to statement of profit and loss.

24. CONTRACT LIABILITIES (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
Unexpired service contracts	7.92	7.89
Total contract liabilities (non-current)	7.92	7.89

25. BORROWINGS (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
(At amortised cost)		
Unsecured		
(a) Term loans from Banks	375.80	382.28
Total borrowings (non-current)	375.80	382.28

Footnote:

- (i) Term loan with outstanding balance as at 31 March, 2026 ₹ 422.78 crores (31 March, 2025: ₹ 403.52 crores) is payable in structured annual installments over the period of 5 years starting December 2024. The loan carries an interest rate of 5.87%-7.34% p.a. (31 March, 2025: 7.17%-8.20% p.a). The amount payable in next 12 months of ₹ 46.98 crores (31 March, 2025: ₹ 21.24 crores) has been shown under the head Borrowings - Current as current maturity of long term borrowings.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

26. LEASE LIABILITIES (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
Unsecured		
Lease liabilities (refer note 57)	14.76	18.17
Total lease liabilities (non-current)	14.76	18.17

27. OTHER FINANCIAL LIABILITIES (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
Employee's related liabilities		
Voluntary Retirement Scheme	3.87	6.02
Long Term Incentive Scheme (refer note 48 (v))	42.30	35.51
Total other financial liabilities (non-current)	46.17	41.53

28. PROVISIONS (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
Provision for employee benefits:		
Provision for gratuity (refer note 48)	59.39	50.96
Provision for pension obligations (refer note 48)	31.37	39.45
Post retirement medical benefits (refer note 48)	5.44	4.80
Total provisions (non-current)	96.20	95.21

29. OTHER NON-CURRENT LIABILITIES

	As at 31 March, 2026	As at 31 March, 2025
Deferred Government Grant	2.15	2.82
Total other non-current liabilities	2.15	2.82

Footnote:

- (i) Government grants have been received for the purchase of certain items of property, plant and equipment. There are no unfulfilled conditions or contingencies attached to these grants.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

30. CONTRACT LIABILITIES (CURRENT)

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Advances received from customers	266.41	235.42
(b) Unexpired service contracts	31.09	22.53
(c) Billing in excess of contract revenue	300.41	276.80
(d) Deferred income	47.83	43.67
Total contract liabilities (current)	645.74	578.42

31. BORROWINGS (CURRENT)

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(At amortised cost)		
Unsecured		
(a) Term loans from banks - Current maturities of long term debts (refer note 25(ii))	46.98	21.24
(b) Cash credit facilities from bank (refer note (i))	117.33	235.90
(c) Buyers credit from bank (refer note (ii))	58.63	-
(d) Working capital loan from bank ((refer note (iii))	367.66	223.88
Total borrowings (current)	590.60	481.02

Footnotes:

- (i) Cash credit facilities from banks are repayable on demand and carry an average interest rate of 5.5 % p.a. to 6.6 % p.a. (31 March, 2025: 5.58% p.a. to 8.25% p.a.).
- (ii) The facility carries an average interest rate of 2.62% p.a. to 4.35% p.a. and is repayable within 30-180 days.
- (iii) Working capital loans from banks carry an average interest rate of 5.88% p.a. to 8.70% p.a. (31 March, 2025: 6.85% p.a. to 8.25% p.a.) and is repayable within 1-90 days.
- (iv) At 31 March, 2026, the Group had available ₹ 1,472.97 crores (31 March, 2025: ₹ 1,086.04 crores) of undrawn committed borrowing facilities. Universal MEP Projects & Engineering Services Limited (UMPESL), a wholly owned subsidiary of the Company, has availed credit facilities from its lenders which are secured by way of a charge on its movable Property, Plant and Equipment, Contract assets and Inventories as below:

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Movable Property, Plant and Equipment	6.11	4.95
(b) Trade Receivables	864.55	648.75
(c) Inventories	49.28	68.09
(d) Contract Assets	816.75	707.00
	1,736.69	1,428.79

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

32. LEASE LIABILITIES (CURRENT)

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
Unsecured		
Lease liabilities (refer note 57)	11.32	10.50
Total lease liabilities (current)	11.32	10.50

33. TRADE PAYABLES

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Total outstanding dues of micro and small enterprises	739.04	395.07
(b) Total outstanding dues of creditors other than micro and small enterprises	4,488.74	3,497.74
Total trade payables	5,227.78	3,892.81

Footnotes:

- (i) Trade payables are non interest bearing and are normally settled on 30 days to 365 days credit term.
- (ii) Refer note 53 for information about liquidity risk and market risk related to trade payables.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

33. TRADE PAYABLES (Contd.)

Trade Payable ageing schedule (gross)

As at 31 March, 2026

	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed - Total outstanding dues of micro and small enterprises	43.55	202.72	391.39	47.82	26.25	27.31	739.04
(ii) Undisputed - Other than micro and small enterprises	906.34	2,219.23	1,089.17	65.73	48.73	159.42	4,488.62
(iii) Disputed dues – Micro and Small enterprises	-	-	-	-	-	-	-
(iv) Disputed dues - Other than micro and small enterprises	-	-	-	-	-	0.12	0.12
Total	949.89	2,421.95	1,480.56	113.55	74.98	186.85	5,227.78

As at 31 March, 2025

	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed - Total outstanding dues of micro and small enterprises	7.35	148.50	212.98	9.44	9.03	7.77	395.07
(ii) Undisputed - Other than micro and small enterprises	703.39	1,352.78	1,168.15	62.86	53.90	156.07	3,497.15
(iii) Disputed dues – Micro and Small enterprises	-	-	-	-	-	-	-
(iv) Disputed dues - Other than micro and small enterprises	-	-	-	-	-	0.59	0.59
Total	710.74	1,501.28	1,381.13	72.30	62.93	164.43	3,892.81

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

34. OTHER FINANCIAL LIABILITIES (CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
(At amortised cost)		
(a) Deposits received from customers	65.71	50.03
(b) Interest accrued but not due on borrowings	2.05	2.46
(c) Payable for capital goods	32.00	45.58
(d) Unpaid dividends	7.22	7.09
(e) Rebate to customers	254.32	161.00
(f) Employees related liabilities	99.89	96.62
(g) Others	3.51	1.94
Total other financial liabilities (current)	464.70	364.72

Footnotes:

(i) Refer note 53 for information about liquidity risk of other financial liability.

35. OTHER CURRENT LIABILITIES

	As at 31 March, 2026	As at 31 March, 2025
(a) Statutory obligations	215.05	320.21
(b) Others	1.00	1.20
Total other current liabilities	216.05	321.41

36. PROVISIONS (CURRENT)

Particulars	As at 31 March, 2026	As at 31 March, 2025
(a) Provision for employee benefits		
(i) Provision for gratuity (refer note 48)	31.81	12.29
(ii) Pension obligations (refer note 48)	3.12	3.75
(iii) Provision for compensated absences	41.90	39.95
(iv) Post retirement medical benefits (refer note 48)	0.15	0.17
(b) Provision for warranties (refer note (i) below)	171.66	144.76
(c) Provision for contingencies for tax matters (refer note (ii) below)	43.49	38.89
Total provisions (current)	292.13	239.81

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

36. PROVISIONS (CURRENT) (Contd.)

Footnotes:

(i) Provisions for warranties

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Opening balance	144.76	118.42
Add: Accrual during the year	113.72	100.62
Less: Utilisation	85.39	73.48
Less: Reversal	1.43	0.80
Closing balance	171.66	144.76

A provision is recognised for expected warranty claims on products sold during the years, based on past experience of the level of repairs and returns. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on the warranty period for all products sold.

(ii) Provision for contingencies for tax matters

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Opening balance	38.89	37.50
Add: Accrual during the year	4.60	1.39
Less: Utilisation	-	-
Less: Reversal	-	-
Closing balance	43.49	38.89

A provision is recognised for provision for tax contingencies in respect of statutory forms not collected by the Group from the customer towards the sales made. Assumptions used to calculate the provision for contingencies are based on expected tax obligation including interest on non submission of statutory forms.

37. REVENUE FROM OPERATIONS

₹ in crores

	Year ended 31 March, 2026	Year ended 31 March, 2025
Revenue from contracts with customers:		
Sale of products	9,099.69	10,255.56
Construction contract revenue	3,845.15	4,016.92
Sale of services	1,178.15	1,047.97
	14,122.99	15,320.45

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

37. REVENUE FROM OPERATIONS (Contd.)

₹ in crores

	Year ended 31 March, 2026	Year ended 31 March, 2025
Other operating income:		
Unclaimed credit balances written back	24.68	9.95
Sale of scrap	37.90	26.54
Government grant	0.74	18.74
Business support services	58.09	37.11
Others	0.10	-
	121.51	92.34
Total revenue from operations	14,244.50	15,412.79

Footnote:

- (i) Refer Note 59 for additional disclosures.

38. OTHER INCOME

₹ in crores

	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Interest Income		
(i) On financial instruments measured at amortised cost		
- deposits with Banks	40.75	65.27
- inter corporate deposits	18.14	6.32
- bonds/non convertible debentures	27.00	18.43
(ii) On sundry advances, deposits, customers' balances etc.	0.05	0.07
(iii) On Income-tax refunds	1.95	0.72
(b) Dividend Income		
- From equity instruments measured at FVTOCI	2.72	7.19
(c) Gain on sale/fair valuation of financial assets measured at FVTPL	92.38	156.02
(d) Gain on sale of property, plant and equipment/ investment properties (net)	0.59	15.70
(e) Rental income	38.53	36.52
(f) Other non-operating income	16.04	18.22
Total other income	238.15	324.46

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

39. CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Inventories at the end of the year:		
- Finished Goods	1,196.72	796.21
- Stock-in-trade	466.35	582.51
- Work-in-progress	0.53	15.13
	1,663.60	1,393.85
(b) Inventories at the beginning of the year:		
- Finished Goods	796.21	681.54
- Stock-in-trade	582.51	515.85
- Work-in-progress	15.13	13.92
	1,393.85	1,211.31
Net (increase)/decrease	(269.75)	(182.54)
(Increase)/Decrease of each component of inventories during the year:		
- Finished Goods	(400.51)	(114.67)
- Stock-in-trade	116.16	(66.66)
- Work-in-progress	14.60	(1.21)
Net (increase)/decrease	(269.75)	(182.54)

40. EMPLOYEE BENEFITS EXPENSES

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Salaries, wages and bonus	840.49	803.31
(b) Contribution to provident and other funds	25.04	19.04
(c) Gratuity expenses	24.79	18.63
(d) Staff welfare expenses	48.27	49.09
Total	938.59	890.07

41. FINANCE COSTS

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Interest expense		
(a) on borrowings from banks	78.80	45.20
(b) on lease liabilities	2.37	7.49
(c) on delayed payment of income-tax	0.93	1.10
(d) on micro and small enterprises	2.75	5.45
(e) on others	1.93	2.87
Total	86.78	62.11

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

42. DEPRECIATION AND AMORTISATION EXPENSES

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Depreciation on property, plant and equipment (refer note 4)	70.01	51.94
(b) Amortisation on intangible assets (refer note 7B)	1.73	2.36
(c) Depreciation on investment property (refer note 5)	0.90	0.97
(d) Depreciation on right-of-use assets (refer note 6)	11.46	6.51
Total	84.10	61.78

43. OTHER EXPENSES

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Consumption of stores and spares	18.37	15.04
(b) Power and fuel	30.29	25.61
(c) Rent	40.13	52.75
(d) Repairs to buildings	2.31	2.45
(e) Repairs to plant and machinery	11.77	7.04
(f) Insurance charges	16.81	12.09
(g) Rates and taxes	6.52	3.54
(h) Travelling and conveyance	68.08	76.26
(i) Legal and professional fees	58.68	50.70
(j) (Reversal)/Provision for bad and doubtful debts/advances [Refer footnote below]	(33.39)	67.73
(k) Exchange differences (net)	39.66	14.25
(l) Corporate Social Responsibility (CSR)	19.17	15.48
(m) Outside service charges	380.04	302.21
(n) Clearing charges	159.16	103.66
(o) Freight and forwarding charges	190.52	210.92
(p) Advertising	139.58	96.65
(q) Printing and stationery	10.98	10.82
(r) Other selling expenses	131.46	115.80
(s) IT related cost	92.90	62.80
(t) E-waste expenses	84.97	55.47
(u) Miscellaneous expenses	121.22	144.88
Total	1,589.23	1,446.15
Footnote:		
Bad and doubtful debts/advances includes:-		
(a) Expected credit loss for contract assets and trade receivables	(44.80)	67.67
(b) Allowance for doubtful advances	11.41	0.06
	(33.39)	67.73

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

44. EXCEPTIONAL ITEMS

On 21 November, 2025, the Government of India notified the four new Labour Codes (the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020) consolidating 29 labour laws. The Group has done an assessment and considered an impact of the changes and accordingly accounted additional expense of ₹ 26.49 crores towards gratuity and leave liabilities. Considering the impact is non-recurring in nature and is on account of regulatory changes, it has been presented as “Exceptional Items” for the year ended 31 March, 2026. The Group continues to monitor the finalisation of the Central/State Rules and clarifications from the Government on other aspects of the Labour Codes and finalise the impact on the financial statements as and when such clarifications are issued/rules are notified.

45. INCOME TAX

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended 31 March, 2026 and 31 March, 2025.

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Profit before tax	557.11	1,190.75
Indian statutory income tax rate	25.17%	25.17%
Income-tax expense at India's statutory income tax rate	140.21	299.69
Effect of adjustments to reconcile the expected tax expense to reported income tax expense:		
Effect of exempt income	(0.76)	(2.00)
Effect of unused tax losses	50.24	37.06
Effect of non-deductible expenses	6.09	5.72
Effect of income which is taxed at special rates	(7.72)	(10.85)
Adjustment of tax relating to earlier periods	(0.07)	(1.70)
Effect of gains on sale of investments in overseas subsidiaries by Parent Company to Step-down Subsidiary	-	11.59
Effect of different tax rates in the components	(3.90)	1.78
Change in Tax rate (Refer Note below)	-	16.16
Others	3.02	(0.98)
Tax expense recognised in the Statement of Profit and Loss	187.11	356.47

Footnote:

- (i) In the previous year, pursuant to the amendments in the Finance Act (No. 2), 2024 in respect of taxation of capital gains, the group has remeasured its deferred tax liabilities on items subject to capital gain taxation and accordingly impact of ₹ 16.16 crores and ₹ 2.20 crores has been recognised in the statement of profit and loss and other comprehensive income respectively for the year ended 31 March, 2025.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

46 EARNINGS PER SHARE

	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Profit attributable to Equity shareholders (₹ in crores)	375.88	841.37
(b) Weighted average number of Equity Shares Outstanding for basic & diluted EPS (in absolute value)	33,08,84,740	33,08,84,740
(c) Earnings Per Share (₹) - Basic and Diluted (31 March, 2026: Face value ₹ 1/- per share) (31 March, 2025: Face value ₹ 1/- per share)	11.36	25.43

47 COMMITMENTS AND CONTINGENCIES

(A) Commitments:

Particulars	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	49.78	56.18
(b) As per the E-Waste (Management) Rules, 2022, as amended, the Group has an obligation to complete the Extended Producer Responsibility (EPR) targets. The obligation for a financial year is measured based on sales made in the preceding 10th year and the Group has fulfilled its obligation for the current financial year. Based on the legal advice obtained, the Group believes that it will have an E-Waste obligation for future years, only if it participates in the market in such years and has accordingly determined liability as at 31 March, 2026.		

(B) Financial Guarantee:

The Group has issued financials guarantees to banks on behalf of and in respect of loan facility availed by its subsidiary and joint venture companies.

Particulars	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Limits (fund and non-fund based)	759.34	3,009.89
(b) Limit utilised (non-fund)	209.42	1,401.57

(C) Contingent liabilities:

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Guarantees for terminated contract (refer note (i))	433.34	390.00

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

47 COMMITMENTS AND CONTINGENCIES (Contd.)

Footnote:

- (i)

In 2010 the Group through its Qatar Branch jointly with a Consortium Partner had entered into a sub-contract with the Main Contractor, in connection with a project awarded by the Ultimate Client. In 2014, the main contract between the Ultimate Client and the Main Contractor was terminated by the Ultimate Client owing to delays and defects in execution. The Ultimate Client thereafter initiated arbitration proceedings against the Main Contractor. Accordingly, the Group had made a comprehensive assessment of the losses arising on account of the termination of the main contract and had accounted for all probable losses on the sub-contract in the earlier years.

In connection to the sub-contract, the Group had issued bank guarantees amounting to ₹ 433.34 crores (QAR 166.6 million) to the Main Contractor which have been disclosed as a contingent liability in the financial statements over the years. In June 2023, the Group was informed by its bankers that the Main Contractor had sought to invoke the said bank guarantees. However, due to certain deficiencies in the invocation process, the guarantees were not honoured by the Bank, leading to the commencement of legal proceedings. The Group, Main Contractor, Consortium partner and the Bank had filed their respective appeals before the Court of Appeal (Qatar). As per the latest developments, the Court of Appeal (Qatar) vide its judgment dated 04 May 2026 directed the main contractor to return the bank guarantees issued by the Group within ten days of judgment failing which the said bank guarantees shall be deemed void. The Court has further directed the Main Contractor to pay the settlement amount towards variation order claims and compensation to the Group and its Consortium partner. The Group has filed the application for execution of said judgment. Based on the aforesaid developments, ongoing assessment by the Group and legal advice obtained from an independent counsel, the Group does not expect any financial impact in relation to this matter, even if the Court of Appeal (Qatar) judgment is challenged before a higher judicial forum by the aggrieved parties. The Group is confident of its ability to defend any such appeal on merits.
- (b)

Claims against the Group not acknowledged as debts:

	As at 31 March, 2026	As at 31 March, 2025
(i) GST matters	93.36	72.94
(ii) Sales tax matters	99.37	91.07
(iii) Contractual matters in the course of business	86.51	73.65
(iv) Service tax matters	6.45	12.51
(v) Excise matters	18.82	18.89
(vi) Customs duty matters	15.30	15.30
(vii) Income tax matters	8.32	21.36
	328.13	305.72

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

48 EMPLOYEE BENEFITS

The Group has defined benefit Gratuity, Post retirement medical benefits, Pension plans and Trust managed Provident fund plan as given below:

- (i)

Gratuity

Every employee who has completed five years of services, is entitled to Gratuity benefits. The Gratuity plan for Indian employees is governed by the Payment of Gratuity Act, 1972 (upto 20 November, 2025) and Code on Social Security, 2020 (effective 21 November, 2025) The Gratuity plan provides lumpsum payments to vested employees at retirement, death while in employment, or termination of employment being an amount equivalent to 15 days salary for each completed year of service. The Group also provides gratuity benefits to overseas employee in accordance with the labour laws applicable in their respective jurisdictions. The Gratuity plan for Indian employees is funded and for overseas employees is unfunded.
- (ii)

Post Retirement Medical Benefits (PRMB)

PRMB scheme is eligible for all those employees who are above management staff grade and have joined on or before 31 December, 2015. The scheme is unfunded.
- (iii)

Pension plans

Pension plan benefit are provided to past Executive Directors and their specified relatives after completion of the services with the Company or Tata Group. The scheme is unfunded.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)
48 EMPLOYEE BENEFITS (Contd.)

A (a) The following table summarises the components of net benefit expenses recognised in Statement of Profit or Loss, other comprehensive income, the funded status and amount recognised in the Balance Sheet for the respective plans as on the reporting dates:

	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
	₹ in crores							
Current service cost	8.80	7.29	7.03	8.04	-	-	0.15	0.18
Net interest expense	0.59	0.55	3.01	2.75	2.94	3.32	0.34	0.42
Past service cost	23.41	-	-	-	-	-	-	-
Components of defined benefit costs recognised in profit or loss	32.80	7.84	10.04	10.79	2.94	3.32	0.49	0.60
Remeasurement on the defined benefit plans:								
Return on plan assets	0.10	(0.77)	-	-	-	-	-	-
Actuarial (gains)/losses arising from changes in demographic assumptions	-	(3.89)	(0.06)	2.72	-	-	-	-
Actuarial (gains)/losses arising from changes in financial assumptions	(1.81)	1.21	1.06	(0.81)	(0.87)	1.37	(0.20)	0.21
Actuarial (gains)/losses arising from experience adjustments	-	0.03	1.11	0.09	(6.95)	(3.30)	1.65	0.08
Components of defined benefit costs recognised in other comprehensive income	(1.71)	(3.42)	2.11	2.00	(7.82)	(1.93)	1.45	0.29
Change in benefit obligation								
Opening defined benefit obligation	67.50	65.52	59.75	55.77	43.20	45.82	4.97	5.74
Current service cost	8.80	7.29	7.03	8.04	-	-	0.15	0.18
Interest cost	5.10	4.72	3.01	2.75	2.94	3.32	0.34	0.42
Past service cost	23.41	-	-	-	-	-	-	-
Remeasurement (gains)/losses:								
Actuarial (gains)/losses arising from changes in demographic assumptions	-	(3.89)	(0.06)	2.72	-	-	-	-
Actuarial (gains)/losses arising from changes in financial assumptions	(1.81)	1.21	1.06	(0.81)	(0.87)	1.37	(0.20)	0.21
Actuarial (gains)/losses arising from experience adjustments	-	0.03	1.11	0.09	(6.95)	(3.30)	1.65	0.08



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)
48 EMPLOYEE BENEFITS (Contd.)

	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
	₹ in crores							
Transfer of obligation on account of transfer of employee from group companies	0.72	0.14	-	-	-	-	-	-
Exchange differences on foreign plans	-	-	6.12	0.87	-	-	-	-
Benefits paid	(10.77)	(7.52)	(8.89)	(9.68)	(3.83)	(4.01)	(1.32)	(1.66)
Closing defined benefit obligation	92.95	67.50	69.13	59.75	34.49	43.20	5.59	4.97

(b) Changes in plan assets are as follows:

	Gratuity funded	
	2025-26	2024-25
	₹ in crores	
Opening fair value of plan assets	66.16	57.97
Interest income	4.51	4.17
Remeasurement gain/(losses):		
Return on plan assets	(0.10)	0.77
Contributions from the employer	11.08	10.77
Benefits paid	(10.77)	(7.52)
Closing fair value of plan assets	70.88	66.16

(c) The amount included in the Balance Sheet arising from the Company's obligation in respect of its defined benefit plans are as follows:

	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
	₹ in crores							
Present value of funded defined benefit obligation	(92.95)	(67.50)	(69.13)	(59.75)	(34.49)	(43.20)	(5.59)	(4.97)
Fair value of plan assets	70.88	66.16	-	-	-	-	-	-
Net (liability)/asset arising from defined benefit obligation	(22.07)	(1.34)	(69.13)	(59.75)	(34.49)	(43.20)	(5.59)	(4.97)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

48 EMPLOYEE BENEFITS (Contd.)

Classification	Gratuity		Pension		Post retirement medical benefits	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
Current	31.81	12.29	3.12	3.75	0.15	0.17
Non-Current	59.39	50.96	31.37	39.45	5.44	4.80

B The major categories of plan assets as a percentage of total plan assets:

Category of instruments	Gratuity funded	
	As at 31 March, 2026	As at 31 March, 2025
Government of India securities		
Corporate bonds	45%	52%
Mutual funds	21%	31%
Others (Interest accrued, Balances with banks)	14%	13%
	20%	4%
	100%	100%

C The principal assumptions used for the purposes of the actuarial valuations are as follows.

	Gratuity funded		Pension		Post retirement medical benefits	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
Discount rate	7.14%	6.80%	4.30% to 5.10%	4.50% to 5.00%	7.14%	6.80%
Attrition Rate	12.00%	12.00%	2.00% to 28.00%	2.00% to 33.00%	1.00%	1.00%



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

48 EMPLOYEE BENEFITS (Contd.)

Mortality Rate	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
Expected rate of salary Increase/pension escalation/medical cost inflation	9.00%	9.00%	2.00% to 4.00%	1.00% to 4.50%	6.00%	6.00%	5.00%	5.00%

D A quantitative sensitivity analysis for significant assumptions are as follow:

	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
Projected benefit obligations on current assumptions	92.95	67.50	69.13	59.75	34.49	43.20	5.59	4.97
+ 1% increase in discount rate	(3.98)	(2.78)	(4.09)	(3.54)	(2.35)	(2.99)	(0.24)	(0.19)
- 1% decrease in discount rate	4.40	3.07	4.65	4.03	2.68	3.42	0.15	0.25
+ 1% increase in salary/pension/medical cost inflation	4.12	2.87	4.69	4.07	2.69	3.42	0.20	0.23
- 1% decrease in salary/pension/medical cost inflation	(2.89)	(1.62)	(4.19)	(3.63)	(2.40)	(3.04)	(0.21)	(0.20)
+ 1% increase in rate of employee turnover	(0.60)	(0.41)	0.60	0.56	NA	NA	(0.03)	(0.01)
- 1% decrease in rate of employee turnover	0.64	0.45	(0.67)	(0.62)	NA	NA	0.03	0.01

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

Further, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

E The expected maturity analysis of undiscounted defined benefit obligation (Funded and Unfunded) is as follows:

	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
	₹ in crores							
Within 1 year	15.33	13.39	9.66	8.75	3.12	3.75	0.15	0.19
Between 1 and 2 years	10.24	7.86	7.08	5.20	3.12	3.79	0.16	0.20
Between 2 and 3 years	14.48	7.99	7.78	6.75	3.11	3.80	0.17	0.20
Between 3 and 4 years	11.65	9.22	5.61	5.93	3.09	3.81	0.18	0.21
Between 4 and 5 years	10.33	7.35	5.03	5.67	3.06	3.80	0.19	0.22
Beyond 5 years	76.48	51.19	64.47	54.75	14.68	24.25	1.09	3.95

The weighted average duration of the defined benefit plan obligation at the end of the reporting period is 10 years (31 March, 2025: 12 years).

(iv) Provident Fund

In case of Holding Company's employees contribution to Provident Fund is made to trusts administered by the Company. In terms of guidance note issued by the Institute of Actuaries of India, the Actuary has provided a valuation of Provident fund liability based on the assumptions listed and determined that there is no shortfall as at 31 March, 2026.

The details of the fund and plan assets position are as follows:

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
Fair value of plan assets	304.10	282.68
Present value of defined obligation	291.93	270.20
Contribution during the year (Employee and Employer Contribution)	34.63	28.39
The principal assumptions used for the purposes of the actuarial valuations are as follows:		
Guaranteed Interest rate	As at 31 March, 2026	As at 31 March, 2025
	8.25%	8.25%



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

48 EMPLOYEE BENEFITS (Contd.)

Risk Analysis

The Group is exposed to the following Risks in the defined benefits plans:

- (a) Investment 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. If the return on plan assets is below this rate, it will create a plan deficit.
- (b) Interest risk: A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by increase in the return on the plan's debt investments.
- (c) Longevity risk: The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
- (d) Salary growth risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan's liability.
- (v) The Board of Directors of the Holding Company, at its meeting held on 14 August 2024, approved a Long-Term Incentive Scheme 2024 ("Scheme") for eligible employees, with the objective of driving organisational performance and retaining key talent. The Scheme provides for payment of incentives in cash, contingent upon achievement of specified performance conditions, including the Holding Company's share price performance, and subject to continued employment (with certain exceptions such as retirement, completion of contract and death). The Scheme originally had a vesting period of three years commencing from 01 April 2024. During the current year, the vesting period has been extended by an additional year and will now end on 31 March 2028. Based on an actuarial valuation, the Group has recognised a liability of ₹ 42.30 crores as at 31 March 2026 (₹ 35.51 crores as at 31 March 2025) in respect of the Scheme.

49 SEGMENT INFORMATION

(1) Segment information

For management purposes, the Group is organised into business units based on its products and services and has three reportable segments, as follows:

(i) Segment A - Unitary Cooling Products

Engaged in manufacturing, selling and after sales services of cooling appliances and cold storage products.

Facilities Maintenance Services: Operations and Maintenance (O&M) contracts in various sectors, AMCs, Retrofit Jobs etc.

(ii) Segment B - Electro - Mechanical Projects and Services

Mechanical, Electrical & Plumbing (MEP): Electricals, HVAC (Heating, Ventilation & Air Conditioning), Plumbing, Fire Fighting, Extra Low Voltage (ELV) and Specialised services.

Water Solutions: Comprises Water Treatment solutions for Industrial, Domestic Sewage Segments and last mile connectivity of water tab under various Government schemes.

Electric & Solar: Engineering, Procurement and Construction relating to projects of rural electrification and distribution, power augmentation and separation, substations and industrial electrification, solar projects etc.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 SEGMENT INFORMATION (Contd.)

(iii) Segment C - Engineering Products and Services

Textile Machinery: Sales and service of capital machinery for textile Industry and sale of spares and accessories for textile equipment.

Mining and Construction Equipment: Engaged in selling of mining and construction equipment and providing operations and maintenance services for mining and construction industry.

A Segment Revenue

	₹ in crores	
	2025-26	2024-25
(a) Segment - A (Unitary Cooling Products)	9,500.63	10,613.92
(b) Segment - B (Electro - Mechanical Projects and Services)	4,052.52	4,156.79
(c) Segment - C (Engineering Products and Services)	599.44	569.24
Gross Turnover	14,152.59	15,339.95
Less: Inter segment revenue	29.60	19.50
Segment Total	14,122.99	15,320.45
Add: Other operating income	121.51	92.34
Revenue from operations	14,244.50	15,412.79

Footnotes:

- Revenue contributed by any single customer in any of the operating segments, whether reportable or otherwise, does not exceed ten percent of the Group's total revenue.
- The Group's reportable segments are organised based on the nature of products and services offered by these segments. Accordingly, additional disclosures for revenue information about products and services are not applicable.

B Segment Results

	₹ in crores	
	2025-26	2024-25
(a) Segment - A (Unitary Cooling Products)	305.22	892.30
(b) Segment - B (Electro - Mechanical Projects and Services)	298.61	168.64
(c) Segment - C (Engineering Products and Services)	158.43	155.31
Segment Total	762.26	1,216.25
Add/(Less): (i) Finance cost	(86.78)	(62.11)
(ii) Share of profit/(loss) of joint ventures and associates (net of tax)	(130.57)	(126.00)
(iii) Other unallocable income net of unallocable expenditure	38.69	162.61
(iv) Exceptional Items	(26.49)	-
Profit before tax	557.11	1,190.75

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 SEGMENT INFORMATION (Contd.)

C Segment Assets and Liabilities

₹ in crores					
		Segment Assets		Segment Liabilities	
		As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
(a)	Segment - A (Unitary Cooling Products)	6,659.66	5,129.11	4,170.63	3,050.66
(b)	Segment - B (Electro - Mechanical Projects and Services)	3,087.46	2,830.67	2,452.83	2,170.17
(c)	Segment - C (Engineering Products and Services)	252.15	213.23	152.93	120.51
Segment Total		9,999.27	8,173.01	6,776.39	5,341.34
Unallocated		4,510.41	4,979.01	1,334.24	1,270.38
		14,509.68	13,152.02	8,110.63	6,611.72

D Investments and share of profit/(loss) in joint ventures and associates

₹ in crores					
Company	Segment	Investments		Share of profit/(loss)	
		As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
Universal Voltas L.L.C.	Unallocated	42.21	34.75	2.08	(9.80)
Naba Diganta Water Management Limited	Unallocated	5.11	5.94	1.57	2.34
Voltbek Home Appliances Private Limited	Unallocated	129.93	166.30	(134.22)	(118.54)
Brihat Trading Private Limited	Unallocated	*	*	-	-
Total		177.25	206.99	(130.57)	(126.00)

* value below ₹ 50,000/-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 SEGMENT INFORMATION (Contd.)

E Other information for segments

₹ in crores

	Capital Expenditure		Depreciation and Amortisation		Non-Cash Expenses Other than Depreciation and Amortisation	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
(a) Segment - A (Unitary Cooling Products)	112.67	173.42	63.27	36.93	17.36	4.34
(b) Segment - B (Electro - Mechanical Projects and Services)	3.68	3.47	5.82	7.22	(56.92)*	63.18
(c) Segment - C (Engineering Products and Services)	0.07	0.14	0.52	0.57	0.40	0.17
Segment Total	116.42	177.03	69.61	44.72	(39.16)	67.69
Unallocated	6.94	5.61	14.49	17.06	5.77	0.04
Total	123.36	182.64	84.10	61.78	(33.39)	67.73

*Includes write back of provision for doubtful debts.

2) Information of geographical areas of reportable business segments:

₹ in crores

	2025-26	2024-25
Revenue by Geographical Market		
India	12,305.22	13,324.89
Middle East	1,692.47	1,879.35
Africa	103.13	87.90
Others	22.17	28.31
Total	14,122.99	15,320.45
Non Current Assets		
India	1,153.94	1,116.23
Middle East	15.77	16.23
Total	1,169.71	1,132.46

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES

(a) List of Related Parties and Relationships

Party	Relation
Related Parties (Where transactions have taken place during the year and previous year / balance outstanding)	
1 Brihat Trading Private Limited Naba Diganta Water Management Limited	Associates
2 Universal Voltas L.L.C. Olayan Voltas Contracting Company Limited Voltbek Home Appliances Private Limited	Joint Ventures
3 Mr. Pradeep Bakshi - Managing Director & CEO (upto 31 August, 2025) Mr. Mukundan Menon C P - Executive Director & Head – RAC (upto 31 August, 2025) and Managing Director (w.e.f 01 September, 2025) Mr. Jitender P. Verma - Chief Financial Officer (upto 31 March, 2025) Mr. Ratnesh Rukhariyar - Company Secretary (w.e.f. 15 August, 2024) Mr. V. P. Malhotra - Head - Taxation, Legal & Company Secretary (up to 14 August, 2024) Mr. K. V. Sridhar - Chief Financial Officer (w.e.f 01 April, 2025)	Key Management Personnel
4 Non-Executive Directors Mr. Noel Tata - Chairman Mr. Vinayak Deshpande Mr. Saurabh Agrawal Independent Directors Mr. Arun kumar Adhikari Mr. Jayesh Tulsidas Merchant Mr. Aditya Sehgal (w.e.f. 30 August, 2024) Mr. Pheroze Pudumjee (w.e.f 30 August, 2024) Ms. Sonia Singh (w.e.f. 07 March, 2025) Mr. Zubin Dubash (upto 08 August, 2024) Mr. Debendranath Sarangi (upto 31 August, 2024) Mr. Bahram N. Vakil (upto 31 August, 2024) Ms. Anjali Bansal (upto 08 March, 2025)	Directors
5 Voltas Limited Provident Fund Voltas Managerial Staff Provident Fund Voltas Limited Employees' Gratuity Fund Voltas Limited Managerial Staff Gratuity Fund Voltas Limited Employees' Superannuation Scheme	Employee Benefit Funds
6 Tata Sons Private Limited	Entity with Significant Influence over the Company

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

Party	Relation
7 Air India Limited	Subsidiaries and Joint Ventures of Entity with Significant Influence over the Company
Automotive Stampings and Assemblies Limited	
Ewart Investments Limited	
Infiniti Retail Limited	
Innovative Retail Concepts Private Limited	
MahaOnline Limited	
Supermarket Grocery Supplies Private Limited	
Sir Dorabji Tata Trust	
Sir Ratan Tata Trust	
Novamesh limited	
TACO EV Component Solutions Private Limited	
Tata 1mg Healthcare Solutions Private Limited	
Tata 1mg Technologies Private Limited	
Tata Advanced Systems Limited	
Tata AIA Life Insurance Company Limited	
Tata AIG General Insurance Company Limited	
Tata Asset Management Private Limited (formerly known as Tata Asset Management Limited)	
Tata Autocomp Hendrickson Suspensions Private Limited (formerly known as Taco Hendrickson Suspensions Private Limited)	
Tata Autocomp Systems Limited	
Tata AutoComp Gotion Green Energy Solutions Private Limited	
Tata Business Hub Limited	
Tata Capital Housing Finance Limited	
Tata Capital Limited	
Tata Communications Limited	
Tata Communications Collaboration Services Limited	
Tata Consultancy Services Limited	
Tata Consulting Engineers Limited	
Tata Holdings Mozambique, LDA (earlier known as Tata De Mocambique, Limitada)	
Tata Electronics Products and Solutions Private Limited	
Tata Projects Limited	
Tata Semiconductor Assembly and Test Private Limited	
Tata Elxsi Limited	
Tata Industries Limited	
Tata International Limited	

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

Party	Relation
Tata Investment Corporation Limited	
Tata Play Limited (formerly known as Tata Sky Limited)	
Tata Realty and Infrastructure Limited	
Tata Teleservices (Maharashtra) Limited	
Tata Teleservices Limited	
Tata Toyo Radiator Limited	
Tata Unistore Limited	
Tata Medical and Diagnostics Limited	
TEL Components Private Limited	
TQ Cert Services Private Limited	
TCS Foundation	
TRIL Urban Transport Private Limited	
Tata Housing Development Company Limited	
TACO Prestolite Electric Private Limited	
TACO Punch Powertrain Private Limited	
Tata International Vehicle Applications Private Limited	
LFS Healthcare Private Limited	
THDC Management Services Limited	
Agratas Energy Storage Solutions Private Limited	
Air India Express Limited	
Tata Electronics Private Limited	
Tata Communications Transformation Services Limited	



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
1	Sale of Products																
	Infiniti Retail Limited	-	-	-	-	-	-	152.53	178.29	-	-	-	-	-	-	152.53	178.29
	Innovative Retail Concepts Private Limited	-	-	-	-	-	-	28.02	34.03	-	-	-	-	-	-	28.02	34.03
	Agratas Energy Storage Solutions Private Limited	-	-	-	-	-	-	22.78	-	-	-	-	-	-	-	22.78	-
	Others	-	*	0.07	*	-	0.09	17.80	38.98	-	-	-	0.03	-	-	17.87	39.10
2	Rendering of Services																
	Tata Consultancy Services Limited	-	-	-	-	-	-	31.92	31.69	-	-	-	-	-	-	31.92	31.69
	Innovative Retail Concepts Private Limited	-	-	-	-	-	-	15.07	-	-	-	-	-	-	-	15.07	-
	Tata Holdings Mozambique, LDA	-	-	-	-	-	-	102.90	84.33	-	-	-	-	-	-	102.90	84.33
	Others	0.01	0.01	1.85	2.36	0.11	0.09	7.45	19.92	-	-	0.05	-	-	-	9.47	22.38
3	Construction contract revenue (includes billed and unbilled revenue)																
	Tata Consultancy Services Limited	-	-	-	-	-	-	28.49	14.69	-	-	-	-	-	-	28.49	14.69
	Tata Electronics Private Limited	-	-	-	-	-	-	289.09	149.33	-	-	-	-	-	-	289.09	149.33
	TEL Components Private Limited	-	-	-	-	-	-	90.84	77.66	-	-	-	-	-	-	90.84	77.66
	Tata Advanced Systems Limited	-	-	-	-	-	-	3.58	1.13	-	-	-	-	-	-	3.58	1.13
	Others	-	-	0.32	2.55	-	-	14.57	7.43	-	-	-	-	-	-	14.89	9.98

