

Ref: ACG: S&L:

June 29, 2026

Scrip Code: 505036
ISIN: INE451C01013

To,
BSE Limited
First Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001

Dear Sir/Madam,

Sub: Submission of Annual Report for Financial Year 2025-26 including Notice convening the 46th Annual General Meeting.

Further to our letter dated May 5, 2026, wherein we had informed that the 46th AGM of the Company will be held on Wednesday, July 22, 2026 at 3:00 p.m. (IST) via Video Conference / Other Audio-Visual Means, in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India ('SEBI').

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we are enclosing herewith the Annual Report of the Company including the Notice convening the 46th AGM for the Financial Year ended March 31, 2026, which is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Share Transfer Agent ('RTA')/Depository Participant(s) ('DPs'). Further, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, the Company has initiated sending a letter to the Shareholders whose e-mail addresses are not registered with the Company/RTA/DPs, providing a web-link from where the Annual Report including the Notice of the AGM can be accessed on the website of the Company.

The Annual Report for the Financial Year 2025-26 along with the Notice of the 46th AGM is also available on the website of the Company at www.acglgoa.com.

This is for the information of the exchange and the members.

Thanking you.

Yours faithfully,
For Automobile Corporation of Goa Limited

Santhosh Shadadal
Company Secretary & Compliance Officer
ACS: 48177

Encl: as above



Connecting The World

Enhancing Capacity and Capability Sustainably



**AUTOMOBILE CORPORATION
OF GOA LIMITED**

46TH ANNUAL REPORT 2025-26



AGILE School Bus



Luxury Bus - Nova



Military Bus



STU Bus

Our Products



Police Bus



G3 ULTRA Staff



NEO wider AC staff



**“Business needs to go beyond the interest of shareholders to
the interest of society.”**

– Ratan N Tata

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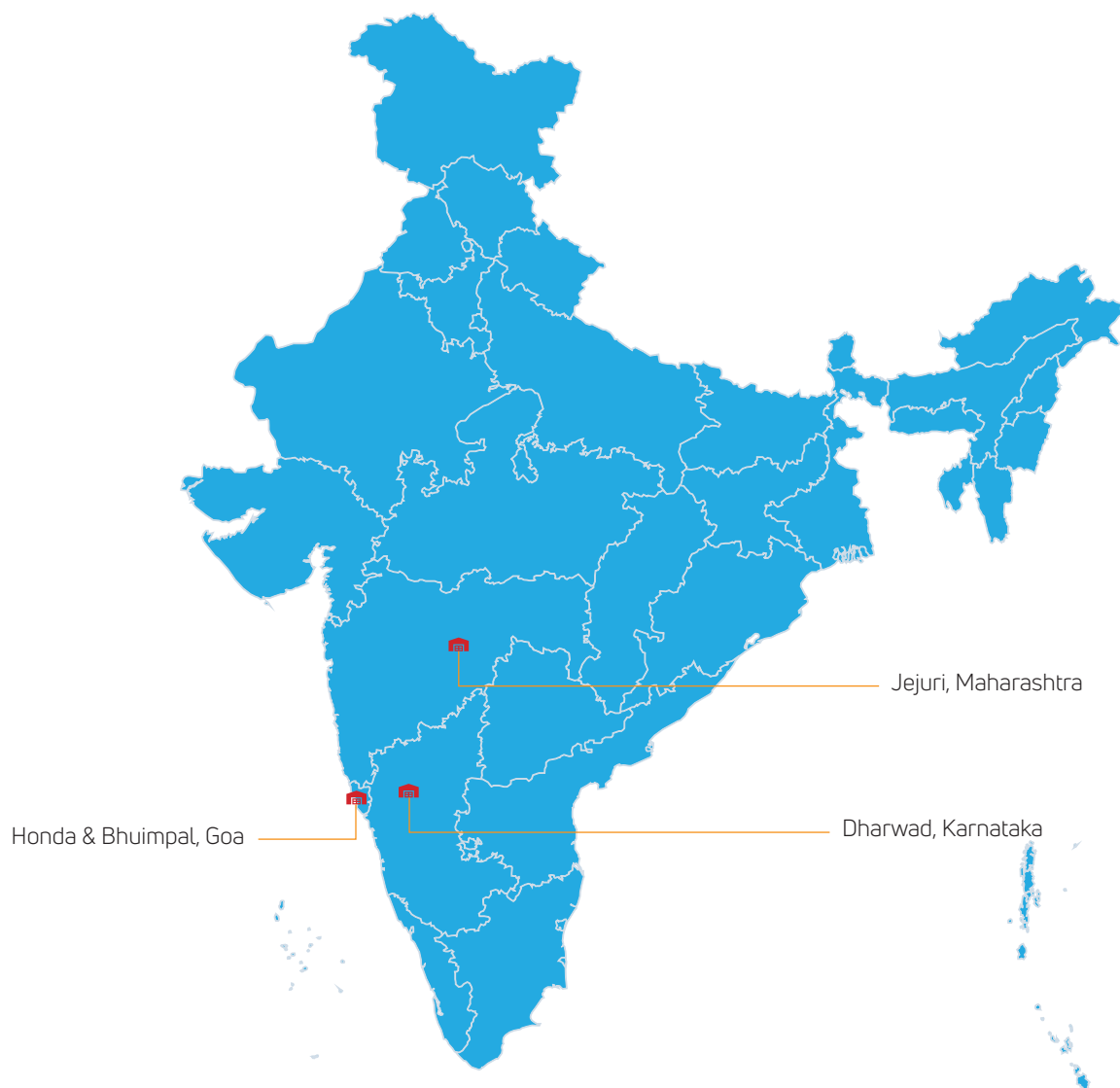
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About Us

Automobile Corporation of Goa Ltd. (ACGL), the first major engineering unit to be set up in Goa, a tiny but picturesque state of India, was jointly promoted in 1980 by Tata Motors Ltd. (formerly known as Tata Engineering & Locomotive Co. Ltd.), India's largest automobile manufacturer and EDC Ltd. (formerly known as Economic Development Corporation of Goa, Daman & Diu Ltd.).

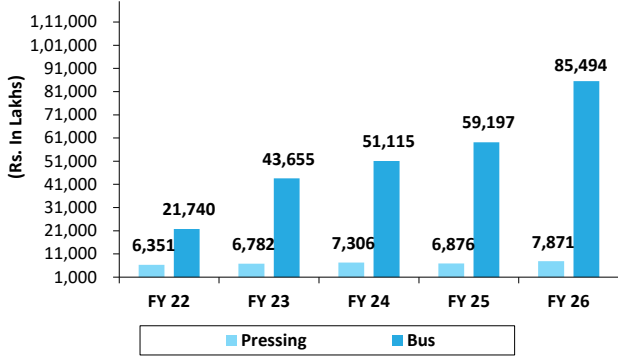
ACGL is today a leading manufacturer of all types of bus variants, such as LCV, ICV, MCV, HCV, sleeper coaches, mobile vans, ambulances, defense vehicles, etc. Our skilled and motivated manpower, along with in-house design team, manufacturing facilities and strong vendor base allows ACGL to drive consistent growth and progress, while delivering utmost quality.

Plant Locations

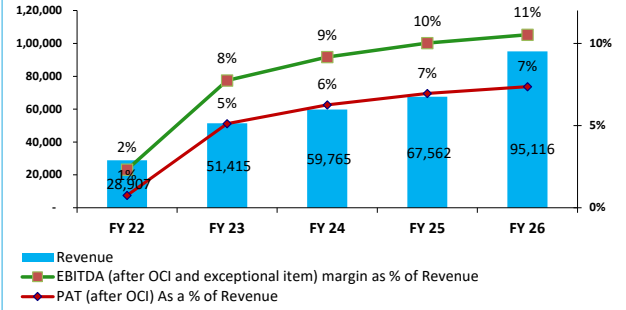


Our Performance

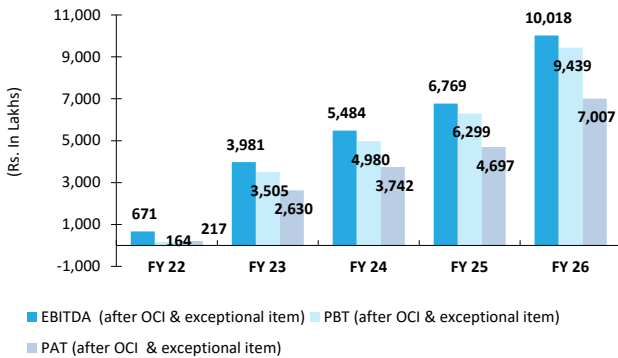
SEGMENT TURNOVER (Excluding Taxes)



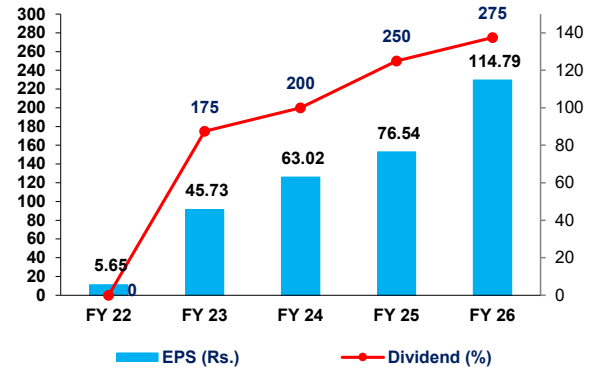
Net Revenue (inclgd. Other Income), EBITDA AND PAT (after OCI & exceptional item) as % Net Revenue



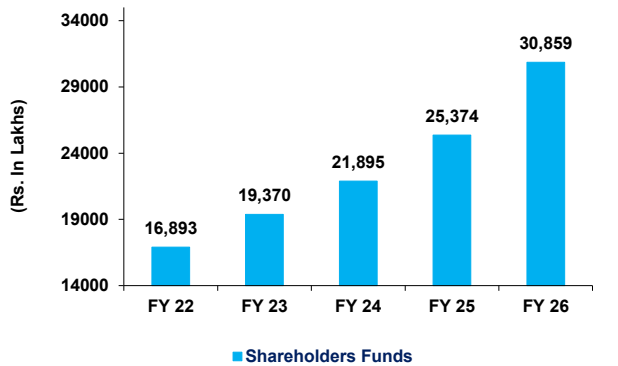
EARNINGS AND PROFITS (after OCI)



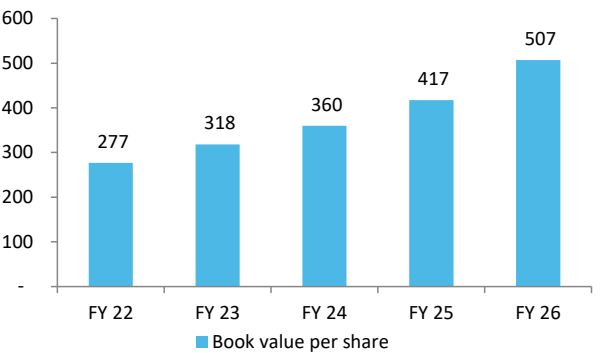
DIVIDEND (%) AND EPS (Rs.)