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
4	Rental Income																
	Tata Housing Development Company Limited	-	-	-	-	-	-	2.89	2.67	-	-	-	-	-	-	2.89	2.67
	Tata Realty and Infrastructure Limited	-	-	-	-	-	-	1.64	1.46	-	-	-	-	-	-	1.64	1.46
	Tata Consultancy Services Limited	-	-	-	-	-	-	1.19	1.11	-	-	-	-	-	-	1.19	1.11
	Tata Capital Limited	-	-	-	-	-	-	0.77	-	-	-	-	-	-	-	0.77	-
	Others	-	-	0.64	0.85	-	-	0.99	0.95	-	-	-	-	-	-	1.63	1.80
5	Dividend Income																
	Tata Capital Limited	-	-	-	-	-	-	0.35	2.14	-	-	-	-	-	-	0.35	2.14
	Naba Diganta Water Management Limited	2.40	5.61	-	-	-	-	-	-	-	-	-	-	-	-	2.40	5.61
	Others	-	-	-	-	-	-	0.15	0.15	-	-	-	-	-	-	0.15	0.15
6	Remuneration Paid / Payable (including commission and sitting fees) - short term benefits #																
	Mr. Pradeep Bakshi	-	-	-	-	-	-	-	-	4.44	8.88	-	-	-	-	4.44	8.88
	Mr. Mukundan C.P. Menon	-	-	-	-	-	-	-	-	5.89	5.01	-	-	-	-	5.89	5.01
	Others	-	-	-	-	-	-	-	-	4.53	5.45	2.62	3.95	-	-	7.15	9.40
7	Remuneration Paid / Payable- Post Retirement Benefits																
	Mr. V. P. Malhotra	-	-	-	-	-	-	-	-	-	0.88	-	-	-	-	-	0.88
	Mr. Pradeep Bakshi	-	-	-	-	-	-	-	-	1.82	-	-	-	-	-	1.82	-



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
8	Dividend Paid																
	Tata Sons Private Limited	-	-	-	-	61.69	48.47	-	-	-	-	-	-	-	-	61.69	48.47
	Others	-	-	-	-	-	-	11.19	6.54	-	-	-	-	-	-	11.19	6.54
9	Receiving of Services																
	Tata Communications Limited	-	-	-	-	-	-	2.73	3.24	-	-	-	-	-	-	2.73	3.24
	Tata Consultancy Services Limited	-	-	-	-	-	-	29.46	23.40	-	-	-	-	-	-	29.46	23.40
	Tata AIG General Insurance Company Limited	-	-	-	-	-	-	0.92	13.27	-	-	-	-	-	-	0.92	13.27
	Others	-	-	-	-	0.16	-	4.28	4.91	-	-	-	-	-	-	4.44	4.91
10	Purchases of stock-in-trade																
	Voltbek Home Appliances Private Limited	-	-	36.68	28.91	-	-	-	-	-	-	-	-	-	-	36.68	28.91
	Others	-	-	-	-	-	-	0.01	-	-	-	-	-	-	-	0.01	-
11	Other Expenses-Recovery of expenses																
	Voltbek Home Appliances Private Limited	-	-	108.37	79.35	-	-	-	-	-	-	-	-	-	-	108.37	79.35
	Others	-	-	0.25	0.52	-	-	0.04	0.29	-	-	-	-	-	-	0.29	0.81
12	Other Expenses-Reimbursement of expenses																
	Voltbek Home Appliances Private Limited	-	-	3.17	4.74	-	-	-	-	-	-	-	-	-	-	3.17	4.74
	Tata Sons Private Limited	-	-	-	-	0.21	1.20	-	-	-	-	-	-	-	-	0.21	1.20
	Others	-	-	0.33	0.11	-	-	-	-	-	-	0.01	0.06	-	-	0.34	0.17



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
13	Royalty Charges																
	Tata Sons Private Limited	-	-	-	-	23.89	24.71	-	-	-	-	-	-	-	-	23.89	24.71
14	Purchase of goods / services for execution of contracts																
	Universal Voltas L.L.C.	-	-	0.09	0.04	-	-	-	-	-	-	-	-	-	-	0.09	0.04
	Tata Consultancy Services Limited	-	-	-	-	-	-	-	0.18	-	-	-	-	-	-	-	0.18
	Tata International Limited	-	-	-	-	-	-	-	0.03	-	-	-	-	-	-	-	0.03
	TQ Cert Services Private Limited	-	-	-	-	-	-	*	0.04	-	-	-	-	-	*	0.04	0.04
	Others	-	-	-	-	-	-	*	0.06	-	-	-	-	-	*	0.06	0.06
15	Deputation Charges paid																
	Universal Voltas L.L.C.	-	-	4.15	4.29	-	-	-	-	-	-	-	-	-	-	4.15	4.29
16	Purchase of property, plant and equipment																
	Infiniti Retail Limited	-	-	-	-	-	-	0.04	0.03	-	-	-	-	-	-	0.04	0.03
	Voltbek Home Appliances Private Limited	-	-	-	0.02	-	-	-	-	-	-	-	-	-	-	-	0.02
17	Investments in Equity shares																
	Voltbek Home Appliances Private Limited	-	-	98.00	102.41	-	-	-	-	-	-	-	-	-	-	98.00	102.41

₹ in crores

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
18	Investments in Bonds / Debentures																
	Tata International Limited	-	-	-	-	-	-	-	100.00	-	-	-	-	-	-	-	100.00
19	Redemption of Investments in Preference shares																
	Tata Capital Limited	-	-	-	-	-	-	20.00	30.00	-	-	-	-	-	-	20.00	30.00
20	Security deposit at the end of the period																
	Tata Consultancy Services Limited	-	-	-	-	-	-	0.74	0.74	-	-	-	-	-	-	0.74	0.74
	Tata Housing Development Company Limited	-	-	-	-	-	-	1.66	1.27	-	-	-	-	-	-	1.66	1.27
	Tata Realty and Infrastructure Limited	-	-	-	-	-	-	0.95	0.53	-	-	-	-	-	-	0.95	0.53
	Others	-	-	-	-	-	-	0.69	0.46	-	-	-	-	-	-	0.69	0.46
21	Provision for Debts and Advances at period end																
	Tata Consultancy Services Limited	-	-	-	-	-	-	4.32	2.52	-	-	-	-	-	-	4.32	2.52
	Tata Projects Limited	-	-	-	-	-	-	3.60	1.44	-	-	-	-	-	-	3.60	1.44
	Others	-	-	-	-	-	-	0.48	*	-	-	-	-	-	-	0.48	*



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
22	Advance Outstanding at period end																
	Tata Consultancy Services Limited	-	-	-	-	-	-	0.03	0.03	-	-	-	-	-	-	0.03	0.03
	Tata Housing Development Company Limited	-	-	-	-	-	-	*	0.23	-	-	-	-	-	-	*	0.23
	Tata Teleservices Limited	-	-	-	-	-	-	0.10	0.19	-	-	-	-	-	-	0.10	0.19
	Tata Realty and Infrastructure Limited	-	-	-	-	-	-	-	0.13	-	-	-	-	-	-	-	0.13
	Tata Teleservices (Maharashtra) Limited	-	-	-	-	-	-	0.09	-	-	-	-	-	-	-	0.09	-
	Tata AIG General Insurance Company Limited	-	-	-	-	-	-	0.04	-	-	-	-	-	-	-	0.04	-
	Others	-	-	*	-	-	-	0.01	0.16	-	-	-	-	-	-	0.01	0.16
23	Outstanding Share Application Money at period end																
	Olayan Voltas Contracting Company Limited	-	-	13.13	13.13	-	-	-	-	-	-	-	-	-	-	13.13	13.13

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

₹ in crores

S. No	Transactions	Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
24	Debit Balance Outstanding at period end																
	Infiniti Retail Limited	-	-	-	-	-	-	46.65	47.30	-	-	-	-	-	-	46.65	47.30
	Tata Holdings Mozambique, LDA	-	-	-	-	-	-	54.51	41.15	-	-	-	-	-	-	54.51	41.15
	Voltbek Home Appliances Private Limited	-	-	50.15	72.99	-	-	-	-	-	-	-	-	-	-	50.15	72.99
	Agratas Energy Storage Solutions Private Limited	-	-	-	-	-	-	19.77	-	-	-	-	-	-	-	19.77	-
	Tata Electronics Private Limited	-	-	-	-	-	-	21.89	21.79	-	-	-	-	-	-	21.89	21.79
25	Credit Balance Outstanding at period end	0.03	0.03	0.38	-	0.01	-	46.06	38.21	-	-	-	-	0.87	-	47.35	38.24
	Tata Sons Private Limited	-	-	-	-	15.79	22.68	-	-	-	-	-	-	-	-	15.79	22.68
	Tata Electronics Private Limited	-	-	-	-	-	-	-	15.76	-	-	-	-	-	-	-	15.76
	Tata Capital Limited	-	-	-	-	-	-	-	0.36	-	-	-	-	-	-	-	0.36
26	Others	-	-	5.44	-	-	-	4.91	0.28	2.94	5.28	1.90	3.95	0.08	-	15.27	9.51
	Impairment in value of Investments at period end																
	Olayan Voltas Contracting Company Limited	-	-	20.24	20.24	-	-	-	-	-	-	-	-	-	-	20.24	20.24



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

₹ in crores

S. No	Transactions	Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
27	Contract Revenue in excess of Billing																
	Tata Electronics Private Limited	-	-	-	-	-	-	7.83	25.52	-	-	-	-	-	-	7.83	25.52
	TEL Components Private Limited	-	-	-	-	-	-	-	12.43	-	-	-	-	-	-	-	12.43
	Tata Consultancy Services Limited	-	-	-	-	-	-	13.31	2.83	-	-	-	-	-	-	13.31	2.83
	Tata Projects Limited	-	-	-	-	-	-	0.77	1.19	-	-	-	-	-	-	0.77	1.19
	Others	-	-	-	-	-	-	0.29	0.16	-	-	0.04	-	-	-	0.33	0.16
28	Billing in excess of Contract Revenue																
	Tata Electronics Private Limited	-	-	-	-	-	-	47.70	-	-	-	-	-	-	-	47.70	-
	TEL Components Private Limited	-	-	-	-	-	-	19.80	-	-	-	-	-	-	-	19.80	-
	Tata Advanced Systems Limited	-	-	-	-	-	-	0.09	0.44	-	-	-	-	-	-	0.09	0.44
	Tata Projects Limited	-	-	-	-	-	-	0.37	3.71	-	-	-	-	-	-	0.37	3.71
	Others	-	-	*	0.28	*	-	1.46	0.44	-	-	*	-	-	-	1.46	0.72
29	Contribution to Employee Benefit Funds																
	Voltas Limited Managerial Staff Gratuity Fund	-	-	-	-	-	-	-	-	-	-	-	-	4.75	4.99	4.75	4.99
	Voltas Managerial Staff Provident Fund	-	-	-	-	-	-	-	-	-	-	-	-	8.61	8.59	8.61	8.59
	Others	-	-	-	-	-	-	-	-	-	-	-	-	1.97	2.56	1.97	2.56

*Value below ₹ 50,000/-

#Managerial remunerations excludes provision for gratuity, compensated absences and long-term incentive scheme, since these are provided on the basis of an actuarial valuation of the Company's liabilities for all its employees.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

Terms and conditions of transactions with related parties

(i) Sales of products/PPE and rendering of services (Refer S. No. 1 and 2)

Sales are made to related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The Group mutually negotiates and agrees sales price, discount and payment terms with the related parties by benchmarking the same to transactions with non-related parties, who purchase goods and services of the Group in similar quantities. Such sales generally include payment terms requiring related party to make payment within 07 to 60 days from the date of invoice.

(ii) Construction contract revenue (Includes billed and unbilled revenue) (Refer S. No. 3)

Construction contracts are entered with related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The Group mutually negotiates and agrees contract price, margin, and payment terms with the related parties by benchmarking the same to transactions with non-related parties with whom the Group enters with similar nature of contracts. In these contracts, payments are generally due upon completion of milestone as per terms of contract. In certain contracts short term advance are received before the performance obligation is satisfied.

(iii) Rental Income (Refer S. No. 4)

The Group leases out investment properties - Building to related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The Group mutually negotiates and agrees lease rate with the related parties by benchmarking the same to transactions with non-related parties with whom the Group enters with lease contracts. These lease contracts include payment terms requiring related party to make payments in advance.

(iv) Security deposit at the end of the period (Refer S. No. 21)

These deposits are received on investment properties – Building leased out to related parties are non-interest bearing and on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business.

(v) Remuneration Paid / Payable (including commission and sitting fees) (Refer S. No. 7 and 8)

The amounts paid/payables are the amounts recognised as an expense during the financial year related to Key Management Personnel and Directors. The amounts do not include expense, if any, recognised toward post-employment benefits of Key Management Personnel. Such expenses are measured based on an actuarial valuation done for the Group. Hence, amounts attributable to KMPs are not separately determinable.

(vi) Purchases of PPE, stock-in-trade and goods / services for execution of contracts (Refer S. No. 11, 15 and 17)

Purchases are made from related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The Group mutually negotiates and agrees purchase price and payment terms with the related parties by benchmarking the other purchases being made from non-related parties. Such purchases generally include payment terms requiring the Group to make payment within 30 to 60 days from the date of invoice.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

(vii) Receiving of services (Refer S. No. 10)

The Group received services in the nature of insurance, communication, IT services etc. from related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The Group agrees the price and payment terms with the related parties by benchmarking the same to the services received from non-related parties. Such transactions include payment terms requiring payment to be made to related parties within 07 to 60 days from the date of invoice.

(viii) Other Expenses - Recovery / Reimbursement of expenses (Refer S. No. 12 and 13)

These transactions represent expense incurred by the Group on behalf of related parties or expenses incurred by related parties on behalf of the Group. This reimbursement / recovery of expenses is made on actual cost incurred basis without mark-up.

(ix) Royalty Charges (Refer S. No. 14)

The Group pays royalty to the entity having significant influence over the Group for using the brand name. The rate of royalty is determined using Transfer Pricing study conducted by tax professionals.

(x) Deputation Charges Paid (Refer S. No. 16)

These transactions represent hiring of manpower from related parties where prices are agreed at cost to related party plus mark-up. Mark-up for this purpose is determined using Transfer Pricing study conducted by tax professionals.

(xi) Debit Balance and Provision for Debts and Advances at period end (Refer S. No. 22 and 25)

Trade receivables and other receivables balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these receivables. The amounts are recoverable within 21 to 60 days from the reporting date (31 March, 2025: 21 to 60 days from the reporting date). The Group has recorded impairment allowances on receivables as per ECL matrix followed by the Group.

(xii) Advances Outstanding at period end (Refer S. No. 23)

Advances outstanding balances are unsecured, interest free and will be settled against the provision of services by the related parties. These advances have been paid as per the terms of contracts.

(xiii) Credit Balance outstanding at period end (Refer S. No. 26)

Trade payables and other payables balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been given against these payables. The amounts are payable within 30 to 60 days from the reporting date (31 March, 2025: 30 to 60 days from the reporting date).

(xiv) Contract Revenue in excess of Billing (Refer S. No. 28)

Outstanding balances of contract assets is related to the revenue earned from construction contracts relating to electro-mechanical projects as receipt of consideration that is conditional on successful completion of project milestone. Upon completion of milestone acceptance/certification by the related parties and no other performance obligation is pending, the amounts recognised as contract assets are billed and reclassified to trade receivables.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 RELATED PARTY DISCLOSURES (Contd.)

Contract assets balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these assets. The Group expects to complete the work as per the milestone agreed as per terms of the contracts.

(xv) Billing in excess of contract revenue (Refer S. No. 29)

Billing in excess of contract revenue represents billing made in excess of revenue recognised on construction contracts and will get adjusted against the revenue to be recognised as work gets executed on the contracts. Invoices on construction contracts are raised as per the terms of the contracts.

(xvi) Contribution to Employee Benefit Funds (Refer S. No. 30)

Contribution to Employee Benefit Funds are made as per applicable statutory laws and regulations.

(xvii) Investment in Equity Shares (Refer S. No. 18)

The Group has invested in equity shares of Voltbek Home Appliances Private Limited ('VHAPL') for its working capital needs and capital expansion. The investment has been utilized by VHAPL for the purpose it was obtained. VHAPL has one class of equity shares having a par value of ₹ 10 per share. Each shareholder is entitled for one vote per share held.

(xviii) Investment in Bonds and Debentures (Refer S. No. 19)

Investment made in bonds issued by related parties are on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business considering the yield on investment and credit risk associated with the investment.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

51 ADDITIONAL INFORMATION AS REQUIRED BY PARAGRAPH 2 OF THE GENERAL INSTRUCTIONS FOR PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS TO SCHEDULE III TO THE COMPANIES ACT, 2013

Name of the Entity	Country of Incorporation	Ownership in %	Net assets (total assets minus total liabilities)		Share of profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
			As % of consolidated net assets	₹ in crores	As % of consolidated profit or loss	₹ in crores	As % of consolidated other comprehensive income	₹ in crores	As % of consolidated total comprehensive income	₹ in crores
			As at 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026
I Voltas Limited (Holding Company)			124.46	7,964.25	92.16	340.98	99.42	(277.33)	69.89	63.65
II Subsidiaries										
(a) Indian										
(1) Universal MEP Projects & Engineering Services Limited	India	100.00	14.28	913.87	63.54	235.11	(0.14)	0.39	258.60	235.50
(2) Voltas Components Private Limited (formerly known as HI-Volt Enterprises Private Limited)	India	100.00	**	0.10	**	(0.02)	-	-	**	(0.02)
(3) Voltas Social Development Foundation	India	100.00	**	0.08	**	*	-	-	**	*
(b) Foreign										
(1) Universal Lalbuksh Engineering Services Trading LLC (formerly known as Lalbuksh Voltas Engineering Services and Trading LLC)	Sultanate of Oman	60.00	0.93	59.39	(2.38)	(8.82)	0.17	(0.46)	(10.19)	(9.28)
(2) Saudi Ensas Company for Engineering Services W.L.L.	Saudi Arabia	100.00	2.32	148.28	7.62	28.18	(0.01)	0.02	30.97	28.20
(3) Voltas Netherlands B.V.	The Netherlands	100.00	9.27	593.31	(0.36)	(1.34)	-	-	(1.47)	(1.34)



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

51 ADDITIONAL INFORMATION AS REQUIRED BY PARAGRAPH 2 OF THE GENERAL INSTRUCTIONS FOR PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS TO SCHEDULE III TO THE COMPANIES ACT, 2013 (Contd.)

Name of the Entity	Country of Incorporation	Ownership in %	Net assets (total assets minus total liabilities)		Share of profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
			As % of consolidated net assets	₹ in crores	As % of consolidated profit or loss	₹ in crores	As % of consolidated other comprehensive income	₹ in crores	As % of consolidated total comprehensive income	₹ in crores
			As at 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026
(4)	Universal Oman SPC (formerly known as Voltas Oman SPC)	100.00	(0.57)	(36.59)	(3.74)	(13.85)	(0.18)	0.51	(14.65)	(13.34)
(5)	Weathermaker FZE	100.00	0.26	16.69	(2.01)	(7.45)	0.03	(0.07)	(8.25)	(7.52)
(6)	Universal MEP Contracting Services and Trading WLL (formerly known as Voltas Qatar W.L.L.)	97.00	(8.72)	(558.18)	(2.97)	(10.98)	(0.01)	0.02	(12.03)	(10.96)
(7)	Universal MEP Projects Pte Limited	100.00	0.81	51.71	(141.49)	(523.51)	-	-	(574.86)	(523.51)
(8)	Universal MEP Contracting LLC.	100.00	*	0.26	-	-	-	-	-	-
(c)	Non-controlling interests in all subsidiaries		0.36	22.84	(1.59)	(5.88)	(0.85)	2.37	(3.85)	(3.51)
III	Joint Ventures									
(a)	Indian									
(1)	Voltbek Home Appliances Private Limited	49.00	2.03	129.93	(36.28)	(134.22)	0.03	(0.09)	(147.49)	(134.31)
(b)	Foreign									
(1)	Olayan Voltas Contracting Company Limited	50.00	-	-	-	-	-	-	-	-
(2)	Universal Voltas LLC.	49.00	0.66	42.21	0.56	2.08	(0.50)	1.40	3.82	3.48

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

51 ADDITIONAL INFORMATION AS REQUIRED BY PARAGRAPH 2 OF THE GENERAL INSTRUCTIONS FOR PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS TO SCHEDULE III TO THE COMPANIES ACT, 2013 (Contd.)

Name of the Entity	Country of Incorporation	Ownership in %	Net assets (total assets minus total liabilities)		Share of profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
			As % of consolidated net assets	₹ in crores	As % of consolidated profit or loss	₹ in crores	As % of consolidated other comprehensive income	₹ in crores	As % of consolidated total comprehensive income	₹ in crores
			As at 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026	Year ended 31 March, 2026
IV	Associates									
(a)	Indian									
(1)	Naba Diganta Water Management Limited	26.00	0.08	5.11	0.42	1.57	-	-	1.72	1.57
(2)	Brihat Trading Private Limited	33.23	-	-	-	-	-	-	-	-
V	Adjustments arising out of consolidation		(46.17)	(2,954.21)	126.52	468.15	2.04	(5.69)	507.79	462.46
			100.00	6,399.05	100.00	370.00	100.00	(278.93)	100.00	91.07

* Value below ₹ 50,000/-

** Less than 0.5%

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

51 ADDITIONAL INFORMATION AS REQUIRED BY PARAGRAPH 2 OF THE GENERAL INSTRUCTIONS FOR PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS TO SCHEDULE III TO THE COMPANIES ACT, 2013 (Contd.)



Name of the Entity	Country of Incorporation	Ownership in %	Net assets (total assets minus total liabilities)		Share of profit or (loss)		Share in other comprehensive income		Share in total comprehensive income
			As % of consolidated net assets	₹ in crores	As % of consolidated profit or loss	₹ in crores	As % of consolidated other comprehensive income	₹ in crores	
			As at 31 March, 2025	Year ended 31 March, 2025	Year ended 31 March, 2025	Year ended 31 March, 2025	Year ended 31 March, 2025	Year ended 31 March, 2025	Year ended 31 March, 2025
I Voltas Limited (Holding Company)			124.34	8,132.21	93.10	776.76	115.50	39.04	93.98
815.80									
II Subsidiaries									
(a) Indian									
(1) Universal MEP Projects & Engineering Services Limited	India	100.00	11.50	752.17	24.29	202.63	(4.29)	(1.45)	23.18
201.18									
(2) Voltas Components Private Limited (formerly known as Hi-Volt Enterprises Private Limited)	India	100.00	**	(0.03)	**	(0.03)	-	-	**
(0.03)									
(3) Voltas Social Development Foundation	India	100.00	**	0.08	-	-	-	-	-
-									
(b) Foreign									
(1) Universal Lalbuksh Engineering Services Trading LLC (formerly known as Lalbuksh Voltas Engineering Services and Trading LLC)	Sultanate of Oman	60.00	1.07	69.86	(2.12)	(17.72)	2.93	0.99	(1.93)
(16.73)									
(2) Saudi Ensas Company for Engineering Services WLL.	Saudi Arabia	100.00	1.64	107.03	13.12	109.43	(125.95)	(42.57)	7.70
66.86									
(3) Voltas Netherlands B.V.	The Netherlands	100.00	4.70	307.59	(0.15)	(1.26)	24.62	8.32	0.81
7.06									
(4) Universal Oman SPC (formerly known as Voltas Oman SPC)	Sultanate of Oman	100.00	(0.31)	(20.33)	(1.32)	(11.00)	(1.66)	(0.56)	(1.33)
(11.56)									
(5) Weathermaker FZE	United Arab Emirates	100.00	0.34	22.16	(0.43)	(3.59)	1.27	0.43	(0.36)
(3.16)									
(6) Universal MEP Contracting Services and Trading WLL (formerly known as Voltas Qatar WLL)	Qatar	97.00	(7.54)	(492.86)	(3.12)	(26.01)	(39.76)	(13.44)	(4.54)
(39.45)									

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

51 ADDITIONAL INFORMATION AS REQUIRED BY PARAGRAPH 2 OF THE GENERAL INSTRUCTIONS FOR PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS TO SCHEDULE III TO THE COMPANIES ACT, 2013 (Contd.)

Name of the Entity	Country of Incorporation	Ownership in %	Net assets (total assets minus total liabilities)		Share of profit or (loss)		Share in other comprehensive income		Share in total comprehensive income
			As % of consolidated net assets	₹ in crores	As % of consolidated profit or loss	₹ in crores	As % of consolidated other comprehensive income	₹ in crores	
			As at 31 March, 2025	Year ended 31 March, 2025	Year ended 31 March, 2025	Year ended 31 March, 2025	Year ended 31 March, 2025	Year ended 31 March, 2025	Year ended 31 March, 2025
(7) Universal MEP Projects Pte Limited	Singapore	100.00	5.28	345.03	6.25	52.13	(45.44)	(15.36)	4.24
36.77									
(8) Universal MEP Contracting LLC. (w.e.f. 21 January, 2025)	United Arab Emirates	100.00	-	-	-	-	-	-	-
-									
(c) Non-controlling interests in all subsidiaries			0.41	27.05	(0.85)	(7.09)	1.27	0.43	(0.77)
(6.66)									
III Joint Ventures									
(a) Indian									
(1) Volitbek Home Appliances Private Limited	India	49.00	2.54	166.30	(14.21)	(118.54)	0.11	0.04	(13.65)
(118.50)									
(b) Foreign									
(1) Olayan Voltas Contracting Company Limited	Saudi Arabia	50.00	-	-	-	-	-	-	-
-									
(2) Universal Voltas LLC.	United Arab Emirates	49.00	0.53	34.75	(1.18)	(9.80)	3.65	1.23	(0.99)
(8.57)									
IV Associates									
(a) Indian									
(1) Naba Diganta Water Management Limited	India	26.00	0.09	5.94	0.28	2.34	-	-	0.27
2.34									
(2) Brihat Trading Private Limited	India	33.23	-	(44.59)	(13.66)	(113.97)	-	-	-
(57.27)									
V Adjustments arising out of consolidation									
			100.00	6,540.30	100.00	834.28	100.00	33.80	100.00
868.08									

* Value below ₹ 50,000/-

** Less than 0.5%

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)
52 FINANCIAL INSTRUMENTS

A Categorisation and Fair Valuation

The accounting classification of each category of financial instruments, their carrying value and fair value are as below:

	As at 31 March, 2026					As at 31 March, 2025				
	Carrying value			Fair Value		Carrying value			Fair Value	
	FVTPL	FVTOCI	Amortised Cost	Total value	Total	FVTPL	FVTOCI	Amortised Cost	Total value	Total
Financial assets										
Investments*										
Unquoted Mutual funds	1409.25	-	-	1,409.25	1409.25	1476.05	-	-	1476.05	1476.05
Quoted Debenture/Bonds	152.10	-	108.93	261.03	261.03	151.12	-	146.65	297.77	295.23
Unquoted Equity Instruments	-	186.01	-	186.01	186.01	-	274.68	-	274.68	274.68
Quoted Equity Instruments	-	728.16	-	728.16	728.16	-	967.72	-	967.72	967.72
Unquoted Preference Shares	-	-	-	-	-	-	-	20.00	20.00	20.00
Loans	-	-	1.26	1.26	1.26	-	-	1.11	1.11	1.11
Trade receivables	-	-	3034.95	3,034.95	3034.95	-	-	2231.86	2231.86	2231.86
Other financial assets- Non Current	-	-	453.70	453.70	477.17	-	-	237.23	237.23	238.65
Other financial assets- Current	-	-	-	-	-	-	-	-	-	-
Other financial assets	-	-	464.40	464.40	464.40	-	-	842.55	842.55	842.55
Foreign exchange forward contract	0.01	-	-	0.01	0.01	-	-	-	-	-
Cash and cash equivalents	-	-	755.10	755.10	755.10	-	-	649.79	649.79	649.79
Other balances with banks	-	-	25.83	25.83	25.83	-	-	28.45	28.45	28.45
	1,561.36	914.17	4,844.17	7,319.70	7,343.17	1,627.17	1,242.40	4,157.64	7,027.21	7,026.09



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)
52 FINANCIAL INSTRUMENTS (Contd.)

	As at 31 March, 2026					As at 31 March, 2025				
	Carrying value			Fair Value		Carrying value			Fair Value	
	FVTPL	FVTOCI	Amortised Cost	Total value	Total	FVTPL	FVTOCI	Amortised Cost	Total value	Total
Financial liabilities										
Borrowings - Non-current	-	-	375.80	375.80	375.80	-	-	382.28	382.28	382.28
Borrowings - Current	-	-	590.60	590.60	590.60	-	-	481.02	481.02	481.02
Trade payables	-	-	5227.78	5227.78	5227.78	-	-	3892.81	3892.81	3892.81
Other financial liabilities: Non-Current	-	-	46.17	46.17	46.17	-	-	41.53	41.53	41.53
Other financial liabilities: Current	-	-	-	-	-	-	-	-	-	-
Other financial liabilities	-	-	464.57	464.57	464.57	-	-	359.98	359.98	359.98
Foreign exchange forward contract	0.13	-	-	0.13	0.13	4.74	-	-	4.74	4.74
	0.13	-	6,704.92	6,705.05	6,705.05	4.74	-	5,157.62	5,162.36	5,162.36

* The above Investments does not include equity investments in associates and joint ventures which are accounted as per equity method and hence are not required to be disclosed as per Ind AS 107 "Financial Instruments Disclosures".
Management has assessed that cash and cash equivalents, other balances with banks, loans, trade receivables, other financial assets-current, borrowings-current, trade payables and other financial liabilities-current carried at amortised cost approximate their carrying amounts largely due to the short-term maturities of these instruments.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

52 FINANCIAL INSTRUMENTS (Contd.)

Abbreviations:

FVTPL - Fair Value Through Profit or Loss.

FVTOCI - Fair Value Through Other Comprehensive Income.

B Fair Value Hierarchy

The fair value measurement hierarchy of the Group's assets and liabilities are as follows:

₹ in crores						
	Level 1		Level 2		Level 3	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
A Assets measured at fair value						
(i) Investment (Refer note 9)						
At fair value through profit or loss						
Unquoted Mutual funds	1409.25	1476.05	-	-	-	-
Quoted Debenture/Bonds	152.10	151.12	-	-	-	-
Derivative financial liabilities	-	-	0.01	-	-	-
At fair value through OCI						
Quoted Equity Instruments	728.16	967.72	-	-	-	-
Unquoted Equity Instruments	-	-	-	-	186.01	274.68
Total	2,289.51	2,594.89	0.01	-	186.01	274.68
B Financial liabilities						
(i) At fair value through profit or loss						
Derivative financial liabilities	-	-	0.13	4.74	-	-
Total	-	-	0.13	4.74	-	-
C Assets for which fair value are disclosed						
(i) Investment properties (Refer note 5)						
	-	-	-	-	909.01	914.15
Total	-	-	-	-	909.01	914.15

The Group uses the following hierarchy for determining and/or disclosing the fair value of financial instrument by valuation techniques:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

52 FINANCIAL INSTRUMENTS (Contd.)

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties.

The following methods and assumptions were used to estimate the fair values:

- The fair value of quoted equity investment & quoted debentures/bonds and mutual funds are based on price quotations at the reporting date.
- The fair value of certain unquoted equity investments have been estimated using discounted cashflow / market multiple method. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted equity investments.
- Further, in case of certain other Unquoted equity instrument their respective cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range. (Refer Note 9 (v))
- The Group enters into derivative financial instruments with various counterparties, principally with banks. Foreign exchange forward contracts are valued using valuation techniques, which employs the use of market observable inputs. The model incorporates various inputs including the credit quality of counter parties, foreign exchange spot and forward rates.
- The fair value of the investment properties have been derived using the market comparable approach (market value method/sale comparison technique) based on recent market prices without any significant adjustments being made to the market observable data. The valuation was carried out by an independent registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.
- There were no transfers between Level 1 and 2 during the period.

C Reconciliation of fair value measurement of unquoted equity shares classified as FVTOCI assets:

₹ in crores	
	Amount
As at 01 April, 2024	273.87
Add: Fair valuation gain/(loss) recognised in OCI	0.81
Closing balance as at 31 March, 2025	274.68
Add: Fair valuation gain/(loss) recognised in OCI	(88.67)
Closing balance as at 31 March, 2026	186.01

53 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's financial liabilities include borrowings, lease liabilities, trade and other payables. The Group's financial assets include investments, loans, trade and other receivables, cash and cash equivalents and other bank balances. The Group also holds FVTPL and FVTOCI investments.

The Group is exposed to market risk, credit risk and liquidity risk. The Board of Directors of the Group oversee the management of these financial risks through its Risk Management Committee as per Group's existing policy.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

53 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

(i) Market risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprise three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include borrowings, lease liabilities, investments, trade payables and other payables, trade receivables and other receivables, loans and derivative financial instruments.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group exposure to the risk of changes in the market interest rates related primarily to the Group's long term borrowings and investment in debt mutual funds, Group has availed benchmark linked, short term and long term debt from banks both in India and overseas. It is estimated that an increase in 25 bps change in benchmark rate would result in a loss before tax of approximately ₹ 2.42 crores whereas a decrease in 25 bps change in benchmark rate would result in a profit before tax of approximately ₹ 2.42 crores (31 March, 2025: ₹ 2.16 crores).

Given the portfolio of investments in debt mutual funds, the Group has exposure to interest rate risk with respect to returns realised. It is estimated that an increase in 25 bps change in 10 year Govt. bond yield would result in a loss before tax of approximately ₹ 3.52 crores (31 March, 2025: ₹ 3.69 crores) whereas a decrease in 25 bps change in 10 year Govt. bond yield would result in a profit before tax of approximately ₹ 3.52 crores (31 March, 2025: ₹ 3.69 crores). This estimate is based on key assumption with respect to seamless transition of rates across debt instruments in the market and also basis the duration of debt instruments in turn held by mutual funds that the Group has invested in.

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency). Foreign currency risks are managed utilising foreign exchange forward contracts within the approved policy parameters.

As at the year end the carrying amounts of the foreign currency denominated monetary assets and liabilities are as follows:

₹ in crores

	Liabilities		Assets	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
United States Dollar (USD)	778.32	827.63	63.97	94.99
United Arab Emirates Dirham (AED)	574.37	535.23	429.49	624.01
Chinese Yuan (CNY)	547.10	190.02	-	-
Qatari Riyal (QAR)	47.63	38.99	40.00	29.53
Euro (EUR)	5.22	6.95	6.61	6.63
Singapore Dollar (SGD)	1.87	1.08	3.95	1.31
Bahrain Dinar (BHD)	7.16	9.90	20.15	23.48
Saudi Riyal (SAR)	-	-	0.01	0.04
Omani Rial (OMR)	-	-	0.36	0.30
Others	11.33	5.23	4.11	4.16

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

53 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

Foreign currency sensitivity

The following tables demonstrate the sensitivity of outstanding foreign currency denominated monetary items to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of financial assets and liabilities:

₹ in crores

	Effect on Profit before tax		Effect on Equity (pre-tax)	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
USD +5%	(33.32)	(19.48)	(24.93)	(14.58)
USD -5%	33.32	19.48	24.93	14.58
AED +5%	(7.24)	4.44	(5.42)	3.32
AED -5%	7.24	(4.44)	5.42	(3.32)
CNY +5%	(26.81)	(7.92)	(20.06)	(5.92)
CNY -5%	26.81	7.92	20.06	5.92
QAR +5%	(0.38)	(0.47)	(0.29)	(0.35)
QAR -5%	0.38	0.47	0.29	0.35
EUR +5%	0.07	(0.02)	0.05	(0.01)
EUR -5%	(0.07)	0.02	(0.05)	0.01
SGD +5%	0.10	0.01	0.08	0.01
SGD -5%	(0.10)	(0.01)	(0.08)	(0.01)
BHD +5%	0.65	0.68	0.49	0.51
BHD -5%	(0.65)	(0.68)	(0.49)	(0.51)
SAR +5%	0.00	0.00	0.00	0.00
SAR -5%	(0.00)	(0.00)	(0.00)	(0.00)
OMR +5%	0.02	0.02	0.01	0.01
OMR -5%	(0.02)	(0.02)	(0.01)	(0.01)
Others +5%	(0.36)	(0.05)	(0.27)	(0.04)
Others -5%	0.36	0.05	0.27	0.04

Details of notional value of derivative contracts entered by the Group and outstanding as at Balance Sheet date

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Forward contracts - Buy (USD/INR)	47.99	342.98
Forward contracts - Buy (CNY/INR)	10.94	31.71

The fair value of the Group's derivatives position recorded under financial assets and financial liabilities are as follows:

₹ in crores

	Liabilities		Assets	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
Forex Forward Cover	0.13	4.74	0.01	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

53 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

(c) Equity price risk

The Group's listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group's Board of Directors reviews and approves all equity investment decisions.

The following table summarises the sensitivity to change in the price of equity securities held by the Group on the Group's Equity and OCI. These changes would not have an effect on profit or loss.

	₹ in crores	
	Impact on other components of equity (OCI)	
	As at 31 March, 2026	As at 31 March, 2025
NSE Nifty 50 - increase 5%	36.41	48.39
NSE Nifty 50 - decrease 5%	(36.41)	(48.39)

(ii) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk for trade receivables, contract assets, cash and cash equivalents, investments, other bank balances, loans and other financial assets. The Group only deals with parties which have good credit rating/worthiness given by external rating agencies or based on Group's internal assessment.

Credit risk on trade receivables and contract assets are managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and individual credit limits are defined in accordance with this assessment. Moreover, given the diverse nature of the Group's businesses, trade receivables and contract assets are spread over a number of customers with no significant concentration of credit risk. No single customer accounted for 10% or more of the trade receivables and contract assets in any of the years presented.

For trade receivables and contract assets, as a practical expedient, the Group computes credit loss allowance based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and contract assets and is adjusted for forward-looking estimates.

For Mutual Fund Investments, counterparty risk are in place to limit the amount of credit exposure to any one counterparty. This, therefore, results in diversification of credit risk for Group's mutual fund investments.

Credit risk from cash and cash equivalents and balances with banks is managed by the Group's treasury department in accordance with the Group's treasury policy.

The Credit risk on mutual fund investments, cash and cash equivalents, and other bank balances are limited as the counterparties are banks and fund houses with high-credit ratings assigned by credit rating agencies.

The carrying value of the financial assets represents the maximum credit exposure. The Group's maximum exposure to Credit risk is disclosed in Note 52 Financial Instruments - Categorisation and Fair Valuation. The maximum credit exposure on financial guarantees given by the Group for various financial facilities is disclosed in Note 47 (B) Commitments and Contingencies.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

53 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

(iii) Liquidity risk management:

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that the funds are available for use as per the requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities. The Group consistently generates sufficient cash flows from operations to meet its financial obligations as and when they fall due.