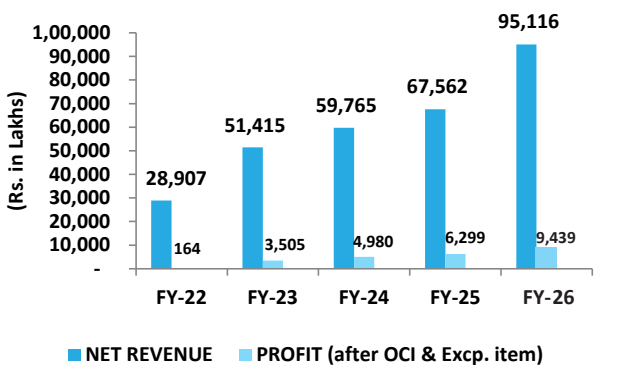
SHAREHOLDERS' FUNDS (Rs. in Lakhs)



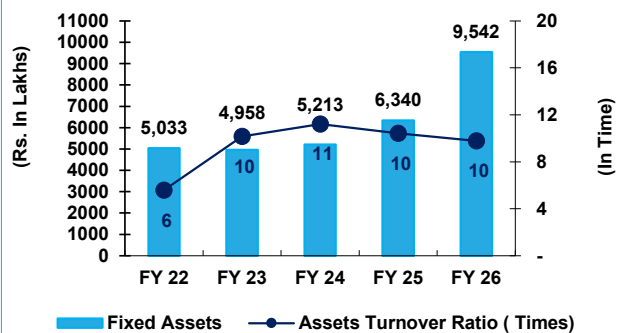
BOOK VALUE PER SHARE (Rs.)



Net Revenue (excluding Duties) and Profit (after OCI & Excp. item) (Rs. in Lakhs)



FIXED ASSETS AND ASSET TURNOVER RATIO



Corporate Information

Board of Directors

Mr. Yatin Kakodkar

Chairman - Independent Director
(Chairman w.e.f. September 12, 2025)

Mr. Shrinivas V Dempo

Chairman - Independent Director
(upto September 11, 2025)

Mr. Nagesh Pinge

Independent Director (upto January 21, 2026)

Mrs. Sandhya Kudtarkar

Independent Director

Dr. Renu Sharma

Independent Director (w.e.f. January 20, 2026)

Mrs. Rekha Bagry

Independent Director (w.e.f. January 20, 2026)

Mr. Girish Wagh

Non-Executive Director

Mr. Vishal Badshah

Non-Executive Director

Mr. Venkata Gopal Ramanan

Non-Executive Director

Mr. Anand Srinivasagopalan

Non-Executive Director

Mr. Pranab Ghosh

CEO & Executive Director

Other Senior Executives

Mr. Raghwendra Singh Butola

Chief Financial Officer & Chief Strategy Officer

Company Secretary & Compliance Officer

Mr. Santhosh Shadadal

(w.e.f April 27, 2026)

Mr. Mitesh Gadhiya

Company Secretary and Compliance Officer
(Upto January 30, 2026)

Compliance Officer

Mr. Shrikant Pai

(from June 14, 2025 to August 4, 2025)

Registered Office

Honda, Sattari, Goa 403530
Tel: +91 9607945399
Email: cs@acglgoa.com
Website: www.acglgoa.com

Corporate Identity Number (CIN)

L35911GA1980PLC000400

Registrar and Share Transfer Agent

MUFG Intime India Private Limited
(Erst while Link Intime India Private Limited)
C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg,
Vikhroli (West),
Mumbai – 400 083
Tel: + 91 810 811 8484
Fax: + (022) 4918 6060
Email: csg-unit@in.mpms.mufig.com

Bankers

HDFC Bank Limited
ICICI Bank Limited

Statutory Auditors BSR & CO. LLP

(Registration No. 101248W/W-100022)

Secretarial Auditors

Mr. Shivaram Bhat

Practicing Company Secretary
(Membership No A10454)

Chief Internal Auditor

Mr. Suraj Singh

Plants

Honda (Goa)	Bhuimpal (Goa)
Jejuri (Maharashtra)	Dharwad (Karnataka)

46th ANNUAL GENERAL MEETING

Wednesday, July 22, 2026

3.00 p.m.

Through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM')

Board of Directors

Board Committees

- A** Audit Committee
- N** Nomination and Remuneration Committee
- C** Corporate Social Responsibility Committee
- S** Stakeholders' Relationship Committee
- R** Risk Management Committee
- CI** Capital Investment Committee

Member Chairman



Mr. Yatin Kakodkar
Chairman

S A N C R



Mr. Girish Wagh
Non-Executive Director

N



Mr. Vishal Badshah
Non-Executive Director

CI C R



Mr. G V Ramanan
Non-Executive Director

A CI



Mrs. Sandhya Kudtarkar
Independent Director

C A R



Dr. Renu Sharma
Independent Director

N



Mrs. Rekha Bagry
Independent Director

A



Mr. Anand Srinivasagopalan
Non-Executive Director

R S CI



Mr. Pranab Ghosh
CEO & Executive Director

S C R CI

Message from the Chairman



Yatin Kakodkar
Chairman

Dear Shareholders,

It is a privilege to connect with you once again and present the performance of Automobile Corporation of Goa Limited (ACGL) for FY 2025–26. The year has been marked by strong operational performance, strategic progress and continued advancement towards our vision of building a future-ready and sustainable mobility solutions organisation.

During the year, your Company delivered a strong financial and operational performance. Revenue from operations increased significantly to Rs. 933.65 Crore, while Profit After Tax rose to Rs. 70.07 Crore. This growth reflects disciplined execution, improved operational efficiencies, stronger product mix and the continued trust of our customers and business partners.

The Indian commercial vehicles industry witnessed healthy momentum during the year, supported by infrastructure development, increasing investments in public transportation, improving economic activity and evolving mobility requirements. At the same time, the global environment remained volatile due to geopolitical uncertainties, supply chain disruptions, and fluctuations in commodity and energy prices, particularly towards the close of the financial year following developments in the Middle East region. Despite these external challenges, the long-term outlook for the Indian commercial vehicles sector continues to remain positive.

Against this backdrop, ACGL continued to strengthen its operational and strategic capabilities. During the year, the Company undertook significant capacity enhancement initiatives to support future growth opportunities and evolving customer requirements. We also continued to strengthen our engineering, manufacturing, and digital capabilities to support next-generation mobility solutions, including emerging electric vehicles applications.

A defining highlight of the year has been the significant progress made in ACGL's sustainability journey. Sustainability remains an integral part of the Company's long-term strategy and operational philosophy and we continue to take focused steps towards responsible manufacturing and environmental stewardship.

During the year, ACGL commissioned a 500 kWp rooftop solar plant at Plant 2 in Goa and operationalised an 805 kWp rooftop solar project at Jejuri. These initiatives, together with various energy efficiency measures, contributed to a reduction of over 600 tons of carbon emissions during the year. Additional

renewable energy initiatives are also underway as part of the Company's long-term clean energy roadmap.

The Company also advanced several initiatives relating to greenhouse gas reduction, responsible waste management, and circular economy practices. Conversion of diesel-based ovens to electric systems, reduction in process leakages, scientific waste disposal, co-processing, recycling initiatives, and food waste composting contributed meaningfully towards our Zero Waste to Landfill (ZWTL) objectives and broader sustainability commitments.

Water conservation and resource efficiency remained important focus areas during the year. The Company undertook multiple initiatives relating to sewage treatment, treated water reuse, pipeline upgrades and water distribution optimisation. In addition, development of TATA Lake, an artificial water body with a storage capacity of 85 Lakhs litres project at Goa was initiated to help us achieve zero liquid discharge (ZLD) and support groundwater recharge as a significant step towards long-term sustainability.

Alongside sustainability initiatives, ACGL also continued strengthening its operational excellence framework through process automation, digital integration and enhanced monitoring systems across functions. These initiatives are helping build a more agile, efficient and future-ready organisation.

While global uncertainties and supply chain risks may continue to require close monitoring, India's long-term growth outlook, infrastructure investments, urban mobility requirements and the transition towards sustainable transportation continue to create significant opportunities for the industry.

At ACGL, we remain committed to building a resilient and responsible organisation anchored in operational excellence, innovation, sustainability and customer trust. Our focus will continue to be on strengthening capabilities, embracing future technologies, and creating sustainable long-term value for all stakeholders.

Before I conclude, I would like to place on record my sincere appreciation to our employees for their dedication and commitment, our customers and business partners for their continued trust, and all stakeholders for their unwavering support. I also thank our shareholders for their continued confidence in the Company and its future direction.

Together, we move forward with confidence towards building a stronger, more sustainable, and future-ready ACGL.

Warm Regards,

Yatin Kakodkar



Message from the Director



Girish Wagh
Director

Dear Shareholders,

I take this opportunity to present an overview of the performance of Automobile Corporation of Goa Limited (ACGL) during FY 2025–26, a year signified by improving domestic economic activity, evolving mobility trends, focus of various governments on sustainable mobility and re-engineering of supply chain management. These developments provided new opportunities for innovation, continuous improvement and business re-engineering.

The Indian commercial vehicles industry demonstrated resilience during the year, supported by continued infrastructure investments, growth in construction and mining activities, improved freight movement, and revival in replacement demand. The bus segment continued to witness encouraging momentum driven by demand from State Transport Undertakings (STUs), institutional transportation, employee mobility, and increasing focus on sustainable public transportation solutions.

Globally, the business environment remained volatile due to persistent geopolitical tensions and macroeconomic uncertainties. Towards the close of the financial year, the evolving conflict involving Iran and the resulting uncertainty in the Middle East region created concerns around global energy security, commodity prices, freight costs, and supply chain continuity. Despite these challenges, the global transition toward cleaner and technology-driven mobility solutions continued to accelerate.

Amidst this backdrop, India continued to remain one of the fastest-growing major economies globally, supported by resilient domestic demand, sustained infrastructure spending, and stable macroeconomic fundamentals. This continues to create significant long-term opportunities for the commercial vehicle industry.

Against this environment, ACGL delivered a strong operational performance during the year. The Company achieved its highest-ever annual bus sales of 9,328 units as against 7,265 units in the previous year, while revenue from operations increased significantly from Rs. 660.77 Crores to Rs. 933.65 Crores. During the year, the Company also achieved the significant milestone of rolling out its 100,000th bus, reflecting ACGL's strong manufacturing legacy and customer confidence built over decades. This achievement would not have been possible without the invaluable support from the Government of Goa, EDC Limited (Formerly known as Economic Development Corporation of Goa, Daman & Diu), whose

policies and initiatives have played a vital role in enabling the Company's growth.

To support future growth opportunities, the Company undertook significant capacity enhancement initiatives during the year, increasing installed manufacturing capacity of 1,200 buses per month with higher percentage of bus bodies built on MCV platform which includes STUs. This has helped the Company improve its capacity utilisation substantially. Simultaneously, ACGL continued strengthening its engineering, operational, and vendor development capabilities to cater to evolving market requirements, including higher tonnage buses and emerging electric mobility applications.

As part of the broader Tata Motors ecosystem, ACGL remains aligned with the ongoing transformation in the commercial vehicle industry relating to electrification, sustainability, safety and digitalisation. The Company continued to focus on operational excellence, process digitisation, quality improvement and customer responsiveness to build a stronger and future-ready organisation.

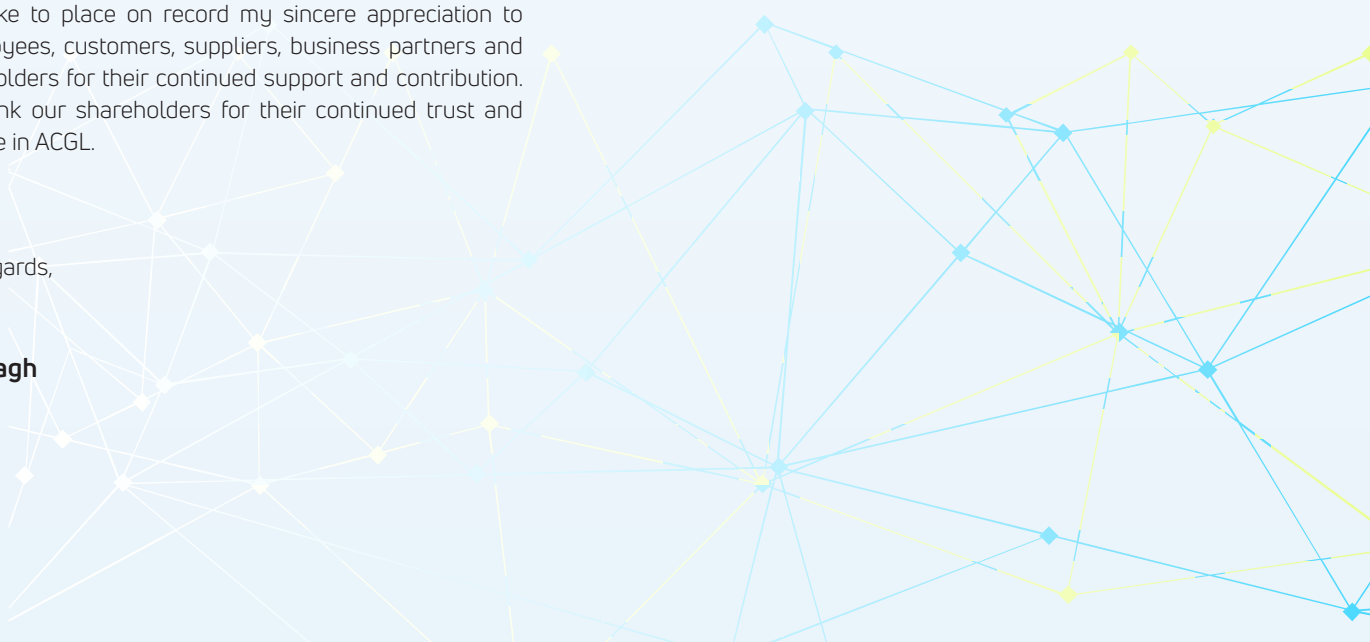
Sustainability remains integral to ACGL's long-term strategy. During the year, the Company continued to advance initiatives relating to renewable energy, water conservation, waste management and reduction in environmental footprint, aligned with the broader Tata Group sustainability commitments.

Looking ahead, while geopolitical uncertainties and supply chain risks may continue to create near-term challenges, the long-term outlook for the Indian commercial vehicles industry remains positive, supported by infrastructure growth, urban mobility requirements, and increasing adoption of sustainable transportation solutions.

I would like to place on record my sincere appreciation to our employees, customers, suppliers, business partners and all stakeholders for their continued support and contribution. I also thank our shareholders for their continued trust and confidence in ACGL.

Warm Regards,

Girish Wagh



Message from the CEO and Executive Director



Pranab Ghosh
CEO & Executive Director

Dear Shareholders,

I am pleased to connect with you once again and share the progress of Automobile Corporation of Goa Limited (ACGL) during FY 2025-26. At the outset, I would like to express my sincere gratitude to all our shareholders, customers, suppliers, business partners and employees for their continued trust and support in the Organisation. The outstanding achievements of this year have been made possible by the collective commitment and efforts of each and everyone associated with ACGL.

Financial year 2025-26 has been a remarkable year for the Company, marked by strong business growth, operational performance and achieving significant milestones during the year gone by. ACGL achieved its highest-ever bus sale of 9,328 units as against 7,265 units in the previous year. Revenue from operations increased substantially from Rs. 660.77 Crores to Rs. 933.65 Crores, driven by higher production volumes, improved operational efficiency and a favourable product mix comprising higher tonnage and institutional buses.

Throughout the year, our primary focus remained on delivering consistent execution across all areas of the business. We continued to improve manufacturing efficiency, optimise production costs, strengthen quality systems and enhance coordination across functions. These efforts enabled us to meet growing customer demand while maintaining high standards of quality, safety, and delivery performance.

A particularly proud milestone during the year was the rollout of 100,000th bus from ACGL, reflecting the Company's enduring commitment to excellence and growth. This milestone reflects not only the scale of our operations, but also the enduring trust placed in ACGL by our customers over the years and the dedication of generations of employees who have contributed to building ACGL into a respected and trusted manufacturing organisation.

Digital transformation continued to remain an important area of focus for the Company. During the year, we accelerated implementation of Product Lifecycle Management (PLM) systems in product design and expanded digitisation across HR and operational processes. These initiatives are improving collaboration, enhancing decision-making, streamlining product development processes, and creating a more agile and efficient organisation capable of supporting our future growth.

Sustainability and responsible growth remain integral to the way we conduct our business. During the year, ACGL advanced

several initiatives relating to renewable energy, waste management and carbon foot print reduction. Solar power projects were implemented and expanded across locations to increase renewable energy usage. We also undertook initiatives relating to waste recycling, co-processing of industrial waste, food waste composting, and reduction of landfill dependency as part of our journey towards zero-waste-to-landfill operations.

Besides above initiatives in the area of sustainability, significant progress was made towards water conservation and sustainable infrastructure development. Projects undertaken during the year included installation of sewage and effluent treatment systems, treated water reuse initiatives amongst various other actions. Construction of TATA Lake, an artificial water body with a storage capacity of 85 Lakhs litres project at Goa was initiated to help us achieve zero liquid discharge (ZLD) and support groundwater recharge as a significant step towards long-term sustainability. These initiatives are aligned with our long-term environmental objectives and broader Tata Group sustainability commitments relating to net zero emissions, water positivity, and circular economy practices.

Alongside business growth, we remained equally focused on operational excellence, quality improvement, safety, and customer satisfaction. Our teams continued to work with dedication to improve productivity, strengthen craftsmanship standards, and ensure timely delivery performance while maintaining high standards of quality and reliability.

Our supplier partners continue to play a very important role in ACGL's journey. The long-standing relationships we have built over the years are based on mutual trust, collaboration, and a shared commitment towards growth and excellence. We remain committed to strengthening this ecosystem further as we continue to expand our operations.

Most importantly, I would like to acknowledge the contribution of our employees whose dedication, adaptability, and hard work continue to drive the Company forward. Their commitment to continuous improvement and teamwork remains one of ACGL's greatest strengths. We remain focused on creating a work environment that encourages learning, innovation, professionalism, and long-term growth opportunities for our people.

We are also grateful for the continued support and encouragement extended by the Government of Goa and the EDC Limited (Formerly known as Economic Development

Corporation of Goa, Daman & Diu), whose proactive policies and developmental initiatives have contributed meaningfully to ACGL's growth journey.

As we look ahead, we remain optimistic about the opportunities emerging in the commercial vehicles and mobility sector. With stronger operational capabilities, continued investments in technology and sustainability, and the support of all our stakeholders we are confident of a strong and bright future for ACGL and our ability to create sustainable long-term value.

I thank you once again for your continued trust and encouragement.

Warm Regards,

Pranab Ghosh





Bus Industry Overview

The Indian bus industry is a critical pillar of the country's mass mobility and public transportation ecosystem, catering to a broad spectrum of applications including urban transit, intercity transportation, school buses, staff transportation, tourism, and institutional mobility. The sector has demonstrated robust recovery and sustained growth in the post-pandemic period, driven by rapid urbanization, replacement demand for aging fleets, increased government investments in public transport infrastructure, higher allocation towards state transport undertakings (STUs), and the accelerating adoption of electric buses under various central and state government initiatives. The Total Industry Volume (TIV) for the Indian bus industry is estimated at 70,000 to 80,000 units annually, with a positive medium-term growth outlook supported by rising passenger mobility,

infrastructure development, and fleet modernization initiatives.

The Indian bus market is dominated by leading Original Equipment Manufacturers (OEMs), primarily Tata Motors and Ashok Leyland, which together account for a significant share of the domestic market. Bus body manufacturers such as Automobile Corporation of Goa Limited (ACGL), plays a strategic role in the design and manufacture of fully built buses for a wide range of applications, including city buses, school buses, staff transportation and intercity buses. The Company continues to leverage its engineering capabilities, manufacturing excellence, and quality standards to meet evolving customer requirements and regulatory norms.

Bus Manufacturing Process

The bus body manufacturing process at Automobile Corporation of Goa Limited (ACGL) follows a structured and integrated Body-on-Chassis (BoC) manufacturing methodology, reflecting the Company's manufacturing capabilities and stringent quality management.

The manufacturing process commences with the receipt and inspection of the customer-supplied chassis. This is followed by fabrication of the bus body shell through the assembly and welding of structural members, including the underframe, pillars, roof structure, side frames, and front and rear fascia assemblies, resulting in the formation of a robust body structure.

Subsequently, exterior panelling is carried out by integrating side panels, roof panels, front and rear panels, and other body components to complete the bus body shell. The assembled shell then undergoes

comprehensive surface preparation, pre-treatment, and painting through a controlled painting process to ensure superior corrosion resistance, durability, and aesthetic finish.



Following painting, the finished bus body shell is mated with the chassis through a precision body-mounting process. Thereafter, interior trim and fitment activities are undertaken, including installation of flooring and plywood, hatrack, windows, passenger seats, electrical wiring harnesses, lighting systems, dashboard components, windows, doors, HVAC systems (where applicable), and other interior and exterior accessories.

The fully assembled bus is subjected to rigorous in-

process and final quality assurance inspections. These include dimensional verification, functional testing of electrical and mechanical systems, wheel alignment checks, brake and roadworthiness inspections, and a comprehensive water leakage (shower) test to validate weatherproofing and structural integrity. Upon successful completion of all quality checks and regulatory compliance requirements, the finished bus is approved for dispatch to the customer.



Strengthening Capacity and Capability in Manufacturing

ACGL has been intent on expanding and strengthening not only its own manufacturing capacity and capability, but also that of its business partners. This effort has not been limited to mere numbers, but has been extended to creating the capacity to deliver an enhanced volume or enhanced number of medium commercial vehicles across both domestic and international markets.

The primary focus of the Company is on augmenting its manufacturing capability, especially high work content models, an aspiration which is being supported by all its

business partners who are simultaneously enhancing and scaling up their capacity and capability as well.

The Company is also building the capability to transition to manufacturing and assembling bus bodies, where it foresees substantial demand in the near future, especially in the electric vehicles segment. At the same time, as it augments manufacturing technology and automation, from the design stage itself ACGL will focus on embedding the principles of safety and sustainability in all its business decisions and practices.



Capacity

Recent developments in the automotive domain, more so in the commercial vehicles space, has seen technology taking several leaps, many times faster than the expected trajectory. This is true across all aspects, product design, passenger safety features, long term reliability requirements, core manufacturing processes, supply chain capacity compulsions, GHG emissions, Digital Controls, AIML etc. These developments have led to, amongst many other innovations, proliferation of power train technologies in the CV space and stringent safety requirements.