Maturities of financial liabilities: The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

Contractual maturities of financial liabilities (undiscounted)

As at 31 March, 2026

	₹ in crores			
	Less than 1 year	1 year to 3 years	More than 3 years	Total
Non-derivatives				
Borrowings (*)	617.52	415.80	-	1,033.32
Lease Liabilities	12.80	9.04	6.20	28.04
Trade payables	5,227.78	-	-	5,227.78
Other financial liabilities	464.57	55.15	0.36	520.08
Total non-derivative liabilities	6,322.67	479.99	6.56	6,809.22
Total derivative liabilities	0.13	-	-	0.13

As at 31 March, 2025

	₹ in crores			
	Less than 1 year	1 year to 3 years	More than 3 years	Total
Non-derivatives				
Borrowings (*)	533.30	137.51	314.05	984.86
Lease Liabilities	11.89	15.40	9.63	36.92
Trade payables	3,892.81	-	-	3,892.81
Other financial liabilities	359.98	49.49	2.30	411.77
Total non-derivative liabilities	4,797.98	202.40	325.98	5,326.36
Total derivative liabilities	4.74	-	-	4.74

The amount included in Note 47(B) for financial guarantee contracts are the maximum amounts that the Group may be liable to settle under the respective arrangements for the full guaranteed amount if that amount is claimed by the counterparty for the guarantee. Based on the expectations as at the end of reporting period, the Group considers that it is more likely than not that such amount shall not be payable under the respective arrangements. However, this estimate is subject to change depending upon the probability of the counterparty claiming under the guarantee which is a function of the likelihood that the financial receivables held by the counterparty which are guaranteed suffer credit losses.

* Maturity amount of borrowings is including the interest that will be paid on these borrowings.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

54 RESEARCH AND DEVELOPMENT EXPENDITURE

₹ in crores

	2025-26	2024-25
(A) Expenditure at Department of Scientific and Industrial Research (DSIR) approved R&D centers		
(1) Revenue expenditure		
UPBG, Pantnagar	4.24	3.13
CAC-PS, Thane	6.83	0.03
UPBG, Faridabad	7.35	6.24
	18.42	9.40
(2) Capital expenditure		
UPBG, Faridabad	0.02	1.37
	0.02	1.37
(B) Expenditure at other R&D centers		
(1) Revenue expenditure		
UPBG, Pantnagar	5.17	3.14
UPBG, Waghodia	1.15	0.87
CAC-PS, Waghodia	7.47	11.25
UPBG, Chennai	1.65	
	15.44	15.26
(2) Capital expenditure		
UPBG, Chennai	9.94	7.25
UPBG, Waghodia	-	1.34
	9.94	8.59
(C) Total R&D Expenditure (A+B)	43.82	34.62
(1) Revenue expenditure		
UPBG	19.56	13.38
CAC-PS	14.30	11.28
	33.86	24.66
(2) Capital expenditure		
UPBG	9.96	9.96
CAC-PS	-	-
	9.96	9.96
	43.82	34.62

Business Segments:

UPBG: Unitary Cooling Products

CAC-PS: Commercial AC - Product Sales

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

55. AGGREGATION OF EXPENSES DISCLOSED IN CONSUMPTION OF MATERIALS, COST OF JOBS AND SERVICES AND OTHER EXPENSES IN RESPECT OF SPECIFIC ITEMS ARE AS FOLLOWS (REFER NOTE 43):

₹ in crores

Nature of expenses	2025-26		
	Grouped under		
	Consumption of materials, cost of jobs and services	Other expenses	Total
(a) Rent	5.59	40.13	45.72
(b) Power and Fuel	*	30.29	30.29
(c) Insurance charges	-	16.81	16.81
(d) Travelling and Conveyance	8.63	68.08	76.71
(e) Printing and Stationery	0.16	10.98	11.14
(f) Legal and Professional charges	0.29	58.68	58.97
(g) Clearing charges	3.73	159.16	162.89
(h) Outside Service charges	51.81	380.04	431.85
(i) Repairs to Plant and Machinery	0.55	11.77	12.32
(j) Other miscellaneous expenses	28.55	121.22	149.77

₹ in crores

Nature of expenses	2024-25		
	Grouped under		
	Consumption of materials, cost of jobs and services	Other expenses	Total
(a) Rent	5.72	52.75	58.47
(b) Power and Fuel	0.02	25.61	25.63
(c) Insurance charges	0.41	12.09	12.50
(d) Travelling and Conveyance	0.28	76.26	76.54
(e) Printing and Stationery	0.10	10.82	10.92
(f) Legal and Professional charges	0.35	50.70	51.05
(g) Clearing charges	0.23	103.66	103.89
(h) Outside Service charges	101.67	302.21	403.88
(i) Repairs to Plant and Machinery	-	7.04	7.04
(j) Other miscellaneous expenses	20.08	144.88	164.96

*Less than ₹ 50,000/-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

56. INTEREST IN OTHER ENTITIES (Contd.)

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
(iii) Non-current assets	4.80	4.63
(iv) Non-current liabilities	6.33	4.91
Net non-current assets	(1.53)	(0.28)
Net assets	57.10	67.64
Accumulated NCI	22.84	27.05

(B) Summarised statement of profit and loss

₹ in crores

	Year ended 31 March, 2026	Year ended 31 March, 2025
(i) Revenue	59.01	67.77
(ii) Profit/(Loss) for the year	(14.70)	(17.72)
(iii) Other comprehensive income	5.92	0.99
Total comprehensive income	(8.78)	(16.73)
Profit/(Loss) allocated to NCI	(5.88)	(7.09)
Dividend paid to NCI	0.70	-

(C) Summarised cash flows

₹ in crores

	Year ended 31 March, 2026	Year ended 31 March, 2025
(i) Cash flow from operating activities	2.22	(6.11)
(ii) Cash flow from investing activities	0.08	(0.10)
(iii) Cash flow from financing activities	(1.76)	-
(iv) Effect of exchange difference on restatement of foreign currency Cash and cash equivalents	0.61	-
	1.16	(6.21)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

56. INTEREST IN OTHER ENTITIES (Contd.)

(c) Interest in associates and joint ventures:

- (i) Details of interests in associates and joint ventures of the Group are as below. The entities listed below have share capital consisting solely of equity shares, which are held directly by the Group. The country of incorporation or registration is also their principal place of business and the proportion of ownership interest is the same as the proportion of voting rights held.

₹ in crores

Name of entity	Place of business	Principal activities	% of ownership interest	Relationship	Accounting method	Carrying amount	
						As at 31 March, 2026	As at 31 March, 2025
(a) Universal Voltas L.L.C.	United Arab Emirates	Building maintenance, Onshore and off shore oil and gas fields and facilities services.	49%	Joint venture	Equity method	42.21	34.75
(b) Naba Diganta Water Management Limited	India	Providing Water supply and sewerage services	26%	Associate	Equity method	5.11	5.94
(c) Voltbek Home Appliances Private Limited	India	Engaged in the business of trading & manufacturing of Home Appliances	49%	Joint venture	Equity method	129.93	166.30
(d) Immaterial associate and joint venture (Refer Note (iv) below)					Equity method	*	*
Total equity accounted investments						177.25	206.99

(ii) Summarised financial information for material joint ventures and associates:

The information disclosed reflects the amounts presented in the financial statements of the relevant joint ventures and not the Voltas's share in those amounts.

₹ in crores

Summarised balance sheet	Universal Voltas L.L.C.		Naba Diganta Water Management Limited		Voltbek Home Appliances Private Limited	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
Current assets						
(a) Cash and cash equivalents	17.64	18.24	0.17	4.82	25.26	41.48
(b) Other assets	162.44	140.51	13.61	6.43	1,449.36	999.56

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

56. INTEREST IN OTHER ENTITIES (Contd.)

₹ in crores

Summarised balance sheet	Universal Voltas L.L.C.		Naba Diganta Water Management Limited		Voltbek Home Appliances Private Limited	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
Current liabilities						
(a) Trade payables	65.34	64.92	0.31	0.59	838.54	639.98
(b) Other liabilities	17.16	8.31	2.23	2.04	685.21	409.40
Net current assets	97.58	85.52	11.24	8.62	(49.13)	(8.34)
Non-current assets	0.77	0.58	29.53	35.33	488.72	471.40
Non-current liabilities	12.20	15.15	21.13	21.12	174.42	123.79
Net non-current assets/liabilities	(11.43)	(14.57)	8.40	14.21	314.30	347.61
Net assets/liabilities	86.15	70.95	19.64	22.83	265.17	339.27

₹ in crores

Reconciliation to the carrying amounts:	Universal Voltas L.L.C.		Naba Diganta Water Management Limited		Voltbek Home Appliances Private Limited	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
Opening net assets	70.92	96.49	22.83	35.38	339.27	372.20
Profit/(Loss) for the year	4.24	(20.00)	6.05	9.00	(273.92)	(241.89)
Other comprehensive income	2.85	2.52	(0.01)	-	(0.18)	(0.04)
Foreign exchange fluctuation	8.14	-	-	-	-	-
Issue of equity shares during the year	-	-	-	-	200.00	209.00
Dividend paid	-	(8.09)	(9.23)	(21.55)	-	-
Closing net assets	86.15	70.92	19.64	22.83	265.17	339.27
Group's share in %	49.00	49.00	26.00	26.00	49.00	49.00
Group's share in closing net assets	42.21	34.75	5.11	5.94	129.93	166.30
Goodwill/(Capital Reserve)	-	-	-	-	-	-
Carrying amount	42.21	34.75	5.11	5.94	129.93	166.30

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

56. INTEREST IN OTHER ENTITIES (Contd.)

₹ in crores

Summarised statement of profit and loss:	Universal Voltas L.L.C.		Naba Diganta Water Management Limited		Voltbek Home Appliances Private Limited	
	Year ended 31 March, 2026	Year ended 31 March, 2025	Year ended 31 March, 2026	Year ended 31 March, 2025	Year ended 31 March, 2026	Year ended 31 March, 2025
Revenue	172.44	168.97	15.87	16.46	2,509.87	2,235.53
Interest income	0.94	0.88	0.72	1.41	0.31	0.51
Depreciation and amortisation	0.33	0.34	1.54	1.53	54.22	51.63
Interest expense	-	-	-	-	36.02	28.79
Profit/(Loss) for the year	4.24	(20.00)	6.05	9.00	(273.92)	(241.89)
Other comprehensive income	2.85	2.52	(0.01)	-	(0.18)	(0.04)
Total comprehensive income	7.09	(17.48)	6.04	9.00	(274.10)	(241.93)

(iii) Commitments and Contingent liabilities in respect of associates and joint ventures:

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Group's share in Commitments	96.27	124.17
Group's share in Contingent liabilities	4.74	1.18

(iv) Individually immaterial associates and joint ventures:

In addition to the interests in joint ventures and associates disclosed above, the Group also has interest in one immaterial joint venture and one immaterial associate that are accounted using the equity method.

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Aggregate carrying amount of individually immaterial joint ventures and associates (net)	-	-
Aggregate amount of the group's share of:		
Profit / (loss) for the year	(0.01)	(0.01)
Other comprehensive income	0.01	0.01
Total comprehensive income	-	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

57. LEASES

Group as a lessee

The Group has lease contracts for its office premises and storage locations with lease term between 1 year to 20 years. The Group also has Land for lease for a maximum lease term of 99 years and Vehicle on Lease for a lease term between 1-2 years. The Group's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Group is restricted from assigning and subleasing the leased assets.

The Group also has certain leases of office premises and storage locations with lease terms of 12 months or less. The Group applies the 'short-term lease' recognition exemptions for these leases.

(a) The movement in lease liabilities during the year ended 31 March, 2026 and 31 March, 2025 is as follows:

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
Balance at the beginning	28.67	30.32
Additions	8.60	5.46
Accretion of interest	2.37	7.49
Deletions	-	(0.40)
Payment of lease liabilities	(14.08)	(14.20)
Foreign currency impact	0.52	-
Balance at the end	26.08	28.67
Non-current	14.76	18.17
Current	11.32	10.50

(b) The following are the amounts recognised in profit or loss:

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Depreciation on right-of-use assets	11.46	6.51
Interest expense on lease liabilities	2.37	7.49
Expense relating to short-term leases (Refer footnote (iii))	199.29	156.41
Total amount recognised in statement of profit and loss	213.12	170.41

(c) Details of carrying amount of right-of-use assets and movement during the period is disclosed under Note 6.

Footnotes:

- (i) The maturity analysis of lease liabilities are disclosed in Note 53 (iii) Liquidity Risk Management.
- (ii) The effective interest rate for lease liabilities is 8% to 9% p.a. (31 March, 2025: 9% p.a.), with maturity between 2024-2033, except in case of Weathermaker, a wholly owned subsidiary for which the effective interest rate is 5% p.a. (31 March, 2026 5% p.a.) with maturity between 2024-2041.
- (iii) Expense relating to short-term leases are disclosed under the head rent and clearing charges in other expenses (refer note 43).
- (iv) The Group had total cash flows for leases of ₹ 14.08 crores on 31 March, 2026 (31 March, 2025: ₹ 14.20 crores).

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

57. LEASES (Contd.)

Group as a lessor

The Group has entered into operating leases on its investment property portfolio consisting of land and office premises. These leases have lease terms between 1 year to 5 years. The Group has the option under some of its leases to lease the assets for additional periods. An amount of ₹ 38.53 crores is recognised as lease income in the statement of profit and loss account for the year ended 31 March, 2026 (31 March, 2025: ₹ 36.52 crores).

Minimum lease income for non-cancellable operating lease

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Not later than one year	11.74	11.21
(b) Later than one year but not later than five years	10.42	4.55
(c) Later than five years	-	-

58. CAPITAL MANAGEMENT

The capital structure of the Group consists of net debt and total equity of the Group. The Group manages its capital to ensure that the Group will be able to continue as going concern while maximising the return to stakeholders through an optimum mix of debt and equity within the overall capital structure. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Borrowings (refer note 25 & 31)	966.40	863.30
(b) Less: Cash and cash equivalents (refer note 17)	(755.10)	(649.79)
Net Debt	211.30	213.51
(c) Equity	6,376.21	6,513.25
Capital and Net Debt	6,587.51	6,726.76
Gearing Ratio	3.21%	3.17%

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March, 2026 and 31 March, 2025.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

59. REVENUE FROM CONTRACTS WITH CUSTOMERS

A) Disaggregated revenue information

Disaggregation of the Company's revenue from contracts with customers are as follows:

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Segment - A (Unitary Cooling Products)		
(a) Sale of products	8,682.47	9,888.64
(b) Sale of services	818.16	725.28
	9,500.63	10,613.92
Segment - B (Electro - Mechanical Projects and Services)		
(a) Sale of products	32.07	19.85
(b) Construction contract revenue	3,867.65	4,016.92
(c) Sale of services	152.80	120.02
	4,052.52	4,156.79
Segment - C (Engineering Products and Services)		
(a) Sale of products	385.15	366.57
(b) Sale of services	214.29	202.67
	599.44	569.24
Less: Inter segment revenue	29.60	19.50
Total amount recognised in statement of profit and loss	14,122.99	15,320.45

B) Set out below is the amount of revenue recognised from:

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Amounts included in contract liabilities at the beginning of the year	386.82	373.51
(b) Performance obligations satisfied in previous years	-	-

C) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Revenue as per contracted price	14,879.50	15,878.99
Adjustments:		
Reduction towards variable consideration components*	(756.51)	(558.54)
Revenue from contract with customers	14,122.99	15,320.45

* Reduction towards variable consideration components include discounts, service level credits, etc.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

59. REVENUE FROM CONTRACTS WITH CUSTOMERS (Contd.)

D) Timing of Revenue Recognition

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Revenue recognised at a point of time	9,439.32	10,498.64
(b) Revenue recognised over the time	4,683.67	4,821.81
Revenue from contract with customers	14,122.99	15,320.45

E) Performance obligation

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 March, 2026 is of ₹ 5,747.06 crores (31 March, 2025: ₹ 6,189.96 crores) is expected to be recognised as revenue as follows:

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Within one year	3,824.32	4,798.01
(b) Within one to three years	1,922.74	1,391.95
Total Performance obligation	5,747.06	6,189.96

60. OTHER STATUTORY INFORMATION

- The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- The Group does not have any transactions with companies struck off from the records of the Registrar of Companies (ROC).
- The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- The Group has not traded or invested in crypto currency or virtual currency during the financial year.
- Following are the details of the funds advanced by the Group to Intermediaries for further advancing to the Ultimate beneficiaries:

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

64. RATIO ANALYSIS

Sr. No	Ratio	Numerator	Denominator	As at 31 March, 2026	As at 31 March, 2025	% change	Reason for variance of more than 25%
1	Current ratio	Current Assets	Current Liabilities	1.37	1.48	(7.43%)	
2	Debt- Equity Ratio	Total Debt	Total equity	0.15	0.13	15.38%	
3	Debt Service Coverage ratio	Earnings for debt service = Net Profit before tax + Non-cash operating expenses - depreciation and amortisation + Finance Cost + other adjustments like Loss on sale of property, plant and equipment and Bad and doubtful debts/advances.	Debt service = Interest payable & Lease Payments + Principal Repayments of long term borrowings	5.80	12.13	(52.18%)	Decrease is due to decline in profitability during the year.
4	Return on Equity ratio	Net Profit after taxes	Average total equity	0.06	0.13	(53.85%)	Decrease is due to decline in profitability during the year.
5	Inventory Turnover ratio	Cost of goods sold excluding cost of jobs and services of Segment - B (Electro - Mechanical Projects and Services)	Average Inventory	2.60	3.61	(27.98%)	Decrease is due to increase in inventory
6	Trade Receivable Turnover Ratio	Revenue from Operations	Average Trade Receivables (including contract assets)	3.27	4.35	(24.83%)	
7	Trade Payable Turnover Ratio	Cost of goods sold and other expenses	Average Trade Payables	2.78	3.47	(19.88%)	
8	Net Capital Turnover Ratio	Revenue from Operations	Average Working capital	5.04	6.37	(20.88%)	
9	Net Profit ratio	Net Profit	Revenue from operations	0.03	0.05	(40.00%)	Decrease is due to decline in profitability during the year.
10	Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net worth + Total long term borrowings + Deferred Tax Liability	0.10	0.18	(44.44%)	Decrease is due to decline in profitability during the year.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

64. RATIO ANALYSIS (Contd.)

Sr. No	Ratio	Numerator	Denominator	As at 31 March, 2026	As at 31 March, 2025	% change	Reason for variance of more than 25%
11	Return on Investment						
a)	Mutual Funds Investments	Gain on sale/fair valuation of Mutual Fund	Monthly average investment in Mutual Funds	0.06	0.08	(25.00%)	
b)	Fixed Income Investments	Interest Income	Monthly average investment in Fixed Income investments	0.08	0.08	-	
c)	Quoted Equity Instruments Investments	Fair valuation of quoted investment + Dividend Income	Monthly average investment in Quoted Equity Instruments	(0.25)	0.04	(725.00%)	Decrease is on account of fluctuation in market prices.

65. EVENTS OCCURRING AFTER BALANCE SHEET DATE:

- The Board of Directors of the Holding Company have proposed dividend of ₹ 4.00/- per share after the balance sheet date which is subject to approval by the shareholders of the Holding Company at the annual general meeting.
- The Board of Directors of Holding Company have approved an amount of ₹ 20.00 crores to be transferred to General Reserve from Retained Earnings after the balance sheet date.
- The Board of Directors of Naba Diganta Water Management Limited (NDWML), an associate of the Company, have proposed a dividend of ₹ 0.60/- per share after the balance sheet date which is subject to approval by the shareholders of NDWML at the annual general meeting.
- The Board of Directors of Universal MEP Projects & Engineering Services Limited (UMPESL), a wholly owned subsidiary, have proposed a dividend of ₹ 0.60/- per share after the balance sheet date which is subject to approval by the shareholders of UMPESL at the annual general meeting.

As per our report of even date

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration No. 324982E/E300003

per **Vikram Mehta**
Partner
Membership Number: 105938

Place: Mumbai
Date: 14 May, 2026

For and on behalf of the Board of Voltas Limited
CIN: L29308MH1954PLC009371

Noel Tata
Chairman
DIN: 00024713

K. V. Sridhar
Chief Financial Officer

Place: Mumbai
Date: 14 May, 2026

Mukundan Menon C P
Managing Director
DIN: 09177076

Ratnesh Rukhariyar
Company Secretary
Membership Number: FCS 5833

- 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 Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **"Annexure 1"** 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, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (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 except for the matters stated in the paragraph 2 (i) (vi) below on reporting under Rule 11(g);
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of 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 Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 2 (b) above on reporting under Section 143(3)(b) and paragraph (i) (vi) below on reporting under Rule 11(g);
 - (g) With respect to the adequacy of the internal financial controls with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in **"Annexure 2"** to this report;

- (h) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 47(c) to the standalone Ind AS financial statements;
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
 - iii. There has been no delay in transferring amounts, 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, other than as disclosed in the Note 57(v) to the standalone Ind AS financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or

provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 57(vi) to the standalone Ind AS financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement;
 - v. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.
- As stated in Note 62 to the standalone Ind AS financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- vi. Based on our examination which included test checks, the Company has used accounting softwares for maintaining its books of account

which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that for payroll software audit trail feature is not enabled for changes at database level, as described in Note 58 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, in respect of accounting

For **SRBC & COLLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Per **Vikram Mehta**
Partner
Membership Number: 105938
UDIN: 26105938BCFBZF8058
Place of Signature: Mumbai
Date: May 14, 2026

softwares where the audit trail has been enabled. Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention, to the extent it was enabled and recorded in those respective years, except for changes made at the database level for the accounting software for the period November 12, 2024 to March 31, 2025 as stated in Note 58 to the financial statements.

ANNEXURE ‘1’ REFERRED TO IN PARAGRAPH UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE

Re: Voltas Limited (“the Company”)

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)

The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

B)

The Company has maintained proper records showing full particulars of intangibles assets.

(b)

All Property, Plant and Equipment were not physically verified by the management but there is a planned programme of verifying them once in three years which is reasonable having regards to the size of the Company and nature of its assets.

(c)

The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in Note 4 to the financial statements are held in the name of the Company except for the following:

Description of Property	Gross Carrying value (in INR crores)	Held in the name of	Whether promoter, director or their relative or employee	Period held (since)	Reason for not being held in name of Company also indicate if in dispute and period for which it has been held
16 Flats in Tata Colony, Lallubhai Park, Andheri (W), Mumbai 400063	0.06	Tata Services Limited	Group Company	August 1965	These flats are constructed on land owned by Tata Services Limited in line with arrangement amongst Tata services Limited and Tata Group of companies (incl. Voltas Limited) Pending certain procedural aspects, title to the undivided share of land relating to the flats owned by Voltas Limited has not yet been transferred in the name of Voltas Limited.
Voltas House, 23 J N Heredia Marg, Ballard Estate, Mumbai 400001	0.23	Bombay Port Trust	Others	June 2017	The said building was taken on lease by the Company that expired in June, 2017. The Company has submitted an application for renewal (in accordance with contractual right) of lease on December 15, 2016.

- (d)

The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2026.

(e)

There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii)

(a)

Physical verification of inventory has been conducted at reasonable intervals during the year by management except for inventories lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate. Inventories lying with third parties have been confirmed by such third parties as at March 31, 2026. There were no discrepancies of 10% or more noticed, in the aggregate for each class of inventory.

(b)

The Company has not been sanctioned working capital limits in excess of INR 5 crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.

- (iii) (a) During the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii) (a) of the Order is not applicable to the Company.
- (b) During the year, the Company has not provided guarantees, security and granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Further, during the year the investments made are not prejudicial to the Company's interest.
- (c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c), (d), (e) and (f) of the Order is not applicable to the Company.
- (iv) There are no loans and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable. Further, investments made and guarantees provided in respect of which provision of sections 185 and 186 of the Companies Act, 2013 are applicable have been complied by the Company.
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of engineering machinery, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, custom duty, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of Statute	Nature of Dues	Forum where case is pending	Period to which the Amount Relates	Amount Unpaid (INR in Crores)
The Central Excise Act, 1944	Excise Duty	High Court	2011-12	0.67
		Customs, Excise and Service Tax Appellate Tribunal (CESTAT)	2010-11 to 2014-15	12.78
		Commissionerate	1981-82, 1983-84, 1985-86 to 1993-94, 1999-00 to 2001-02, 2004-05, 2009-10	4.48
Finance Act, 1994	Service Tax	Customs, Excise and Service Tax Appellate Tribunal (CESTAT)	2010-11 to 2012-13, 2016-17 to 2017-18	1.35
		Commissionerate	2003-04 to 2009-10, 2012-13, 2018-19	5.10

Name of Statute	Nature of Dues	Forum where case is pending	Period to which the Amount Relates	Amount Unpaid (INR in Crores)
Custom Act, 1962	Custom Tax	Commissionerate	2019-20	0.99
Sales Tax Act	(1) Value Added Tax (2) Central Sales Tax (3) Entry Tax (including penalty and interest)	Supreme Court	1993-94	0.40
		High Court	1996-97 to 1998-99, 2003-04	4.93
		Appellate Tribunal	1986-87, 1999-00 to 2000-01, 2004-05 to 2015-16, 2017-18	22.67
		Commissioner of Appeals	1989-90 to 1990-91, 1994-95 to 2001-02, 2009-10 to 2017-18	18.83
		Commissionerate	1991-92, 1996-97, 1999-00, 2010-11, 2015-16	3.29
Goods and Service Tax Act, 2017	Goods and Service Tax	High Court	2018-19	16.15
		Appellate Tribunal	2018-19	2.06
		Commissioner of Appeals	2017-18 to 2025-26	69.23

- (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) 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, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associate or joint ventures.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money during the year by way of initial public offer/further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares/fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

- (xi) (a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.
- (xii) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a)(b)(c) of the Order are not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Notes to the financial statements, as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (d) According to the information and explanation given to us by the management, the Group has five CICs which are registered with the Reserve Bank of India and one CIC which is not required to be registered with the Reserve Bank of India.
- (xvii) The Company has not incurred cash losses in the current and immediately preceding financial year.

- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on clause 3(xviii) of the Order is not applicable to the Company.
- (xix) On the basis of the financial ratios disclosed in Note 61 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In respect of 'other than ongoing projects', there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in Note 46 to the financial statements.
- (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in Note 46 to the financial statements.

For **SRBC & COLL P**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

Per **Vikram Mehta**

Partner

Membership Number: 105938

UDIN: 26105938BCFBZF8058

Place: Mumbai

Date: May 14, 2026

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF VOLTAS LIMITED

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

We have audited the internal financial controls with reference to standalone Ind AS financial statements of Voltas Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, 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 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 with reference to these standalone Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone Ind AS financial statements 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 with reference to these standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone Ind AS financial statements included obtaining an understanding of internal financial controls with reference to these standalone Ind AS financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these standalone Ind AS financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THESE STANDALONE IND AS FINANCIAL STATEMENTS

A Company's internal financial controls with reference to standalone Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to standalone Ind AS financial statements 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 WITH REFERENCE TO STANDALONE IND AS FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to standalone Ind AS financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone Ind AS financial statements to future periods are subject to the risk that the internal financial control with reference to standalone Ind AS financial statements 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, the Company has, in all material respects, adequate internal financial controls with reference to standalone Ind AS financial statements and such internal financial controls with reference to standalone Ind AS financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Per **Vikram Mehta**
Partner
Membership Number: 105938
UDIN: 26105938BCFBZF8058
Place of Signature: Mumbai
Date: May 14, 2026

STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH, 2026

A. EQUITY SHARE CAPITAL

	No. of Shares	₹ in crores
Balance as at 01 April, 2025	33,08,84,740	33.08
Changes in equity share capital	-	*
Balance as at 31 March, 2026	33,08,84,740	33.08
Balance as at 01 April, 2024	33,08,84,740	33.08
Changes in equity share capital	-	*
Balance as at 31 March, 2025	33,08,84,740	33.08

* value below ₹ 50,000/-

B. OTHER EQUITY

	Reserves and Surplus (Refer Note 22)					Items of Other Comprehensive Income (Refer note 22)	Total other equity
	Capital Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Retained Earnings	Equity instruments fair value through other comprehensive income	
Balance as at 01 April, 2025	12.25	1.26	6.28	1,486.84	5,548.27	1,044.23	8,099.13
Net profit for the year	-	-	-	-	340.98	-	340.98
Other comprehensive income for the year (net of tax)	-	-	-	-	4.36	(281.69)	(277.33)
Total comprehensive income for the year (net of tax)	-	-	-	-	345.34	(281.69)	63.65
Dividend	-	-	-	-	(231.62)	-	(231.62)
Transfer to General Reserve	-	-	-	20.00	(20.00)	-	-
Balance as at 31 March, 2026	12.25	1.26	6.28	1,506.84	5,641.99	762.54	7,931.17



STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH, 2026

	Reserves and Surplus (Refer Note 22)					Items of Other Comprehensive Income (Refer note 22)	Total other equity
	Capital Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Retained Earnings	Equity instruments fair value through other comprehensive income	
Balance as at 01 April, 2024	12.25	1.26	6.28	1,466.84	4,968.34	1,010.35	7,465.32
Net profit for the year	-	-	-	-	776.76	-	776.76
Other comprehensive income for the year (net of tax)	-	-	-	-	5.16	33.88	39.04
Total comprehensive income for the year (net of tax)	-	-	-	-	781.92	33.88	815.80
Dividend	-	-	-	-	(181.99)	-	(181.99)
Transfer to General Reserve	-	-	-	20.00	(20.00)	-	-
Balance as at 31 March, 2025	12.25	1.26	6.28	1,486.84	5,548.27	1,044.23	8,099.13

Summary of material accounting policies

2

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

As per our report of even date

For and on behalf of the Board of Voltas Limited
CIN: L29308MH1954PLC009371

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration No. 324982E/E300003

Noel Tata
Chairman
DIN: 00024713

Mukundan Menon C P
Managing Director
DIN: 09177076

per **Vikram Mehta**
Partner
Membership Number: 105938

K. V. Sridhar
Chief Financial Officer

Ratnesh Rukhariyar
Company Secretary
Membership Number: FCS 5833

Place: Mumbai
Date: 14 May, 2026

Place: Mumbai
Date: 14 May, 2026

STANDALONE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH, 2026

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	429.04	1,035.75
Adjustments for:		
Depreciation and amortisation expenses	78.56	56.17
(Reversal of)/Allowance for doubtful debts and advances	(12.00)	46.39
Unrealised foreign exchange (gain)/loss (net)	55.84	(10.07)
Interest income on financial instruments	(74.66)	(73.92)
Interest income on income- tax refunds	(1.56)	-
Dividend income	(78.92)	(79.88)
Gain on sale/fair valuation of financial assets measured at FVTPL	(84.61)	(151.34)
Finance costs	64.97	34.67
Unclaimed credit balances written back	(17.64)	(5.14)
Corporate guarantee income	-	(19.00)
Gain on sale of property, plant and equipment/investment properties (net)	(0.64)	(15.77)
Rental income	(38.53)	(36.52)
	(109.19)	(254.41)
Operating profit before working capital changes	319.85	781.34
Changes in Working Capital:		
Adjustments for (increase)/decrease in operating assets:		
Inventories	(741.60)	(557.85)
Trade receivables	(537.49)	(6.42)
Contract assets	(143.67)	(46.09)
Other financial assets	(44.88)	(6.67)
Other non-financial assets	(128.00)	(73.77)
Adjustments for increase/(decrease) in operating liabilities:		
Trade payables	1,209.50	(56.33)
Contract liabilities	(2.18)	5.58
Other financial liabilities	101.78	104.02
Other non-financial liabilities	(113.81)	88.39
Provisions	45.49	27.51
	(354.86)	(521.63)
Net cashflows (used in)/generated from operating activities	(35.01)	259.71
Income tax paid (net of refunds)	(94.97)	(237.08)
NET CASH FLOW (USED IN)/ FROM OPERATING ACTIVITIES (A)	(129.98)	22.63
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment and intangible assets (including capital advances and capital work-in-progress)	(128.09)	(205.63)
Proceeds from disposal of property, plant and equipment	3.72	16.78
Proceeds from maturity of fixed deposits	521.16	394.50
Investment in fixed deposits	(306.18)	(449.99)
Purchase of investments	(1,535.56)	(1,980.47)
Proceeds from sale of investments	1,858.98	2,321.15
Investment in inter corporate deposits	(72.00)	(94.95)
Investment in equity shares of joint venture	(98.00)	(102.41)
Investment in equity shares of subsidiary	(220.16)	(177.47)
Proceeds from sale of equity shares of subsidiaries	-	111.84
Interest received	65.27	60.65

STANDALONE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH, 2026

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Corporate guarantee income received	19.00	8.20
Dividend received:		
– Subsidiaries, associates and joint ventures	76.20	72.70
– Others	2.72	7.19
Rent received	31.75	35.63
Rental Deposits (repaid)/received	(3.51)	(0.23)
NET CASH FLOW FROM INVESTING ACTIVITIES (B)	215.30	17.49
C. CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of borrowings	(1,776.61)	(339.22)
Proceeds from borrowings	1,998.11	499.77
Interest paid	(66.11)	(26.36)
Payment of principal portion of lease liabilities	(11.37)	(6.62)
Payment of interest portion of lease liabilities	(2.10)	(7.22)
Dividend paid	(231.44)	(181.94)
NET CASH FLOW USED IN FINANCING ACTIVITIES (C)	(89.52)	(61.59)
NET DECREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(4.20)	(21.47)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	472.11	493.06
Effect of exchange difference on restatement of foreign currency cash and cash equivalents	9.34	0.52
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR (Refer Note 16)	477.25	472.11
Non-Cash Investing and Financing transaction		
Net gain arising on fair value of financial assets measured at FVTPL	57.02	20.77
Addition to Right-of-use assets	7.76	4.99

Summary of material accounting policies

2

Notes:

- The statement of cash flows is prepared using the "indirect method" set out in Ind AS 7 – Statement of Cash Flows.
- Refer note 16(ii) for changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes as per Ind AS 7 - Statement of Cash flows.

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

As per our report of even date

For and on behalf of the Board of Voltas Limited
CIN: L29308MH1954PLC009371

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration No. 324982E/E300003

Noel Tata
Chairman
DIN: 00024713

Mukundan Menon C P
Managing Director
DIN: 09177076

per **Vikram Mehta**
Partner
Membership Number: 105938

K. V. Sridhar
Chief Financial Officer

Ratnesh Rukhariyar
Company Secretary
Membership Number: FCS 5833

Place: Mumbai
Date: 14 May, 2026

Place: Mumbai
Date: 14 May, 2026

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026

1. CORPORATE INFORMATION

Voltas Limited (the “Company”) (CIN: L29308MH1954PLC009371) is a public limited company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognised stock exchanges in India, viz., National Stock of India Limited (“NSE”) and BSE Limited (“BSE”). The registered office of the Company is located at Voltas House ‘A’, Dr. Babasaheb Ambedkar Road, Chinchpokli, Mumbai 400033.

The Company belongs to the Tata Group of companies and was established in the year 1954. The Company is engaged in the business of air conditioning, refrigeration, air cooler, electro-mechanical projects, rural electrification, solar and water projects both in domestic and international geographies (Middle East) and engineering product services for mining & construction equipment and textile industry.

The financial statements for the year ended 31 March 2026 were approved by the Board of Directors on 14 May 2026.

2. MATERIAL ACCOUNTING POLICIES

A. Basis of Preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (as amended from time to time), (Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial instruments measured at fair value as explained in accounting policy of fair value measurement (Note 2(D)) and financial instruments (Note 2 (O)) below and defined benefit and other long-term benefits.

The accounting policies adopted for preparation and presentation of financial statement have been consistent with the previous year. The financial statements are

presented in ₹ and all values are rounded to the nearest crores, except when otherwise indicated.

B. Revenue

Revenue from contracts with customers:

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services i.e. transaction price. The Company has generally concluded that it is the principal in its revenue arrangements, as it typically controls the goods or services before transferring them to the customer.

Sale of goods

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, which generally coincides with transfer of goods to the transporters. The normal credit term is 7 to 60 days. In determining the transaction price for the sale of goods, the Company considers the effects of variable consideration such as discounts to customers.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated (e.g., preventive maintenance). The Company provides preventive maintenance services on its certain products at the time of sale. These maintenance services are sold together with the sale of product. Contracts for such sales of product and preventive maintenance services comprise two performance obligations because the promises to transfer the product and to provide the preventive maintenance services are capable of being distinct. Accordingly, a portion of the transaction price is allocated to the preventive maintenance services and recognised as a contract liability. Revenue is recognised over the period in which the preventive maintenance services are provided based on the time elapsed.

Warranty obligation

The Company typically provides warranties for general repairs of defects that existed at the time of sale. These

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

assurance-type warranties are accounted for under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets. Refer to the accounting policy on warranty provisions in section N ‘Provisions and Contingent Liabilities’.

Revenue from Services

Revenue from services is recognised at the point in time when the services are rendered. Revenue from maintenance contracts is recognised over the period of contract on time elapsed.

In case of retrofit maintenance contracts, revenue is recognised over the period of time based on input method where the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of performance obligation.

Revenue from Construction Contracts

Performance obligation in case of long-term construction contracts is satisfied over a period of time, since the Company creates an asset that the customer controls as the asset is created and the Company has an enforceable right to payment for performance completed to date if it meets the agreed specifications. Revenue from long-term construction contracts, where the outcome can be estimated reliably and 20% of the project cost is incurred, is recognised under the percentage of completion method by reference to the stage of completion of the contract activity.

The stage of completion is measured by input method i.e. the proportion that costs incurred to date bear to the estimated total costs of a contract. The total costs of contracts are estimated based on technical and other estimates. In the event that a loss is anticipated on a particular contract, provision is made for the estimated loss. If the consideration in the contracts includes price variation clause, the Company estimates the amount of consideration to which it will be entitled in exchange for work performed as per contractual terms and consider the same as part of contract price. Contract modifications are accounted for when addition, deletion or changes are approved by the customer either to the contract scope or contract price.

Contract revenue earned in excess of billing is reflected under “contract asset”, billing in excess of contract revenue and amount received in advance before the related work is performed are reflected under “contract liabilities”. Retention money receivable from project customers does not contain any significant financing element and are retained for satisfactory performance of contract.

In case of long-term construction contracts payment is generally due upon completion of milestone as per terms of contract. In certain contracts, short-term advances are received before the performance obligation is satisfied.

Dividend and Interest Income

Dividend income is recognised when the right to receive payment is established. Interest income is recognised using the effective interest rate (‘EIR’) method.

C. Contract Balances

Contract Assets

A contract asset is initially recognized for revenue earned from project business because the receipt of consideration is conditional on successful completion of the work. Upon completion of the work and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables once the amounts are billed to the customer as per the terms of the contract and no other performance obligation is pending for receipt of consideration billed i.e. the Company has unconditional rights to consideration. Contract assets are subject to impairment assessment. Refer to accounting policies on impairment of financial assets in section O ‘Financial Instruments’.

Trade Receivables

A receivable represents the Company’s right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section O ‘Financial Instruments’ – initial recognition, subsequent measurement, derecognition and impairment of financial assets.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

D. Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(i) In the principal market for the asset or liability, or

(ii) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based

on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

E. Employee Benefits

(a) Post-employment Benefits Cost and Termination Benefits

(i) Defined Contribution Plans

Payments to defined contribution plans are recognised as an expense when employees have rendered service entitling them to the contributions. The Company operates the following defined contribution plans:

Superannuation Fund: Contribution to superannuation fund, a defined contribution scheme, is made at pre-determined rates to the superannuation fund trust and is charged to the statement of profit and loss, when an employee renders the related service. There are no other obligations other than the contribution payable to the superannuation fund trust.

(ii) Defined Benefit Plans

The Company's liabilities towards gratuity, pension and post-retirement medical benefit

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

schemes are determined using the projected unit credit method, with actuarial valuation being carried out at the end of each reporting period.

Provident and Pension Fund: The eligible employees of the Company are entitled to receive benefits under provident fund schemes which are in substance, defined benefit plans, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' salary). The contributions are paid to the provident funds and pension fund set up as irrevocable trusts by the Company. The Company is generally liable for annual contributions and any shortfall in the fund assets based on the government specified minimum rates of return is recognised as an expense in the year incurred.

Gratuity: The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund set up as irrevocable trusts by the Company. The Company also provides similar gratuity benefits to overseas employees, the gratuity benefits for overseas employees are unfunded.

Post-retirement medical benefit: The Company also provides certain additional post employment healthcare benefits to certain category of employees. These healthcare benefits are unfunded.

Re-measurement, comprising actuarial gains and losses and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in other comprehensive income in the period in which they occur.

Re-measurement recognised in other comprehensive income is reflected immediately to Retained Earnings and will not

be reclassified to the statement of profit and loss.

Past service costs are recognised in the statement of profit and loss on the earlier of:

The date of the plan amendment or curtailment, and

The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);

Net interest expense or income; and

Remeasurement

The Company presents the first two components of defined benefit costs in the statement of profit and loss in the line item "Employee Benefits Expenses". Curtailment gains and losses are accounted for as past service costs.

The defined benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans.

(b) Short term and other long term employee benefits

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company recognizes expected cost of short-term employee benefit as an expense, when an employee renders the related service.

426

Annual Report 2025-26

Voltas Limited

427

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Remeasurement gains/losses are immediately taken to the statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

The Company also provides long-term employee benefits in the form of Long-Term Incentive Scheme ('the Scheme'). The Scheme provides benefits in the form of Incentive to be paid in cash to certain category of employees upon achievement of certain performance criteria, whereby employee renders services as consideration for the incentive amount while continue to remain in employment with the Company during the tenor of the Scheme. The liability towards Long-Term Incentive Scheme is determined using the Project Unit Cost Method, with actuarial valuation being carried out at the end of the reporting period. The cost of the Scheme is recognised as expense in the statement of profit and loss over the tenor of the Scheme during which required performance criteria needs to be fulfilled.

F. Property, Plant and Equipment

Property, plant and equipment (except land and CWIP) are stated at cost less accumulated depreciation and accumulated impairment losses, if any. The cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable taxes and any directly attributable cost of bringing an asset to working condition and location for its intended use. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria

are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Projects under which the property, plant and equipment is not yet ready for their intended use are carried as capital work in progress at cost determined as aforesaid, net of accumulated impairment loss, if any.

Depreciable amount for assets is the cost of an asset, less its estimated residual value. Depreciation is recognised so as to write off the depreciable amount of assets (other than freehold land and assets under construction) over the useful lives using the straight-line method. The estimated useful lives are as follows:

Assets	Useful life
Factory Building	30 years
Residential Building	60 years
Office Equipment	3-6 years
Furniture and fixtures	10 years
Vehicles	8 years

The useful life as estimated above is aligned to the prescribed useful life specified under Schedule II of the Companies Act, 2013 except in respect of following category of assets located in India, the Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of plant and equipment over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Assets	Useful life
Plant and Equipment	8-25 years

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

G. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale (qualifying assets) are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

H. Investment Property

Investment property comprises property (land or a building or part of a building or both) that is held, or to be held, to earn rentals or for capital appreciation or both.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment properties are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

The estimated useful lives of investment properties are as follows:

Assets	Useful life
Building	60 years

The useful life as estimated above is aligned to the prescribed useful life specified under Schedule II of the Companies Act, 2013.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss in the period in which the property is derecognised.

Though the Company measures investment property using cost-based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer applying a valuation model recommended by the International Valuation Standards Committee.

Transfers are made to (or from) investment properties only when there is a change in use. Transfers between investment property and property, plant and equipment do not change the carrying amount of the property transferred and they do not change the cost of that property for measurement or disclosure purposes.

I. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment loss, if any.

Intangible assets are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Estimated useful life of intangible assets are as follows:

Assets	Useful life
Manufacturing Rights and Technical Know-how	6 years
Software	5 years

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

J. Foreign Currencies

The Company's financial statements are presented in ₹, which is also the Company's functional currency.

Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss. Non-monetary items denominated in a foreign currency are measured at historical cost and translated at exchange rate prevalent at the date of transaction.

K. Leases

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

Company as a Lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(a) Right-of-Use Assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The

cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Assets	Useful life
Leasehold land	99 years
Leasehold building	1-9 years
Vehicles	1-2 years

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section Q 'Impairment of Non-Financial Assets'.

(b) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(c) Short-term lease assets

The Company applies the short-term lease recognition exemption to its short-term leases of office premises and storage locations (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option).

Lease payments on short-term lease assets are recognised as expense on a straight-line basis over the lease term.

Company as a Lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income arising is accounted on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

L. Inventories

Inventories are valued at the lower of cost and net realisable value. Cost includes all charges for bringing the goods to their present location and condition. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted average basis.
- Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

M. Taxes on Income

Current Income Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with Income Tax Act, 1961. The tax rates and tax laws used to compute the tax are those that are enacted or substantively enacted at the reporting date. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred Tax

Deferred Tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences;

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences;
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and

tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity which intends either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

N. Provisions and Contingent Liabilities

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

Warranties

The estimated liability for product warranties is recorded when products are sold / project is completed. These estimates are established using historical information on the nature, frequency and average cost of warranty claims, management estimates for possible future incidence based on corrective actions on product failures. The timing of outflows will vary as and when warranty claims arise being typically up to five years.

Contingent Liabilities

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

Environment Liabilities

E-Waste (Management) Rules 2022, as amended, requires the Company to complete the Extended Producer Responsibility targets (EPR) measured based on sales made in the preceding 10th year. Accordingly, the obligation event for E-Waste obligation arises only if Company participate in the markets in such years and based on Company participation in market in such year, liability for E-Waste obligation is recognised.

O. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

- Initial Recognition and Measurement**

Financial assets are classified, at initial recognition, and subsequently measured at amortised cost, fair

value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section B 'Revenue'.

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through other comprehensive income are held within a business model with the objective of both holding to collect contractual cash flows and selling the financial assets.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

- **Subsequent Measurement**

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through other comprehensive income with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss (FVTPL)

- **Financial Assets at Amortised Cost (Debt Instruments)**

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise to specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method and are subject to impairment as per the accounting policy applicable to 'Impairment of financial assets'. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the profit or loss. The losses arising from impairment are recognised in the statement of profit and loss. The Company's financial assets at amortised cost includes trade receivables, loans and other financial assets.

- **Financial Assets at Fair Value Through Other Comprehensive Income (FVTOCI) (Debt Instruments)**

A 'financial asset' is classified as FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through other comprehensive income, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the statement of profit and loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. Upon derecognition, the cumulative fair value changes recognised in other comprehensive income is reclassified from the equity to profit or loss.

- **Financial Assets at Fair Value Through Other Comprehensive Income (FVTOCI) (Equity Instruments)**

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through other comprehensive income when they meet the definition of equity under Ind AS 32 'Financial Instruments: Presentation' for the issuer and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity investment which are held for trading are classified as at FVTPL.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Equity instruments designated at fair value through other comprehensive income are not subject to impairment assessment.

The Company elected to classify irrevocably its listed and non-listed equity investments under this category.

- **Financial Assets at Fair Value Through Profit Or Loss (FVTPL)**

Financial assets in this category are those that are held for trading and have been either designated by management upon initial recognition or are mandatorily required to be measured at fair value under Ind AS 109, 'Financial Instruments' i.e. they do not meet the criteria for classification as measured at amortised cost or FVTOCI. Management only designates an instrument at FVTPL upon initial recognition, if the designation eliminates, or significantly reduces, the inconsistent treatment that would otherwise arise from measuring the assets or liabilities or recognising gains or losses on them on a different basis. Such designation is determined on an instrument-by-instrument basis. For the Company, this category includes derivative instruments, certain investments in bonds and investment in mutual funds.

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

- **Investments in Subsidiaries, Joint Ventures and Associates**

A subsidiary is an entity that is controlled by another entity.

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

Investment in subsidiaries, joint ventures and associates are carried at cost less impairment in the financial statements.

- **Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards 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.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

- **Impairment of Financial Assets**

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate.

For all financial assets other than trade receivables, expected credit losses are measured at an amount equal to the 12-month expected credit loss (ECL) unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Financial Liabilities

- **Initial recognition, measurement and presentation**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade payables, loans and borrowings including bank overdrafts, other financial liabilities, financial guarantee contracts and derivative financial instruments.

- **Subsequent Measurement**

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

- **Financial Liabilities at Fair Value Through Profit or Loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities are designated upon initial recognition as at fair value through profit or loss only if the criteria in Ind AS 109 'Financial Instruments' are satisfied. For liabilities designated as FVTPL, fair value gains / losses attributable to changes in own credit risk are recognized in other comprehensive income. These gains / losses are not subsequently transferred to P&L. However, the Company may

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.

- **Financial Liabilities at Amortised Cost**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

- **Financial Guarantee Contracts**

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 'Financial Instruments' and the amount recognised less cumulative amount of income recognised in accordance with the principles of Ind AS 115 'Revenue from Contracts with Customers'.

- **Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified,

such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts 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 a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

P. Derivative Financial Instruments:

The Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

Q. Impairment of Non-Financial Assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Company operates, or for the market in which the asset is used.

Impairment losses including impairment on inventories are recognised in the statement of profit and loss. For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

For contract assets, the Company has applied the simplified approach for recognition of impairment

allowance as provided in Ind AS 109 'Financial Instruments' which requires the expected lifetime losses from initial recognition of the contract assets. Refer to accounting policies on impairment of financial assets in section O 'Financial Instruments'.

R. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value.

S. Earnings Per Share (EPS)

Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

T. Segment Reporting

Segments are identified based on the manner in which the Chief Operating Decision-Maker (CODM) decides about the resource allocation and reviews performance.

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

Segment information has been presented in the Consolidated Financial Statements as permitted by Ind AS 108 'Operating Segments'.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

U. Dividend

The Company recognises a liability to pay dividend to equity shareholders when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

V. Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments.

W. Events after the Reporting Period

If the Company receives information after the reporting period, but prior to the date of approval for issue, about conditions that existed at the end of the reporting period, it will assess whether the information affects the amounts that it recognises in its separate financial statements. The Company will adjust the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in light of the new information. For non-adjusting events after the reporting period, the Company will not change the amounts recognised in its separate financial statements but will disclose the nature of the non-adjusting event and an estimate of its financial effect, or a statement that such an estimate cannot be made, if applicable.

X. Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. A portion of the Company's activities (primarily long-term project activities) have an operating cycle that exceeds one year. Accordingly, assets and liabilities related to these long-term contracts, which will not be realised/paid within one year, have been classified as current. For all other activities, the operating cycle is twelve months.

Y. Current versus Non-Current Classification

The Company segregates assets and liabilities into current and non-current categories for presentation in the balance sheet after considering its normal operating cycle and other criteria set out in Ind AS 1 'Presentation of Financial Statements'. For this purpose, current assets and liabilities include the current portion of non-current assets and liabilities respectively. Deferred tax assets and liabilities are always classified as non-current.

2A. RECENT ACCOUNTING PRONOUNCEMENTS ISSUED BUT NOT YET EFFECTIVE

The new and amended standards that are notified by the Ministry of Corporate Affairs (MCA), but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company will adopt these amendments to the standards, when they become effective.

Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants:

In accordance with changes to Ind AS 1 as notified by the MCA breach of an immaterial covenant will trigger classification of non-current liability as current. The Company does not expect any material impact of the amendments on its financial statements.

3. SIGNIFICANT ACCOUNTING, JUDGEMENTS ESTIMATES AND ASSUMPTIONS

The preparation of the Company's Standalone financial statements requires management to make judgements, estimates and assumptions that affect the reported

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and Assumptions:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year:

Cost to Complete on Construction Contracts

Management estimates the costs to complete for each project for the purpose of revenue recognition and recognition of anticipated losses on projects, if any. In the process of calculating the cost to complete, Management conducts regular and systematic reviews of actual results and future projections with comparison against budget. This process requires monitoring controls including financial and operational controls and identifying major risks facing the Company and developing and implementing initiatives to manage those risks. The Company's Management is confident that the costs to complete the project are fairly estimated.

Percentage of Completion on Construction Contracts

Management's estimate of the percentage of completion on each project for the purpose of revenue recognition is through conducting some weight analysis to assess the actual quantity of the work for each activity performed during the reporting period and estimate any future costs for comparison against the initial project budget. This process requires monitoring of financial and operational controls. Management is of the opinion that the percentage of completion of the projects is fairly estimated.

As required by Ind AS 115, in applying the percentage of completion on its long-term projects, the Company is required to recognise any anticipated losses on its contracts.

Impairment of Financial Assets and Contract Assets

The Company's Management reviews periodically items classified as receivables and contract assets to assess whether a provision for impairment should be recorded in the statement of profit and loss. Management estimates the amount and timing of future cash flows when determining the level of provisions required. Such estimates are necessarily based on assumptions about several factors involving varying degrees of judgement and uncertainty. Details of impairment provision on contract assets and trade receivable are given in Note 14 and Note 15.

The Company reviews its carrying value of investments annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

Fair Value Measurement of Financial Instruments

Some of the Company's assets are measured at fair value for financial reporting purposes. The Management determines the appropriate valuation techniques and

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

inputs for fair value measurements. In estimating the fair value of an asset, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. The Management works closely with the qualified external valuers to establish the appropriate valuation techniques and inputs to the model.

Information about valuation techniques and inputs used in determining the fair value of various assets is disclosed in Note 50 (B).

Litigations

From time to time, the Company is subject to legal proceedings the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made, and the amount of the loss can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavourable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each Balance Sheet date and revisions made for the changes in facts and circumstances. Provision for litigations and contingent liabilities are disclosed in Note 47 (C).

Defined Benefit Plans

The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The calculation is most sensitive to changes in the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds where remaining maturity of such bond correspond to expected term of defined benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about defined benefits plans are disclosed in Note 48.

Useful Lives of Property, Plant and Equipment

The Company has estimated useful life of each class of assets based on the nature of assets, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, etc. The Company reviews the useful life of property, plant and equipment as at the end of each reporting period. This reassessment may result in change in depreciation and amortisation expense in future periods.

Warranty Provisions

The Company provides warranties for its products, undertaking to repair or replace the product that fail to perform satisfactory during the warranty period. Provision made at the year-end represents the amount of expected cost of meeting such obligations of rectification/ replacement which is based on the historical warranty claim information as well as recent trends that might suggest that past cost information may differ from future claims. Factors that could impact the estimated claim information include the success of the Company's productivity and quality initiatives. Provision towards warranty is disclosed in Note 35.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

4. PROPERTY, PLANT AND EQUIPMENT (OWNED, UNLESS OTHERWISE STATED)

(₹ in crores)

	Freehold Land	Buildings	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total Property, Plant And Equipment
Cost							
As at 01 April, 2024	76.17	179.07	230.97	86.53	29.83	2.38	604.95
Additions	4.64	205.94	243.46	18.85	7.81	-	480.70
Disposals	-	0.35	1.53	2.81	0.74	-	5.43
As at 31 March, 2025	80.81	384.66	472.90	102.57	36.90	2.38	1,080.22
Accumulated depreciation							
As at 01 April, 2024	-	45.54	104.22	57.62	22.11	1.11	230.60
Charge for the year	-	10.69	24.99	9.08	2.63	0.18	47.57
Disposals	-	0.12	0.87	2.81	0.64	-	4.44
As at 31 March, 2025	-	56.11	128.34	63.89	24.10	1.29	273.73
Net carrying amount as at 31 March, 2025	80.81	328.55	344.56	38.68	12.80	1.09	806.49
Cost							
As at 01 April, 2025	80.81	384.66	472.90	102.57	36.90	2.38	1,080.22
Additions	0.99	82.82	76.12	10.43	7.45	0.17	177.98
Disposals	-	0.04	7.30	2.43	0.15	0.28	10.20
Reclassification from investment property	-	5.16	-	-	-	-	5.16
As at 31 March, 2026	81.80	472.60	541.72	110.57	44.20	2.27	1,253.16
Accumulated depreciation							
As at 01 April, 2025	-	56.11	128.34	63.89	24.10	1.29	273.73
Charge for the year	-	12.10	33.59	10.64	8.53	0.18	65.04
Disposals	-	0.02	6.61	2.14	0.09	0.27	9.13
Reclassification from investment property	-	1.66	-	-	-	-	1.66
As at 31 March, 2026	-	69.85	155.32	72.39	32.54	1.20	331.30
Net carrying amount as at 31 March, 2026	81.80	402.75	386.40	38.18	11.66	1.07	921.86

Footnotes:

(a) Buildings includes ₹ 0.0016 crores (31 March, 2025: ₹ 0.0016 crores) being cost of shares and bonds in Co-operative Housing Societies.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

4. PROPERTY, PLANT AND EQUIPMENT (OWNED, UNLESS OTHERWISE STATED) (Contd.)

(b) Title deeds of Immovable Property not held in the name of the Company.

(₹ in crores)

Description of item of property	Gross carrying value		Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the Company
	As at 31 March, 2026	As at 31 March, 2025				
Property Plant & Equipment - Building	0.06	0.06	Tata Services Limited	Group Company	31 August, 1965	These flats are constructed on land owned by Tata Services Limited in line with arrangement amongst Tata Services Limited and Tata Group of companies (incl. Voltas Limited)
16 Flats in Tata Colony, Lallubhai Park, Andheri (W), Mumbai-400063						Pending certain procedural aspects, title to the undivided share of land relating to the flats owned by Voltas Limited has not yet been transferred in the name of Voltas Limited.
Right-of-use assets - Building	0.23	0.23	Bombay Port Trust	Others	15 June, 2017	The said building was taken on lease by Company from Bombay Port Trust.
Voltas House, 23 J N Heredia Marg, Ballard Estate, Mumbai-400001						The Lease has expired on 14 June, 2017. The Company has submitted an application for renewal (in accordance with contractual right) of lease on 15 December, 2016.

(c) On transition to Ind AS (i.e. 01 April, 2015), the Company has elected to continue with the carrying value of all property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

4A. Capital Work-In-Progress (CWIP)

₹ in crores

	Amount
As at 01 April, 2024	367.51
Additions	157.21
Capitalisation	(442.37)
As at 31 March, 2025	82.35
Additions	15.05
Capitalisation	(75.33)
As at 31 March, 2026	22.07

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

4A. Capital Work-In-Progress (CWIP) (Contd.)

(i) Borrowing Cost:

The amount of borrowing cost capitalised during the year ended 31 March, 2026 was ₹ 4.21 crores (31 March, 2025: ₹ 11.71 crores). The rate used to determine the amount of borrowing cost eligible for capitalisation was 6.80 % p.a (31 March, 2025: 7.55% p.a.) which is effective interest rate of the specific borrowing.

(ii) Capitalisation of Expenses

During the year, the Company capitalised pre-operative expenses of ₹ Nil (31 March, 2025: ₹ 4.08 crores) of revenue nature to capital work-in-progress (CWIP). Consequently, expenses disclosed under the respective notes are net of amounts capitalised by the Company.

(iii) Capital Work-In-Progress (CWIP) Ageing Schedule

As at 31 March, 2026

	Amount in CWIP for the period of				Total
	<1 year	1-2 years	2-3 years	> 3 years	
(a) Projects in progress	15.51	3.72	2.84	-	22.07
(b) Projects temporarily suspended	-	-	-	-	-
Total	15.51	3.72	2.84	-	22.07

As at 31 March, 2025

	Amount in CWIP for the period of				Total
	<1 year	1-2 years	2-3 years	> 3 years	
(a) Projects in progress	53.95	25.25	3.15	-	82.35
(b) Projects temporarily suspended	-	-	-	-	-
Total	53.95	25.25	3.15	-	82.35

(iv) There are no projects whose completion is overdue or has exceeded its cost compared to its original plan.

5. INVESTMENT PROPERTIES

	Freehold Land	Buildings	Total
Cost			
As at 01 April, 2024	0.14	62.86	63.00
Additions	-	-	-
Disposals	-	0.06	0.06
As at 31 March, 2025	0.14	62.80	62.94
Accumulated depreciation			
As at 01 April, 2024	-	18.07	18.07
Charge for the year	-	0.97	0.97
Disposals	-	0.04	0.04
As at 31 March, 2025	-	19.00	19.00
Net carrying amount as at 31 March, 2025	0.14	43.80	43.94

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

5. INVESTMENT PROPERTIES (Contd.)

	Freehold Land	Buildings	Total
Cost			
As at 01 April, 2025	0.14	62.80	62.94
Additions	-	-	-
Disposals	-	2.22	2.22
Reclassification to property, plant and equipments	-	(5.16)	(5.16)
As at 31 March, 2026	0.14	55.42	55.56
Accumulated depreciation			
As at 01 April, 2025	-	19.00	19.00
Charge for the year	-	0.90	0.90
Disposals	-	0.22	0.22
Reclassification to property, plant and equipments	-	(1.66)	(1.66)
As at 31 March, 2026	-	18.02	18.02
Net carrying amount as at 31 March, 2026	0.14	37.40	37.54

Footnotes:

- (i) On transition to Ind AS (i.e. 01 April, 2015), the Company has elected to continue with the carrying value of all Investment properties measured as per the previous GAAP and use that carrying value as the deemed cost of Investment properties.
- (ii) Amount recognised in statement of profit and loss in relation to investment properties are as follows:

	Year ended 31 March, 2026	Year ended 31 March, 2025
Rental income	38.53	36.52
Direct operating expenses (including repairs and maintenance) generating rental income (net of recoveries)	2.61	1.94
Direct operating expenses (including repairs and maintenance) arising from investment property that did not generate rental income	5.01	5.65
Profit from investment properties before depreciation and indirect expenses	30.91	28.93
Less: Depreciation	0.90	0.97
Profit arising from investment properties before indirect expenses	30.01	27.96

- (iii) Fair Value of the Company's investment properties are as follows:

	As at 31 March, 2026	As at 31 March, 2025
(i) Land	135.49	131.92
(ii) Building	773.52	782.23
	909.01	914.15

The fair value of the investment properties have been derived using the market comparable approach (market value method/sale comparison technique) based on recent market prices without any significant adjustments being made to the market observable data. The valuation was carried out by an independent registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. Accordingly, fair value estimates for investment properties are classified as level 3.

- (iv) The Company has no restriction on the realisability of its Investment properties and no contractual obligation to construct and develop investment properties.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

6. RIGHT-OF-USE ASSETS

	₹ in crores			
	Land	Buildings	Vehicles	Total
Gross carrying amount				
As at 01 April, 2024	9.81	54.88	-	64.69
Additions	-	4.22	0.77	4.99
Disposals	-	14.58	-	14.58
As at 31 March, 2025	9.81	44.52	0.77	55.10
Accumulated depreciation				
As at 01 April, 2024	1.11	32.86	-	33.97
Charge for the year	0.11	4.83	0.51	5.45
Disposals	-	14.32	-	14.32
As at 31 March, 2025	1.22	23.37	0.51	25.10
Net carrying amount as at 31 March, 2025	8.59	21.15	0.26	30.00
Gross carrying amount				
As at 01 April, 2025	9.81	44.52	0.77	55.10
Additions	-	7.76	-	7.76
Disposals	-	2.44	0.77	3.21
As at 31 March, 2026	9.81	49.84	-	59.65
Accumulated depreciation				
As at 01 April, 2025	1.22	23.37	0.51	25.10
Charge for the year	0.11	10.66	0.26	11.03
Disposals	-	2.44	0.77	3.21
As at 31 March, 2026	1.33	31.59	-	32.92
Net carrying amount as at 31 March, 2026	8.48	18.25	-	26.73

7. INTANGIBLE ASSETS

	₹ in crores		
	Manufacturing Rights & Technical Know-how	Software	Total
Cost			
As at 01 April, 2024	8.88	57.06	65.94
Additions	-	0.15	0.15
Disposals	-	0.09	0.09
As at 31 March, 2025	8.88	57.12	66.00
Amortisation			
As at 01 April, 2024	8.88	52.16	61.04
Charge for the year	-	2.18	2.18
Disposals	-	0.08	0.08
As at 31 March, 2025	8.88	54.26	63.14
Net carrying amount as at 31 March, 2025	-	2.86	2.86

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

7. INTANGIBLE ASSETS (Contd.)

	₹ in crores		
	Manufacturing Rights & Technical Know-how	Software	Total
Cost			
As at 01 April, 2025	8.88	57.12	66.00
Additions	-	2.08	2.08
Disposals	-	-	-
As at 31 March, 2026	8.88	59.20	68.08
Amortisation			
As at 01 April, 2025	8.88	54.26	63.14
Charge for the year	-	1.59	1.59
Disposals	-	-	-
As at 31 March, 2026	8.88	55.85	64.73
Net carrying amount as at 31 March, 2026	-	3.35	3.35

Footnote:

- (i) On Transition to Ind AS (i.e. 01 April, 2015), the Company has elected to continue with carrying value of all intangible assets measured as per the previous GAAP and use that carrying value as deemed cost of Intangible assets.

8. INVESTMENTS (NON-CURRENT)

	Currency	Face Value	As at 31 March, 2026		As at 31 March, 2025	
			No.	₹ in crores	No.	₹ in crores
1 Investments in Subsidiaries, Joint Ventures & Associates						
(Fully paid unquoted equity instruments)						
(a) Investments in Subsidiary Companies						
(at cost less impairment unless otherwise stated)						
Voltas Netherlands B.V.	EURO	45	10,36,102	336.82	5,65,857	116.81
Agro Foods Punjab Limited (Refer footnote (iv))	₹	100	2,80,000	-	2,80,000	-
(Beneficial rights transferred pending transfer of shares)						
Westerwork Engineers Limited (Under Liquidation)	₹	100	9,600	1.09	9,600	1.09
Universal MEP Projects & Engineering Services Limited	₹	10	134,18,25,782	1,490.62	134,18,25,782	1,490.62
Voltas Components Private Limited (formerly known as Hi-Volt Enterprises Private Limited)	₹	10	1,60,000	0.16	10,000	0.01
Voltas Social Development Foundation	₹	10	1,00,000	0.10	1,00,000	0.10
Gross Investments in Subsidiary Companies				1,828.79		1,608.63
Less: Impairment in value of Investments (#)				1.09		1.09
Sub-total (1(a))				1,827.70		1,607.54
(#) Impairment in value of Investments pertains to:						
Westerwork Engineers Limited (Under Liquidation)				1.09		1.09

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

8. INVESTMENTS (NON-CURRENT) (Contd.)

	Currency	Face Value	As at 31 March, 2026		As at 31 March, 2025	
			No.	₹ in crores	No.	₹ in crores
(b) Investments in Joint Ventures						
<i>(at cost less impairment unless otherwise stated):</i>						
Olayan Voltas Contracting Company Limited, Saudi Arabia	SR	100	50,000	7.11	50,000	7.11
Share Application Money - Olayan Voltas				13.13		13.13
Voltbek Home Appliances Private Limited	₹	10	93,49,24,900	934.92	83,69,24,900	836.92
Gross Investments in Joint Ventures				955.16		857.16
Less: Impairment in value of Investments (#)				20.24		20.24
Sub-total (1(b))				934.92		836.92
(#) Impairment in value of Investments pertains to:						
Olayan Voltas Contracting Company Limited, Saudi Arabia				20.24		20.24
(c) Investments in Associate Companies						
<i>(at cost less impairment unless otherwise stated):</i>						
Brihat Trading Private Limited	₹	10	3,352	*	3,352	*
Naba Diganta Water Management Limited	₹	10	47,97,000	4.80	47,97,000	4.80
Sub-total (1(c))				4.80		4.80
Total (1)				2,767.42		2,449.26
2 Investments in Other Companies						
(Investments at Fair Value through Other Comprehensive Income) (Refer footnote (vii))						
(a) Fully Paid Unquoted Equity Instruments						
Agrotech Industries Limited	USD	1	3,67,500	-	3,67,500	-
Tata International Limited	₹	1,000	15,000	37.59	15,000	73.50
Tata Services Limited (refer footnote (v))	₹	1,000	448	0.04	448	0.04
Tata Industries Limited (refer footnote (v))	₹	100	13,05,720	20.72	13,05,720	20.72
Tata Projects Limited	₹	5	1,10,62,170	127.66	1,10,62,170	180.42
Premium Granites Limited	₹	10	4,91,220	-	4,91,220	-
OMC Computers Limited	₹	10	4,04,337	-	4,04,337	-
Avco Marine S.a.S, France	EURO	10	1,910	-	1,910	-
Voltas Employees Consumers Co-operative Society Limited	₹	10	750	*	750	*
Saraswat Co-operative Bank Limited	₹	10	10	*	10	*
Super Bazar Co-operative Stores Limited	₹	10	500	*	500	*
Sub-total (2(a))				186.01		274.68
(b) Fully Paid Quoted Equity Instruments						
Lakshmi Engineering and Warehousing Limited (formerly known as Lakshmi Automatic Loom Works Limited)	₹	100	61,520	-	61,520	-
Tata Chemicals Limited	₹	10	2,00,440	11.69	2,00,440	17.34
Tata Consumer Products Limited	₹	1	2,37,289	24.07	2,37,289	23.77
LMW Limited (formerly known as Lakshmi Machine Works Limited)	₹	10	5,79,672	692.40	5,79,672	926.61
Reliance Industries Limited (refer footnote (vi))	₹	10	2,640	-	2,640	-
Sub-total (2(b))				728.16		967.72
Sub-total (2)				914.17		1,242.40

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

8. INVESTMENTS (NON-CURRENT) (Contd.)

	Currency	Face Value	As at 31 March, 2026		As at 31 March, 2025	
			No.	₹ in crores	No.	₹ in crores
3 Investment in Unquoted Mutual funds						
<i>(at fair value through profit or loss)</i>				1,132.17		1,189.52
Sub-total (3)				1,132.17		1,189.52
4 (a) Investment in Debentures/Bonds						
<i>(at amortised cost)</i>						
Fully Paid Quoted Debentures/Bonds:						
Tata Capital Limited						
11.50% Non Convertible Debentures	₹	10,00,000	500	54.52	500	54.52
Mahindra Rural Housing Finance Limited						
8.32% Non Convertible Debentures	₹	10,00,000	2,500	27.19	-	-
HDB Financial Services Limited						
8.24% Non Convertible Debentures	₹	10,00,000	2,500	27.22	-	-
Sub-total (4(a))				108.93		54.52
(b) Investment in Debentures/Bonds						
<i>(at fair value through profit or loss)</i>						
Fully Paid Quoted Debentures/Bonds:						
TMF Holdings Limited						
7.30% Perpetual Non Convertible Debentures	₹	10,00,000	500	51.95	500	51.12
Tata International Limited						
9.20% Perpetual Non Convertible Debentures	₹	10,00,000	1,000	100.15	1000	100.00
Sub-total (4(b))				152.10		151.12
Sub-total (4)				261.03		205.64
5 Investment in Others						
<i>(at amortised cost)</i>						
Government Securities	₹			*		*
Sub-total (5)				*		*
Total: Non-Current Investments - net (1+2+3+4+5)				5,074.79		5,086.82

*value below ₹ 50,000/-

Footnotes:

- (i) Aggregate amount of quoted investments and market value thereof 989.19 1,173.36
- (ii) Aggregate amount of unquoted investments 4,106.93 3,934.79
- (iii) Aggregate amount of impairment in value of investments 21.33 21.33
- (iv) Under a loan agreement for ₹ 0.60 crore (fully drawn and outstanding) entered into between Agro Foods Punjab Ltd. (AFPL) and the Punjab State Industrial Development (PSIDC), the Company has given an undertaking to PSIDC that it will not dispose off its shares in AFPL till the monies under the said loan agreement between PSIDC and AFPL remain due and payable by AFPL to PSIDC. During 1998-99, the Company had transferred its beneficial rights in the shares of AFPL.
- (v) For these unquoted investments categorised under Level 3, their respective cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

8. INVESTMENTS (CURRENT) (Contd.)

Name of entity	Place of business/ country of incorporation	Beneficial Ownership interest held by the Company		Principal activities
		As at 31 March, 2026	As at 31 March, 2025	
Saudi Ensas Company for Engineering Services W.L.L. (100% through UMPPL)	Kingdom of Saudi Arabia	100%	100%	Undertake EPC (Engineering, Procurement and Construction) contracts of MEP (Mechanical, Electrical and Plumbing) projects.
Universal Lalbuksh Engineering Services Trading LLC (formerly known as Lalbuksh Voltas Engineering Services and Trading L.L.C.) (60% through UMPPL)	Sultanate of Oman	60%	60%	Drilling, irrigation and landscaping activities and construction of water treatment plants.
Universal Oman SPC (formerly known as Voltas Oman SPC) (100% through UMPPL)	Sultanate of Oman	100%	100%	Undertake EPC (Engineering, Procurement and Construction) contracts of MEP (Mechanical, Electrical and Plumbing) projects.
Universal MEP Contracting Services and Trading WLL (formerly known as Voltas Qatar W.L.L.)(through UMPPL) (Refer footnote (ii))	State of Qatar	97%	97%	Undertake EPC (Engineering, Procurement and Construction) contracts of MEP (Mechanical, Electrical and Plumbing) projects.
Universal MEP Projects Pte. Limited (UMPPL) (100% through VNBV)	Republic of Singapore	100%	100%	Investment in overseas ventures undertaking turnkey projects and trading activities.
Universal MEP Contracting L.L.C. (100% through UMPPL) (w.e.f. 21 January, 2025)	United Arab Emirates	100%	100%	Undertake EPC (Engineering, Procurement and Construction) contracts of MEP (Mechanical, Electrical and Plumbing) projects.
II. Joint Ventures				
Olayan Voltas Contracting Company Limited	Kingdom of Saudi Arabia	50%	50%	Execution of maintenance and construction contracts, water and sewage installation.
Voltbek Home Appliances Private Limited	India	49%	49%	Engaged in the business of trading & manufacturing of Home Appliances.
Universal Voltas L.L.C. (49% through UMPPL)	United Arab Emirates	49%	49%	Building maintenance, Onshore and off shore oil and gas fields and facilities services.
III. Associates				
Brihat Trading Private Limited	India	33%	33%	Entity with no major operations.
Naba Diganta Water Management Limited	India	26%	26%	Engaged in providing water supply and sewerage system.

Footnotes:

- (i) Under a loan agreement for ₹ 0.60 crore (fully drawn and outstanding) entered into between Agro Foods Punjab Ltd. (AFPL) and the Punjab State Industrial Development Corporation Ltd. (PSIDC), the Company has given an undertaking to PSIDC that it will not dispose off its shares in AFPL till the monies under the said loan agreement between PSIDC and AFPL remain due and payable by AFPL to PSIDC. During 1998-99, the Company had transferred its beneficial rights in the shares of AFPL.
- (ii) The Company has legal ownership of 49% in Universal MEP Contracting Services and Trading WLL (formerly known as Voltas Qatar W.L.L.), however, the Company has beneficial ownership of 97% in the entity.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

9. LOANS (NON-CURRENT)

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(At amortised cost)		
(a) Loans to Employees (Unsecured, considered good)	0.07	0.07
Total loans (non-current)	0.07	0.07

10. OTHER FINANCIAL ASSETS (NON-CURRENT)

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(Unsecured, considered good unless otherwise stated)		
(At amortised cost)		
(a) Security deposits	7.01	6.47
(b) Inter corporate deposits	72.00	94.95
(c) Deposits with customers/others	6.23	11.93
(d) Fixed deposits with remaining maturity of more than 12 months	350.24	90.05
(e) Recovery against bank guarantees encashment	5.13	5.13
(f) Others (Recovery from vendors)	4.87	5.05
Less: Impairment Allowance	10.00	10.00
Total other financial assets (non-current)	435.48	203.58
Footnotes:		
(i) Break up of security details of other financial assets (non-current)		
a) Unsecured, considered good	435.48	203.58
b) Credit impaired	10.00	10.00
	445.48	213.58
(ii) Impairment allowance		
a) Recovery against bank guarantees encashment	5.13	5.13
b) Others (Recovery from vendors)	4.87	4.87
	10.00	10.00

(iii) Refer Note 51 for information about credit risk and market risk for other financial assets.