We, at ACGL, are extremely conscious of these developments and, hence, are actively building Bus Assembly capabilities for EVs, CNGs, Defence requirements, MCVs etc. As an associate company of Tata Motors, we have aligned our plans and manufacturing capabilities with the end product / customer requirements.



PESO Shed



DG Set Shed



Shearing Bending Machines Shed



New Paint Shop



Competency

During FY 2025–26, the Company continued its focus on enhancing employee competencies through structured learning interventions aligned with operational excellence and continuous improvement objectives.

Key initiatives included the *Problem Solving & Preventive Actions Training Workshop*, which enabled employees to strengthen their root cause analysis capabilities and implement effective corrective and preventive measures. In addition, the *Structured Problem Solving (SPS) Training* provided employees with systematic tools and methodologies to address operational challenges efficiently.

These initiatives contributed to enhanced problem-solving capabilities, improved process discipline, and a stronger culture of quality and productivity across the organization.





Safety

Ergonomics Awareness Training

The Company organized Ergonomics Awareness Training for employees and contract workers with the support of a qualified physiotherapist to promote safe working practices and enhance employee well-being. The programme focused on correct body posture, safe lifting techniques, proper material handling, fatigue management, and prevention of work-related musculoskeletal disorders. Practical demonstrations on stretching exercises, back-care techniques, and ergonomic work practices helped employees understand the importance of maintaining physical health and reducing workplace strain.



Safety Training Programmes

Regular on-site safety training programmes were conducted across operational areas to strengthen safety awareness and reinforce safe work practices. The sessions covered critical topics such as the use of personal protective equipment (PPE), machine safety, electrical safety, fire prevention, emergency response, safe material handling, housekeeping, and hazard identification. These practical training interventions enabled employees and contract workers to better understand workplace risks and adopt preventive measures in their day-to-day activities.

Fire-Fighting Mock Drills and Emergency Preparedness

To enhance emergency preparedness, the Company conducted fire-fighting mock drills and training sessions on the use of fire extinguishers and firefighting equipment. Employees were trained on evacuation procedures, emergency communication protocols, identification of escape routes, and effective response during fire-related emergencies. The drills also provided an opportunity to assess the effectiveness of emergency response systems and identify areas for continuous improvement.

Choking Emergency Response Mock Drills

The Company organized choking emergency response mock drills to improve awareness and preparedness during medical emergencies. Employees and contract workers were trained to recognize signs of choking, provide immediate assistance, follow emergency response procedures, and administer basic first-aid measures. These drills helped strengthen employees' confidence and ability to respond effectively in critical situations.

National Safety Week Celebration



The Company celebrated National Safety Week with enthusiastic participation from employees and contract workers, reaffirming its commitment to fostering a strong safety culture. The celebrations included safety pledges, awareness campaigns, safety talks, fire-fighting demonstrations, health awareness sessions, and various competitions designed to promote safety consciousness and employee engagement. These initiatives reinforced the importance of workplace safety, accident prevention, and collective responsibility towards maintaining a safe and healthy work environment.



Leadership Safety Rounds – Driving Safety Excellence Through Visible Leadership

At ACGL, safety remains a core organizational value and is reinforced through the active involvement and commitment of the leadership team. Leadership Safety Rounds are a key initiative that reflects management's dedication to fostering a safe, healthy, and accident-free workplace.

These rounds are conducted periodically by senior management, plant leadership, departmental heads, and functional representatives, enabling direct engagement with employees across the shop floor. The initiative focuses on observing work practices, identifying unsafe conditions and behaviours, assessing the effectiveness of existing safety controls, and promoting adherence to established safety standards.

Through regular workplace observations, constructive interactions with employees, and timely implementation of corrective and preventive actions, Leadership Safety Rounds strengthen risk management practices and enhance overall safety performance. The initiative also encourages employees to actively participate in

identifying hazards, raising concerns, and suggesting improvements, thereby fostering a culture of shared responsibility and continuous improvement.

By promoting visible leadership, open communication, and accountability at all levels, Leadership Safety Rounds continue to support ACGL's commitment to achieving operational excellence and maintaining an injury-free workplace.



Strengthening Fire Safety Infrastructure Across the Facility

As part of ACGL's ongoing commitment to ensuring a safe and secure workplace, several initiatives were undertaken during the year to strengthen fire prevention, detection, and emergency response capabilities across the factory and office premises.

To enhance preparedness and enable immediate response to fire incidents, fire extinguishers have been strategically installed across production areas, warehouses, utility locations, and office buildings. The availability of firefighting equipment at critical locations

has strengthened the first line of defence against fire emergencies while supporting compliance with statutory and safety requirements.

Recognizing the importance of protecting critical business infrastructure, a comprehensive fire detection and suppression system has been established for the server and UPS rooms. The facility is equipped with advanced smoke detection systems and Manual Call Points (MCPs) to facilitate early detection and prompt activation of emergency response measures. In addition, a Clean Agent Fire Suppression System has been deployed to ensure effective fire extinguishment without causing damage to sensitive electronic equipment, thereby safeguarding business continuity.

Further strengthening emergency preparedness, an integrated emergency siren system covering the entire factory and office complex has been installed. The system provides clear and audible alerts to employees and visitors, enabling timely evacuation and coordinated emergency response whenever required.

These initiatives reflect ACGL's proactive approach towards risk mitigation, asset protection, and the creation of a safe working environment for all stakeholders.





Digital Initiatives

Implemented Siemens Teamcenter Product Lifecycle Management (PLM)

The Company successfully implemented the Siemens Teamcenter Product Lifecycle Management (PLM) solution, providing a centralized platform for managing product data and engineering changes. Integrated with CAD (Creo 11) and key enterprise systems, the solution has improved collaboration, enhanced traceability, strengthened data accuracy, and streamlined product development processes, resulting in greater operational efficiency and better decision-making.



Migration from Employee Self-Service (ESS) to Human Resource Management System (HRMS)

The Company successfully migrated from the Employee Self-Service (ESS) platform to an integrated Human Resource Management System (HRMS). The new system incorporates modules such as Travel Management, Visitor Management, and Performance Management, with mobile access for employees and managers. The migration has enhanced process efficiency, streamlined approvals, improved transparency, and strengthened overall HR operations.

The screenshot displays the HRMS Intranet portal with the following elements:

- Header:** Automobile Corporation of Goa Ltd. logo and user profile for Kishor Sutar with a Logout button.
- Navigation Menu:** HOME, MY PAGE, KNOWLEDGE BASE, EMPLOYEE DIRECTORY, ESS, DASHBOARD, ORGANIZATION CHART, PMS.
- Thought of the Day:** "If you have the courage to begin, you have the courage to succeed".
- CEO & ED Message:** A message from the CEO/ED with a "Read More" button.
- Service Icons:** Visitor Management, Travel Management, Opinion Poll, Suggestion Box, Holiday Calendar, Short Leave.
- Today's Birthday:** Anil Dhauskar, Security GOA, with a "Send wishes" button.
- Rewards & Recognition:** A photo of an award ceremony.
- Events Gallery:** A photo of a group of people at an event.
- News and Events:** Two news items: "Officenet featured amongst 'India's Best Payroll Service Providers' by Insights Success" and "Bought a new Software product 'OFFICENET'".
- Footer:** Powered by: OfficeNet | Feedback | Intranet Help

Digitization of Procurement Approval and RFQ

The Company successfully digitized its procurement approval and Request for Quotation (RFQ) processes, replacing manual workflows with an automated and transparent system. This initiative has accelerated procurement cycles, improved supplier engagement, enhanced compliance, and strengthened process controls. The digital platform has also reduced paperwork, streamlined approvals, and improved operational efficiency, supporting the Company’s broader digital transformation objectives.

Cybersecurity Enhancement

The Company initiated a comprehensive Cybersecurity Enhancement program to strengthen its information security framework and improve resilience against evolving cyber threats. The initiative includes security assessments, vulnerability remediation, enhanced access controls, improved network and endpoint protection, and continuous monitoring capabilities.

These measures are helping to reduce cybersecurity risks, protect critical business information, support regulatory compliance, and ensure a secure and resilient technology environment for business operations.



SAP S/4 HANA Migration

The Company has initiated the migration of its ERP platform from SAP ECC 6.0 to SAP S/4HANA as part of its digital transformation and technology modernization strategy. The project aims to enhance operational efficiency, improve business process integration, strengthen reporting capabilities, and leverage real-time analytics for better decision-making.

The migration will provide a scalable and future-ready ERP environment, ensuring continued support, improved system performance, and alignment with SAP’s latest technology roadmap.

VERSIONS OF SAP S/4 HANA

SAP	SAP	SAP	SAP
SAP S/4HANA PUBLIC CLOUD	SAP S/4HANA PRIVATE CLOUD	SAP S/4HANA ON HEC	SAP S/4HANA ON-PREMISE
Hosted in public cloud Scalability and flexibility Managed and maintained by SAP	Hosted in private cloud More control over infrastructure Enhanced security and customization Managed and maintained by SAP	On-premises deployment. Infrastructure managed by SAP HANA Allows for a controlled environment Reduced operational burden	Traditional on-premises deployment Offers maximum control and customization Requires in-house management



Sustainability

As a part of the Tata Group, ACGL remains committed to advancing the Group's sustainability agenda of Driving Net Zero, Pioneering Circular Economies and Preserving Nature and Biodiversity. Sustainability continues to be an integral part of our business strategy and operational excellence journey. Guided by the Tata Group's sustainability framework and our accelerated environmental commitments, we continue to progress towards our long-term goals of Net Zero emissions,

Zero Waste to Landfill, Water Positivity and Biodiversity Conservation.

During FY 2025-26, the Company strengthened its sustainability roadmap through focused initiatives in renewable energy, waste management, water stewardship and sustainability governance across its manufacturing locations in Goa, Jejuri and Dharwad.

A. Decarbonisation and Renewable Energy

Solar Power Projects

A 500 kWp solar power plant was commissioned at the Goa facility and an 805 kWp rooftop solar installation was commissioned at the Jejuri plant. These projects support ACGL's transition towards renewable electricity and reduction of greenhouse gas emissions.

Energy Efficiency Initiatives

The Company replaced conventional CO₂ transmission lines with stainless-steel pipelines to minimise leakages and improve operational efficiency. Further, a diesel-operated component painting oven was converted into an electric oven, reducing fossil fuel consumption and associated emissions.



Jejuri



Goa

B. Circular Economy and Waste Management

Food Waste Composting

Food waste composting facilities with a cumulative processing capacity of 550 kg per day were commissioned at the Goa plants. Approximately 20 tonnes of organic waste were converted into nutrient-rich compost during the year.

Waste Recovery and Recycling

During the year, 237 tonnes of hazardous waste and 19 tonnes of fibre-reinforced plastic (FRP) waste were diverted for authorised co-processing, while 12.7 tonnes of glass waste was sent to authorised recyclers, supporting ACGL's Zero Waste to Landfill journey.



C. Water Stewardship

Wastewater Treatment and Reuse

New Sewage Treatment Plants (STPs) of 50 KLD and 80 KLD capacity were commissioned at the Goa facilities along with supporting pipeline infrastructure. Treated water is being reused for gardening, toilet flushing and other non-potable applications, reducing dependence on fresh water sources.

Rainwater Harvesting and Groundwater Recharge

A rainwater harvesting lake with a storage capacity of approximately 85 lakh litres is under development at Goa. The project includes six groundwater recharge wells designed to replenish aquifers and strengthen long-term water security.



D. Sustainability Governance

To strengthen environmental data management and reporting, ACGL was onboarded onto the Tata Group's Prakriti sustainability platform. The platform enables structured monitoring, validation and reporting of sustainability performance through a robust maker-checker framework.

Way Forward

ACGL remains committed to achieving its sustainability targets through expansion of renewable energy capacity, enhanced water conservation measures, responsible waste management practices and biodiversity-focused initiatives, thereby creating long-term value for stakeholders while reducing its environmental footprint.



Supply Chain Management

Supplier Engagement

The Company recognises that a strong and reliable supply chain is essential to sustaining operational excellence and delivering value to its customers. ACGL continues to maintain close relationships with its business partners, fostering collaboration, capability enhancement, and mutual growth.

Business Partners Meet 2026

As part of its continued supplier engagement initiatives, the Company organised a Business Partners Meet on 6 March 2026 at Raj Eco Farms, Saleli, Bhuimpal, Goa, bringing together local suppliers managed by the Ancillary Development Department and senior management. The session focused on preparing the supply chain for ACGL's future growth plans, including scaling supplier capacity to support the production and delivery of 12,000 buses per annum and driving quality improvements to reduce Defects Per Vehicle (DPV).

The leadership team, including the CEO & Executive Director, highlighted the importance of strengthening supplier capabilities to support a wider and more dynamic product portfolio while maintaining high standards of quality. The event provided a platform to communicate ACGL's expectations, share the future business outlook, and align suppliers with the Company's long-term growth strategy.

Supplier Development and Collaboration

ACGL remains committed to working closely with its suppliers to enhance capabilities, improve quality standards, and build a responsive and future-ready supply chain ecosystem. To support anticipated growth, the Company has initiated the development of additional infrastructure for ancillary units and upgrades to existing facilities, including storage enhancements at Plant 2. A key focus area has been the fixturization of structures supplied by vendors to improve consistency, efficiency, and product quality. Suppliers have also been encouraged to strengthen their manufacturing capabilities through investments in advanced technologies such as laser cutting machines and other automation initiatives.

During the year, ACGL conducted quality improvement initiatives to communicate rising quality expectations and incorporate the voice of the customer across the supply chain. Suppliers were also sensitised to potential future labour shortages and encouraged to adopt cost-effective automation solutions to enhance productivity and operational efficiency. Through continuous engagement, knowledge sharing, and collaborative development initiatives, ACGL seeks to create long-term value for both its customers and business partners.





Corporate Social Responsibility



In line with the Tata Group's ethos, ACGL has adopted the philosophy of caring for the community and fostered a culture of being a responsible corporate citizen. The Company shares a symbiotic relationship with communities around its operations and shoulders the responsibility of caring for them within available resources.

Approach: "Employability" of youth and "Health care" for the senior citizens are two focus areas guiding all its actions and CSR projects. It ensures that it keeps nurturing this symbiotic relationship to allow its communities to thrive and grow. The trade of "auto mechanic – electrical and electronics" introduced for the first time in FY25 at any ITI in Goa has been well received.

Free Health Check-up Camp for the Local Community

As part of its commitment towards community healthcare and well-being, the Company organised a free health check-up camp at ACGL Office Block, Plant-II, Bhuimpal, North Goa, benefiting approximately 130 people from Honda, Bhuimpal, and nearby areas. The initiative facilitated access to essential healthcare services, promoted awareness on preventive healthcare, enabled early identification of health concerns, and supported eligible beneficiaries with free spectacles. Through this initiative, the Company sought to strengthen healthcare





accessibility and contribute towards the overall well-being of the local community.

Upgradation of Healthcare Facilities at CHC, Valpoi

ACGL undertook a healthcare infrastructure development initiative at the Community Health Centre (CHC), Valpoi, Goa, with the objective of improving access to quality healthcare services for communities across Sattari Taluka and adjoining rural areas. The CHC caters to nearly 60,000 people and plays a vital role in providing essential medical and rehabilitation services in the region.

During the year, the Company supported the upgradation of the healthcare facility through the provision of advanced diagnostic and physiotherapy equipments such as an ultrasound machine, automated biochemistry analyser, immuno analyser, laser therapy unit, shoulder wheel, quadriceps chair, and other rehabilitation equipments. The enhanced infrastructure is expected to strengthen diagnostic capabilities, support timely treatment and rehabilitation, improve patient care services, and contribute towards better healthcare outcomes for the community. The Company spent around Rs. 61 lakhs towards the project during the year.

Project in collaboration with the Government Industrial Training Institute in Honda, Sattari, Goa ('ITI Project')

AGCL has undertaken a CSR project in collaboration with Government Industrial Training Institute (ITI), Honda, Sattari-Goa. ACGL continued its CSR initiative with the objective of strengthening skill development and vocational training for local youth. In association with the Directorate of Skill Development & Entrepreneurship (DSDE), Goa, the project focuses on specialised training in trades such as Mechanic Auto Electrical & Electronics, Mechanic Auto Body Painting, Information Technology,



Health, Safety & Environment, and Sheet Metal Work.

During the year, the Company supported the initiative through the provision of tools, equipment, machinery, computer systems, training aids, workshop infrastructure, and a second-hand vehicle for practical training purposes. The initiative seeks to enhance industry-relevant technical skills, improve employability opportunities for youth, and contribute towards building a skilled workforce for the automotive and allied sectors.

Supporting Education for Visually Impaired Children

As part of its commitment towards inclusive education and social empowerment, the Company extended support towards the education of a student from the National Association for the Blind, Goa. The initiative seeks to provide specialised educational support, learning resources, and an enabling environment to help the student pursue education with dignity, confidence, and independence.

Through this initiative, the Company hopes to empower the student to overcome barriers, realise his/her potential, and build a brighter and self-reliant future. The support also reflects the Company's commitment towards creating equal opportunities and fostering a more inclusive and compassionate society.

Improvement and Upgradation of Science Laboratory at Government High School, Bhuimpal, Sattari-Goa

The Company supported the improvement and upgradation of the science laboratory at Government High School, Bhuimpal, Sattari-Goa, with the objective of strengthening practical learning facilities for students. The initiative aims to create an engaging and conducive learning environment that encourages scientific thinking, experimentation, and innovation among students. The enhanced laboratory infrastructure is expected to

improve hands-on learning experiences, strengthen conceptual understanding of science subjects, and contribute towards the overall academic development of students from the local community.

Educational Support through Distribution of Laptops, School Uniforms and Shoes

As part of its commitment towards supporting education and student welfare, the Company provided laptops to meritorious students and distributed school uniforms, shoes, and physical education uniforms to students of Government High School, Bhuiimpal, Sattari-Goa. The initiative aims to encourage academic achievement, enhance student participation, and create a more conducive learning environment by supporting the

educational needs of students. Through this initiative, the Company seeks to promote confidence, continuity in education, and the overall development of students.

Renovation and Infrastructure Upgradation at Government Primary School, Honda, Sattari-Goa

The Company supported renovation and infrastructure upgradation works at Government Primary School, Honda, Sattari-Goa, with the objective of creating a safe and improved learning environment for students and teachers. The initiative included enhancement of classroom facilities and other infrastructure-related works aimed at strengthening the overall school environment.





Events

Manufacturing 100,000 Buses – A Landmark Achievement

On 17 September 2025, the Company celebrated a historic milestone of manufacturing its 100,000th bus, marking a significant chapter in its journey of excellence and contribution to the passenger transportation industry. The occasion was celebrated in the presence of the Hon'ble Chief Minister of Goa, Dr. Pramod Sawant, MLA (Poriem Constituency) Dr. Deviya Rane, members of the Board of Directors, senior management, and employees of the Company.

This remarkable achievement reflects the Company's enduring commitment to quality, innovation, operational excellence, and customer trust. It stands as a testament to the dedication and collective efforts of its employees, the confidence of its customers, and the continued support of all stakeholders. The milestone reinforces the Company's position as one of India's leading bus body manufacturers and inspires it to continue driving growth and excellence in the years ahead.



ACGL Evening 2026

The Company organised “ACGL Evening”, a special event dedicated to celebrating the commitment, loyalty, and contributions of its employees. The occasion served as a tribute to the individuals whose dedication and hard work continue to drive the Company’s success. Bringing together employees and their families, the event provided an opportunity to strengthen relationships, foster a sense of belonging, and celebrate the rich legacy of over four decades of excellence.

The evening featured engaging activities and memorable interactions, creating an atmosphere of camaraderie and appreciation. The celebration concluded on a high note, leaving employees and their families with cherished memories while further reinforcing the strong bonds, shared values, and collective spirit that define the ACGL community.



NOTICE

(Pursuant to Section 101 of the Companies Act, 2013)

Dear Member,

NOTICE is hereby given that the Forty Sixth Annual General Meeting ("AGM") of Automobile Corporation of Goa Limited ("the Company") will be held on Wednesday, the 22nd day of July 2026, at 3.00 pm. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare Final Dividend of Rs. 22.50/- per equity share of the face value of Rs.10/- each (i.e.225%) of the Company for the financial year ended March 31, 2026.
3. To appoint a Director in place of Mr. Girish Wagh (DIN: 03119361), who retires by rotation and being eligible, offers himself for re-appointment.

By Order of the Board of Directors

Santhosh Shadadal
Company Secretary
ACS: 48177

Place: Mumbai
Date: May 5, 2026

Registered Office:

Honda, Sattari, Goa – 403 530
Tel: 9607945399
E-mail: cs@acglgoa.com
Website: www.acglgoa.com
CIN: L35911GA1980PLC000400

NOTES:

1. The Ministry of Corporate Affairs ("MCA") allows companies to hold AGM through VC/OAVM, without physical presence of Members at a common venue. In compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company, i.e., Honda, Sattari, Goa - 403 530 shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, collectively referred to as "MCA Circulars"].
2. 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 through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. The facility for appointment of proxies by 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. Relevant information in respect of Director seeking re-appointment at AGM is furnished as Annexure A to this Notice. [Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India].
4. In terms of Section 152 of the Act Mr. Girish Wagh (DIN: 03119361) Non-Executive Director, retiring by rotation at the 46th AGM and being eligible, offers himself for re-appointment. The Nomination and Remuneration Committee and the Board of Directors of the Company have recommended his re-appointment as set out at Item No. 3 of this Notice.
5. A Green Environment Initiative - The Company's philosophy focuses on making the environment greener for the benefit of posterity. In this regard, the Company encourages its shareholders to register/ update the e-mail ids for communication purpose thereby contributing to the environment. Members may kindly note that the Notice of AGM and the Annual Report will also be available on the Company's website.
6. The Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum. [Section 103 of the Act]
7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote at the AGM.
8. In line with the MCA Circulars and the SEBI Circulars, Notice calling the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company or Depositories/ Registrar & Transfer Agent ('RTA'), unless any Member has requested for a physical copy of the same. The Notice of AGM and Annual Report 2025-26 are available on the Company's website at <https://acglgoa.com/wp-content/uploads/2026/06/Annual-Report-2026.pdf> and may also be accessed from the relevant section of the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also available on the website of NSDL at www.evoting.nsdl.com.
9. Electronic copies of all the documents referred to in the accompanying Notice of the AGM shall be made available for inspection. Before and during the 46th AGM, Members may access the scanned copy of the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at cs@acglgoa.com.
10. The Notice of AGM along with the Annual Report 2025-26 will be sent to those members/beneficial owners whose names will appear in the Register of Members/ list of beneficiaries received from the Depositories as on Friday, June 19, 2026.
11. The Record date fixed for determining the entitlement of Members to dividend for the financial year ended March 31, 2026, if approved at the AGM is Wednesday, July 15, 2026.
12. The final dividend of Rs 22.50/- per equity share of Rs. 10 each (225%), if declared at the AGM, will be paid subject to deduction of tax at source ('TDS') on or before August 20, 2026:
 - a. To all the Beneficial Owners as at the end of the day on Wednesday, July 15, 2026 as per the list of beneficial owners to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form; and
 - b. To all Members in respect of shares held in physical

form after giving effect to valid transmission and transposition requests lodged with the Company as at the end of the day on Wednesday, July 15, 2026.