11. DEFERRED TAX

(A) The following is the analysis of deferred tax assets/(liabilities) presented in the Balance Sheet:

Deferred Tax Liabilities (Net)

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
Deferred tax assets	174.02	162.18
Deferred tax liabilities	(187.62)	(220.50)
Deferred tax liabilities (net)	(13.60)	(58.32)

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

11. DEFERRED TAX (Contd.)

(B) Reconciliation of deferred tax liabilities (net):

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Opening balance	(58.32)	(58.88)
Tax income/(expense) during the year recognised in profit or loss	(0.36)	10.51
Tax income/(expense) during the year recognised in OCI	45.08	(9.95)
Closing balance	(13.60)	(58.32)

(C) The balance comprise temporary differences attributable to:

₹ in crores

	As at 01 April, 2025	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	As at 31 March, 2026
(a) Deferred Tax Assets				
Provision for employee benefits (including voluntary retirement scheme)	37.01	3.90	(1.47)	39.44
Allowance for receivables, loans and advances	70.17	2.13	-	72.30
Provision for contingencies and claims	8.47	1.16	-	9.63
Unpaid statutory liabilities	27.41	6.64	-	34.05
Government grants	1.26	(0.19)	-	1.07
Estimated loss on projects	0.54	(0.17)	-	0.37
Free maintenance services	10.79	0.68	-	11.47
Lease liabilities	6.05	(0.67)	-	5.38
Others	0.48	(0.17)	-	0.31
Deferred Tax Assets	162.18	13.31	(1.47)	174.02
(b) Deferred Tax Liabilities				
Property, plant and equipment and intangible assets	(40.36)	(7.16)	-	(47.52)
Right-of-use assets	(5.41)	1.14	-	(4.27)
Unrealised gains on fair valuation of investments through Other Comprehensive Income	(107.91)	-	46.55	(61.36)
Unrealised gains on fair valuation of mutual funds	(66.82)	(7.65)	-	(74.47)
Deferred Tax Liabilities	(220.50)	(13.67)	46.55	(187.62)
Deferred Tax Liabilities (net) (a-b)	(58.32)	(0.36)	45.08	(13.60)

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

11. DEFERRED TAX (Contd.)

₹ in crores

	As at 01 April, 2024	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	As at 31 March, 2025
(a) Deferred Tax Assets				
Provision for employee benefits (including voluntary retirement scheme)	31.32	7.42	(1.73)	37.01
Allowance for receivables, loans and advances	59.17	11.00	-	70.17
Provision for contingencies and claims	8.12	0.35	-	8.47
Unpaid statutory liabilities	11.32	16.09	-	27.41
Government grants	1.44	(0.18)	-	1.26
Estimated loss on projects	0.23	0.31	-	0.54
Free maintenance services	8.97	1.82	-	10.79
Lease liabilities	6.51	(0.46)	-	6.05
Others	0.64	(0.16)	-	0.48
Deferred Tax Assets	127.72	36.19	(1.73)	162.18
(b) Deferred Tax Liabilities				
Property, plant and equipment and intangible assets	(32.83)	(7.53)	-	(40.36)
Right-of-use assets	(5.54)	0.13	-	(5.41)
Unrealised gains on fair valuation of investments through Other Comprehensive Income	(99.69)	-	(8.22)	(107.91)
Unrealised gains on fair valuation of mutual funds	(48.54)	(18.28)	-	(66.82)
Deferred Tax Liabilities	(186.60)	(25.68)	(8.22)	(220.50)
Deferred Tax Liabilities (net) (a-b)	(58.88)	10.51	(9.95)	(58.32)

12. OTHER NON-CURRENT ASSETS

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
(Unsecured, considered good unless otherwise stated)		
(a) Balance with Government Authorities	56.95	54.89
(b) Capital advances	6.28	7.34
(c) Advance to suppliers	0.49	0.49
(d) Others (Prepaid expenses etc.)	1.37	0.87
Less: Impairment Allowance	8.43	2.68
Total other non-current assets	56.66	60.91
Footnote:		
Impairment Allowance:		
(a) Balance with Government Authorities	7.94	2.19
(b) Advance to suppliers	0.49	0.49
Total	8.43	2.68

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

13. INVENTORIES

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
(At lower of cost or net realisable value)		
(a) Raw materials and Components	1,767.10	1,318.40
(b) Work-in-progress	0.53	6.34
(c) Finished goods	1,196.72	796.21
(d) Stock-in-trade	412.62	514.42
Total inventories	3,376.97	2,635.37
Inventories includes goods-in-transit:		
(a) Raw materials and Components	504.72	414.46
(b) Stock-in-trade	15.66	120.82
Total	520.38	535.28
Footnotes:		
i) Provision/(reversal) for write-down on value of inventory recognised in statement of profit and loss	28.04	2.75

14. CONTRACT ASSETS (CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
Unsecured		
Amount due from customers under construction contracts	631.58	480.97
Less: Impairment Allowance	53.34	93.02
Total contract assets (current) (net)	578.24	387.95
Footnotes:		
(i) Break up of security details		
Unsecured, considered good	609.24	454.89
Contract assets - credit impaired	22.34	26.08
Subtotal	631.58	480.97
Less: Impairment Allowance	53.34	93.02
Total	578.24	387.95

(ii) Contract assets are initially recognised for revenue earned from construction contracts relating to electro-mechanical projects as receipt of consideration that is conditional on successful completion of project milestone. Upon completion of milestone, acceptance/certification by the customer and pending no other performance obligation, the amounts recognised as contract assets are billed to customers and reclassified to trade receivables.

(iii) Refer note 15 footnote (v) and (vi).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

15. TRADE RECEIVABLES

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
(At amortised cost) (Unsecured)		
(a) Trade receivables	2,289.82	1,737.64
Less: Impairment Allowance	210.79	167.95
Total trade receivables current (net)	2,079.03	1,569.69
Footnotes:		
(i) Break up of security details		
Unsecured, considered good	2,098.86	1,638.37
Trade Receivables - credit impaired	190.96	99.27
	2,289.82	1,737.64
Less: Impairment Allowance	210.79	167.95
	2,079.03	1,569.69
(ii) Movement in impairment allowance on trade receivables and contract assets.		
Balance at the beginning of the year	260.97	214.25
Allowances/(write back) during the year	(17.78)	46.35
Exchange differences on foreign operations	27.56	-
Written off against provision	(6.62)	0.37
Balance at the end of the year	264.13	260.97

(iii) No Trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivables due from firms or private companies respectively in which any director is a partner, a director or a member.

(iv) Trade receivables are non interest bearing and are generally on terms of 7 to 60 days in case of sale of products and in case of long term construction contracts, payment is generally due upon completion of milestone as per terms of contract.

(v) During the current year, the Company has reclassified an amount of ₹ 120.47 crores from Trade Receivables to Contract Assets for the year ended 31 March, 2025 being amount not unconditionally due to the Company based on contractual terms. The Company believes it is more appropriate to classify these amounts as contract assets instead of trade receivables in accordance with the interpretation of the accounting standards.

(vi) The Company applies the expected credit loss (ECL) model for measurement and recognition of impairment losses on trade receivables and contract assets. The Company follows the simplified approach for recognition of impairment allowance on trade receivables and contract assets. The application of the simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment allowance based on lifetime ECLs at each reporting date. ECL impairment loss allowance (or reversal) recognised during the period is recognised in the statement of profit and loss. This amount is reflected under the head 'other expenses' in the statement of profit and loss.

(vii) Refer note 51 for information about credit risk and market risk of trade receivables.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

15. TRADE RECEIVABLES (Contd.)
Trade receivable ageing schedule (gross)

As at 31 March, 2026

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 Years	
₹ in crores							
Undisputed trade receivables							
– considered good	805.32	1,074.50	98.74	66.36	27.48	26.46	2,098.86
– which have significant increase in credit risk	-	-	-	-	-	-	-
– credit impaired	-	-	-	10.75	24.44	123.24	158.43
Disputed trade receivables							
– considered good	-	-	-	-	-	-	-
– which have significant increase in credit risk	-	-	-	-	-	-	-
– credit impaired	-	-	-	1.72	0.93	29.88	32.53
Total	805.32	1,074.50	98.74	78.83	52.85	179.58	2,289.82

As at 31 March, 2025

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 Years	
₹ in crores							
Undisputed trade receivables							
– considered good	558.59	866.35	66.10	47.81	19.54	79.98	1,638.37
– which have significant increase in credit risk	-	-	-	-	-	-	-
– credit impaired	-	-	-	3.65	4.77	65.98	74.40
Disputed trade receivables							
– considered good	-	-	-	-	-	-	-
– which have significant increase in credit risk	-	-	-	-	-	-	-
– credit impaired	-	-	-	-	0.78	24.09	24.87
Total	558.59	866.35	66.10	51.46	25.09	170.05	1,737.64

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

16. CASH AND CASH EQUIVALENTS

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Cash on hand	*	0.02
(b) Cheques on hand	17.84	32.22
(c) Remittance in-transit	-	0.02
(d) Balances with banks		
- On current accounts	441.73	400.54
- Fixed deposits with original maturity less than 3 months	17.68	39.31
Total cash and cash equivalents	477.25	472.11

*Amount below ₹ 50,000

Footnotes:

- (i) At 31 March, 2026, the Company had available ₹ 1,092.20 crores (31 March, 2025: ₹ 497.96 crores) of undrawn committed borrowing facilities.
- (ii) Changes in liabilities arising from financing activities:

	₹ in crores	
	As at 31 March, 2026	
	Borrowings	Lease liabilities
Opening balance	565.16	24.09
Cash flows	221.50	(13.47)
New leases	-	7.76
Disposal	-	-
Accretion of interest	-	2.10
Foreign exchange	3.74	-
Closing balance	790.40	20.48

	₹ in crores	
	As at 31 March, 2025	
	Borrowings	Lease liabilities
Opening balance	404.60	25.89
Cash flows	160.56	(13.84)
New leases	-	4.99
Disposal	-	(0.17)
Accretion of interest	-	7.22
Closing balance	565.16	24.09

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

17. OTHER BALANCES WITH BANKS

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
(a) Earmarked balances		
- Unpaid dividend	7.22	7.09
- CSR unspent amount	5.99	4.00
(b) Margin money	5.62	5.12
Total other balances with banks	18.83	16.21

Footnotes:

- (i) Margin money deposit is placed as guarantee to project customer and government authorities.

18. LOANS (CURRENT)

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
(At amortised cost)		
(a) Loans to Employees (Unsecured, considered good)	0.68	0.69
Total loans (current)	0.68	0.69

19. OTHER FINANCIAL ASSETS (CURRENT)

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Unsecured considered good, unless otherwise stated		
(At amortised cost)		
(a) Security deposits	27.87	15.78
(b) Inter Corporate Deposits	94.95	-
(c) Due from related parties	105.99	130.19
(d) Fixed deposits with remaining maturity of less than 12 months	89.62	563.68
(e) Recovery against bank guarantees encashment	73.10	73.10
(f) Government grant receivable (Refer note (iii) below)	12.00	18.00
(g) Business Support Charges	99.82	28.52
(h) Insurance claims receivable	4.64	0.15
(i) Others (IT charges/rent receivables etc.)	8.86	6.02
	516.85	835.44
Less: Impairment Allowance	77.56	77.60
Total other financial assets (current)	439.29	757.84

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

19. OTHER FINANCIAL ASSETS (CURRENT) (Contd.)

Footnotes:

(i) Break up of security details of other financial assets (current)		
(a) Unsecured, considered good	439.29	757.84
(b) Credit impaired	77.56	77.60
	516.85	835.44
(ii) Impairment Allowance		
(a) Unsecured, considered good		
(b) Credit impaired		
- Recovery against bank guarantees encashment	73.10	73.10
- Security Deposits	4.46	4.50
	77.56	77.60

- (iii) These Government grants are towards Performance Linked Incentives Scheme (PLI) for White Goods and there are no unfulfilled conditions or contingencies attached to these grants.

- (iv) Refer Note 49 for information about dues from related party.

- (v) Refer Note 51 for information about credit risk and market risk for other financial assets.

20. OTHER CURRENT ASSETS

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Unsecured considered good, unless otherwise stated		
(a) Balance with Government Authorities	228.28	136.47
(b) Advance to suppliers	95.65	76.50
(c) Prepaid expense	21.20	15.75
(d) Gratuity fund (refer note 48)	-	2.16
(e) Others (duty scripts etc.)		
(i) Considered good	5.44	16.47
(ii) Credit Impaired	0.37	0.36
Less: Impairment Allowance	0.37	0.36
Total other current assets	350.57	247.35

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

21. SHARE CAPITAL

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
Authorised:		
1,10,00,00,000 (31 March, 2025: 1,10,00,00,000) Equity Shares of ₹ 1/- each	110.00	110.00
40,00,000 (31 March, 2025: 40,00,000) Preference Shares of ₹ 100/- each	40.00	40.00
Total	150.00	150.00
Issued, Subscribed and Paid up:		
33,08,84,740 (31 March, 2025: 33,08,84,740) Equity Shares of ₹ 1/- each	33.09	33.09
Less: Calls-in-Arrears [1,12,430 shares (31 March, 2025: 1,15,900 shares)] [Refer footnote 21 (d)]	0.01	0.01
Total share capital	33.08	33.08

Footnotes:

(a) Terms/ rights attached to equity shares

The Company has one class of equity shares having a par value of ₹1 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(b) A reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

	Equity Share Capital			
	As at 31 March, 2026		As at 31 March, 2025	
	Numbers	₹ in crores	Numbers	₹ in crores
Shares outstanding at the beginning of the year	33,08,84,740	33.08	33,08,84,740	33.08
Shares outstanding at the end of the year	33,08,84,740	33.08	33,08,84,740	33.08

(c) Details of shareholders holding more than 5% shares in the Company

Name of Shareholder	Class of Shares	Equity Share Capital			
		As at 31 March, 2026		As at 31 March, 2025	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
Tata Sons Private Limited	Equity	8,81,31,780	26.64	8,81,31,780	26.64
Life Insurance Corporation of India	Equity	2,63,73,843	7.97	62,24,297	1.88
Nippon Life India (Mutual Funds)	Equity	1,67,92,586	5.08	1,16,22,933	3.51
NPS Trust A/C- Pension Fund Schemes	Equity	1,81,76,899	5.49	1,21,09,802	3.66

(d) As per the records of the Company, no calls remained unpaid by the Directors and Officers of the Company as on 31 March, 2026 (31 March, 2025: Nil).

(e) Shares issued for consideration other than cash

No equity shares have been issued as bonus shares for consideration other than cash and no equity shares have been bought back during the period of 5 year immediately preceding the reporting dates.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

21. SHARE CAPITAL (Contd.)

(f) Details of shares held by promoters

Description	As at 31 March, 2026					
	Name of the promoter/ promoter group	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of ₹ 1 each fully paid	Tata Sons Private Limited	8,81,31,780	-	8,81,31,780	26.64%	-
	Tata Investment Corporation Limited*	99,62,330	-	99,62,330	3.01%	-
	Ewart Investments Limited*	19,25,950	-	19,25,950	0.58%	-
	The Tata Power Company Limited*	2,33,420	-	2,33,420	0.07%	-
Total		10,02,53,480	-	10,02,53,480	30.30%	-

Description	As at 31 March, 2025					
	Name of the promoter/ promoter group	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of ₹ 1 each fully paid	Tata Sons Private Limited	8,81,31,780	-	8,81,31,780	26.64%	-
	Tata Investment Corporation Limited*	99,62,330	-	99,62,330	3.01%	-
	Ewart Investments Limited*	19,25,950	-	19,25,950	0.58%	-
	The Tata Power Company Limited*	2,33,420	-	2,33,420	0.07%	-
Total		10,02,53,480	-	10,02,53,480	30.30%	-

*Promoter Group

22. OTHER EQUITY

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Capital Reserve	12.25	12.25
(b) Capital Redemption Reserve	1.26	1.26
(c) Securities Premium	6.28	6.28
(d) General Reserve	1,506.84	1,486.84
(e) Equity instruments fair value through other comprehensive income	762.54	1,044.23
(f) Retained Earnings	5,641.99	5,548.27
Total other equity	7,931.17	8,099.13

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

22. OTHER EQUITY (Contd.)

MOVEMENT IN OTHER EQUITY

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
(a) Capital Reserve		
As per last balance sheet	12.25	12.25
(b) Capital Redemption Reserve		
As per last balance sheet	1.26	1.26
(c) Securities Premium		
As per last balance sheet	6.28	6.28
(d) General Reserve		
As per last balance sheet	1,486.84	1,466.84
Transfer from retained earnings	20.00	20.00
Closing balance	1,506.84	1,486.84
(e) Equity instruments fair value through other comprehensive income		
As per last balance sheet	1,044.23	1,010.35
Changes during the year	(281.69)	33.88
Closing balance	762.54	1,044.23
(f) Retained Earnings		
Opening balance	5,548.27	4,968.34
Net profit for the year	340.98	776.76
Dividend	(231.62)	(181.99)
Remeasurement gains/(losses) on defined benefits plan (Refer Note below)	4.36	5.16
Transfer to General Reserve	(20.00)	(20.00)
Closing balance	5,641.99	5,548.27
Total	7,931.17	8,099.13

Footnotes:

(i) Movement in balances of remeasurement gains/(losses) on defined benefit plan

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
Opening balance	10.02	4.86
Changes during the year:		
- Remeasurement gains/(losses) on defined benefits plan	5.83	6.89
- Tax effect on above	(1.47)	(1.73)
Closing balance	14.38	10.02

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

22. OTHER EQUITY (Contd.)

(ii) Distribution made and proposed:

	As at 31 March, 2026	As at 31 March, 2025
₹ in crores		
(a) Cash Dividends on Equity Shares declared:		
Dividend for the year ended 31 March, 2026: ₹ 7.00/- per share	231.62	181.99
(31 March, 2025: ₹ 5.50/- per share)		
	231.62	181.99
(b) Proposed Dividend on Equity Shares:		
Dividend for the year ended 31 March, 2026: ₹ 4.00 /- per share	132.35	231.62
(31 March, 2025: ₹ 7.00/- per share)		
	132.35	231.62

Nature and purpose of reserves:

(a) Capital Reserve

Capital Reserve was created from capital surplus on sale of assets and on amalgamation of subsidiary company.

(b) Capital Redemption Reserve

Capital Redemption Reserve is created out of profit available for distribution towards redemption of Preference shares. This reserve can be used for the purpose of issue of bonus shares.

(c) Securities Premium

Securities Premium represents the surplus of proceeds received over the face value of shares, at the time of issue of shares. This reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(d) General Reserve

General Reserve is created out of amounts transferred from retained earnings. As the General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the General Reserve will not be reclassified subsequently to statement of profit and loss.

(e) Equity instruments fair value through other comprehensive income:

The Company has elected to recognise changes in the fair value of investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI equity investments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

(f) Retained earnings

Retained earnings are the profit/ (loss) that the Company has earned/ incurred till date less any transfer to general reserve, dividends or other distribution paid to Shareholders. Retained earnings include re-measurement loss/ (gain) on defined benefit plans (net of taxes) that will not be reclassified to statement of profit and loss.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

23. CONTRACT LIABILITIES (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
(a) Unexpired service contracts	7.92	7.89
Total contract liabilities (non-current)	7.92	7.89

24. BORROWINGS (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
(At amortised cost)		
Unsecured		
Term loans from Banks	375.80	382.28
Total borrowings (non-current)	375.80	382.28

Footnote:

- (i) Term loan with outstanding balance as at 31 March, 2026 ₹ 422.78 crores (31 March, 2025: ₹ 403.52 crores) is payable in structured annual installments over the period of 5 years starting December 2024. The loan carries an interest rate of 5.87%-7.34% p.a. (31 March, 2025: 7.17%-8.20% p.a). The amount payable in next 12 months of ₹ 46.98 crores (31 March, 2025: ₹ 21.24 crores) has been shown under the head Borrowings - Current as current maturity of long term borrowings.

25. LEASE LIABILITIES (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
Unsecured		
(a) Lease liabilities (refer note 54)	9.82	13.96
Total lease liabilities (non-current)	9.82	13.96

26. OTHER FINANCIAL LIABILITIES (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
(a) Employee's related liabilities		
(i) Voluntary Retirement Scheme	3.87	6.01
(ii) Long Term Incentive Scheme (refer note 48 (v))	32.39	28.30
Total other financial liabilities (non-current)	36.26	34.31

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

27. PROVISIONS (NON-CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
(a) Provision for employee benefits:		
(i) Provision for gratuity (refer note 48)	33.92	28.96
(ii) Provision for pension obligations (refer note 48)	31.37	39.45
(iii) Post retirement medical benefits (refer note 48)	4.84	4.31
Total provisions (non-current)	70.13	72.72

28. OTHER NON-CURRENT LIABILITIES

	As at 31 March, 2026	As at 31 March, 2025
(a) Deferred Government Grant	2.15	2.82
Total other non-current liabilities	2.15	2.82

Footnote:

- (i) Government grants have been received for the purchase of certain items of property, plant and equipment. There are no unfulfilled conditions or contingencies attached to these grants.

29. CONTRACT LIABILITIES (CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
(a) Advances received from customers	195.62	181.96
(b) Unexpired service contracts	20.15	10.46
(c) Billing in excess of contract revenue	47.03	76.75
(d) Deferred income	47.83	43.67
Total contract liabilities (current)	310.63	312.84

Footnote:

- (i) There is no major variation between contract liabilities as at 31 March, 2026 and 31 March, 2025.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

30. BORROWINGS (CURRENT)

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
(At amortised cost)		
Unsecured		
Term loans from banks - Current maturities of long term debts (refer note 24(ii))	46.98	21.24
Cash credit facilities from bank (refer note (i))	39.52	161.64
Buyers Credit from bank (refer note (ii))	58.63	-
Working capital loan from bank ((refer note (iii))	269.47	-
Total borrowings (current)	414.60	182.88

Notes:

- (i) Cash credit facilities from banks are repayable on demand and carry an average interest rate of 5.50% p.a. (31 March, 2025: 5.58% p.a. to 8.25% p.a.).
- (ii) The facility carries an average interest rate of 2.62% p.a. to 4.35% and is repayable within 30-180 days.
- (iii) Working capital loans from banks carry an average interest rate of 5.88% p.a. to 8.70% p.a. (31 March, 2025 : 6.85% p.a. to 8.25% p.a.) repayable within 1 - 90 days.

31. LEASE LIABILITIES (CURRENT)

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Unsecured		
(a) Lease liabilities (refer note 54)	10.66	10.13
Total	10.66	10.13

32. TRADE PAYABLES

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
(a) Total outstanding dues of micro and small enterprises	288.31	158.04
(b) Total outstanding dues of creditors other than micro and small enterprises	3,565.38	2,441.68
Total trade payables	3,853.69	2,599.72

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

32. TRADE PAYABLES (Contd.)

Footnotes:

- (i) Trade payables are non interest bearing and are normally settled on 30 days to 365 days credit term.
- (ii) Refer note 51 for information about liquidity risk and market risk related to trade payables.
- (iii) Disclosures under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (as amended):

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
(a) (i) Principal amount remaining unpaid to any supplier at the end of the accounting year (Refer Note (iii))	290.40	162.10
(ii) Interest due on above	2.38	3.43
(b) Amount of interest paid by the buyer in terms of section 16 of the Micro, Small & Medium Enterprises Development Act, 2006 (27 of 2006) along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(c) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the due date during the year) but without adding the interest specified under the Micro, Small & Medium Enterprises Development Act, 2006.	-	-
(d) Amount of interest accrued and remaining unpaid at the end of each accounting year.	8.47	6.09
(e) Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure u/s 23 of the Micro, Small & Medium Enterprises Development Act, 2006.	-	-

- (iii) It includes vendors classified as part of other financial liabilities in note 33 relating to payable for capital creditors amounting to ₹ 10.56 crores in 31 March, 2026 (31 March, 2025: ₹ 10.15 crores).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

32. TRADE PAYABLES (Contd.)
Trade Payable ageing schedule (gross)

As at 31 March, 2026

	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed - Total outstanding dues of micro and small enterprises	4.79	171.50	97.21	5.41	1.85	7.55	288.31
(ii) Undisputed - Other than micro and small enterprises	726.59	2059.94	625.08	41.97	14.23	97.57	3,565.38
(iii) Disputed dues – Micro and Small enterprises	-	-	-	-	-	-	-
(iv) Disputed dues - Other than micro and small enterprises	-	-	-	-	-	-	-
Total	731.38	2,231.44	722.29	47.38	16.08	105.12	3,853.69

As at 31 March, 2025

	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed - Total outstanding dues of micro and small enterprises	4.86	82.27	61.62	3.43	2.07	3.79	158.04
(ii) Undisputed - Other than micro and small enterprises	519.94	1,178.64	631.78	17.01	35.00	58.84	2,441.21
(iii) Disputed dues – Micro and Small enterprises	-	-	-	-	-	-	-
(iv) Disputed dues - Other than micro and small enterprises	-	-	-	-	-	0.47	0.47
Total	524.80	1,260.91	693.40	20.44	37.07	63.10	2,599.72

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

33. OTHER FINANCIAL LIABILITIES (CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
(At amortised cost)		
(a) Deposits received from customers	59.83	49.89
(b) Interest accrued but not due on borrowings	0.97	-
(c) Payable for capital goods	32.00	45.58
(d) Unpaid dividends	7.22	7.09
(e) Rebate to customers	254.32	161.00
(f) Employees related liabilities	62.98	68.03
(g) Others	3.51	1.84
Total other financial liabilities (current)	420.83	333.43

Footnotes:

(i) Refer note 51 for information about liquidity risk of other financial liability.

34. OTHER CURRENT LIABILITIES

	As at 31 March, 2026	As at 31 March, 2025
(a) Statutory obligations	180.32	293.30
(b) Others	0.93	1.09
Total other current liabilities	181.25	294.39

35. PROVISIONS (CURRENT)

	As at 31 March, 2026	As at 31 March, 2025
(a) Provision for employee benefits		
(i) Provision for gratuity (refer note 48)	14.54	3.09
(ii) Pension obligations (refer note 48)	3.12	3.75
(iii) Provision for compensated absences	25.72	24.05
(iv) Post retirement medical benefits (refer note 48)	0.15	0.16
(b) Provision for warranties (refer note (i) below)	163.54	138.38
(c) Provision for contingencies for tax matters (refer note (ii) below)	38.26	33.65
Total provisions (current)	245.33	203.08

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

35. PROVISIONS (CURRENT) (Contd.)

Footnotes:

(i) Provisions for warranties

	As at 31 March, 2026	As at 31 March, 2025
Opening balance	138.38	111.83
Add: Accrual during the year	109.85	97.00
Less: Utilisation	83.26	69.65
Less: Reversal	1.43	0.80
Closing balance	163.54	138.38

A provision is recognised for expected warranty claims on products sold during the years, based on past experience of the level of repairs and returns. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about repairs and returns based on the warranty period for all products sold.

(ii) Provision for contingencies for tax matters

	As at 31 March, 2026	As at 31 March, 2025
Opening balance	33.65	32.27
Add: Accrual during the year	4.61	1.38
Less: Utilisation	-	-
Less: Reversal	-	-
Closing balance	38.26	33.65

A provision is recognised for provision for tax contingencies in respect of statutory forms not collected by the Company from the customer towards the sales made. Assumptions used to calculate the provision for contingencies are based on expected tax obligation including interest on non submission of statutory forms.

36 REVENUE FROM OPERATIONS

	Year ended 31 March, 2026	Year ended 31 March, 2025
Revenue from contracts with customers:		
Sale of products	8,689.99	9,895.78
Construction contract revenue	894.23	555.84
Sale of services	823.60	730.74
	10,407.82	11,182.36
Other operating income:		
Unclaimed credit balances written back	17.64	5.14
Sale of scrap	31.92	22.28
Government grant	0.74	18.74

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

36 REVENUE FROM OPERATIONS (Contd.)

	Year ended 31 March, 2026	Year ended 31 March, 2025
Business support services	79.02	66.59
Others	0.44	0.43
	129.76	113.18
Total revenue from operations	10,537.58	11,295.54

Footnote:

(i) Refer Note 56 for additional disclosures.

37 OTHER INCOME

	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Interest Income		
(i) On financial instruments measured at amortised cost		
- deposits with Banks	36.97	56.41
- inter corporate deposits	12.26	0.60
- bonds/non convertible debentures	25.39	16.85
(ii) On sundry advances, deposits, customers' balances etc.	0.04	0.06
(iii) On Income-tax refunds	1.56	-
(b) Dividend Income		
- From subsidiaries and associates	76.20	72.70
- From equity instruments measured at FVTOCI	2.72	7.19
(c) Gain on sale / fair valuation of financial assets measured at FVTPL	84.61	151.34
(d) Gain on sale of property, plant and equipment / investment properties (net)	0.64	15.77
(e) Guarantee income	-	19.00
(f) Rental income	38.53	36.52
(g) Other non-operating income	20.29	24.15
Total	299.21	400.59

38 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Inventories at the end of the year:		
- Finished Goods	1,196.72	796.21
- Stock-in-trade	412.62	514.42
- Work-in-progress	0.53	6.34
Sub-total (a)	1,609.87	1,316.97

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

38 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS (Contd.)

₹ in crores

	Year ended 31 March, 2026	Year ended 31 March, 2025
(b) Inventories at the beginning of the year:		
- Finished Goods	796.21	681.28
- Stock-in-trade	514.42	473.07
- Work-in-progress	6.34	5.01
Sub-total (b)	1,316.97	1,159.36
Net (increase)/decrease	(292.90)	(157.61)
(Increase)/Decrease of each component of inventories during the year:		
- Finished Goods	(400.51)	(114.93)
- Stock-in-trade	101.80	(41.35)
- Work-in-progress	5.81	(1.33)
Net (increase)/decrease	(292.90)	(157.61)

39 EMPLOYEE BENEFITS EXPENSES

₹ in crores

	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Salaries, wages and bonus	531.07	490.38
(b) Contribution to provident and other funds	17.40	12.83
(c) Gratuity expenses	14.62	11.58
(d) Staff welfare expenses	33.73	30.07
Total	596.82	544.86

40 FINANCE COSTS

₹ in crores

	Year ended 31 March, 2026	Year ended 31 March, 2025
Interest expense		
(a) on borrowings from banks	58.09	20.27
(b) on lease liabilities	2.10	7.22
(c) on delayed payment of income-tax	0.47	1.10
(d) on micro and small enterprises	2.38	3.43
(e) on others	1.93	2.65
Total	64.97	34.67

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

41 DEPRECIATION AND AMORTISATION EXPENSES

₹ in crores

	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Depreciation on property, plant and equipment (refer note 4)	65.04	47.57
(b) Amortisation on intangible assets (refer note 7)	1.59	2.18
(c) Depreciation on investment property (refer note 5)	0.90	0.97
(d) Depreciation on right-of-use assets (refer note 6)	11.03	5.45
Total	78.56	56.17

42 OTHER EXPENSES

₹ in crores

	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Consumption of stores and spares	17.88	14.60
(b) Power and fuel	28.48	23.34
(c) Rent	7.53	18.06
(d) Repairs to buildings	2.31	2.45
(e) Repairs to plant and machinery	11.76	6.93
(f) Insurance charges	10.24	7.76
(g) Rates and taxes	3.75	3.23
(h) Travelling and conveyance	38.92	38.65
(i) Legal and professional fees	44.26	37.74
(j) (Reversal) / Provision for bad and doubtful debts / advances [Refer footnote below]	(12.00)	46.39
(k) Exchange differences (net)	41.43	12.07
(l) Corporate Social Responsibility (CSR) (refer note 46)	13.75	12.22
(m) Outside service charges	241.20	200.47
(n) Clearing charges	157.36	101.96
(o) Freight and forwarding charges	188.23	207.85
(p) Advertising	139.28	96.50
(q) Printing and stationery	6.64	6.08
(r) Other selling expenses	129.48	113.07
(s) IT related cost	67.64	46.43
(t) E-waste expenses	84.97	55.47
(u) Payment to auditors (refer note 42A)	2.94	2.92
(v) Miscellaneous expenses	88.65	89.02
Total	1,314.70	1,143.21

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

42 OTHER EXPENSES (Contd.)

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Footnote:		
Bad and doubtful debts / advances includes:-		
(a) Expected credit loss for contract assets and trade receivables	(17.78)	46.35
(b) Allowance for doubtful advances	5.78	0.04
	(12.00)	46.39

42 A PAYMENT TO AUDITORS

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
(A) To statutory auditors:		
Audit fees	2.56	2.39
Tax audit fees	0.07	0.06
Other services	0.15	0.30
Reimbursement of expenses	0.07	0.08
(B) To secretarial auditor for secretarial audit	0.02	0.02
(C) To cost auditor for cost audit	0.07	0.07
Total	2.94	2.92

43 EXCEPTIONAL ITEMS

On 21 November, 2025, the Government of India notified the four new Labour Codes (the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020) consolidating 29 labour laws. The Company has done an assessment and considered an impact of the changes and accordingly accounted additional expense of ₹ 16.00 crores towards gratuity and leave liabilities. Considering the impact is nonrecurring in nature and is on account of regulatory changes, it has been presented as "Exceptional Items" for the year ended 31 March, 2026. The Company continues to monitor the finalisation of the Central/State Rules and clarifications from the Government on other aspects of the Labour Codes and finalise the impact on the financial statements as and when such clarifications are issued/rules are notified.

44 INCOME TAX

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended 31 March, 2026 and 31 March, 2025.

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Profit before tax	429.04	1,035.75
Indian statutory income tax rate	25.17%	25.17%
Income-tax expense at India's statutory income tax rate	107.98	260.68

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

44 INCOME TAX (Contd.)

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Effect of adjustments to reconcile the expected tax expense to reported income tax expense:		
Effect of exempt income	(19.93)	(20.30)
Effect of non-deductible expenses	4.63	4.39
Effect of income which is taxed at special rates	(7.48)	(10.85)
Adjustment of tax relating to earlier periods	(0.07)	(1.70)
Change in Tax rate (Refer Note below)	-	16.16
Effect of tax on sale of investment in overseas subsidiaries	-	11.59
Others	2.93	(0.98)
Tax expense recognised in the Statement of Profit and Loss	88.06	258.99

Footnote:

- (i) In the previous year, pursuant to the amendments in the Finance Act (No. 2), 2024 in respect of taxation of capital gains, the Company had remeasured its deferred tax liabilities on items subject to capital gain taxation and accordingly impact of ₹16.16 crores and ₹ 2.20 crores recognised in the statement of profit and loss and other comprehensive income respectively for the year ended 31 March, 2025.

45 EARNINGS PER SHARE

	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Profit attributable to Equity shareholders (₹ in crores)	340.98	776.76
(b) Weighted average number of Equity Shares Outstanding for basic & diluted EPS (absolute)	33,08,84,740	33,08,84,740
(c) Earnings Per Share (₹) - Basic and Diluted (31 March, 2026: Face value ₹ 1/- per share) (31 March, 2025: Face value ₹ 1/- per share)	10.31	23.48

46 CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENSES

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Amount required to be spent by the Company during the year		
Gross amount required to be spent as per Section 135(5)	13.45	12.30
Less: Excess amount spent in previous year	(0.06)	(0.14)
Total (a)	13.39	12.16
(b) Amount approved by the Board to be spent during the year		
Construction / acquisition of any asset	-	2.00
On purposes other than above	13.75	10.22
Total (b)	13.75	12.22

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

46 CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENSES (Contd.)

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(c) Amount spent during the year		
1 Construction / acquisition of any asset		
i Paid in cash	-	-
ii Yet to be paid in cash	-	2.17
2 On purposes other than above		
i Paid in cash	13.75	10.05
ii Yet to be paid in cash	-	-
Total (c)	13.75	12.22
(d) Details of ongoing project and other than ongoing project		
1 In case of Section 135(6) (Ongoing Project)		
(i) Opening Balance		
- With Company	2.17	-
- In Separate CSR Unspent A/c	4.00	4.00
(ii) Amount required to be spent during the year	-	2.17
(iii) Amount deposited during the year		
- In Separate CSR Unspent A/c	2.17	-
(iv) Amount spent during the year		
- From Company's bank A/c	-	-
- From Separate CSR Unspent A/c	0.18	-
(v) Closing Balance		
- With Company (Refer Note below)	-	2.17
- In Separate CSR Unspent A/c	5.99	4.00
2 In case of Section 135(5) (Other than ongoing project)		
(i) Opening Balance	(0.06)	(0.14)
(ii) Amount deposited in Specified Fund of Schedule VII within 6 months	-	-
(iii) Amount required to be spent during the year	13.45	10.13
(iv) Amount spent during the year	13.75	10.05
(v) Closing balance (Excess spent)	(0.36)	(0.06)
(e) Details related to spent / unspent obligations:		
(i) Contribution to Public Trust	3.53	4.05
(ii) Contribution to Charitable Trust	1.12	0.13
(iii) Others (Contribution to Section 8 companies, non-profit organisation, proprietorship and private limited companies)	9.10	5.87

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

46 CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENSES (Contd.)

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(iv) Unspent amount in relation to:		
- Ongoing projects	-	2.17
- Other than ongoing projects	-	-
Total (e)	13.75	12.22

Footnote:

- (i) For the year ended 31 March, 2025, subsequent to balance sheet date the amount has been transferred to Separate CSR Unspent A/c within stipulated period.

47 COMMITMENTS AND CONTINGENCIES

(A) Commitments:

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	49.78	56.18
(b) As per the E-Waste (Management) Rules, 2022, as amended, the Company has an obligation to complete the Extended Producer Responsibility (EPR) targets. The obligation for a financial year is measured based on sales made in the preceding 10th year and the Company has fulfilled its obligation for the current financial year. Based on the legal advice obtained, the Company believes that it will have an E-Waste obligation for future years, only if it participate in the market in such years and has accordingly determined liability as at 31 March, 2026.		

(B) Financial Guarantee:

The Company has issued financials guarantees to banks on behalf of and in respect of loan facility availed by its subsidiary and joint venture companies.

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Limits (fund and non-fund based)	-	2,370.84
(b) Limit utilised (non-fund)	-	1,281.56

(C) Contingent liabilities:

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Guarantees for terminated contract (refer note i)	433.34	390.00

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

47 COMMITMENTS AND CONTINGENCIES (Contd.)

Footnote:

- (i)

In 2010 the Company through its Qatar Branch jointly with a Consortium Partner had entered into a sub-contract with the Main Contractor, in connection with a project awarded by the Ultimate Client. In 2014, the main contract between the Ultimate Client and the Main Contractor was terminated by the Ultimate Client owing to delays and defects in execution. The Ultimate Client thereafter initiated arbitration proceedings against the Main Contractor. Accordingly, the Company had made a comprehensive assessment of the losses arising on account of the termination of the main contract and had accounted for all probable losses on the sub-contract in the earlier years.

In connection to the sub-contract, the Company had issued bank guarantees amounting to ₹ 433.34 crores (QAR 166.6 million) to the Main Contractor which have been disclosed as a contingent liability in the financial statements over the years. In June 2023, the Company was informed by its bankers that the Main Contractor had sought to invoke the said bank guarantees. However, due to certain deficiencies in the invocation process, the guarantees were not honoured by the Bank, leading to the commencement of legal proceedings. The Company, Main Contractor, Consortium partner and the Bank had filed their respective appeals before the Court of Appeal (Qatar). As per the latest developments, the Court of Appeal (Qatar) vide its judgment dated 04 May 2026 directed the main contractor to return the bank guarantees issued by the Company within ten days of judgment failing which the said bank guarantees shall be deemed void. The Court has further directed the Main Contractor to pay the settlement amount towards variation order claims and compensation to the Company and its Consortium partner. The Company has filed the application for execution of said judgment. Based on the aforesaid developments, ongoing assessment by the Company and legal advice obtained from an independent counsel, the Company does not expect any financial impact in relation to this matter, even if the Court of Appeal (Qatar) judgment is challenged before a higher judicial forum by the aggrieved parties. The Company is confident of its ability to defend any such appeal on merits.
- (b)

Claims against the Company not acknowledged as debts:

	As at 31 March, 2026	As at 31 March, 2025
(i) GST matters	93.36	67.61
(ii) Sales tax matters	64.54	63.02
(iii) Contractual matters in the course of business	73.47	73.15
(iv) Service tax matters	6.45	12.51
(v) Excise matters	18.82	18.89
(vi) Customs duty matters	15.30	15.30
(vii) Income tax matters	2.34	2.34
	274.28	252.82

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

48 EMPLOYEE BENEFITS

The Company has defined benefit Gratuity, Post retirement medical benefits, Pension plans and Trust managed Provident fund plan as given below:

(i) Gratuity

Every employee who has completed five years of services, is entitled to Gratuity benefits. The Gratuity plan for Indian employees is governed by the Payment of Gratuity Act, 1972 (upto 20 November, 2025) and Code on Social Security, 2020 (effective 21 November, 2025). The Gratuity plan provides lumpsum payments to vested employees at retirement, death while in employment, or termination of employment being an amount equivalent to 15 days salary for each completed year of service. The Company also provides similar Gratuity benefits to overseas employees in accordance with the labour laws applicable in their respective jurisdictions. The Gratuity plan for Indian employees is funded and for overseas employees is unfunded.

(ii) Post Retirement Medical Benefits (PRMB)

PRMB scheme is eligible for all those employees who are above management staff grade and have joined the Company on or before 31 December, 2015. The scheme is unfunded.

(iii) Pension plans

Pension plan benefit are provided to past Executive Directors and their specified relatives after completion of the services with the Company or Tata Group. The scheme is unfunded.

A (a) The following table summarises the components of net benefit expenses recognised in statement of profit and loss, other comprehensive income, the funded status and amount recognised in the Balance Sheet for the respective plans as on the reporting dates:

	₹ in crores						
	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2024-25
Current service cost	4.96	5.27	3.71	4.42	-	-	0.17
Net interest expense	0.17	0.39	1.67	1.50	2.94	3.32	0.39
Past service cost	14.47	-	-	-	-	-	-
Components of defined benefit costs recognised in profit or loss	19.60	5.66	5.38	5.92	2.94	3.32	0.56
Remeasurement on the defined benefit plans:							
Return on plan assets	(0.01)	(0.77)	-	-	-	-	-
Actuarial (gains) / losses arising from changes in financial assumptions	(1.02)	0.75	(0.29)	(0.27)	(0.87)	1.37	0.18
Actuarial (gains) / losses arising from experience adjustments	-	(1.40)	1.91	0.38	(6.95)	(3.30)	0.06
Actuarial (gains) / losses arising from demographic assumption	-	(3.89)	-	-	-	-	-

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

48 EMPLOYEE BENEFITS (Contd.)

	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
Components of defined benefit costs recognised in other comprehensive income	(1.03)	(5.31)	1.62	0.11	(7.82)	(1.93)	1.40	0.24
Opening defined benefit obligation	42.44	43.96	32.05	30.52	43.20	45.82	4.47	5.33
Current service cost	4.96	5.27	3.71	4.42	-	-	0.13	0.17
Interest cost	3.14	3.16	1.67	1.50	2.94	3.32	0.30	0.39
Past service cost	14.47	-	-	-	-	-	-	-
Remeasurement (gains) / losses:								
Actuarial (gains) / losses arising from changes in financial assumptions	(1.02)	0.75	(0.29)	(0.27)	(0.87)	1.37	(0.18)	0.18
Actuarial (gains) / losses arising from experience adjustments	-	(1.40)	1.91	0.38	(6.95)	(3.30)	1.58	0.06
Actuarial (gains) / losses arising from demographic assumption	-	(3.89)	-	-	-	-	-	-
Transfer of obligation on account of transfer of employee from group companies	0.63	0.14	-	-	-	-	-	-
Exchange differences on foreign plans	-	-	3.24	0.22	-	-	-	-
Benefits paid	(7.82)	(5.55)	(5.11)	(4.72)	(3.83)	(4.01)	(1.31)	(1.66)
Closing defined benefit obligation	56.80	42.44	37.18	32.05	34.49	43.20	4.99	4.47

(b) Changes in plan assets are as follows:

	Gratuity funded	
	2025-26	2024-25
Opening fair value of plan assets	44.60	38.64
Interest income	2.97	2.77
Return on plan assets	0.01	0.77
Remeasurement gain / (losses):		
Contributions from the employer	5.76	7.97
Benefits paid	(7.82)	(5.55)
Closing fair value of plan assets	45.52	44.60

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

48 EMPLOYEE BENEFITS (Contd.)

(c) The amount included in the Balance Sheet arising from the Company's obligation in respect of its defined benefit plans are as follows:

	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
Present value of funded defined benefit obligation	(56.80)	(42.44)	(37.18)	(32.05)	(34.49)	(43.20)	(4.99)	(4.47)
Fair value of plan assets	45.52	44.60	-	-	-	-	-	-
Net (liability) / asset arising from defined benefit obligation	(11.28)	2.16	(37.18)	(32.05)	(34.49)	(43.20)	(4.99)	(4.47)

Classification	Gratuity		Pension		Post retirement medical benefits	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
Current	14.54	3.09	3.12	3.75	0.15	0.16
Non-Current	33.92	28.96	31.37	39.45	4.84	4.31

B The major categories of plan assets as a percentage of total plan assets:

	Gratuity funded	
	As at 31 March, 2026	As at 31 March, 2025
Government of India securities	45%	52%
Corporate bonds	21%	31%
Mutual funds	14%	13%
Others (Interest accrued, Balances with banks)	20%	4%
	100%	100%



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

48 EMPLOYEE BENEFITS (Contd.)

C The principal assumptions used for the purposes of the actuarial valuations are as follows.

	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
Discount rate	7.14%	6.80%	5.10%	5.00%	7.14%	6.80%	7.14%	6.80%
Attrition Rate	12.00%	12.00%	2.00%	2.00%	1.00%	1.00%	1.00%	1.00%
Mortality Rate	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
Expected rate of salary Increase / pension escalation/ medical cost inflation	9.00%	9.00%	3.00%	3.00%	6.00%	6.00%	5.00%	5.00%

D A quantitative sensitivity analysis for significant assumptions are as follows:

	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
Projected benefit obligations on current assumptions	56.80	42.44	37.18	32.05	34.49	43.20	4.99	4.47
+1% increase in discount rate	(2.40)	(1.66)	(2.82)	(2.46)	(2.35)	(2.99)	(0.22)	(0.20)
-1% decrease in discount rate	2.64	1.83	3.24	2.84	2.68	3.42	0.13	0.24
+ 1% increase in salary/pension/medical cost inflation	2.49	1.70	3.28	2.87	2.69	3.42	0.19	0.24
-1% decrease in salary/pension/medical cost inflation	(1.74)	(0.96)	(2.90)	(2.52)	(2.40)	(3.04)	(0.20)	(0.20)
+1% increase in rate of employee turnover	(0.38)	(0.25)	0.52	0.44	NA	NA	(0.03)	(0.03)
-1% decrease in rate of employee turnover	0.41	0.27	(0.57)	(0.49)	NA	NA	0.03	0.02

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



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

48 EMPLOYEE BENEFITS (Contd.)

Further, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

E The expected maturity analysis of undiscounted defined benefit obligation (Funded and Unfunded) is as follows:

	Gratuity funded		Gratuity unfunded		Pension		Post retirement medical benefits	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
Within 1 year	9.93	9.49	3.19	3.04	3.12	3.75	0.15	0.18
Between 1 and 2 years	6.38	5.08	2.21	1.15	3.12	3.79	0.16	0.19
Between 2 and 3 years	8.53	5.05	3.89	3.08	3.11	3.80	0.16	0.20
Between 3 and 4 years	6.89	5.59	2.22	2.92	3.09	3.81	0.17	0.21
Between 4 and 5 years	6.28	4.44	1.99	3.13	3.06	3.80	0.18	0.22
Beyond 5 years	46.02	30.21	46.52	19.02	14.68	24.25	1.04	3.47

The weighted average duration of the defined benefit plan obligation at the end of the reporting period is 10 years (31 March, 2025: 10 years).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

48 EMPLOYEE BENEFITS (Contd.)

(iv) Provident Fund

In case of holding company's employees contribution to Provident Fund is made to trusts administered by the Company. In terms of guidance note issued by the Institute of Actuaries of India, the Actuary has provided a valuation of Provident fund liability based on the assumptions listed and determined that there is no shortfall as at 31 March, 2026.

The details of the fund and plan assets position are as follows:

	As at 31 March, 2026	As at 31 March, 2025
Fair value of plan assets	304.10	282.68
Present value of defined obligation	291.93	270.20
Contribution during the year (Employee and Employer Contribution)	34.63	28.39

The principal assumptions used for the purposes of the actuarial valuations are as follows:

	As at 31 March, 2026	As at 31 March, 2025
Guaranteed Interest rate	8.25%	8.25%

Risk Analysis

The Company is exposed to the following Risks in the defined benefits plans:

- (a) Investment 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. If the return on plan assets is below this rate, it will create a plan deficit.
 - (b) Interest risk: A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by increase in the return on the plan's debt investments.
 - (c) Longevity risk: The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
 - (d) Salary growth risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan's liability.
- (v) The Board of Directors of the Company, at its meeting held on 14 August 2024, approved a Long-Term Incentive Scheme 2024 ("Scheme") for eligible employees, with the objective of driving organisational performance and retaining key talent. The Scheme provides for payment of incentives in cash, contingent upon achievement of specified performance conditions, including the Company's share price performance, and subject to continued employment (with certain exceptions such as retirement, completion of contract and death). The Scheme originally had a vesting period of three years commencing from 01 April 2024. During the current year, the vesting period has been extended by an additional year and will now end on 31 March 2028. Based on an actuarial valuation, the Company has recognised a liability of ₹32.39 crores as at 31 March 2026 (₹ 28.30 crores as at 31 March 2025) in respect of the Scheme.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES

(a) List of Related Parties and Relationships

Party	Relation
A Related parties where control exists	
Voltas Netherlands B.V.	Subsidiaries
Universal Lalbuksh Engineering Services Trading L.L.C. (formerly known as Lalbuksh Voltas Engineering Services and Trading L.L.C.) *	
Weathermaker FZE \$*	
Saudi Ensas Company for Engineering Services W.L.L. #*	
Universal MEP Projects & Engineering Services Limited	
Universal MEP Contracting Services and Trading WLL (formerly known as Voltas Qatar W.L.L.)*	
Voltas Components Private Limited (formerly known as Hi-Volt Enterprises Private Limited)	
Voltas Social Development Foundation	
Universal MEP Projects Pte Limited *	
Universal MEP Contracting L.L.C. * (w.e.f. 21 January, 2025)	
Universal Oman SPC * (formerly known as Voltas Oman SPC)	
Agro Foods Punjab Limited (Under liquidation)	
Westerwork Engineers Limited (Under liquidation)	
B Other Related Parties (Where transactions have taken place during the year and previous year / balance outstanding)	
1 Brihat Trading Private Limited	Associates
Naba Diganta Water Management Limited	
2 Universal Voltas L.L.C.*	Joint Ventures
Olayan Voltas Contracting Company Limited	
Voltbek Home Appliances Private Limited	
3 Mr. Pradeep Bakshi - Managing Director & CEO (upto 31 August 2025)	Key Management Personnel
Mr. Mukundan Menon C P - Executive Director & Head – RAC (upto 31 August, 2025) and Managing Director (w.e.f. 01 September 2025)	
Mr. Jitender P. Verma - Chief Financial Officer (upto 31 March, 2025)	
Mr. Ratnesh Rukhariyar - Company Secretary (w.e.f. 15 August, 2024)	
Mr. V. P. Malhotra - Head - Taxation, Legal & Company Secretary (up to 14 August, 2024)	
Mr. K. V. Sridhar Chief Financial Officer (w.e.f 01 April 2025)	
4 Non-Executive Directors	Directors
Mr. Noel Tata - Chairman	
Mr. Vinayak Deshpande	
Mr. Saurabh Agrawal	
Independent Directors	
Mr. Arun kumar Adhikari	
Mr. Jayesh Tulsidas Merchant	
Mr. Aditya Sehgal (w.e.f. 30 August, 2024)	
Mr. Pheroze Pudumjee (w.e.f 30 August, 2024)	

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

Party	Relation
Ms. Sonia Singh (w.e.f. 07 March, 2025)	
Mr. Zubin Dubash (upto 08 August, 2024)	
Mr. Debendranath Sarangi (upto 31 August, 2024)	
Mr. Bahram N. Vakil (upto 31 August, 2024)	
Ms. Anjali Bansal (upto 08 March, 2025)	
5 Voltas Limited Provident Fund	Employee Benefit Funds
Voltas Managerial Staff Provident Fund	
Voltas Limited Employees' Gratuity Fund	
Voltas Limited Managerial Staff Gratuity Fund	
Voltas Limited Employees' Superannuation Scheme	
*Through subsidiary companies	
\$Direct Subsidiary upto 15 January, 2025	
#Direct Subsidiary upto 28 February, 2025	
6 Tata Sons Private Limited	Entity with Significant Influence over the Company
7 Air India Limited	Subsidiaries and Joint Ventures of
Automotive Stampings and Assemblies Limited	
Ewart Investments Limited	Entity with Significant Influence over the Company
Infiniti Retail Limited	
Innovative Retail Concepts Private Limited	
MahaOnline Limited	
Supermarket Grocery Supplies Private Limited	
Sir Dorabji Tata Trust	
Sir Ratan Tata Trust	
Novamesh limited	
TACO EV Component Solutions Private Limited	
Tata 1mg Healthcare Solutions Private Limited	
Tata 1mg Technologies Private Limited	
Tata Advanced Systems Limited	
Tata AIA Life Insurance Company Limited	
Tata AIG General Insurance Company Limited	
Tata Asset Management Private Limited (formerly known as Tata Asset Management Limited)	
Tata Autocomp Hendrickson Suspensions Private Limited (formerly known as Taco Hendrickson Suspensions Private Limited)	
Tata Autocomp Systems Limited	
Tata AutoComp Gotion Green Energy Solutions Private Limited	

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

Party	Relation
Tata Business Hub Limited	
Tata Capital Housing Finance Limited	
Tata Capital Limited	
Tata Communications Limited	
Tata Communications Collaboration Services Limited	
Tata Consultancy Services Limited	
Tata Consulting Engineers Limited	
Tata Holdings Mozambique, LDA (earlier known as Tata De Mocambique, Limitada)	
Tata Electronics Products and Solutions Private Limited	
Tata Projects Limited	
Tata Semiconductor Assembly and Test Private Limited	
Tata Elxsi Limited	
Tata Industries Limited	
Tata International Limited	
Tata Investment Corporation Limited	
Tata Play Limited (formerly known as Tata Sky Limited)	
Tata Realty and Infrastructure Limited	
Tata Teleservices (Maharashtra) Limited	
Tata Teleservices Limited	
Tata Toyo Radiator Limited	
Tata Unistore Limited	
Tata Medical and Diagnostics Limited	
TEL Components Private Limited	
TQ Cert Services Private Limited	
TCS Foundation	
TRIL Urban Transport Private Limited	
Tata Housing Development Company Limited	
TACO Prestolite Electric Private Limited	
TACO Punch Powertrain Private Limited	
Tata International Vehicle Applications Private Limited	
Tata Holdings Mozambique, LDA (earlier known as Tata De Mocambique, Limitada)	
LFS Healthcare Private Limited	
THDC Management Services Limited	
Agratas Energy Storage Solutions Private Limited	
Air India Express Limited	
Tata Electronics Private Limited	
Tata Communications Transformation Services Limited	



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Subsidiaries		Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
1	Sale of Products																		
	Infiniti Retail Limited	-	-	-	-	-	-	-	-	152.53	178.29	-	-	-	-	-	-	152.53	178.29
	Universal MEP Projects & Engineering Services Limited	23.33	17.01	-	-	-	-	-	-	-	-	-	-	-	-	-	-	23.33	17.01
	Innovative Retail Concepts Private Limited	-	-	-	-	-	-	-	-	28.02	34.03	-	-	-	-	-	-	28.02	34.03
	Tata Electronics Private Limited	-	-	-	-	-	-	-	-	6.85	22.35	-	-	-	-	-	-	6.85	22.35
2	Rendering of Services																		
	Saudi Ensas Company for Engineering Services W.L.L.	22.72	32.20	-	-	-	-	-	-	-	-	-	-	-	-	-	-	22.72	32.20
	Tata Consultancy Services Limited	-	-	-	-	-	-	-	-	31.92	31.69	-	-	-	-	-	-	31.92	31.69
	Innovative Retail Concepts Private Limited	-	-	-	-	-	-	-	-	15.07	9.32	-	-	-	-	-	-	15.07	9.32
	Others	3.99	3.78	0.01	0.01	1.85	2.36	0.11	0.09	7.45	5.99	-	-	0.04	-	-	-	13.46	12.23
3	Construction contract revenue (Includes billed and unbilled revenue)																		
	Tata Advanced Systems Limited	-	-	-	-	-	-	-	-	3.58	1.13	-	-	-	-	-	-	3.58	1.13
	Tata Consultancy Services Limited	-	-	-	-	-	-	-	-	4.65	5.33	-	-	-	-	-	-	4.65	5.33
	Tata Communications Limited	-	-	-	-	-	-	-	-	0.66	1.88	-	-	-	-	-	-	0.66	1.88
	Universal MEP Projects & Engineering Services Limited	0.05	1.25	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.05	1.25
	Others	-	-	-	-	0.04	-	-	-	0.73	0.97	-	-	-	-	-	-	0.77	0.97

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Subsidiaries		Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
4	Rental Income																		
	Tata Housing Development Company Limited	-	-	-	-	-	-	-	-	2.89	2.67	-	-	-	-	-	-	2.89	2.67
	Tata Realty and Infrastructure Limited	-	-	-	-	-	-	-	-	1.64	1.46	-	-	-	-	-	-	1.64	1.46
	Universal MEP Projects & Engineering Services Limited	6.72	6.37	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6.72	6.37
	Others	-	-	-	-	0.64	0.85	-	-	2.96	2.06	-	-	-	-	-	-	3.60	2.91
5	Dividend Income																		
	Naba Diganta Water Management Limited	-	-	2.40	5.61	-	-	-	-	-	-	-	-	-	-	-	-	2.40	5.61
	Universal MEP Projects & Engineering Services Limited	73.80	67.09	-	-	-	-	-	-	-	-	-	-	-	-	-	-	73.80	67.09
6	Sale of property, plant and equipment																		
	Universal MEP Projects & Engineering Services Limited	0.02	0.01	-	-	-	-	-	-	0.50	2.29	-	-	-	-	-	-	0.50	2.29
7	Remuneration Paid / Payable (including commission and sitting fees) - short term benefits #																		
	Mr. Pradeep Bakshi	-	-	-	-	-	-	-	-	-	-	4.44	8.88	-	-	-	-	4.44	8.88
	Mr. Mukundan Menon CP	-	-	-	-	-	-	-	-	-	-	5.89	5.01	-	-	-	-	5.89	5.01
	Others	-	-	-	-	-	-	-	-	-	-	4.53	5.45	2.23	3.57	-	-	6.76	9.02



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Subsidiaries		Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
8	Remuneration Paid / Payable- Post Retirement Benefits																		
	Mr. V. P. Malhotra	-		-	-	-	-	-	-	-	-	-	0.88	-	-	-	-	-	0.88
	Mr. Pradeep Bakshi	-		-	-	-	-	-	-	-	-	1.82	-	-	-	-	1.82	-	-
9	Corporate Guarantee Fees Received / Receivable																		
	Universal MEP Projects & Engineering Services Limited	-	19.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	19.00
	Others	-	0.41	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.41
10	Dividend Paid																		
	Tata Sons Private Limited	-	-	-	-	-	-	61.69	48.47	-	-	-	-	-	-	-	-	61.69	48.47
	Others	-	-	-	-	-	-	-	-	11.19	6.54	-	-	-	-	-	-	11.19	6.54
11	Receiving of Services																		
	Tata Communications Limited	-	-	-	-	-	-	-	-	0.94	3.24	-	-	-	-	-	-	0.94	3.24
	Tata Consultancy Services Limited	-	-	-	-	-	-	-	-	29.46	23.40	-	-	-	-	-	-	29.46	23.40
12	Purchases of stock-in-trade																		
	Voltbek Home Appliances Private Limited	-	-	-	-	-	-	-	-	0.92	13.15	-	-	-	-	-	-	0.92	13.15
	Others	-	-	-	-	-	-	-	-	6.08	4.78	-	-	-	-	-	-	6.08	4.78
	Others																		
		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		0.17	-	-	-	-	-	-	-	0.01	-	-	-	-	-	-	-	0.18	-

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Subsidiaries		Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
13	Other Expenses-Recovery of expenses																		
	Universal MEP Projects & Engineering Services Limited	27.33	17.93	-	-	-	-	-	-	-	-	-	-	-	-	-	-	27.33	17.93
	Voltbek Home Appliances Private Limited	-	-	-	-	108.37	79.35	-	-	-	-	-	-	-	-	-	-	108.37	79.35
	Others	2.25	2.17	-	-	0.25	0.52	-	-	0.04	0.29	-	-	-	-	-	-	2.54	2.98
14	Other Expenses-Reimbursement of expenses																		
	Tata Sons Private Limited	-	-	-	-	-	-	0.18	0.26	-	-	-	-	-	-	-	-	0.18	0.26
	Universal MEP Projects & Engineering Services Limited	1.92	3.18	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.92	3.18
	Universal Voltas L.L.C.	-	-	-	-	0.33	0.11	-	-	-	-	-	-	-	-	-	-	0.33	0.11
	Voltbek Home Appliances Private Limited	-	-	-	-	3.17	4.74	-	-	-	-	-	-	-	-	-	-	3.17	4.74
15	Royalty Charges																		
	Others	0.04	0.07	-	-	-	-	-	-	-	-	-	-	0.01	0.06	-	-	0.05	0.13
16	Purchase of goods / services for execution of contracts																		
	Tata Sons Private Limited	-	-	-	-	-	-	19.45	20.34	-	-	-	-	-	-	-	-	19.45	20.34
	Others																		
		1.74	4.96	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.74	4.96
		1.74	7.11	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.74	7.11
	Others																		
		-	-	-	-	0.09	0.04	-	-	-	0.23	-	-	-	-	-	-	0.09	0.27



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Subsidiaries		Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
17	Deputation Charges paid																		
	Universal Voltas L.L.C.	-	-	-	-	4.15	4.29	-	-	-	-	-	-	-	-	-	-	4.15	4.29
	Weathermaker FZE	-	0.51	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.51
	Others	0.18	0.06	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.18	0.06
18	Purchase of property, plant and equipment																		
	Infiniti Retail Limited	-	-	-	-	-	-	-	-	0.04	0.03	-	-	-	-	-	-	0.04	0.03
	Universal MEP Projects & Engineering Services Limited	5.55	3.67	-	-	-	-	-	-	-	-	-	-	-	-	-	-	5.55	3.67
	Voltbek Home Appliances Private Limited	-	-	-	-	-	0.02	-	-	-	-	-	-	-	-	-	-	-	0.02
19	Investments in Equity shares																		
	Voltas Netherlands B.V.	220.01	177.47	-	-	-	-	-	-	-	-	-	-	-	-	-	-	220.01	177.47
	Voltbek Home Appliances Private Limited	-	-	-	-	98.00	102.41	-	-	-	-	-	-	-	-	-	-	98.00	102.41
	Voltas Components Private Limited (formerly known as Hi-Volt Enterprises Private Limited)	0.15	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.15	-
20	Sale of Investment																		
	Universal MEP Projects Pte Limited	-	111.84	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	111.84
21	Investments in Bonds / Debentures																		
	Tata International Limited	-	-	-	-	-	-	-	-	-	100.00	-	-	-	-	-	-	-	100.00

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Subsidiaries		Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
22	Redemption of Investments in Preference shares																		
	Tata Capital Limited	-	-	-	-	-	-	-	-	20.00	30.00	-	-	-	-	-	-	20.00	30.00
23	Security deposit at the end of the period																		
	Tata Consultancy Services Limited	-	-	-	-	-	-	-	-	0.74	0.74	-	-	-	-	-	-	0.74	0.74
	Tata Housing Development Company Limited	-	-	-	-	-	-	-	-	1.66	1.27	-	-	-	-	-	-	1.66	1.27
	Tata Realty and Infrastructure Limited	-	-	-	-	-	-	-	-	0.95	0.53	-	-	-	-	-	-	0.95	0.53
24	Provision for Debts and Advances at period end																		
	Others	0.15	0.15	-	-	-	-	-	-	0.69	0.46	-	-	-	-	-	-	0.84	0.61
	Tata Consultancy Services Limited	-	-	-	-	-	-	-	-	0.01	0.01	-	-	-	-	-	-	0.01	0.01
	Tata Projects Limited	-	-	-	-	-	-	-	-	0.10	0.06	-	-	-	-	-	-	0.10	0.06
	Others	-	-	-	-	-	-	-	-	*	*	-	-	-	-	-	-	*	*



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Subsidiaries		Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
25	Advance Outstanding at period end																		
	Tata Consultancy Services Limited	-	-	-	-	-	-	-	-	0.03	0.03	-	-	-	-	-	-	0.03	0.03
	Tata Teleservices Limited	-	-	-	-	-	-	-	-	0.10	0.19	-	-	-	-	-	-	0.10	0.19
	Tata Teleservices (Maharashtra) Limited	-	-	-	-	-	-	-	-	0.09	-	-	-	-	-	-	-	0.09	-
	Others	*	-	-	-	*	*	-	-	0.01	0.36	-	-	-	-	-	-	0.01	0.36
26	Outstanding Share Application Money at period end																		
	Olayan Voltas Contracting Company Limited	-	-	-	-	13.13	13.13	-	-	-	-	-	-	-	-	-	-	13.13	13.13
27	Debit Balance Outstanding at period end																		
	Infiniti Retail Limited	-	-	-	-	-	-	-	-	46.65	47.30	-	-	-	-	-	-	46.65	47.30
	Saudi Ensas Company for Engineering Services WLL	25.17	14.42	-	-	-	-	-	-	-	-	-	-	-	-	-	-	25.17	14.42
	Universal MEP Contracting Services and Trading WLL	21.51	17.52	-	-	-	-	-	-	-	-	-	-	-	-	-	-	21.51	17.52
	Universal MEP Projects & Engineering Services Limited	6.66	23.73	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6.66	23.73
	Voltbek Home Appliances Private Limited	-	-	-	-	50.15	71.51	-	-	-	-	-	-	-	-	-	-	50.15	71.51
	Others	11.39	12.50	0.03	0.03	0.38	-	0.01	-	56.70	51.76	-	-	-	-	0.87	-	69.38	64.29

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

S. No	Transactions	Subsidiaries		Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
28	Credit Balance Outstanding at period end																		
	Tata Sons Private Limited	-	-	-	-	-	-	15.79	18.43	-	-	-	-	-	-	-	-	15.79	18.43
	Universal MEP Projects & Engineering Services Limited	3.44	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	3.44	-
	Weathermaker FZE	1.54	6.77	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.54	6.77
	Others	-	-	-	-	5.44	2.83	-	-	4.29	0.69	2.94	5.28	1.90	3.57	0.08	-	14.65	12.37
29	Guarantees Outstanding at period end																		
	Saudi Ensas Company for Engineering Services WLL	-	470.83	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	470.83
	Universal MEP Projects & Engineering Services Limited	-	1,900.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1,900.00
30	Impairment in value of Investments at period end																		
	Olayan Voltas Contracting Company Limited	-	-	-	-	20.24	20.24	-	-	-	-	-	-	-	-	-	-	20.24	20.24
	Others	1.09	1.09	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.09	1.09
31	Contract Revenue in excess of Billing																		
	Tata Consultancy Services Limited	-	-	-	-	-	-	-	-	3.27	2.12	-	-	-	-	-	-	3.27	2.12
	Universal MEP Projects & Engineering Services Limited	4.50	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	4.50	-
	Others	-	-	-	-	-	-	-	-	0.82	0.16	-	-	0.04	-	-	-	0.86	0.16

S. No	Transactions	Subsidiaries		Associates		Joint Ventures		Entity with significant influence over the Company		Subsidiaries and Joint Ventures of entity with significant influence over the Company		Key Management Personnel		Directors		Employees Benefit Fund		Total	
		2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
32	Billing in excess of Contract Revenue																		
	Tata Advanced Systems Limited	-	-	-	-	-	-	-	-	0.09	0.44	-	-	-	-	-	0.09	0.44	
	Universal MEP Projects & Engineering Services Limited	*	1.62	-	-	-	-	-	-	-	-	-	-	-	-	-	*	1.62	
	Infiniti Retail Limited	-	-	-	-	-	-	-	-	0.49	0.01	-	-	-	-	-	0.49	0.01	
	Tata Communications Limited	-	-	-	-	-	-	-	-	0.16	0.15	-	-	-	-	-	0.16	0.15	
	Tata Semiconductor Assembly and Test Private Limited	-	-	-	-	-	-	-	-	0.11	0.12	-	-	-	-	-	0.11	0.12	
	Others	-	-	-	-	*	-	*	-	0.12	0.16	-	-	-	*	-	0.12	0.44	
33	Contribution to Employee Benefit Funds																		
	Voltas Limited Managerial Staff Gratuity Fund	-	-	-	-	-	-	-	-	-	-	-	-	-	-	4.75	4.99	4.99	
	Voltas Managerial Staff Provident Fund	-	-	-	-	-	-	-	-	-	-	-	-	-	-	8.61	8.59	8.61	
	Others	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.97	2.56	1.97	2.56

*Value below ₹ 50,000/-

Managerial remunerations excludes provision for gratuity, compensated absences and long-term incentive scheme, since these are provided on the basis of an actuarial valuation of the Company's liabilities for all its employees.



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

Terms and conditions of transactions with related parties

(i) Sales of products/PPE and rendering of services (Refer S. No. 1, 2 and 6)

Sales are made to related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The Company mutually negotiates and agrees sales price, discount and payment terms with the related parties by benchmarking the same to transactions with non-related parties, who purchase goods and services of the Company in similar quantities. Such sales generally include payment terms requiring related party to make payment within 07 to 60 days from the date of invoice.

(ii) Construction contract revenue (Includes billed and unbilled revenue) (Refer S. No. 3)

Construction contracts are entered with related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The Company mutually negotiates and agrees contract price, margin, and payment terms with the related parties by benchmarking the same to transactions with non-related parties with whom the Company enters with similar nature of contracts. In these contracts, payments are generally due upon completion of milestone as per terms of contract. In certain contracts short term advance are received before the performance obligation is satisfied.

(iii) Rental Income (Refer S. No. 4)

The Company leases out investment properties - Building to related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The Company mutually negotiates and agrees lease rate with the related parties by benchmarking the same to transactions with non-related parties with whom the company enters with lease contracts. These lease contracts include payment terms requiring related party to make payments in advance.

(iv) Corporate Guarantee Fees Received / Receivable and Guarantees Outstanding at period end (S. No. 9 and 29)

The Company has issued financial guarantees to banks on behalf of and in respect of credit facilities (fund and non-fund) availed by its subsidiaries. The Guarantee given by the Company will require it to make specified payments to reimburse the bank for the loss it incurs if its subsidiaries fail to make payment when due in accordance with the original terms of the credit facilities agreements. The Company receives commission for providing the guarantees to its subsidiaries. The rate of guarantee commission is determined using Transfer Pricing study conducted by tax professionals.

(v) Security deposit at the end of the period (Refer S. No. 23)

These deposits are received on investment properties – Building leased out to related parties and are non-interest bearing and on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business.

(vi) Remuneration Paid / Payable (including commission and sitting fees) (Refer S. No. 7 and 8)

The amounts paid/payable are the amounts recognised as an expense during the financial year related to Key Management Personnel and Directors. The amounts do not include expense, if any, recognised toward post-employment benefits of Key Management Personnel. Such expenses are measured based on an actuarial valuation done for Company. Hence, amounts attributable to KMPs are not separately determinable.

(vii) Purchases of PPE, stock-in-trade and goods / services for execution of contracts (Refer S. No. 12,16 and 18)

Purchases are made from related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

Company mutually negotiates and agrees purchase price and payment terms with the related parties by benchmarking the other purchases being made from non-related parties. Such purchases generally include payment terms requiring the Company to make payment within 30 to 60 days from the date of invoice.

(viii) Receiving of services (Refer S. No. 11)

The company received services in the nature of insurance, communication, IT services etc. from related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The Company agrees the price and payment terms with the related parties by benchmarking the same to the services received from non-related parties. Such transactions include payment terms requiring payment to be made to related parties within 07 to 60 days from the date of invoice.

(ix) Other Expenses - Recovery / Reimbursement of expenses (Refer S. No. 13 and 14)

These transactions represent expense incurred by the Company on behalf of related parties or expenses incurred by related parties on behalf of the Company. This reimbursement / recovery of expenses is made on actual cost incurred basis without mark-up.

(x) Royalty Charges (Refer S. No. 15)

The Company pays royalty to the entity having significant influence over the Company for using the brand name. The rate of royalty is determined using Transfer Pricing study conducted by tax professionals.

(xi) Deputation Charges Paid (Refer S. No. 17)

These transactions represent hiring of manpower from related parties where prices are agreed at cost to related party plus mark-up. Mark-up for this purpose is determined using Transfer Pricing study conducted by tax professionals.

(xii) Debit Balance and Provision for Debts and Advances at period end (Refer S. No. 24 and 27)

Trade receivables and other receivables balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these receivables. The amounts are recoverable within 21 to 60 days from the reporting date (31 March, 2025: 21 to 60 days from the reporting date). The Company has recorded impairment allowances on receivables as per ECL matrix followed by the Company.

(xiii) Advances Outstanding at period end (Refer S. No. 25)

Advances outstanding balances are unsecured, interest free and will be settled against the provision of services by the related parties. These advances have been paid as per the terms of contracts.

(xiv) Credit Balance outstanding at period end (Refer S. No. 28)

Trade payables and other payables balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been given against these payables. The amounts are payable within 30 to 60 days from the reporting date (31 March, 2025: 30 to 60 days from the reporting date).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

49 RELATED PARTY DISCLOSURES (Contd.)

(xv) Contract Revenue in excess of Billing (Refer S. No. 31)

Outstanding balances of contract assets is related to the revenue earned from Construction contracts relating to electro-mechanical projects as receipt of consideration that is conditional on successful completion of project milestone. Upon completion of milestone acceptance/certification by the related parties and no other performance obligation is pending, the amounts recognised as contract assets are billed and reclassified to trade receivables. Contract assets balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these assets. The company expects to complete the work as per the milestone agreed as per terms of the contracts.

(xvi) Billing in excess of contract revenue (Refer S. No. 32)

Billing in excess of contract revenue represents billing made in excess of revenue recognised on construction contracts and will get adjusted against the revenue to be recognised as work gets executed on the contracts. Invoices on construction contracts are raised as per the terms of the contracts.

(xvii) Contribution to Employee Benefit Funds (Refer S. No. 33)

Contribution to Employee Benefit Funds are made as per applicable statutory laws and regulations.

(xviii) Investment in Equity Shares (Refer S. No. 19)

The Company has invested in equity shares of Voltas Netherlands B.V. ('VNBV'), the proceeds of which will

be utilised by VNBV to purchase the investment in other subsidiaries as held by the Company with an aim to house the international business operations of the Company under a separate entity. VNBV has one class of equity shares having a par value of EUR 45 per share (Refer Note 57(v)).

The Company has invested in equity shares of Voltbek Home Appliances Private Limited ('VHAPL') for its working capital requirements and capital expansion. The investment has been utilised by VHAPL for the purpose it was obtained. VHAPL has one class of equity shares having a par value of ₹ 10 per share. Each shareholder is entitled for one vote per share held.

The Company has invested in equity shares of Voltas Components Private Limited ('VCPL') to support its operational expenditure requirements. The investment is being utilised by VCPL for the intended purposes. VCPL has a single class of equity shares with a face value of ₹ 10 per share, and each shareholder is entitled to one vote for every share held.

(xix) Investment in Bonds and Debentures (Refer S. No. 21)

Investment made in bonds issued by related parties are on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business considering the yield on investment and credit risk associated with the investment.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 FINANCIAL INSTRUMENTS

A Categorisation and Fair Valuation

The accounting classification of each category of financial instruments, their carrying value and fair value are as below:

	As at 31 March, 2026				As at 31 March, 2025			
	Carrying value			Fair Value	Carrying value			Fair Value
	FVTPL	FVTOCI	Amortised Cost	Total value	FVTPL	FVTOCI	Amortised Cost	Total value
Financial assets								
Investments*								
Unquoted Mutual funds	1207.12	-	-	1,207.12	1410.51	-	-	1410.51
Quoted Debenture/Bonds	152.10	-	108.93	261.03	151.12	-	116.55	267.67
Unquoted Equity Instruments	-	186.01	-	186.01	-	274.68	-	274.68
Quoted Equity Instruments	-	728.16	-	728.16	-	967.72	-	967.72
Unquoted Preference Shares	-	-	-	-	-	-	20.00	20.00
Loans	-	-	0.75	0.75	-	-	0.76	0.76
Trade receivables	-	-	2079.03	2079.03	-	-	1569.69	1569.69
Other financial assets- Non Current	-	-	435.48	435.48	-	-	203.58	203.58
Other financial assets- Current	-	-	-	-	-	-	-	-
Other financial assets	-	-	439.28	439.28	-	-	757.84	757.84
Foreign Exchange forward contract	0.01	-	-	0.01	-	-	-	-
Cash and cash equivalents	-	-	477.25	477.25	-	-	472.11	472.11
Other balances with banks	-	-	18.83	18.83	-	-	16.21	16.21
	1,359.23	914.17	3,559.55	5,832.95	1,561.63	1,242.40	3,156.74	5,960.77
				5,856.42				5,959.65



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 FINANCIAL INSTRUMENTS (Contd.)

	As at 31 March, 2026				As at 31 March, 2025			
	Carrying value			Fair Value	Carrying value			Fair Value
	FVTPL	FVTOCI	Amortised Cost	Total value	FVTPL	FVTOCI	Amortised Cost	Total value
Financial liabilities								
Borrowings - Non-current	-	-	375.80	375.80	-	-	382.28	382.28
Borrowings - Current	-	-	414.60	414.60	-	-	182.88	182.88
Trade payables	-	-	3,853.69	3853.69	-	-	2599.72	2599.72
Other financial liabilities: Non-Current	-	-	36.26	36.26	-	-	34.31	34.31
Other financial liabilities: Current	-	-	-	-	-	-	-	-
Other financial liabilities	-	-	420.70	420.70	-	-	328.69	328.69
Foreign Exchange forward contract	0.13	-	-	0.13	4.74	-	-	4.74
	0.13	-	5,101.05	5,101.18	4.74	-	3,527.88	3,532.62

* The above Investments does not include equity investments in subsidiaries, associates and joint ventures which are carried at cost and hence are not required to be disclosed as per Ind AS 107 "Financial Instruments Disclosures".

Management has assessed that cash and cash equivalents, other balances with banks, loans, trade receivables, other financial assets-current, borrowings-current, trade payables and other financial liabilities-current carried at amortised cost approximate their carrying amounts largely due to the short-term maturities of these instruments.

Abbreviations:

FVTPL - Fair Value Through Profit or Loss.

FVTOCI - Fair Value Through Other Comprehensive Income.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 FINANCIAL INSTRUMENTS (Contd.)

B Fair Value Hierarchy

The fair value measurement hierarchy of the Company's assets and liabilities are as follows:

₹ in crores

	Level 1		Level 2		Level 3	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
(A) Assets measured at fair value						
(i) Investment (Refer note 9)						
At fair value through profit or loss						
Unquoted Mutual funds	1207.12	1410.51	-	-	-	-
Quoted Debenture/Bonds	152.10	151.12	-	-	-	-
Derivative financial assets	-	-	0.01	-	-	-
At fair value through OCI						
Quoted Equity Instruments	728.16	967.72	-	-	-	-
Unquoted Equity Instruments	-	-	-	-	186.01	274.68
Total	2,087.38	2,529.35	0.01	-	186.01	274.68
(B) Financial liabilities						
(i) At fair value through profit or loss						
Derivative financial liabilities	-	-	0.13	4.74	-	-
Total	-	-	0.13	4.74	-	-
(C) Assets for which fair value are disclosed						
(i) Investment properties (Refer note 5)	-	-	-	-	909.01	914.15
Total	-	-	-	-	909.01	914.15

The Company uses the following hierarchy for determining and/or disclosing the fair value of financial instrument by valuation techniques:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties.