Folios of Members should be KYC compliant to receive the dividends directly in their bank accounts through National Automated Clearing System or any other electronic mode of remittance. Members are requested to send the following documents to RTA on or before the record date i.e., Wednesday, July 15, 2026.

- i) Form No. ISR-1 duly filled and signed by the holders stating their name, contact details, folio number, complete address with pin code and the bank account details;
- ii) Original copy of cheque bearing the name of the Member or first holder, in case shares are held jointly;
- iii) Self-attested copy of the PAN Card of all holders;
- iv) Self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company;
- v) Form ISR 2 duly filled and signed. The signature of holders should be attested by the Bank Manager;
- vi) Form SH 13 – Nomination Form or Form ISR-3 – to opt out from Nomination.

The above Investor Service Request Forms (ISR) are available on Company's **website at www.acglgoa.com**.

13. Members may please note that their bank details as furnished by the respective DPs to the Company will be considered for remittance of dividends as per the applicable regulations and the Company will not accept any direct request for change/addition/deletion of such bank details.

Accordingly, the Members are requested to ensure that correct/latest complete bank details are updated against their demat account with their respective DPs.

Instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applied to the dividend paid on shares held in electronic form.

14. The Company is required to deduct TDS from the dividend to be paid to the Members as per rates prescribed under the Income Tax Act, 2025 ("IT Act") and the Finance Acts of the respective years.

Further, as per the Finance Act 2021, Section 206AB has been inserted w.e.f. July 1, 2021 wherein higher rate of tax (twice the specified rate) would be applicable on

payment made to a 'Specified Person' defined under the provisions of the aforesaid section.

If there is any change in the information, you are requested to update your records such as tax residential status, Permanent Account Number (PAN) and register your email address, mobile numbers and other details with your relevant depositories through your depository participants in case you are holding shares in dematerialized form and if you are holding shares in physical mode, you are requested to furnish details at **csg-unit@in.mpms.mufg.com** to MUFG Intime India Pvt Limited (Erst while known as Link Intime India Private Limited), the Registrar and Transfer Agent of the Company.

The exemption forms viz – Form 121 (erstwhile Form No. 15G or Form No. 15H), treaty exemption documents and format of Declaration, as required to be provided by Resident/ Non-Resident shareholders (Individual/Non-Individual) for availing the exemption accordingly.

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021 (subsequently amended by Circular Nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, SEBI/HO /MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 and SEBI/HO/ MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023) has mandated that with effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature.

15. Members desiring any information/ clarification on the accounts or any matter to be placed at the AGM are requested to write to the Company at cs@acglgoa.com at least seven days in advance to enable the Management to keep information ready at the AGM.
16. Pursuant to the MCA Circular, the Company has published a newspaper advertisement requesting its Members, who are holding shares in physical mode and who have not registered their e-mail address with the Company, to register the same by sending an email to the Company at cs@acglgoa.com and/or by sending a request to our RTA- MUFG Intime India Private Limited through email at **csg-unit@in.mpms.mufg.com**.

The Members holding shares in demat form are requested to register their e-mail address with their

Depository Participant ('DP') only. The registered e-mail address will be used for sending future communications.

17. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time. Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/RTA.
18. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's RTA - MUFG Intime India Pvt. Ltd. at C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai - 400 083, the details of such folios together, along with the share certificates and requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
19. The Members holding shares in dematerialized mode are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc./NECS/mandates, nominations, power of attorney, to their DPs only and not to the Company's RTA. Members holding shares in physical form are requested to intimate such changes to the RTA/Company in the prescribed Form ISR-1, quoting their folio number and enclosing self-attested supporting documents. Changes intimated to the DPs will then be automatically reflected in the Company's records which will help the Company and its RTA to provide efficient and deter service to the Members.
20. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from our website

at www.acglgoa.com and website of the Registrar and Transfer Agent ('RTA') at <https://web.in.mpms.mufg.com>. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in dematerialized form and to the Company's RTA in case the shares are held by them in physical form, quoting their folio number.

21. Members are requested to note that dividends if not encashed for a period of seven (7) consecutive years from the date of transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF) Account. Further, all the shares in respect of which dividends has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in and by sending a physical copy of the same, duly signed by them to the Company, along with requisite documents enumerated in Form IEPF-5. Please refer General Shareholder Information in the Corporate Governance Report which is a part of this report, for details including the due dates for transfer of unclaimed dividends.

Details of dividend unclaimed by Members for the past years which have not yet been transferred to the Central Government have been uploaded on the Company's website www.acglgoa.com under the tab "IEPF-Dividend outstanding and due for transfer to IEPF 2019-2026". Members are encouraged to view the lists and lodge their claims with our RTA for dividends which have remained unclaimed.

Individual notices are sent to the concerned shareholders as well as an advertisement is published in the newspaper, requesting the shareholders to encash their unclaimed dividends before transfer to the IEPF.

22. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission or transposition of securities held in physical or dematerialized form shall be processed in dematerialized form only. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holding to dematerialized form. Members can contact the Company's RTA for assistance in this regard.

23. Members may further note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 read with subsequent circulars including SEBI Circular dated March 16, 2023 and the SEBI Master Circular dated February 6, 2026 (as amended from time to time), has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. 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. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at www.acglgoa.com and on the website of the Company's Registrar and Transfer Agents - MUFG Intime India Private Limited at www.in.mpms.mufig.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.

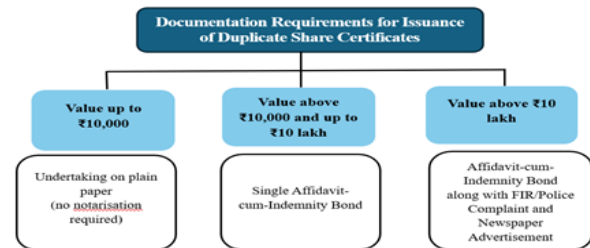
24. Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special re lodgement window till February 4, 2027, to re-lodge the transfer requests.

Transfers would be approved if all the requisite documents are in place. Transfer under this window will be credited only in dematerialised form and will carry a one-year lock in period from the date of transfer registration. Members can contact the Company or the RTA, for assistance in this regard.

25. SEBI has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website at www.acglgoa.com.

Members are also informed that SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated May 25, 2022 read with subsequent circulars, including SEBI Circular dated December 24, 2025 on Simplified Procedure and Standardizations on Formats for Issuance of Duplicate Securities Certificates in demat Mode, in order to make issuance of duplicate securities more efficient and investor friendly, the procedure and

documentation requirements for issuance of duplicate securities has been further simplified. The documentation requirements have been standardized as below:



Letter of Confirmation will not be issued with effect from April 2, 2026, and the RTA will directly credit the shares to the Member's demat account. Members must provide a Client Master List, not older than 2 months, attested by their DP.

26. Mandatory update of PAN, KYC and Nomination details and linking of PAN and Aadhaar by holders of physical shares: SEBI vide its Circular dated November 03, 2021, December 14, 2021 and March 16, 2023, read with the SEBI Master Circular dated February 6, 2026 as amended from time to time, has made it mandatory for the shareholders holding shares in physical form to furnish PAN, KYC details and Nomination in the prescribed forms to the RTA of the Company. Members are further informed that no service requests shall be processed in respect of such folios unless the aforesaid details are updated.

In compliance with the above stated Circular, the Company has sent individual communication to its shareholders holding shares in physical form requesting them to update their PAN, KYC details and Nomination.

To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/ CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC and Nomination details. In case of any query/ assistance, members are requested to contact our RTA- MUFG Intime India Private Limited at C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai-400 083 or through email at cs-unit@in.mpms.mufig.com.

26. The Board of Directors has appointed Mr. Shivaram Bhat (Membership No. ACS 10454, CP No. 7853), Practicing Company Secretary, as the Scrutinizer to scrutinize the remote e-voting process as well as for e-voting during the AGM, in a fair and transparent manner.

27. Pursuant to the General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 3/2025 on

September 22, 2025 issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

28. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
29. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on a first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
30. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
31. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic

means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

32. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.acglgoa.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. and on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
33. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
34. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Sunday, July 19, 2026 at 09:00 A.M. and ends on Tuesday, July 21, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date), may cast their vote electronically. The voting rights of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, July 15, 2026.

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


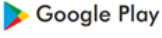


The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Login to NSDL e-Voting system

A) Login method for remote e-Voting and joining the virtual meeting for Individual shareholders holding securities in dematerialized mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="456 362 1474 606">1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="456 638 1474 945">2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="456 978 1474 1079">3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp <li data-bbox="456 1111 1474 1418">4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="456 1451 1474 1519">5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div data-bbox="483 1593 824 1620" style="text-align: center;"> <p>NSDL Mobile App is available on</p> </div> <div data-bbox="483 1639 824 1800" style="text-align: center;">     </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing myeasi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are 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. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-0911

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

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

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

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

4. Your User ID details are given below:

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

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
 - 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'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- 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.
- Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- 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.

General Guidelines for shareholders

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self- attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **cs@acglgoa.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 **cs@acglgoa.com**. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to **evoting@nsdl.com** for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

(E) INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

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

2. Members are encouraged to join the Meeting through Laptops for better experience.
 3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 4. Please note that the Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 5. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at **cs@acglgoa.com**. The same will be replied by the company suitably.
 6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / Folio Number, PAN, Mobile Number at cs@acglgoa.com from July 5, 2026 to July 7, 2026. Only those Members who have 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.
2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website at www.acglgoa.com and on website of NSDL at **www.evoting.nsd.com** and will also be communicated to BSE Limited, where the equity shares of the Company are listed.
 3. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting i.e. July 22, 2026.

By Order of the Board of Directors

Santhosh Shadadal
Company Secretary
ACS: 48177

Place: Mumbai.
Date: May 5, 2026

Registered Office:
Honda, Sattari, Goa – 403 530
Tel: 9607945399
E-mail: cs@acglgoa.com
Website: www.acglgoa.com
CIN: L35911GA1980PLC000400

(F) DECLARATION OF RESULTS ON THE RESOLUTIONS:

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) within two (2) working days from the conclusion of the AGM, submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any and whether the resolution(s) has/ have been carried or not, to the Chairman or a person authorized by him in writing.

ANNEXURE TO THE NOTICE

Details of Directors seeking appointment/reappointment in the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2 on General Meeting].

Particulars	Mr. Girish Wagh
Director Identification number (DIN)	03119361
Date of Birth & Age	2nd December, 1970, 55 Years
Date of Appointment on the Board	30th October, 2017
Qualifications	Bachelor's Degree in Mechanical Engineering from Pune University, Post Graduate Diploma in Manufacturing Management from S. P. Jain Institute of Management Research, Mumbai
Brief profile	<p>Mr. Girish Wagh is the Managing Director and CEO of Tata Motors Ltd.</p> <p>Mr. Wagh joined Tata Motors in 1992 as a Graduate Engineer Trainee after completing his engineering degree from Pune University and later obtained a post-graduate degree in Manufacturing Management from the S.P. Jain Institute of Management and Research.</p> <p>In his illustrious career of 34 years, he has successfully delivered various segment creating and innovative products across Passenger and Commercial Vehicle businesses. He has led cross-functional teams and successfully delivered game-changing projects such as the Tata ACE mini truck and new-generation cars like Nano, Bolt, Zest, Tiago, Hexa and Tigor.</p> <p>Mr. Wagh is passionate about business excellence, with multiple years of assessment experience in TBEM, a Business Excellence framework adopted by the Tata Group, which is based on the Malcolm Baldrige National Quality Award of the USA. He started his business excellence journey as an assessor, rose to become a team leader, and now mentors TBEM external assessments across multiple Tata group companies.</p> <p>Mr. Wagh has been the Chairman of the SIAM CV CEO Council since 2020. He is a member of the CII National Council for 2026–27. He has been the Chairman of the CII National Committee on TCM since 2023 and also co-chaired the CII National Committee on Total Cost Management (TCM) in 2022.</p> <p>Mr. Wagh chairs the Boards of Tata Motors' subsidiaries, namely Tata Daewoo Mobility Company Limited, Tata Cummins Private Limited and Tata Hitachi Construction Company Private Limited.</p> <p>Mr. Wagh has been recognised with awards such as the 'Rising Star' by Automotive News Europe in 2011 and the 'CV Man of the Year' award four times at the Apollo CV Awards in 2020, 2022, 2024 and 2026. He was awarded an honorary Doctorate in Philosophy (D.Phil.) from Amity University, Ranchi, in April 2023. He was also elected as the prestigious Fellow Member of the Indian National Academy of Engineers (INAE) and inducted into the Academy in December 2023.</p> <p>Mr. Wagh enjoys reading and is a fitness enthusiast.</p>
Nature of expertise in specific functional areas	Handled key projects such as the Tata ACE - Mini Truck, Nano, Bolt, Zest, Tiago, Hexa and Tigor.
Shareholding in the Company, including shareholders as a beneficial owner	Nil

Number of Board Meetings attended during the year 2025-26	8			
Body Corporates (other than Automobile Corporation of Goa Limited) in which he holds Directorships and Committees membership	Sr. No.	Body Corporates	Committees	Designation
	1	Tata Motors Limited	Stakeholders Relationship Committee	Member
			Corporate Social Responsibility Committee	Member
			Risk Management Committee	Member
			Safety, Health & Sustainability Committee	Member
	2	Tata Hitachi Construction Machinery Company Private Limited	Remuneration Committee	Member
Skills and capabilities required for the role and the manner in which they meet such requirements	<p>The Nomination & Remuneration Committee (NRC) had identified expertise in Manufacturing, Business Management in Automotive, Engineering of Large & Heavy Engineering organizations, and Strategic Leadership as critical skills and capabilities for the role.</p> <p>Mr. Girish Wagh's educational background, experience, skills, personality is in coherence with the criteria, role, skills, and capabilities identified by the NRC.</p>			
Relationship with other directors and Key Managerial Personnel of the Company	Mr. Girish Wagh is not related to any other Director and/or Key Managerial Personnel of the Company.			
Terms & conditions of appointment/ reappointments	Mr. Girish Wagh is a Non-Executive Non-Independent Director. He is liable to retire by rotation.			

Board's Report

TO THE MEMBERS,

The Directors are pleased to present herewith the Forty Sixth Annual Report of Automobile Corporation of Goa Limited ("The Company") along with the Audited Financial Statements for the Financial Year ("FY") ended March 31, 2026.

1. Financial Highlights:

	(Rs. In Lakhs)	
Particulars	FY 2025-26	FY 2024-25
Revenue	93,365.49	66,076.74
Other income	1,750.36	1,485.14
Total income	95,115.85	67,561.88
Expenses:		
Operating expenditure	84,793.68	60,842.49
Depreciation and amortization expenses	566.50	460.24
Total Expenses	85,360.18	61,302.73
Profit before finance cost, tax and exception items	9,755.67	6,259.15
Exceptional items	(328.63)	-
Finance cost	12.83	9.01
Profit before tax and OCI (PBT)	9,414.21	6,250.14
Tax expense	2,425.15	1,589.72
Other comprehensive loss (net of tax)	18.28	36.87
Profit for the year	7,007.34	4,697.29
Attributable to:		
Shareholders of the company	7,007.34	4,697.29
Non-Controlling Interest	-	-
Opening Balance of retained earning	17,431.35	13,951.78
Profit for the Year	6,989.06	4,660.42
Add: Other comprehensive items	18.28	36.87
Total comprehensive income	7,007.34	4,697.29
Dividend	1522.15	1,217.72
Transfer to reserve	-	-
Closing balance of retained earnings	22,916.54	17,431.35

2. Company's Performance

In the FY2025-26, the Company demonstrated robust growth in its performance. The revenue of the Company surged to Rs. 93,365.49 lakhs, marking a substantial 41% increase over the revenue of Rs. 66,076.74 lakhs in FY2024-25. This significant growth is attributed to the successful implementation of strategic initiatives and the Company's strong operational execution.

The Profit after Tax (PAT) attributable to shareholders for the FY 2025-26 stands at Rs. 7,007.34 lakhs, showcasing an impressive growth rate of 49% compared to the PAT of Rs. 4,697.29 lakhs recorded in FY 2024-25. This remarkable increase in profitability underscores the

Company's commitment to delivering sustainable value to its Shareholders through continuous improvement initiatives and effective cost management strategies.

The bus segment has maintained its dominance in contributing to the Company's revenue and profit. The proportion of bus division's revenue in the total revenue of the company clocked 92% during the year under review. A large portion of our workforce is operating in the bus segment at Goa. Revenue from the Bus and Pressing segment has grown significantly as compared to last year mainly due to an increase in demand in the commercial vehicle passenger segment.

3. Declaration and Payment of Dividend

The Company has a strong track record of rewarding its shareholders. An interim dividend of Rs. 5.00 per equity share 50% was paid to equity shareholders on February 13, 2026. Building on this, the Board is pleased to recommend final dividend of Rs. 22.50/- per equity share 225% for FY2025-26. This recommendation is a reflection of the Company's improved financial performance and its commitment to enhancing shareholder value.

The final dividend, subject to approval by the Members at the upcoming Annual General Meeting (AGM), will be paid to shareholders whose names appear in the register of members as of Wednesday, July 15, 2026. The total dividend payout, including both the interim and final dividends, amounts to Rs.1,674.37 lakhs. This represents a payout of 23.89% of the current profit after tax for FY2025-26, compared to 32.40% in the previous FY2024-25. Thus, the aggregate dividend for the FY 2025-26 is Rs. 27.50/- per equity share 275%.

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Members with effect from April 1, 2020. Consequently, the Company is required to deduct tax at source from the dividend paid to the Members at the prescribed rates as per the Income Tax Act, 1961.

Record Date: The Company has fixed Wednesday, July 15, 2026 as the "Record Date" for the purpose of determining the entitlement of Members to receive final dividend for the financial year ended March 31, 2026.

4. Transfer to Reserves

The Board of Directors has decided to retain the entire amount of profit for FY2025-26, in the statement of profit and loss. This decision aligns with the company's strategy of strengthening its financial position and supporting future growth initiatives.

5. Share Capital

The paid-up equity share capital as on March 31, 2026 was Rs.6,08,86,220/- divided into 60,88,622 equity shares of face value of Rs.10/- each. There was no public issue, rights issue, bonus issue or preferential issue, etc. during the year. The Company has not issued shares with differential voting rights, sweat equity shares and has not granted any stock options.

6. Subsidiary Companies

The Company does not have any subsidiaries, associates or joint venture companies within the meaning of the Companies Act, 2013.

7. Directors' Responsibility Statement

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, 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 FY2025-26.

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- 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 such internal financial controls are adequate and operating effectively;
- vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

8. Directors and Key Managerial Personnel

In accordance with the provisions of the Act and Articles of Association of the Company, Mr. Girish Wagh (DIN: 03119361) Non-Executive, Non-Independent Director of the Company retires by rotation and being eligible, offers himself for re-appointment. A resolution seeking members approval for his re-appointment forms part of the Notice.

The Board of Directors on the recommendation of

Nomination and Remuneration Committee and in accordance with the provisions of the Act, Articles of Association and SEBI Listing Regulations, has appointed Dr. Renu Sharma (DIN: 02797298) and Mrs. Rekha Bagry (DIN: 08620347) as Additional Directors in the capacity of Non-Executive, Independent Directors of the Company w.e.f. January 20, 2026.

On April 18, 2026, the shareholders, through postal ballot, regularised the appointment of Dr. Renu Sharma and Mrs. Rekha Bagry as Independent directors of the company not liable to retire by rotation, for a term of 5 (Five) years w.e.f. January 20, 2026.

During the period under review, Mr. Shrinivas Dempo and Mr. Nagesh Pinge ceased to be Independent Directors of the Company with effect from the close of business hours on September 11, 2025 and January 21, 2026, respectively. The details as required pursuant to Regulation 36 of the SEBI Listing Regulations and the Secretarial Standard-2 on General Meeting are mentioned in the Notice of AGM, forming part of the Annual Report.

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that they meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are 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.

The Independent Directors of the Company have confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs ('IICA') in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended. They are also in compliance with the requirements of Online Proficiency self-assessment Test.

During the year under review, the Independent 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 for the purpose of attending the meetings of the Board/ Committees of the Company.

None of the Directors of the Company are disqualified from being appointed as Director, as specified in Section 164(2) of the Companies Act, 2013 read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended.

The resolutions seeking approval of the Members for appointment/re-appointment of Directors of the Company forms part of the notice convening the 46th Annual General Meeting. The Board recommends their appointment/re-appointment at this Annual General Meeting.

Key Managerial Personnel

In terms of Section 203 of the Act, the Key Managerial Personnel ("KMPs") of the Company during FY 2025-26 were:

1. Mr. Pranab Ghosh – CEO & Executive Director
2. Mr. Raghendra Singh Butola – Chief Financial Officer
3. Mr. Mitesh Gadhiya - Company Secretary & Compliance Officer*
4. Mr. Shrikant Pai – Compliance Officer**

* *Mr. Mitesh Gadhiya, who was serving as the Company Secretary and was subsequently appointed as the Compliance Officer with effect from October 14, 2025, resigned from the position with effect from the close of business hours on January 30, 2026.*

** *Mr. Shrikant Pai was appointed as Compliance Officer with effect from June 14, 2025 and Resigned with effect from the close of business hours on August 4, 2025.*

9. Meetings of the Board

The Board of Directors held 8 (Eight) meetings during FY2025-26. For details, please refer to the Report on Corporate Governance, which forms part of this Annual Report.

10. Board Evaluation

The annual evaluation process of the Board of Directors, individual Directors and Committees was conducted in accordance with the provisions of the Act and the SEBI Listing Regulations.