The following methods and assumptions were used to estimate the fair values:

- The fair value of quoted equity investment & quoted debentures/bonds and mutual funds are based on price quotations at the reporting date.
- The fair value of certain unquoted equity investments have been estimated using discounted cashflow / market multiple method. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted equity investments.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

50 FINANCIAL INSTRUMENTS (Contd.)

- Further, in case of certain other Unquoted equity instrument their respective cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range. (Refer Note 8 (v))
- The Company enters into derivative financial instruments with various counterparties, principally with banks. Foreign exchange forward contracts are valued using valuation techniques, which employs the use of market observable inputs. The model incorporates various inputs including the credit quality of counter parties, foreign exchange spot and forward rates.
- The fair value of the investment properties have been derived using the market comparable approach (market value method / sale comparison technique) based on recent market prices without any significant adjustments being made to the market observable data. The valuation was carried out by an independent registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.
- There were no transfers between Level 1 and 2 during the period.

C Reconciliation of fair value measurement of unquoted equity shares classified as FVTOCI assets:

₹ in crores

	Amount
As at 01 April, 2024	273.87
Add: Fair valuation gain/(loss) recognised in OCI	0.81
Closing balance as at 31 March, 2025	274.68
Add: Fair valuation gain/(loss) recognised in OCI	(88.67)
Closing balance as at 31 March, 2026	186.01

51 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's financial liabilities include borrowings, lease liabilities, trade and other payables. The Company's financial assets include investments, loans, trade and other receivables, cash and cash equivalents and other bank balances. The Company also holds FVTPL and FVTOCI investments.

The Company is exposed to market risk, credit risk and liquidity risk. The Board of Directors of the Company oversee the management of these financial risks through its Risk Management Committee as per Company's existing policy.

(i) Market risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprise three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include borrowings, lease liabilities, investments, trade payables and other payables, trade receivables and other receivables, loans and derivative financial instruments.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in the market interest rates related primarily to the Company's long term borrowings and investment in debt mutual funds. The Company has availed benchmark linked, short term and long term debt from banks both in India and overseas. It is estimated that an increase in 25 bps change in benchmark rate would result in a loss before tax of approximately ₹ 1.98 crores whereas a decrease in 25 bps change in benchmark rate would result in a profit before tax of approximately ₹ 1.98 crores (31 March, 2025: ₹ 1.41 crores).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

51 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

Given the portfolio of investments in debt mutual funds, the Company has exposure to interest rate risk with respect to returns realised. It is estimated that an increase in 25 bps change in 10 year Govt. bond yield would result in a loss before tax of approximately ₹ 3.02 crores (31 March, 2025: ₹ 3.53 crores) whereas a decrease in 25 bps change in 10 year Govt. bond yield would result in a profit before tax of approximately ₹ 3.02 crores (31 March, 2025: ₹ 3.53 crores). This estimate is based on key assumption with respect to seamless transition of rates across debt instruments in the market and also basis the duration of debt instruments in turn held by mutual funds that the Company has invested in.

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). Foreign currency risks are managed by utilising foreign exchange forward contracts within the approved policy parameters.

As at the year end, the carrying amounts of the foreign currency denominated monetary assets and liabilities are as follows:

₹ in crores

	Liabilities		Assets	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
(a) United States Dollar (USD)	774.96	819.43	1.31	52.93
(b) United Arab Emirates Dirham (AED)	574.37	535.23	429.49	624.01
(c) Chinese Yuan (CNY)	547.10	190.02	-	-
(d) Qatari Riyal (QAR)	47.63	38.99	40.00	29.53
(e) Euro (EUR)	4.61	6.18	-	0.07
(f) Singapore Dollar (SGD)	1.87	1.08	3.95	1.31
(g) Bahrain Dinar (BHD)	7.16	9.90	20.15	23.48
(j) Others	2.88	0.15	0.37	0.37

Foreign currency sensitivity

The following tables demonstrate the sensitivity of outstanding foreign currency denominated monetary items to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of financial assets and liabilities:

₹ in crores

	Effect on Profit before tax		Effect on Equity (pre-tax)	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
(a) USD +5% #	(36.28)	(21.18)	(27.15)	(15.85)
USD -5% #	36.28	21.18	27.15	15.85
(b) AED +5%	(7.24)	4.44	(5.42)	3.32
AED -5%	7.24	(4.44)	5.42	(3.32)

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

51 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

₹ in crores

	Effect on Profit before tax		Effect on Equity (pre-tax)	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
(c) CNY +5% #	(26.81)	(7.92)	(20.06)	(5.92)
CNY -5% #	26.81	7.92	20.06	5.92
(d) QAR +5%	(0.38)	(0.47)	(0.29)	(0.35)
QAR -5%	0.38	0.47	0.29	0.35
(e) EUR +5%	(0.23)	(0.31)	(0.17)	(0.23)
EUR -5%	0.23	0.31	0.17	0.23
(f) SGD +5%	0.10	0.01	0.08	0.01
SGD -5%	(0.10)	(0.01)	(0.08)	(0.01)
(g) BHD +5%	0.65	0.68	0.49	0.51
BHD -5%	(0.65)	(0.68)	(0.49)	(0.51)
(j) Others +5%	(0.13)	0.01	(0.09)	0.01
Others -5%	0.13	(0.01)	0.09	(0.01)

net of derivative contracts

Details of notional value of derivative contracts entered by the Company and outstanding as at Balance Sheet date

₹ in crores

	As at 31 March, 2026	As at 31 March, 2025
Forward contracts - Buy (USD/INR)	47.99	342.98
Forward contracts - Buy (CNY/INR)	10.94	31.71

The fair value of the Company's derivatives position recorded under financial assets and financial liabilities are as follows:

₹ in crores

	Liabilities		Assets	
	As at 31 March, 2026	As at 31 March, 2025	As at 31 March, 2026	As at 31 March, 2025
Forex Forward Cover	0.13	4.74	0.01	-

(c) Equity price risk

The Company's listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company's Board of Directors reviews and approves all equity investment decisions.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

51 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

The following table summarises the sensitivity to change in the NSE index on the Company's Equity and OCI. These changes would not have an effect on profit or loss.

₹ in crores

	Impact on other components of equity (OCI)	
	As at 31 March, 2026	As at 31 March, 2025
NSE Nifty 50 - increase 5%	36.41	48.39
NSE Nifty 50 - decrease 5%	(36.41)	(48.39)

(ii) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk for trade receivables, contract asset, cash and cash equivalents, investments, other bank balances, loans and other financial assets. The Company only deals with parties which have good credit rating/worthiness given by external rating agencies or based on Company's internal assessment.

Credit risk on trade receivables and contract assets are managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and individual credit limits are defined in accordance with this assessment. Moreover, given the diverse nature of the Company's businesses, trade receivables and contract assets are spread over a number of customers with no significant concentration of credit risk. No single customer accounted for 10% or more of the trade receivables and contracted assets in any of the years presented.

For trade receivables and contract assets, as a practical expedient, the Company computes credit loss allowance based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and contract assets and is adjusted for forward-looking estimates.

For Mutual Fund Investments, counterparty risk are in place to limit the amount of credit exposure to any one counterparty. This, therefore, results in diversification of credit risk for Company's mutual fund investments.

Credit risk from cash and cash equivalents and balances with banks is managed by the Company's treasury department in accordance with the Company's treasury policy.

The Credit risk on mutual fund investments, cash and cash equivalents, and other bank balances are limited as the counterparties are banks and fund houses with high-credit ratings assigned by credit rating agencies.

The carrying value of the financial assets represents the maximum credit exposure. The Company's maximum exposure to Credit risk is disclosed in Note 50 Financial Instruments. The maximum credit exposure on financial guarantees given by the Company for various financial facilities is disclosed in Note 47 (B) Commitments and Contingencies.

(iii) Liquidity risk management:

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that the funds are available for use as per the requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities. The Company consistently generates sufficient cash flows from operations to meet its financial obligations as and when they fall due.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

51 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

Maturities of financial liabilities: The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

Contractual maturities of financial liabilities (undiscounted)

As at 31 March, 2026

₹ in crores

	Less than 1 year	1 year to 3 year	More than 3 year	Total
(i) Non-derivatives				
(a) Borrowings (*)	441.52	415.80	-	857.32
(b) Lease Liabilities	12.02	7.60	5.00	24.62
(c) Trade payables	3,853.69	-	-	3,853.69
(d) Other financial liabilities	420.70	44.01	0.36	465.07
Total non-derivative liabilities	4,727.93	467.41	5.36	5,200.70
Total derivative liabilities	0.13	-	-	0.13

As at 31 March, 2025

₹ in crores

	Less than 1 year	1 year to 3 year	More than 3 year	Total
(i) Non-derivatives				
(a) Borrowings (*)	218.14	137.51	314.05	669.70
(b) Lease Liabilities	11.43	14.12	4.54	30.09
(c) Trade payables	2,599.72	-	-	2,599.72
(d) Other financial liabilities	328.69	41.30	2.30	372.29
Total non-derivative liabilities	3,157.98	192.93	320.89	3,671.80
Total derivative liabilities	4.74	-	-	4.74

The amount included in Note 47(B) for financial guarantee contracts are the maximum amounts that the Company may be liable to settle under the respective arrangements for the full guaranteed amount if that amount is claimed by the counterparty for the guarantee. Based on the expectations as at the end of reporting period, the Company considers that it is more likely than not that such amount shall not be payable under the respective arrangements. However, this estimate is subject to change depending upon the probability of the counterparty claiming under the guarantee which is a function of the likelihood that the financial receivables held by the counterparty which are guaranteed suffer credit losses.

* Maturity amount of borrowings is including the interest that will be paid on these borrowings.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

52 RESEARCH AND DEVELOPMENT EXPENDITURE

	2025-26	2024-25
₹ in crores		
(A) Expenditure at Department of Scientific and Industrial Research (DSIR) approved R&D centers		
(1) Revenue expenditure		
UPBG, Pantnagar	4.24	3.13
CAC-PS, Thane	6.83	0.03
UPBG, Faridabad*	7.35	6.24
	18.42	9.40
(2) Capital expenditure		
UPBG, Faridabad*	0.02	1.37
	0.02	1.37
(B) Expenditure at other R&D centers		
(1) Revenue expenditure		
UPBG, Pantnagar	5.17	3.14
UPBG, Waghodia	1.15	0.87
CAC-PS, Waghodia	7.47	11.25
UPBG, Chennai	1.65	-
	15.44	15.26
(2) Capital expenditure		
UPBG, Chennai	9.94	7.25
UPBG, Waghodia	-	1.34
	9.94	8.59
(C) Total R&D Expenditure (A+B)	43.82	34.62
(1) Revenue expenditure		
UPBG	19.56	13.38
CAC-PS	14.30	11.28
	33.86	24.66
(2) Capital expenditure		
UPBG	9.96	9.96
CAC-PS	-	-
	9.96	9.96
	43.82	34.62

*The R&D center at Faridabad has been recognised as an approved R&D center by Department of Scientific and Industrial Research (DSIR) with effect from 26 March, 2024.

Business Segments:

UPBG: Unitary Cooling Products

CAC-PS: Commercial AC - Product Sales

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

53 AGGREGATION OF EXPENSES DISCLOSED IN CONSUMPTION OF MATERIALS, COST OF JOBS AND SERVICES AND OTHER EXPENSES IN RESPECT OF SPECIFIC ITEMS ARE AS FOLLOWS (REFER NOTE 42):

	2025-26		
Nature of expenses	Grouped under		
	Consumption of materials, cost of jobs and services	Other expenses	Total
(a) Rent	-	7.53	7.53
(b) Power and Fuel	-	28.48	28.48
(c) Insurance charges	-	10.24	10.24
(d) Travelling and Conveyance	-	38.92	38.92
(e) Printing and Stationery	-	6.64	6.64
(f) Legal and Professional charges	-	44.26	44.26
(g) Clearing charges	-	157.36	157.36
(h) Outside Service charges	38.73	241.20	279.93
(i) Repairs to Plant and Machinery	-	11.76	11.76
(j) Other miscellaneous expenses	0.16	88.65	88.81

	2024-25		
Nature of expenses	Grouped under		
	Consumption of materials, cost of jobs and services	Other expenses	Total
(a) Rent	0.07	18.06	18.13
(b) Power and Fuel	0.02	23.34	23.36
(c) Insurance charges	0.33	7.76	8.09
(d) Travelling and Conveyance	0.07	38.65	38.72
(e) Printing and Stationery	-	6.08	6.08
(f) Legal and Professional charges	0.32	37.74	38.06
(g) Clearing charges	-	101.96	101.96
(h) Outside Service charges	29.16	200.47	229.63
(i) Repairs to Plant and Machinery	-	6.93	6.93
(j) Other miscellaneous expenses	0.31	88.60	88.91

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

54 LEASES

Company as a lessee

The Company has lease contracts for its office premises, and storage locations with lease term between 1 year to 9 years. The Company also has Land for lease for a maximum lease term of 99 years and Vehicle on Lease for a lease term between 1-2 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and subleasing the leased assets.

The Company also has certain leases of office premises and storage locations with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for these leases.

(a) The movement in lease liabilities during the year ended 31 March, 2026 and 31 March, 2025 is as follows:

	As at 31 March, 2026	As at 31 March, 2025
Balance at the beginning	24.09	25.89
Additions	7.76	4.99
Accretion of interest	2.10	7.22
Deletions	-	(0.17)
Payment of lease liabilities	(13.47)	(13.84)
Balance at the end	20.48	24.09
Non-current	9.82	13.96
Current	10.66	10.13

(b) The following are the amounts recognised in profit or loss:

	Year ended 31 March, 2026	Year ended 31 March, 2025
Depreciation on right-of-use assets	11.03	5.45
Interest expense on lease liabilities	2.10	7.22
Expense relating to short-term leases (Refer footnote (iii))	164.89	120.02
Total amount recognised in statement of profit and loss	178.02	132.69

(c) Details of carrying amount of right-of-use assets and movement during the period is disclosed under Note 6.

Footnotes:

- (i) The maturity analysis of lease liabilities are disclosed in Note 51 (iii) Liquidity Risk Management.
- (ii) The effective interest rate for lease liabilities is 8% to 9% p.a. (31 March, 2025: 9% p.a.), with maturity between 2024-2033.
- (iii) Expense relating to short-term leases are disclosed under the head rent and clearing charges in other expenses (refer note 42).
- (iv) The Company had total cash flows for leases of ₹ 13.47 crores on 31 March, 2026 (31 March, 2025: ₹ 13.84 crores).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

54 LEASES (Contd.)

Company as a lessor

The Company has entered into operating leases on its investment property portfolio consisting of land and office premises. These leases have lease terms between 1 year to 5 years. The Company has the option under some of its leases to lease the assets for additional periods. An amount of ₹ 38.53 crores is recognised as lease income in the statement of profit and loss account for the year ended 31 March, 2026 (31 March, 2025: ₹ 36.52 crores).

Minimum lease income for non-cancellable operating lease

	As at 31 March, 2026	As at 31 March, 2025
(a) Not later than one year	11.74	11.21
(b) Later than one year but not later than five years	10.42	4.55
(c) Later than five years	-	-

55 CAPITAL MANAGEMENT:

The capital structure of the Company consists of net debt and total equity of the Company. The Company manages its capital to ensure that the Company will be able to continue as going concern while maximising the return to stakeholders through an optimum mix of debt and equity within the overall capital structure. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

	As at 31 March, 2026	As at 31 March, 2025
(a) Borrowings (refer note 24 & 30)	790.40	565.16
(b) Less: Cash and cash equivalents (refer note 16)	(477.25)	(472.11)
Net Debt	313.15	93.05
(a) Equity	7,964.25	8,132.21
Capital and Net Debt	8,277.40	8,225.26
Gearing Ratio	3.78%	1.13%

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March, 2026 and 31 March, 2025.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

56 REVENUE FROM CONTRACTS WITH CUSTOMERS

A) Disaggregated revenue information

Disaggregation of the Company's revenue from contracts with customers are as follows:

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
Segment - A (Unitary Cooling Products)		
(a) Sale of products	8,682.47	9,888.64
(b) Sale of services	818.16	725.28
	9,500.63	10,613.92
Segment - B (Electro - Mechanical Projects and Services)		
(a) Sale of products	7.52	7.14
(b) Construction contract revenue	894.23	555.84
(c) Sale of services	5.44	5.46
	907.19	568.44
Total amount recognised in statement of profit and loss	10,407.82	11,182.36

B) Set out below is the amount of revenue recognised from:

Disaggregation of the Company's revenue from contracts with customers are as follows:

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Amounts included in contract liabilities at the beginning of the year	68.02	147.04
(b) Performance obligations satisfied in previous years	-	-

C) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

	Year ended 31 March, 2026	Year ended 31 March, 2025
Revenue as per contracted price	11,161.18	11,736.76
Adjustments:		
(i) Reduction towards variable consideration components *	(753.36)	(554.40)
Revenue from contract with customers	10,407.82	11,182.36

*Reduction towards variable consideration components include discounts, service level credits, etc.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

56 REVENUE FROM CONTRACTS WITH CUSTOMERS (Contd.)

D) Timing of Revenue Recognition

	₹ in crores	
	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Revenue recognised at a point of time	8,832.14	9,937.27
(b) Revenue recognised over the time	1,575.68	1,245.09
Revenue from contract with customers	10,407.82	11,182.36

E) Performance obligation

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 March, 2026 is of ₹ 1,469.20 crores (31 March, 2025: ₹ 1,083.03 crores) is expected to be recognised as revenue as follows:

	₹ in crores	
	As at 31 March, 2026	As at 31 March, 2025
(a) Within one year	1,097.21	1,070.86
(b) Within one to three years	371.99	12.17
Total Performance obligation	1,469.20	1,083.03

57 OTHER STATUTORY INFORMATION:

- 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 does not have any transactions with companies struck off from the records of the Registrar of Companies (ROC).
- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- The Company has not traded or invested in crypto currency or virtual currency during the financial year.
- Following are the details of the funds advanced by the Company to Intermediaries for further advancing to the Ultimate beneficiaries:

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

57 OTHER STATUTORY INFORMATION: (Contd.)

For the year ended 31 March, 2026:

₹ in crores					
Date of investment in Intermediary	Date on which funds are further Invested to other intermediary	Date on which funds are further Invested or advanced in the form of loan to ultimate beneficiary	Amount	Details of Intermediary	Details of Ultimate beneficiary
25 September, 2025	29 September, 2025	29 September, 2025	38.82	Intermediary 1: Voltas Netherlands B.V. registered at Chamber of Commerce under number 30088174. Registered office is Herikerbergweg 238, 1101 CM at Amsterdam. Intermediary 2: Universal MEP Projects Pte. Limited - A private company limited by shares incorporated in Singapore with its registered office at 3 Ang Mo Kio Street 62, #07-31 Link@AMK, Singapore 569139.	Universal MEP Contracting Services and Trading WLL (formerly known as Voltas Qatar W.L.L.) registered in the State of Qatar as a limited liability Company under Commercial Registration No. 55065. Registered office is P.O. Box 24706, Doha, Qatar (Refer Note (b))
19 November, 2025	24 November, 2025	25 November, 2025	30.89	Intermediary 1: Voltas Netherlands B.V. registered at Chamber of Commerce under number 30088174. Registered office is Herikerbergweg 238, 1101 CM at Amsterdam. Intermediary 2: Universal MEP Projects Pte. Limited - A private company limited by shares incorporated in Singapore with its registered office at 3 Ang Mo Kio Street 62, #07-31 Link@AMK, Singapore 569139.	Universal MEP Contracting Services and Trading WLL (formerly known as Voltas Qatar W.L.L.) registered in the State of Qatar as a limited liability Company under Commercial Registration No. 55065. Registered office is P.O. Box 24706, Doha, Qatar (Refer Note (b))
12 December, 2025	16 December, 2025	19 December, 2025	13.28	Intermediary 1: Voltas Netherlands B.V. registered at Chamber of Commerce under number 30088174. Registered office is Herikerbergweg 238, 1101 CM at Amsterdam. Intermediary 2: Universal MEP Projects Pte. Limited - A private company limited by shares incorporated in Singapore with its registered office at 3 Ang Mo Kio Street 62, #07-31 Link@AMK, Singapore 569139.	Universal MEP Contracting Services and Trading WLL (formerly known as Voltas Qatar W.L.L.) registered in the State of Qatar as a limited liability Company under Commercial Registration No. 55065. Registered office is P.O. Box 24706, Doha, Qatar (Refer Note (b))

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

57 OTHER STATUTORY INFORMATION: (Contd.)

₹ in crores					
Date of investment in Intermediary	Date on which funds are further Invested to other intermediary	Date on which funds are further Invested or advanced in the form of loan to ultimate beneficiary	Amount	Details of Intermediary	Details of Ultimate beneficiary
12 December, 2025	16 December, 2025	23 December, 2025	137.02	Intermediary 1: Voltas Netherlands B.V. registered at Chamber of Commerce under number 30088174. Registered office is Herikerbergweg 238, 1101 CM at Amsterdam. Intermediary 2: Universal MEP Projects Pte. Limited - A private company limited by shares incorporated in Singapore with its registered office at 3 Ang Mo Kio Street 62, #07-31 Link@AMK, Singapore 569139.	Universal MEP Contracting Services and Trading WLL (formerly known as Voltas Qatar W.L.L.) registered in the State of Qatar as a limited liability Company under Commercial Registration No. 55065. Registered office is P.O. Box 24706, Doha, Qatar (Refer Note (b))

For the year ended 31 March, 2025:

₹ in crores					
Date of investment in Intermediary	Date on which funds are further Invested to other intermediary	Date on which funds are further Invested or advanced in the form of loan to ultimate beneficiary	Amount	Details of Intermediary	Details of Ultimate beneficiary
25 June, 2024	N.A.	03 July, 2024	111.84	Voltas Netherlands B.V. registered at Chamber of Commerce under number 30088174. Registered office is Herikerbergweg 238, 1101 CM at Amsterdam.	Universal MEP Projects Pte. Limited - A private company limited by shares incorporated in Singapore with its registered office at 3 Ang Mo Kio Street 62, #07-31 Link@AMK, Singapore 569139. (Refer Note (a))

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

57 OTHER STATUTORY INFORMATION: (Contd.)

₹ in crores

Date of investment in Intermediary	Date on which funds are further Invested to other intermediary	Date on which funds are further Invested or advanced in the form of loan to ultimate beneficiary	Amount	Details of Intermediary	Details of Ultimate beneficiary
24 April, 2024	03 May, 2024	03 May, 2024	52.12	Intermediary 1: Voltas Netherlands B.V. registered at Chamber of Commerce under number 30088174. Registered office is Herikerbergweg 238, 1101 CM at Amsterdam. Intermediary 2: Universal MEP Projects Pte. Limited - A private company limited by shares incorporated in Singapore with its registered office at 3 Ang Mo Kio Street 62, #07-31 Link@AMK, Singapore 569139.	Universal MEP
25 June, 2024	03 July, 2024	19 December, 2024	8.42		Contracting Services and Trading WLL (formerly known as Voltas Qatar W.L.L.) registered in the State of Qatar as a limited liability Company under Commercial Registration No. 55065. Registered office is P.O. Box 24706, Doha, Qatar

Footnotes:

- (a) The Board of Directors of the Company, at its Meeting held on 26 April, 2023, with an objective to house the international business operations of the Company under a separate entity, i.e. Universal MEP Projects Pte Limited (UMPPL), in the Republic of Singapore, approved the transfer of the Company's investments in its overseas subsidiaries – Weathermaker FZE (Weathermaker) (100%), UAE, Saudi Ensas Company for Engineering Services W.L.L. (Saudi Ensas), Kingdom of Saudi Arabia (92%) and Lalbuksh Voltas Engineering Services & Trading L.L.C. (Lalvol), Sultanate of Oman (20%). During the previous year, the Company has invested ₹ 111.84 crores in the share capital of Voltas Netherlands B.V. which has infused these funds in share capital of UMPPL. These funds were utilised by UMPPL for purchase of investments from Voltas.
- (b) The Company has made an investment of ₹ 220.01 crores (31 March, 2025: ₹ 60.54 crores) in Voltas Netherlands B.V. ('VNBV') and the said amount was further invested by VNBV into Universal MEP Projects Pte Limited, a step-down subsidiary of the Company primarily for repayment of bank overdraft facility earlier taken by UMPPL to extend financial support for business operation of Universal MEP Contracting Services and Trading WLL (formerly known as Voltas Qatar W.L.L.) a step-down subsidiary of the Company.

The Company has complied with the relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and the Companies Act, 2013 for the above transactions and the transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

57 OTHER STATUTORY INFORMATION: (Contd.)

- (vi) 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:

(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.
- (vii) The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (viii) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.
- (ix) The Company has not been declared as wilful defaulter by any Bank, Financial Institution or any other lender.

58 AUDIT TRAIL:

The Company has used accounting softwares for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except that audit trail feature is not enabled at the database level in relation to payroll software. Further no instance of audit trail feature being tampered with was noted in respect of such softwares. Additionally, the audit trail of previous years has been preserved as per the statutory requirements for record retention, to the extent it was enabled and recorded in those respective years except for changes made at the database level for the accounting software for the period November 12, 2024 to March 31, 2025.

59 BACKUP OF BOOKS OF ACCOUNTS:

The Company is maintaining its books of account in electronic mode and these books of account are accessible in India at all times and the back-up of books of account has been kept in servers physically located in India on a daily basis.

60 INVESTMENTS IN SUBSIDIARIES AND BUSINESS TRANSFER AGREEMENTS:

The Board of Directors of the Company at its Meeting held on 13 March, 2025, approved transfer of overseas branches of the Company at Dubai and Abu Dhabi in UAE to Universal MEP Contracting L.L.C. ('UMCL'), Dubai, UAE, a step-down subsidiary of the Company on a slump sale basis through Business Transfer Agreements ('BTAs'). The BTAs between the Company and UMCL have been executed on 20 August, 2025. The transaction is expected to be consummated by 30 June, 2026 or such other date as mutually agreed between the Company and UMCL.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

61 RATIO ANALYSIS:

Sr. No	Ratio	Numerator	Denominator	As at 31 March, 2026	As at 31 March, 2025	% change	Reason for variance of more than 25%
1	Current ratio	Current Assets	Current Liabilities	1.34	1.59	(15.72%)	
2	Debt- Equity Ratio	Total Debt	Total equity	0.10	0.07	42.86%	Increase is on account of Increase in borrowings.
3	Debt Service Coverage ratio	Earnings for debt service = Net Profit before tax + Non-cash operating expenses - depreciation and amortisation + Finance Cost + other adjustments like Loss on sale of property, plant and equipment and Bad and doubtful debts / advances.	Debt service = Interest payable & Lease Payments + Principal Repayments of long term borrowings	5.74	13.57	(57.70%)	Decrease is due to decline in profitability during the year.
4	Return on Equity ratio	Net Profit after taxes	Average total equity	0.04	0.10	(60.00%)	Decrease is due to decline in profitability during the year.
5	Inventory Turnover ratio	Cost of goods sold excluding cost of jobs and services of Segment - B (Electro - Mechanical Projects and Services)	Average Inventory	2.54	3.59	(29.25%)	Decrease is due to increase in inventory.
6	Trade Receivable Turnover Ratio	Revenue from Operations	Average Trade Receivables (including contract assets)	4.57	5.79	(21.07%)	
7	Trade Payable Turnover Ratio	Cost of goods sold and other expenses	Average Trade Payables	2.99	3.78	(20.90%)	
8	Net Capital Turnover Ratio	Revenue from Operations	Average Working capital	4.93	5.49	(10.20%)	
9	Net Profit ratio	Net Profit	Revenue from operations	0.03	0.07	(57.14%)	Decrease is due to decline in profitability during the year.
10	Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net worth + Total long term borrowings + Deferred Tax Liability	0.06	0.12	(50.00%)	Decrease is due to decline in profitability during the year.
11	Return on Investment						

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD)

Sr. No	Ratio	Numerator	Denominator	As at 31 March, 2026	As at 31 March, 2025	% change	Reason for variance of more than 25%
a)	Mutual Funds Investments	Gain on sale / fair valuation of Mutual Fund	Monthly average investment in Mutual Funds	0.06	0.08	(25.00%)	
b)	Fixed Income Investments	Interest Income	Monthly average investment in Fixed Income investments	0.08	0.09	(11.11%)	
c)	Quoted Equity Instruments	Fair valuation of quoted investment + Dividend Income	Monthly average investment in Quoted Equity Instruments	(0.25)	0.04	(725.00%)	Decrease is on account of fluctuation in market prices.

62 EVENTS OCCURRING AFTER BALANCE SHEET DATE:

- (i)

The Board of Directors have proposed dividend of ₹ 4.00/- per share after the balance sheet date which is subject to approval by the shareholders at the annual general meeting.
- (ii)

The Board of Directors have approved an amount of ₹ 20.00 crores to be transferred to General Reserve from Retained Earnings after the balance sheet date.

As per our report of even date

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration No. 324982E/E300003

per **Vikram Mehta**
Partner
Membership Number: 105938

Place: Mumbai
Date: 14 May, 2026

For and on behalf of the Board of Voltas Limited
CIN: L29308MH1954PLC009371

Noel Tata
Chairman
DIN: 00024713

K. V. Sridhar
Chief Financial Officer

Place: Mumbai
Date: 14 May, 2026

Mukundan Menon C P
Managing Director
DIN: 09177076

Ratnesh Rukhariyar
Company Secretary
Membership Number: FCS 5833

FORM No. AOC-1
Statement containing salient features of the financial statements of Subsidiaries/Associate Companies/Joint Ventures
[Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014]

PART "A": SUBSIDIARIES

Name of the Subsidiary	Voltas Components Private Limited (formerly known as Hi-Volt Enterprises Private Limited)	Universal MEP Projects Pte Limited (UMPPPL)	Universal MEP Projects & Engineering Services Limited (UMPESL)	Universal MEP Contracting L.L.C. (UMCL)	Voltas Social Development Foundation	Weathermaker FZE (WMF)	Saudi Ensas Company for Engineering Services & Trading W.L.L. (Saudi Ensas)	Universal Lalbukh Engineering Services Trading L.L.C. (ULAL) (Formerly known as Lalbukh Engineering Services & Trading L.L.C.)	Universal Oman SPC (UOSPC) (Formerly known as Oman SPC)	Universal MEP Contracting Services & Trading W.L.L. (UMCST) (Formerly known as Voltas Qatar W.L.L.)	Voltas Netherlands B.V. (VNBV)
1	Date since when subsidiary was acquired	13 September 2021	04 August 2021	04 September 2008	21 January 2025	12 December 2023	28 January 2009	31 March 2011	27 March 2011	03 May 2016	31 December 1999
2	Reporting Period	31 March 2026	31 March 2026	31 March 2026	31 March 2026	31 March 2026	31 March 2026	31 March 2026	31 March 2026	31 March 2026	31 March 2026
3	(i) Reporting currency	₹	SGD	₹	AED	₹	AED	RO	RO	QAR	EURO
	(ii) Exchange rate as on the last date of the relevant financial year	-	73.57	-	25.81	-	25.81	246.28	246.28	26.01	109.00
		₹ in crores	₹ in crores	₹ in crores	₹ in crores	₹ in crores	₹ in crores	₹ in crores	₹ in crores	₹ in crores	₹ in crores
4	Share Capital	0.16	576.20	1,341.83	0.25	0.10	3.87	6.16	73.88	2.60	508.21
5	Reserves & Surplus (Other Equity)	(0.06)	(524.49)	(427.96)	0.01	(0.02)	12.81	53.23	(110.47)	(560.78)	85.10
6	Total Assets	0.12	129.71	2,422.98	0.26	0.08	27.70	78.22	23.74	158.11	593.76
7	Total Liabilities	0.02	78.00	1,509.11	-	#	11.02	18.83	60.33	716.29	0.45
8	Investments	-	127.06	202.13	-	-	-	-	-	-	581.28
9	Turnover (Revenue from Operations)	-	-	2,958.23	-	-	18.47	59.85	24.11	191.75	-
10	Profit / (loss) before Taxation	(0.02)	(523.51)	315.91	-	#	(8.89)	(14.70)	(13.85)	1.20	(1.34)



Name of the Subsidiary	Voltas Components Private Limited (formerly known as Hi-Volt Enterprises Private Limited)	Universal MEP Projects Pte Limited (UMPPPL)	Universal MEP Projects & Engineering Services Limited (UMPESL)	Universal MEP Contracting L.L.C. (UMCL)	Voltas Social Development Foundation	Weathermaker FZE (WMF)	Saudi Ensas Company for Engineering Services & Trading W.L.L. (Saudi Ensas)	Universal Lalbukh Engineering Services Trading L.L.C. (ULAL) (Formerly known as Lalbukh Engineering Services & Trading L.L.C.)	Universal Oman SPC (UOSPC) (Formerly known as Oman SPC)	Universal MEP Contracting Services & Trading W.L.L. (UMCST) (Formerly known as Voltas Qatar W.L.L.)	Voltas Netherlands B.V. (VNBV)
11	Provision for Taxation	-	-	80.80	-	(1.44)	7.51	-	-	12.18	-
12	Profit / (loss) after Taxation	(0.02)	(523.51)	235.11	-	(7.45)	28.18	(14.70)	(13.85)	(10.98)	(1.34)
13	(a) Interim Dividend	-	-	-	-	-	-	1.76	-	-	-
	(b) Proposed Dividend	-	-	80.51	-	-	-	-	-	-	-
	Total Dividend (a + b)	-	-	80.51	-	-	-	-	-	-	-
14	% of Shareholding	100%	100%****	100%	100%***	100%	100%***	60%**	100%***	49%*	100%
* 49% shares held by UMPPL		** 60% shares held by UMPPL		*** 100% shares held by UMPPL		**** 100% shares held by VNBV					

Notes:

- Foreign currency figures of UMPPL, UMCL, WMF, Saudi Ensas,ULAL, UOSPC, UMCST and VNBV have been converted into Indian Rupees on the basis of appropriate exchange rates as on reporting period.
- Abbreviation for foreign currencies - SGD: Singapore Dollars, AED: United Arab Emirates Dirhams; SR: Saudi Riyal; RO: Omani Rial; QAR: Qatari Rial and Euro: European Union Currency.
- As Voltas Limited controls the composition of the Board of Directors of UMCST, it is a subsidiary of Voltas under Section 2(87)(i) of The Companies Act,2013 (the Act). All other entities are subsidiaries under Section 2(87)(ii) of the Act.
- # value below ₹ 50,000/-
- Universal MEP Contracting L.L.C., Voltas Components Private Limited and Voltas Social Development Foundation are yet to commence operations.



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 the Associate/Joint Venture	Universal Voltas L.L.C.	Olayan Voltas Contracting Company Limited	Naba Diganta Water Management Limited	Voltbek Home Appliances Private Limited	Brihat Trading Private Limited
1	Date on which the Associate/Joint Venture was associated or acquired	26 August 1981	08 February 2012	17 March 2008	18 August 2017	21 August 2012
2	Latest Audited Balance Sheet Date	31 December 2025	31 December 2025	31 March 2026	31 March 2026	31 March 2026
3	Shares of Associate/Joint Ventures held by the Company on the year end					
	(i) Number of shares	-	50,000	47,97,000	93,49,24,900	3,352
	(ii) Amount of Investment in Associates/ Joint Ventures (₹ in crores)	-	20.24#	4.80	934.92	**
	(iii) Extent of Holding %	49%*	50%	26%	49%	33.23%
4	Description of how there is significant influence	Equity investment more than 20%				
5	Reason why the Associate/Joint Venture is not consolidated	Not Applicable				
6	Networth attributable to Shareholding as per latest Audited Balance Sheet (₹ in crores)	42.21	-	5.11	129.93	Dormant Company Not Material
7	Profit / (loss) for the year					
	(i) Considered in Consolidation (₹ in crores)	2.08	-	1.57	(134.22)	Not Material
	(ii) Not considered in consolidation (₹ in crores)	-	-	-	-	Not Material

*Share Capital is held by Universal MEP Projects Pte Limited (UMPPL) a step-down subsidiary of Voltas Limited.

** Value below ₹ 50,000/-.

Includes ₹ 13.13 crores share application money.

For and on behalf of the Board of Voltas Limited
CIN: L29308MH1954PLC009371

Noel Tata
Chairman
DIN: 00024713

Mukundan Menon C P
Managing Director
DIN: 09177076

Ratnesh Rukhariyar
Company Secretary
Membership Number: FCS 5833

K. V. Sridhar
Chief Financial Officer

Place: Mumbai
Date: 14 May, 2026

NOTICE

The Seventy-Second Annual General Meeting of Voltas Limited will be held on Tuesday, 30 June, 2026 at 3.00 p.m. (IST) through Video Conferencing/Other Audio Visual Means to transact the following business:

ORDINARY BUSINESS

- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 March, 2026 together with the Reports of the Board of Directors and the Auditors thereon.
- To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March, 2026 together with the Report of the Auditors thereon.
- To declare a dividend of ₹ 4/- per Equity Share of ₹ 1/- each for the financial year ended 31 March, 2026.
- To appoint a Director in place of Mr. Mukundan Menon C. P. (DIN: 09177076), who retires by rotation and being eligible offers himself for re-appointment.
- To appoint a Director in place of Mr. Vinayak Deshpande (DIN: 00036827), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

- Appointment of Mr. Sunil Alaric D’Souza (DIN: 07194259) as a Non-Independent Non-Executive Director of the Company**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies

Act, 2013 (‘the Act’) and rules made thereunder, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, (including any statutory modification or re-enactment thereto), Mr. Sunil Alaric D’Souza (DIN: 07194259), who was appointed as an Additional Director (Non-Independent Non-Executive) pursuant to the provisions of Section 161(1) of the Act and Article 131 of the Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director (Non-Independent Non-Executive) of the Company, liable to retire by rotation.”

7. Ratification of Cost Auditor’s Remuneration:

To consider and, if thought fit, to pass the following Resolution, as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereto), the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 7.00 lakhs plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit, payable to M/s. Sagar & Associates, the Cost Accountants (Firm Registration Number 000118), who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the financial year ending 31 March, 2027.”



NOTES:

Holding of AGM through VC/OAVM and related information

1. The Ministry of Corporate Affairs (MCA) vide its General Circular No. 20/2020 dated 05 May, 2020, read with other relevant circulars on the subject, including General Circular No. 03/2025 dated 22 September, 2025 (collectively referred to as 'MCA Circulars') has permitted the holding of the Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (Act), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (SEBI Listing Regulations) and MCA Circulars, the 72nd AGM of the Company is being held through VC/OAVM on 30 June, 2026 at 3.00 p.m. (IST). The deemed venue for the 72nd AGM shall be Voltas House 'A', Dr. Babasaheb Ambedkar Road, Chinchpokli, Mumbai 400 033.
2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
3. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice and this mode will be available throughout the proceedings of the Meeting. The Members will be able to view the proceedings on the National Securities Depository Limited's (NSDL) e-voting website at **www.evoting.nsdl.com**. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first serve basis as per the MCA Circulars. The detailed instructions for joining the Meeting though VC/OAVM form part of the Notes to this Notice.

4. Institutional/Corporate Members (i.e. other than individuals, HUF, NRI etc.) intending to appoint their authorised representatives pursuant to Section 113 of the Act, to attend the 72nd AGM through VC/OAVM or to vote through remote e-voting are requested to send a certified copy of the Board Resolution/Authority Letter/etc. (PDF/JPG format) to the Scrutiniser by e-mail at **bhaskar@nlba.in** with a copy marked to **evoting@nsdl.com**. They can also upload their Board Resolution/Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
5. The Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. The Statement pursuant to Section 102 of the Act, setting out the material facts concerning the businesses under Item Nos. 6 and 7 of the Notice are annexed hereto. The relevant details pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment and re-appointment at this AGM are also annexed.

Dispatch of Notice and Annual Report

In line with the MCA Circulars and Regulation 36 of the SEBI Listing Regulations, the Notice of the AGM along with Annual Report 2025-26 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participants (DPs)/Registrar & Transfer Agent (RTA) as on 29 May, 2026.

In accordance with the provisions of Regulation 36(1)(b) of the SEBI Listing Regulations, the Company is sending a letter to those Members whose e-mail addresses are not registered with the Company/DPs/RTA as on 29 May, 2026, providing the weblink of Company's website from where the Annual Report can be accessed and downloaded. The Company shall send a physical copy of the Annual Report to those Members who request for the same at **shareservices@voltas.com** mentioning their Folio No./DP ID and Client ID.

The Notice convening the 72nd AGM and the Annual Report 2025-26 have been uploaded on the website of the Company at **www.voltas.in**, and may also be accessed from the relevant section on the websites of the Stock Exchanges, i.e.

BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The Notice of the AGM is also available on the website of NSDL at **www.evoting.nsdl.com**.

Record Date and Dividend

- (A)** The Company has fixed **Friday, 12 June, 2026** as the Record Date for determining the Members entitled to receive dividend for the Financial Year ended 31 March, 2026. The dividend of ₹ 4/- per equity share of ₹ 1 each (i.e. 400%) if approved and declared by the Members at the AGM, will be paid subject to deduction of income tax at source (TDS) **on or after 03 July, 2026**, as under:

For Shares held in electronic (demat) form: To all the Beneficial Owners as at the end of the day on Friday, 12 June, 2026 as per the list of beneficial owners to be furnished by the NSDL and Central Depository Services (India) Limited (CDSL); and

For Shares held in physical form: To all the Members after giving effect to transmission and transposition of shares in respect of valid requests lodged with the Company as of the close of business hours on Friday, 12 June, 2026.

- (B)** Pursuant to the provisions of Income-tax Act, 2025 (the IT Act), dividend income is taxable in the hands of the Members and the Company is required to deduct income-tax at source from dividend paid to the Members as per the rates prescribed under the Act. In general, to enable compliance with the TDS requirements, Members are requested to complete and/or update their Residential Status, Permanent Account Number (PAN), Category as per the IT Act with their Depository Participants (DPs) in respect of shares held in demat form or in case the shares are held in physical form, with the Company by sending documents through e-mail **on or before Friday, 12 June, 2026**.

Resident Members may send the TDS documents either by e-mail at **Csg3exemptforms2627@in.mpms.mufg.com** or by uploading the same at the following link **https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html** and Non Resident Members are requested to send their documents at **direct_tax@voltas.com** on or before

Friday, 12 June, 2026. For detailed process, please click here: **https://www.voltas.in/storage/Investor/schedule-announcements/download/Covering_Email_Annexures.pdf** or refer to the email sent to the Members in this regard.

(C) Payment of dividend only through Electronic mode:

In accordance with Regulation 12 of SEBI Listing Regulations read with relevant SEBI Master Circular, dividend shall be paid to all shareholders (physical and demat) only through electronic mode.

Shares held in Physical form: Shareholders holding shares in physical form are requested to make their folio KYC compliant. Please note that the dividend will be released only if the folio is KYC compliant.

Procedure for updating KYC including bank account:

Members are requested to send a hard copy of the following details/documents to RTA:

- (a) A duly signed request letter/Form ISR-1 mentioning their name, folio number, email id, contact number, complete address with Pincode and following details relating to bank account in which the dividend is to be received:
 - (i) Name of Bank, Branch and type of Bank Account;
 - (ii) Bank Account Number and account type allotted by the Bank after implementation of Core Banking Solutions; and
 - (iii) 11-digit IFSC Code.
- (b) An Original cancelled cheque bearing the name of the Member (or first holder, in case shares are held jointly). In case name of the Member is not printed on the cheque, kindly submit the following documents:
 - (i) Cancelled cheque in original; and
 - (ii) Bank attested, legible copy of the first page of the Bank Passbook/Bank Statement bearing the names of the account holders, address, same bank account number and type (matching the cheque leaf) and the full address of the Bank branch;

- (c) Self-attested copy of the PAN Card of all holders;
- (d) Self-attested copy of a valid address proof document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company;
- (e) latest copy of Client Master List (CML) certified by self and DP;
- (f) Form ISR-2 duly filled and signed. The signature of holders should be attested by the Bank Manager; and
- (g) Form SH 13 – Nomination Form or Form ISR-3 – to opt out from Nomination.

Shares held in electronic form: Members may please note that their bank account details as furnished by them to their respective DP and provided to the Company by the Depositories, will be considered for remittance of dividend as per the applicable depository regulations and the Company will not entertain any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in dematerialised form are requested to update their Electronic Bank Mandate with their respective DP.

Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, shall not be automatically applicable to the dividend payable on shares held in electronic form.

Process for registering e-mail addresses to receive the Notice of AGM and Annual Report electronically and cast votes electronically

- (A) One time registration of e-mail addresses with MUFG Intime:** The Company has made special arrangements with MUFG Intime for registration of e-mail addresses of those Members (holding shares either in dematerialised or physical form) who wish to receive the Notice of AGM and Annual Report 2025-26 electronically and cast votes electronically. Members who have not registered their e-mail addresses with the Company/RTA/DPs are requested to provide the same to the RTA, on or before 5:00 p.m. (IST) on Tuesday, 23 June, 2026. Upon successful registration, such Member will, on the e-mail address

provided, receive Notice along with the procedure for remote e-Voting and the login credentials (User ID and password).

The process for registration of e-mail address is given below:

- (i) Link: https://web.in.mpms.mufg.com/EmailReg/Email_Register.html
- (ii) Select the name of the Company from the dropdown list: Voltas Limited
- (iii) Enter details in respective fields such as DP ID and Client ID (if shares held in electronic form), Folio Number and Certificate Number (if shares held in physical form), Shareholder Name, PAN, Mobile number and e-mail address.
- (iv) The system will send OTP on the Mobile number and e-mail address.
- (v) Enter OTP received on Mobile Number and e-mail address and Submit the request.
- (vi) After successful submission of the e-mail address, NSDL will e-mail a copy of this Notice and Annual Report for 2025-26 along with the e-Voting user ID and password. In case of any queries, Members may write to evoting@nsdl.com.

(B) Permanent Registration of e-mail address with RTA/DPs:

- **For Shares held in electronic (dematerialised) form:** Members are requested to register/update their e-mail address with their concerned DPs.
- **For Shares held in physical form:** Members are requested to register/update their e-mail address with the Company/RTA by submitting the Form No. ISR 1 duly filled and signed. The relevant forms for registration are available at <https://web.in.mpms.mufg.com/KYC-downloads.html>. For any assistance in this regard, Members may contact the Company's RTA.

Those Members (holding shares either in dematerialised or physical form) who have already registered their e-mail addresses, are requested to keep their e-mail address validated/

updated with their DPs/RTA to enable service of notices/documents/Annual Reports and other communications electronically in future.

Registers for Inspection by shareholders at the AGM

The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send their request by an e-mail to shareservices@voltas.com mentioning their Name and Folio Number/DP ID and Client ID.

Remote e-Voting before/during the AGM

- (A) Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI Listing Regulations, as amended and the applicable MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-voting system prior to the AGM as well as remote e-voting during the AGM will be provided by NSDL.
- (B) Members of the Company holding shares either in physical form or in dematerialised form as on the cut-off date of Tuesday, 23 June, 2026 may cast their vote by remote e-Voting. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM. A person who is not a Member as on the Cut-off Date, should treat this Notice for information purposes only. Any person holding shares in physical form and Member other than individual Member who acquires shares of the Company and becomes a Member of the Company after the Notice is sent through e-mail and holding shares as on the cut-off date, i.e., Tuesday, 23 June, 2026 may obtain the User ID and Password by

sending a request at evoting@nsdl.com. However, if you are already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or by calling NSDL helpdesk at 022 - 4886 7000.

In case of individual Members holding shares in dematerialised form and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, i.e., Tuesday, 23 June, 2026, may follow steps mentioned under "Access to NSDL e-Voting system."

- (C) The remote e-Voting period commences on **Friday, 26 June 2026 (9.00 a.m.) (IST) and ends on Monday, 29 June, 2026 (5.00 p.m.) (IST)**. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a Resolution is casted by the Member, the Member shall not be allowed to change it subsequently. The Members, whose names appear in the Register of members/beneficial owners as on the cut-off date i.e. **Tuesday, 23 June, 2026**, may cast their vote electronically. The voting rights of the Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, i.e., **Tuesday, 23 June, 2026**.
- (D) Mr. Bhaskar Upadhyay (FCS No. 8663) or failing him, Mr. Bharat Upadhyay (FCS No.5436) of M/s. N. L. Bhatia & Associates, Practicing Company Secretaries, have been appointed as the Scrutiniser to scrutinise the e-Voting process in a fair and transparent manner.
- (E) Members will be provided with the facility for voting through electronic voting system during the AGM, which will be conducted through VC and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote at the end of discussion on the Resolutions on which voting is to be held, upon announcement by the Chairman/ Company Secretary. Members who have already cast their vote on Resolution(s) by remote e-voting prior to the AGM will also be eligible to participate at the AGM through

- VC/OAVM but shall not be entitled to cast their vote again on such Resolution(s). Subject to the receipt of requisite votes, Resolutions shall be deemed to be passed on the date of the AGM, i.e., 30 June, 2026.
- (F) The facility for e-Voting during AGM shall be disabled by NSDL after 15 minutes from the conclusion of the AGM, and no voting shall be allowed thereafter.
- (G) The Scrutiniser will submit his report to the Chairman or to any other person authorised by the Board after completion of the scrutiny of votes cast through e-Voting (votes cast before/during the AGM), within two working days from the conclusion of the AGM. The results declared along with the Scrutiniser’s Report shall be communicated to the Stock Exchanges on which the Company’s shares are listed, NSDL and will also be displayed on the Company’s website www.voltas.in.

Instructions for remote e-voting (before and during the AGM) and attending the AGM through VC/OAVM are given below

How to vote electronically using NSDL e-Voting system

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

- Step 1: Access to NSDL e-Voting system**
- (A) Login method for e-Voting and joining virtual meeting for Individual Members holding securities in demat mode:**
- In terms of SEBI circular dated 09 December, 2020 on e-Voting facility provided by listed companies, individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-Voting facility.

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

Type of Members	Login Method
Individual Members holding securities in demat mode with NSDL	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User

Type of Members	Login Method
	ID (i.e. your sixteen digit demat account number with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on 🍏 App Store ▶ Google Play
Individual Members holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon and New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com. Click on login and New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also be able to directly access the system of all e-Voting Service Providers.
Individual Members (holding securities in demat mode) login through their depository participants	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 2. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 3. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.

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

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

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

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

How to Log-in to NSDL e-voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: **https://www.evoting.nsdl.com/** either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at **https://eservices.nsdl.com/** with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below:

Manner of holding shares, i.e., Demat (NSDL or CDSL) or Physical	Your User ID is
For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID Example: if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID Example: if your Beneficiary ID is 12***** then your user ID is 12*****.
For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company Example: if folio number is 001*** and EVEN is 139470 then user ID is 139470001***

5. Password details for Members other than Individual Members are given below:

(a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

(b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.

(c) How to retrieve your ‘initial password’?

(i) If your email ID is registered in your demat account or with the Company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file
- contains your ‘User ID’ and your ‘initial password’.

(ii) If your email ID is not registered, please follow the process mentioned below **for those Members whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

(a) Click on **“Forgot User Details/Password?”** (If you are holding shares in your demat account with NSDL or CDSL) option available on **www.evoting.nsdl.com**.

(b) **Physical User Reset Password?”** (If you are holding shares in physical mode) option available on **www.evoting.nsdl.com**.

(c) If you are still unable to get the password by aforesaid two options, you can send a request at **evoting@nsdl.com** mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

(d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

1. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

2. Now, you will have to click on “Login” button.

3. After you click on the “Login” button, Home page of e-Voting will open.

period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for those Members whose email IDs are not registered with the depositories for procuring User ID and password and registration of email IDs for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **shareservices@voltas.com**.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **shareservices@voltas.com**. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual Members holding securities in demat mode.**

3. Alternatively Members may send a request to **evoting@nsdl.com** for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated 09 December, 2020 on e-Voting facility provided by Listed Companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members

532

Annual Report 2025-26

Voltas Limited

533

are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

The Instructions for Members for E-Voting on the day of the AGM are as under:

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

Instructions for Members for attending the AGM through VC/OAVM:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. After successful login, Members are requested to click on the VC/OAVM link which is placed under 'Join Meeting' menu against the Company name.
3. The link for VC/OAVM will be available in Member login where the **EVEN of the Company, i.e. 139470** will be displayed. On clicking this link, the Members will be able to attend and participate in the proceedings of the AGM. Please note that the Members who do not have the User

ID and Password for e-Voting or have forgotten the User ID/Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice to avoid last minute rush.

4. Members are encouraged to join the Meeting through Laptops, for better experience. Further, Members will be required to allow camera and use Internet with a good speed to avoid any disturbance during the Meeting. Please note that participants connecting from Mobiles or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
5. Members are requested to submit their questions, if any, in advance with regard to the financial statements or any other matters to be placed at the 72nd AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID/folio number and mobile number, in advance at the Company's e-mail address at **shareservices@voltas.com** before **23 June, 2026**. Such questions by the Members shall be suitably replied by the Company.
6. **Speaker Registration**
Members who would like to express their views/ask questions as a Speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at **shareservices@voltas.com between 22 June, 2026 at 9.00 a.m. (IST) and 25 June, 2026 at 5.00 p.m. (IST)**. **Only those Members who have pre-registered themselves as a Speaker will be allowed to express their views/ask questions during the AGM.** The Company reserves the right to restrict the number of Speakers depending on the availability of time for the AGM and other situational factors.

General Guidelines for Members

7. Members who need technical assistance before or during the AGM to access and participate in the Meeting may contact NSDL on evoting@nsdl.com / 022-4886 7000 or contact Mr. Amit Vishal, Vice President – NSDL or Ms. Pallavi Mhatre, Joint Vice President – NSDL at evoting@nsdl.com or contact at NSDL, T301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai - 400051.

8. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on **<https://www.evoting.nsdl.com>** to reset the password.
9. In case of any queries/you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of **www.evoting.nsdl.com** or call on: 022 - 4886 7000 or send a request to Mr. Amit Vishal, Vice President – NSDL or Ms. Pallavi Mhatre, Joint Vice President – NSDL at **evoting@nsdl.com**.

Other Important Information for Members

A. KYC and Dematerialisation of shares

As per Regulations 39 and 40 of the SEBI Listing Regulations, as amended from time to time, listed companies can effect any service request[#] only in Dematerialised form with effect from 24 January, 2022.

Further, SEBI has introduced common and simplified norms for processing investors' service requests through the RTA including mandatory furnishing of PAN (Aadhar linked, if applicable), KYC details (viz. postal address with PIN code, mobile number, bank account details and specimen signature) and Nomination (choice of Nomination). Accordingly, the RTA cannot process any service requests or complaints received from the holder(s) / claimant(s), until the PAN and KYC details are duly updated in its records. FAQs in respect of Investors' Service Requests, as published by SEBI may be accessed at the following link: **https://www.sebi.gov.in/sebi_data/faqfiles/jan-2026/1767611333081.pdf**

The Company has been sending individual letters to all the Members holding shares of the Company in physical form, requesting them to update their KYC details (including PAN, Bank details and Nomination details) as required by them against each folio.

As per the provisions of the Act and applicable SEBI requirements, Members holding shares in physical form may file nomination / make changes to their nomination details / opt out of nomination in the prescribed Form

SH-13 / Form SH-14 / Form ISR-3, as applicable, to the RTA. In respect of shares held in dematerialized form, the nomination related forms may be submitted to the respective DP.

In view of the aforesaid regulatory requirements, and in order to eliminate the risks associated with holding physical shares and to facilitate ease of portfolio management, Members holding shares in physical form are once again requested to update these details (through Form ISR-1, Form ISR-2 and Form ISR-3 / SH-13, as applicable) and to consider converting their shareholding into dematerialized form.

Members can download following Forms from link <https://web.in.mpms.mufg.com/KYC-downloads.html> and submit to RTA to process their service request

- (a) Form ISR-1: PAN and KYC details;
- (b) Form ISR-1/ISR-2: Updation of signature;
- (c) Form ISR-3: Declaration for opting out of Nomination;
- (d) Form SH-13: Nomination Form;
- (e) Form SH-14: Cancellation/variation of Nomination;

B. Dispensing the requirement of issuance of a Letter of Confirmation and direct credit of shares to the Demat Account of Member/Claimant

As prescribed by SEBI, all investor service requests[#] are processed only in dematerialised form. In line with the earlier regulatory framework, the RTA was issuing Letters of Confirmation (LOC) to applicants upon processing their service requests. Such LOCs were required to be submitted by them to the respective Depository Participants within 120 days for credit of shares in their demat accounts.

With a view to simplifying the process for credit of securities, SEBI has recently dispensed with the requirement of issuing LOCs. Accordingly, upon processing the service requests[#], the RTA now credits the shares directly to the investors' demat accounts. LOCs issued earlier shall, however, remain valid and may be submitted by investors to their Depository Participants within 120 days from the date of issuance for dematerialisation.

[#]Service Requests: Request for Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.

C. Special window for re-lodgement of physical share transfer requests

Transfer of securities in physical form was discontinued effective 01 April, 2019. However, SEBI has from time to time allowed re-lodgement of transfer deeds (i.e. deeds submitted before deadline but returned/rejected, could be re-lodged). Last such re-lodgement was allowed from 07 July, 2025 to 06 January, 2026. Noting that many investors who purchased physical securities before April 01, 2019, have still not lodged/reldoged the transfer deeds, SEBI vide Circular dated 30 January, 2026, instructed Companies to again re-open special window from 05 February, 2026 to 04 February, 2027. Hence all shareholders are hereby informed that a special window has been re-opened for the said period to facilitate lodgement/re-lodgement of transfer requests of physical shares, which were sold/purchased prior to 01 April, 2019. The said SEBI Circular is available on the website of the Company <https://www.voltas.in/storage/Investor/schedule-announcements/download/Special-Window-for-Transfer-and-Dematerialisation-of-Physical-Securities.pdf>.

D. Simplification of Procedure for Issuance of Duplicate Share Certificates

SEBI has simplified the procedure for issuance of duplicate share certificates. Besides the necessary documents as required against the said folio, the Member is now required to submit only the following documents for Issuance of Duplicate Share Certificate:

- For market value of shares up to ₹ 10,000 – Undertaking on plain paper (no notarisation required).
- For market value of shares above ₹ 10,000 and up to ₹ 10 lakhs - Single Affidavit-cum- Indemnity Bond.
- For market value of shares above ₹ 10 lakhs - Affidavit-cum-Indemnity Bond along with FIR/Police Complaint and Newspaper Advertisement.

In view of the above, members whose share certificates are lost, are encouraged to kindly submit the requisite documents. Upon receipt of complete set of documents, the shares shall be directly credited to the Members Demat account.

E. Transfer of Unclaimed/Unpaid Dividend to Investor Education Protection Fund (IEPF)

Pursuant to Sections 124 and 125 of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended ('IEPF Rules'), all unclaimed/unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, as applicable, remaining unclaimed/unpaid for a period of seven years from the date on which they became due for payment, have been transferred to the IEPF established by the Central Government. No claim shall be entertained against the Company for the amounts so transferred.

As per Section 124(6) of the Act read with the IEPF Rules, all the shares in respect of which dividend has remained unclaimed or unpaid for seven consecutive years or more are required to be transferred to an IEPF Demat Account.

Accordingly, the Company had, after sending reminders to the concerned Members, transferred the shares in respect of dividends declared for financial year 2008-09 to 2017-18 and which had remained unclaimed for seven consecutive years, to the IEPF Authority. Details of shares transferred to IEPF Authority are available on the website of the Company. Please note that no claim shall lie against the Company in respect of the shares so transferred to IEPF.

However, Members are entitled to claim their shares and uncashed dividends so transferred by the Company from IEPF Authority by submitting necessary claim documents to the RTA for review and seeking Entitlement Letter from the Company. On receipt of the Entitlement Letter, the claimant can proceed further to file an online application in the prescribed Form IEPF-5 available on the website <https://www.iepf.gov.in/>. For assistance in this regard, Members may contact the Company's RTA.

Members who have not yet claimed their dividend for the financial year ended 31 March, 2019 or any subsequent financial years are requested to approach the Company or its RTA for claiming the same. It may be noted that the unpaid dividend for the financial year ended 31 March, 2019 declared on 09 August, 2019 can be claimed by the

Members before 21 August, 2026 (as the due date for transfer to IEPF is 09 September, 2026). Members attention is particularly drawn to the "Corporate Governance" section of the Annual Report in respect of unclaimed dividend.

The Company has uploaded the details of the unclaimed dividends in respect of the financial years from 2017-18 onwards, as outstanding as on 31 March, 2025 after the 71st AGM held on 08 July, 2025 on the website of the IEPF - www.iepf.gov.in and on the website of the Company – www.voltas.in, under 'Investor' Section.

F. Saksham Niveshak Campaign

The Investor Education and Protection Fund Authority (IEPFA) launched a 100 Days' Campaign titled "Saksham Niveshak" from 28 July 2025 to 06 November 2025, targeting shareholders whose dividends had remained unpaid or unclaimed. IEPFA has re-launched the Saksham Niveshak Campaign in April, 2026. In accordance with the directions issued under the campaign, the Company undertook multiple investor outreach initiatives, including publication of newspaper advertisement(s), dissemination of notices through social media platforms such as LinkedIn, Facebook, X and Instagram, sending emails to shareholders whose email IDs were registered, and dispatch of letters to those shareholders whose email IDs were not registered, urging them to update their Know Your Client (KYC) details and claim their unpaid dividends to avoid transfer of their shares and/ or dividends to the IEPF. The Company continues to undertake appropriate investor communication and outreach measures to

encourage shareholders to update their KYC and claim their unpaid/unclaimed dividends under the Saksham Niveshak Campaign.

G. Prompt Intimation of any changes in Members details to RTA

Members are requested to promptly intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, nomination details, Power of Attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the Company's RTA in case the shares are held in physical form, quoting their DP ID and Client ID/folio number, as applicable. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market, and accordingly, Members are requested to ensure that their PAN details are updated with their respective DPS/RTA, as applicable.

H. Safety from fraudulent transactions with respect to Members shares

To prevent fraudulent transactions, Members are advised to exercise due diligence and promptly notify the Company/its RTA or their respective DPs, as applicable, of any change in address or the demise of any joint holder/Member, as soon as possible. Members are also advised to periodically obtain/request statements of their shareholding from their DPs and to verify the details contained therein from time to time.

applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit. M/s. Sagar & Associates have furnished a certificate confirming their eligibility for appointment as Cost Auditor of the Company and have also confirmed that they are not disqualified under the provisions of Section 148(5) read with Sections 139 and 141(3) of the Act and their appointment would be within the limits prescribed under Section 141(3)(g) of the Act.

In accordance with the provisions of Section 148 of the Act, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

Accordingly, the consent of the Members is being sought for passing an Ordinary Resolution, as set out at Item No. 7 of the Notice, for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31 March, 2027.

The Board commends the Ordinary Resolution at Item No. 7 of the Notice for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is, in anyway, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7 of the Notice.

By Order of the Board of Directors

Ratnesh Rukhariyar
Company Secretary & Compliance Officer
FCS No. 5833

Mumbai, 14 May, 2026

Registered Office:

Voltas House 'A',
Dr. Babasaheb Ambedkar Road, Chinchpokli, Mumbai 400 033.
Tel: 91 22 66656666
CIN: L29308MH1954PLC009371
e-mail: shareservices@voltas.com
website: www.voltas.in

Details of the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting

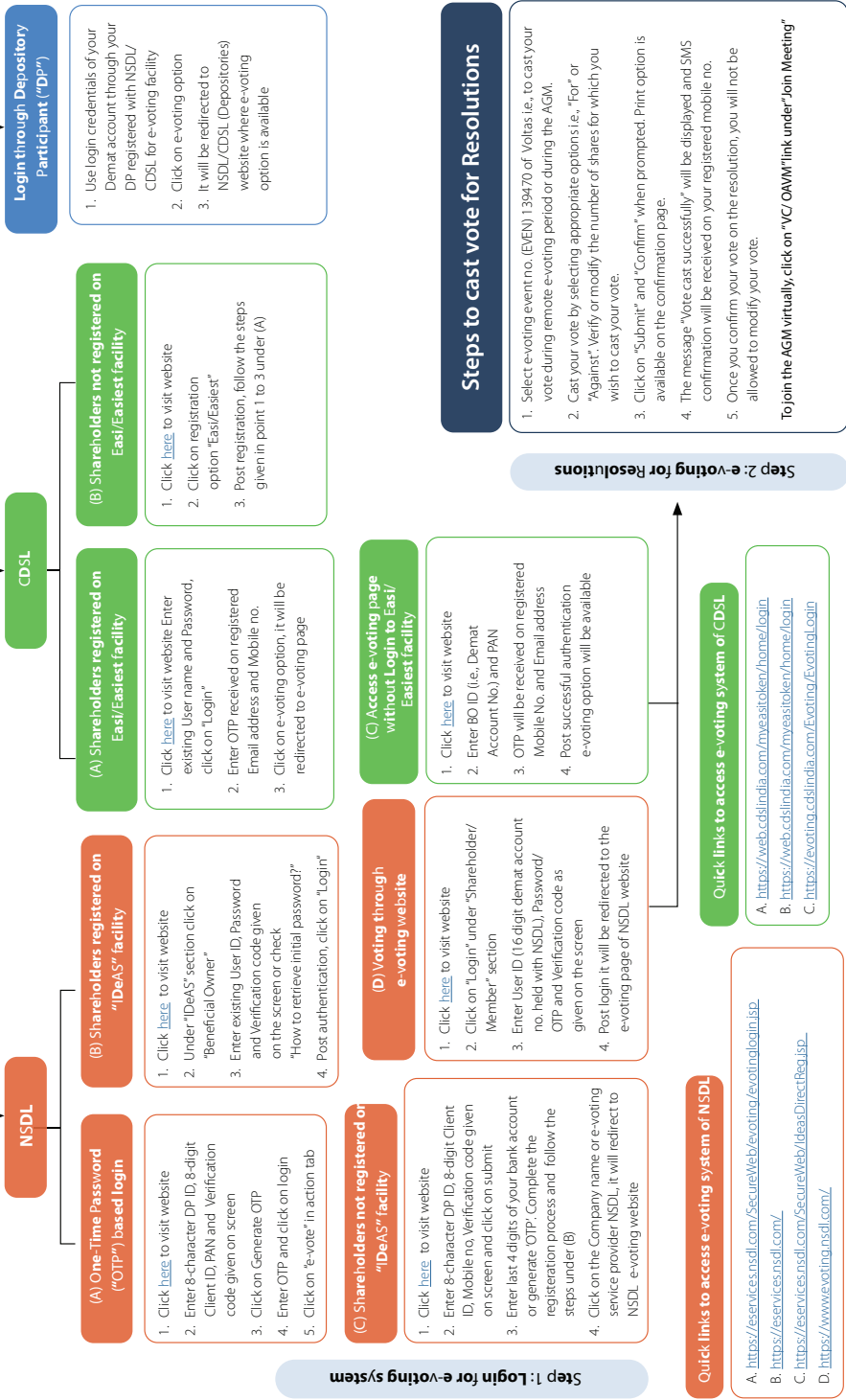
[In pursuance of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings]

Name of Director	Mr. Mukundan Menon C.P. (Managing Director)	Mr. Vinayak Deshpande (Non-Independent Non-Executive Director)	Mr. Sunil Alaric D’Souza (Non-Independent Non-Executive Director)
Director Identification Number (DIN)	09177076	00036827	07194259
Age	64 years	68 years	58 years
Date of first Appointment on the Board	10-7-2023	14-02-2012	14-05-2026
Qualifications	B. Tech (Mechanical Engineering), Graduate Diploma in Management, Management program from IIM, Leadership Excellence Program from INSEAD, France.	B.Tech (Chemical Engineering), IIT, Kharagpur	Degree in engineering from the University of Madras and an alumnus of the Indian Institute of Management, Calcutta (IIM-C).
Expertise in specific functional areas and Resume/Profile	Management, Marketing and Strategy. Please refer to his profile provided in Corporate Governance Report.	Project Management, Strategy and Business Development. Please refer to his profile provided in Corporate Governance Report.	Management, Marketing and Strategy. Please refer to his profile provided in Corporate Governance Report
Terms and conditions of appointment/re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013	Re-appointment in terms of Section 152(6) of the Companies Act, 2013	Appointment as Non-Independent Non-Executive Director of the Company, liable to retire by rotation.
Details of remuneration last drawn in 2025-26	Refer Directors Report/Corporate Governance Report.		NIL
Details of remuneration sought to be paid	Remuneration and Commission as recommended by the NRC and approved by the Board	Sitting Fees and Commission as recommended by NRC and approved by the Board	Remuneration/Sitting Fees as recommended by NRC and approved by the Board. As per existing internal group guidelines, no commission is payable.
Number of Meetings of Board attended during 2025-26			
(a) Total Meetings held during respective tenure	5	5	0
(b) Attended	4	3	0
Directorship in other companies (excluding foreign companies and Section 8 companies) as on 31 March, 2026	Voltbek Home Appliances Private Limited	Signify Innovations India Limited	Tata Consumer Products Limited
	Universal MEP Projects & Engineering Services Limited	Universal MEP Projects & Engineering Services Limited	Tata Starbucks Private Limited
		Kirloskar Brothers Limited	Organic India Private Limited
		Praj Industries Limited	Tata Digital Private Limited
			Capital Foods Private Limited



Name of Director	Mr. Mukundan Menon C.P. (Managing Director)	Mr. Vinayak Deshpande (Non-Independent Non-Executive Director)	Mr. Sunil Alaric D’Souza (Non-Independent Non-Executive Director)
Membership/ Chairmanship of Committees in other companies (excluding foreign companies and Section 8 companies) as on 31 March, 2026	1. Universal MEP Projects & Engineering Services Limited - Corporate Social Responsibility Committee – Chairman - Nomination & Remuneration Committee – Member - Project Committee- Member	1. Praj Industries - Audit Committee – Member - Nomination & Remuneration Committee – Chairman - Stakeholders Relationship Committee- Chairman - Compensation & Share Allotment Committee- Chairman 2. Kirloskar Brothers Limited - Audit Committee – Member - Nomination & Remuneration Committee – Member - Risk Management Committee-Member - Stakeholders’ Relationship Committee-Member 3. Signify Innovations India Limited - Audit Committee – Chairman - Stakeholders’ Relationship Committee-Chairman - Nomination & Remuneration Committee-Member 4. Universal MEP Projects & Engineering Services Limited - Audit Committee-Member - Nomination & Remuneration Committee-Member - Project Committee-Chairman	1. Tata Consumer Products Limited - Stakeholders Relationship Committee- Member - Executive Committee – Chairman - Allotment Committee – Chairman - Scheme Implementation Committee – Member - International Restructuring Committee – Member - Divestment Committee – Chairman - Capital Raising Committee – Member - WOS Scheme Implementation – Member - TRIL C Committee – Member 2. Capital Foods Private Limited - Nomination & Remuneration Committee – Member 3. Tata Starbucks Private Limited - Corporate Social Responsibility Committee - Member
Listed entities from which the Director has resigned from Directorship in last three (3) years (Financial years)	--	--	--
Inter-se relationship with other Directors/KMPs	None	None	None
No. of shares held			
a. Own	Nil	Nil	Nil
b. For other persons on a beneficial basis	Nil	Nil	Nil

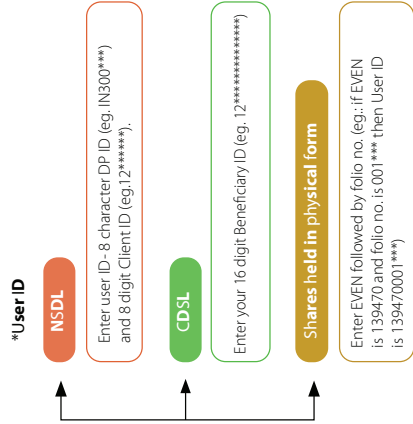
Steps for e-voting and joining the AGM through VC/OAVM for individual shareholders holding securities in Dematerialized mode



Steps for e-voting and joining the AGM through VC/OAVM for other than Individual Shareholders and Shareholders holding securities in physical mode

Step 1: Login for e-voting system

- A) Voting through e-voting website of NSDL**
- Click [here](#) to visit e-voting website of NSDL
 - Click on "Login" under "Shareholder/ Member" section
 - Enter **User ID***
 - Enter Password/OTP and verification code.
 - For registered user- Use existing password
 - For first time user- Retrieve "Initial password"
 - Then tick on "Agree to Terms and Conditions"
 - Click on "Login" and home page of e-voting will open.
 - Click on "e-voting" then follow the process given under **"Steps to cast vote for Resolutions"**
- B) Voting through NSDL IDeAS for registered user**
- Click [here](#) to visit e-services website of NSDL
 - Login with your existing NSDL IDeAS login credentials.



Steps to cast vote for Resolutions

Step 2: e-voting for Resolutions

- Select e-voting event no. (EVEN) 139470 of Voltas i.e., to cast your vote during remote e-voting period and during the AGM.
 - Cast your vote by selecting appropriate options i.e., 'For' or 'Against'. Verify or modify the number of shares for which you wish to cast your vote.
 - Click on "Submit" and "Confirm" when prompted. Print option is available on the confirmation page.
 - Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
 - The message "Vote cast successfully" will be displayed and SMS confirmation will be received on your registered Mobile No.
- To join the AGM virtually, click on "VC/OAVM" link under "Join Meeting"

General guidelines for Shareholders

- Do not share your password with anyone. Keep it confidential.
- Login to e-voting website will be disabled upon five unsuccessful attempts if incorrect password entered.
- In such an event, reset the password by following option 2 under "How to retrieve initial password?"
- To retrieve User ID /Password for e-voting send request to evoting@nsdl.com by providing demat account no./Folio no., client master or copy of Consolidated Account statement, self-attested scanned copy of PAN card and Aadhaar Card.
- For queries relating to e-voting:
 - Refer Frequently Asked Questions ("FAQs") on NSDL website or;
 - Refer e-voting user manual available on <https://www.evoting.nsdl.com> or;
 - Call on +91 22 4886 7000 or send the request to **Pallavi Mhatre (Joint Vice President, NSDL)**, at- T301, 3rd Floor, Naman Chambers, G Block, Plot No. C-32, Bandra-Kurla Complex, Bandra (East), Mumbai- 400051.

How to retrieve "initial password"? (for Individual Shareholders, other than Individual Shareholders and for shares held in physical form)

- A-** Email address registered with DP or Company –
- Search for the e-mail in your mail box from NSDL (evoting@nsdl.com)
 - Open the .pdf file which contains your 'User ID' and your 'initial password'.
- (Password of pdf file
- for NSDL account- 8 digit client ID
 - for CDSL account- last 8 digits of beneficiary ID
 - shares held in physical mode- Folio no.)
- B-** Email ID not registered with DP/Company or unable to retrieve initial password-
 - Visit link <https://www.evoting.nsdl.com>
 - Click on "Login" under "Shareholder/Member section"
 - Click on "Forgot User details/Password?" (for shares held in Demat account) or "Physical User Reset Password?" (for shares held in physical form)

C- If you are still unable to reset the password by aforesaid two options then send email to evoting@nsdl.com, providing details of Demat account no./folio number, PAN, Name and registered email ID

Instructions for members for attending the AGM through VC/OAVM

- Members may attend the AGM through VC/OAVM.
- After successful login, click on VC/OAVM link placed under **"Join Meeting"** against the Company name **"Voltas Limited"**.
- Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.
- For assistance before or during the meeting- contact NSDL on evoting@nsdl.com or +91 22 4886 7000.

Helpdesk

Shares held in NSDL	Shares held in CDSL
evoting@nsdl.com	helpdesk.evoting@cdsindia.com
+91 22 4886 7000	+1800 21 09911

72nd Annual General Meeting – Key Information

Sr. No.	Particulars	Details
1.	AGM Day, Date, Time and Mode	Day and Date: Tuesday, 30 June, 2026 Time: 3.00 p.m. (IST) Mode: Video Conferencing/Other Audio Visual Means
2.	Dividend Details	Dividend: 400% i.e. ₹ 4/- per Equity Share of ₹ 1 each Record Date: Friday, 12 June, 2026 Dividend Payment Date: on or after Friday, 03 July, 2026
3.	Cut-off Date for e-voting	Tuesday, 23 June, 2026
4.	Remote e-voting period	Start Date and Time: Friday, 26 June, 2026 (9.00 a.m.) (IST) End Date and Time: Monday, 29 June, 2026 (5.00 p.m.) (IST)
5.	Last date for one time e-mail address registration to receive credentials for remote e-voting and Notice of AGM	on or before 5:00 p.m. (IST) on Tuesday, 23 June, 2026
6.	Speaker registration	between Monday, 22 June, 2026 (9.00 a.m. IST) and Thursday, 25 June, 2026 (5.00 p.m. IST)
7.	Last date for submission of questions/ queries	Tuesday, 23 June, 2026
8.	Last date for Submission of relevant forms for the purpose of Tax deduction at source (TDS) on Dividend	Friday, 12 June, 2026 Resident Individual should e-mail their documents at Csg3exemptforms2627@in.mpms.mufig.com or upload at https://web.in.mpms.mufig.com/formsreg/submission-of-Form-121-41.html . Non Resident Shareholders & Institutional Shareholders are requested to send their documents at direct_tax@voltas.com on or before Friday, 12 June, 2026. (For detailed process, please click here: https://www.voltas.in/storage/Investor/schedule-announcements/download/Covering_Email_Annexures.pdf)
9.	RTA Email ID and Contact No.	investor.helpdesk@in.mpms.mufig.com +91 810 811 8484
10.	RTA Chatbot – 'iDIA'	This Chatbot, developed by our RTA, uses conversational technology to provide investors with a round-the-clock intuitive platform to ask questions and obtain information about queries. Interact with iDIA by logging in to https://in.mpms.mufig.com/
11.	RTA SWAYAM	This is a secure, user-friendly web-based application developed by our RTA, empowering investors to effortlessly access various services. We encourage investors to register and experience the portal firsthand. Access SWAYAM at https://swayam.in.mpms.mufig.com/
12.	RTA Link to raise service request/ queries:	https://web.in.mpms.mufig.com/helpdesk/service_request.html



NOTES

NOTES

NOTES

VOLTAS

A TATA Enterprise

REGISTERED OFFICE

Voltas House 'A', Dr. Babasaheb Ambedkar Road,
Chinchpokli, Mumbai - 400 033
Tel. +91-22-6665 6666
E-mail: shareservices@voltas.com
Website: www.voltas.com
CIN: L29308MH1954PLC009371