The Board evaluated its performance after seeking inputs from all the Directors on the basis of criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc. The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc. The above criterias are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, the Board as a whole and the Chairman of the Company was evaluated.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual Directors based on criteria such as the contribution of the individual Director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. The Board also assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

In the Board Meeting that followed the Meeting of the Independent Directors and Meeting of Nomination and Remuneration Committee, the performance of the Board, its committees, and Individual Directors was also discussed. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

11. Familiarisation Programme for Independent Directors.

The Company maintains a structured familiarisation programme for Independent Directors, providing them with insights into the company's business operations, industry dynamics, regulatory environment, and governance framework. This programme enhances the effectiveness of Independent Directors in fulfilling their roles and responsibilities. Please refer to the Paragraph on Familiarisation Programme in the Corporate Governance Report for detailed analysis.

12. Policy on Directors' Appointment and Remuneration and other Details

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report, which is a part of this report and is also available on the website of the Company at <https://acglgoa.com/wp-content/uploads/2025/05/Final-ACGL-Remuneration-Policy-for-Directors-KMP.v2.pdf>.

13. Internal Financial Control Systems and their Adequacy

The Company's internal control systems are commensurate with the nature of its business, the size and complexity of its operations and such internal financial controls with reference to the financial statements are adequate.

Other details in respect of internal financial controls and their adequacy are included in the Management Discussion and Analysis, which forms part of this report.

14. Committees of the Board

- a. Audit Committee
- b. Nomination and Remuneration Committee
- c. Stakeholders Relationship Committee
- d. Corporate Social Responsibility Committee
- e. Risk Management Committee
- f. Capital Investment Committee

The details including the composition of the committees (terms of reference/attendance) are included in the Corporate Governance Report, which forms part of this report.

15. Secretarial Audit

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI Listing Regulations, Mr. Shivaram Bhat, (Membership No. ACS 10454, CP No. 7853), a peer reviewed Company Secretary in Practice, was appointed as the Secretarial Auditor of the Company for audit period of five consecutive years commencing from FY2025-26 till FY2029-30.

The Report of the Secretarial Auditor is annexed herewith as Annexure III. The remark contained therein was duly noted and addressed by the Company and did not have any adverse impact on the interests of the investors.

16. Statutory Auditors

M/s. BSR & Co. LLP, Chartered Accountants (ICAI Firm Registration No.101248W/W-100022) were re-appointed as the Statutory Auditors of the Company for a tenure of five years commencing from the conclusion of the 42nd AGM of the Company until the conclusion of the 47th AGM of the Company to be held in the year 2027. The Statutory Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

17. Secretarial Standards

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

18. Risk Management

The Board of Directors of the Company has constituted a Risk Management Committee to frame, implement and

monitor the risk management plan for the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The development and implementation of risk management policy have been covered in the Management Discussion and Analysis, which forms part of this report.

19. Particulars of Loans, Guarantees or Investments

Particulars of loans, guarantees given and investments made during the year under review in accordance with Section 186 of the Companies Act, 2013 have been disclosed in the financial statements.

20. Particulars of Contracts or Arrangements with Related Parties

All contracts/ arrangements/ transactions entered by the Company during the FY 2025-26 with related parties were on an arm's length basis and in the ordinary course of business and approved by the Audit Committee. Certain transactions, which were repetitive in nature, were approved through omnibus approval by the Audit Committee.

As per the SEBI Listing Regulations, as amended, a Related Party Transaction ("RPT") shall be considered material based on the thresholds prescribed under Regulation 23 read with Schedule XII, which are linked to the annual consolidated turnover of the Company. For entities with turnover upto Rs.20,000 crore, an RPT shall be considered material if it exceeds 10% of the annual consolidated turnover. For larger entities, higher turnover-linked thresholds apply, subject to an overall cap of Rs.5,000 crore. In case of payment towards royalty, a transaction shall be considered material if it exceeds 5% of the annual consolidated turnover. Such material RPTs require prior approval of the Members. In this regard, during the year under review, the Company has taken necessary Members approval. Therefore, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Act, in respect of transactions with related parties, as per Form AOC-2 is provided in Annexure-I to this report.

Pursuant to the requirements of the Act and the SEBI Listing Regulations, the Company has formulated a policy on RPTs which is available on the Company's website at <https://acglgoa.com/wp-content/uploads/2025/05/ACGL-revised-RPT-Policy-1042022.pdf>.

Pursuant to SEBI Listing Regulations, the Resolution for seeking approval of the shareholders on material related party transactions is being placed at this AGM.

21. Corporate Social Responsibility

A brief outline of the Corporate Social Responsibility ("CSR") policy of the Company and the initiatives undertaken by the Company on CSR activities during the year under review are set out in Annexure II of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which forms part of this report. The CSR policy is available on website of the Company at <https://acglgoa.com/wp-content/uploads/2025/05/Contents-of-the-CSR-Policy-Jan-2017.pdf>.

22. Investor Education and Protection Fund

For details on transfer of unclaimed/ unpaid amount/ shares to Investor Education and Protection Fund ("IEPF"), please refer Corporate Governance Report on 'Transfer of unclaimed/unpaid amounts/shares to the Investor Education and Protection Fund'.

23. Management Discussion and Analysis

The Management Discussion and Analysis, as required in terms of the SEBI Listing Regulations, is annexed to this Report.

24. Annual Return

As per the requirements of Section 92(3) of the Act and the Rules framed thereunder, the Annual Return in Form MGT-7 for FY 2025-26 is available on the website of the Company at <https://acglgoa.com/investors/annual-returns>.

25. Particulars of Employees

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

- a. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in FY 2025-26:
 - a. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year 2025-26:

Name of Directors	Ratio to Median	Percentage increase in Remuneration
Non-Executive Directors		
Mr. Shrinivas V Dempo* (upto 11.09.2025)	-	-
Mr. Yatin Kakodkar	2.04	34.60%
Mr. Nagesh Pinge* (upto 21.01.2026)	-	-
Mrs. Sandhya Kudtarkar*	1.13	NA
Dr. Renu Sharma* (w.e.f. 20.01.2026)	-	-
Mrs. Rekha Bagry* (w.e.f.20.01.2026)	-	-
Mr. Girish Wagh	NA	NA
Mr. Venkata Gopal Ramanan	NA	NA
Mr. Vishal Badshah	NA	NA
Mr. Anand Srinivasagopalan	NA	NA
Executive Director		
Mr. Pranab Ghosh, CEO &ED**	17.32	-13.35%
Chief Financial Officer		
Mr. Raghwendra Singh Butola	11.35	7.78%
Company Secretary & Compliance Officer		
Mr. Mitesh Gadhiya*(upto 30.01.2026)	-	-
Mr. Shrikant Pai *(upto 04.08.2025)	-	-

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

**In the previous year, provisional figures were considered for deputation charges resulting in negative payout % in the current financial year

- The percentage increase in the median remuneration of employees in the financial year: 2% (The median remuneration pertains to permanent workers who are eligible for the Variable Dearness Allowance (VDA).
- The number of permanent employees on the rolls of Company: 423.
- Average percentile increases 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 are any exceptional circumstances for increase in the managerial remuneration:

During the year, the Company provided increments and performance-linked pay to staff members and increased Variable Dearness Allowance (VDA) for permanent workers. These measures were taken to recognize and reward the hard work and dedication of our employees.

- Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms that the remuneration is as per the remuneration policy of the company.

- The statement containing names of 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 forming part of this report. Further, the report and the accounts are being sent to the Members 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 Member interested in obtaining a copy of the same may write to the Company Secretary.

26. Disclosure Requirements

All the requirements of the Corporate Governance are adhered to both in letter and spirit.

All the committees of the Board of Directors meet at regular intervals as required in terms of SEBI Listing Regulations. The Directors and Key Managerial Personnel of the Company have complied with the approved 'Code of Conduct for Board of Directors and Senior Executives of the Company'.

As per SEBI Listing Regulations, the Corporate Governance Report with the Auditors' Certificate thereon, and the Management Discussion and Analysis are attached to this report.

A Business Responsibility Report as per Regulation 34 and Dividend Distribution Policy as per Regulation 43A of the SEBI Listing Regulations are not applicable to the Company.

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

There have been no material changes and commitments affecting the financial position of the Company which

have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report, which forms part of this report. There was no change in the nature of business of the Company during the Financial Year ended March 31, 2026.

27. Credit Rating

The rating committee of CARE Ratings Limited has assigned a long-term credit rating of CARE AA- (pronounced as CARE Double A Minus) as against long term credit rating of CARE AA- for previous year and a short-term credit rating of CARE A1+ (pronounced as CARE A One Plus) as against short-term rating of CARE A1+ for previous year to the line of credit facility enjoyed by the Company. The outlook on the long term and short-term rating is stable.

28. Deposits from Public

The Company has not accepted any deposits from the public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

29. Human Resources

The Company believes in engaging human resources as they are the key differentiator for the success of the Company. Keeping the employees engaged and committed can go a long way in attainment of objectives and ensuring sustained business performance. In line with this, the Company has initiated several interventions that will enhance the engagement of the employees. Being a people centric organisation, the Company recognises the significance of building next generation leadership by developing internal talent to meet the organisational objectives. Through this, the human resource function continues to align its strategic interventions and processes, while simultaneously addressing the needs of multiple stakeholders and maintaining a competitive employee cost. The Company continues to have cordial and harmonious industrial relations across all the manufacturing units. The total number of employees of the Company as on March 31, 2026 stood at 423.

30. Vigil Mechanism / Whistle Blower Policy

Pursuant to the provisions of Section 177(9) and (10) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, the Company has in place whistle blower policy/ vigil mechanism for Directors and employees of the Company.

The whistle blower policy/ vigil mechanism provides a route for Directors and employees to report, without fear of victimisation, any unethical behaviour, suspected or actual fraud, violation of the Company's Code of Conduct

and instances of leak of unpublished price sensitive information, which are detrimental to the Company's interest. The mechanism protects whistle blower from any kind of discrimination, harassment, victimisation or any other unfair employment practice. The Policy is placed on the Company's website and can be accessed at <https://acglgoa.com/wp-content/uploads/2025/05/WHISTLE-BLOWER-POLICY-Revised-27012022.pdf>

31. Prevention of Sexual Harassment

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder. Internal Complaints Committee ("ICC") is in place for all works and offices of the Company to redress complaints received regarding sexual harassment. During FY2025-26, the Company had not received any complaints on sexual harassment. In addition, there were no carry forward cases from the previous financial year.

The Company organized awareness workshops across all the plants in order to cover flexible and temporary workforce, contractual staff, blue collar employees, new joiners etc.

The policy on Prevention of Sexual Harassment is available on the website of the Company at <https://acglgoa.com/wp-content/uploads/2025/05/Policy-against-Sexual-Harassment-at-Workplace.pdf>.

32. Maternity Benefit

During FY 2025-26, the Company has complied with all the applicable provisions relating to the Maternity Benefit Act, 1961.

33. Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo [Pursuant to Companies (Accounts) Rules, 2014]

A. Conservation of Energy

The Company has always tried to improve energy efficiency significantly. During the year under review the steps taken by the Company to conserve energy include:

- Introduction of HIGH-VOLUME LOW SPEED (HVLS) fans with low RPM with energy efficient is initiated.
- Automatic Power Factor Control (APFC) system introduced which will maintain the power factor which reduces power losses.
- Introduction of optimum capacity DG set for canteen area which will reduce the consumption of diesel.

- Replacement of conventional light fixtures with energy efficient light fixtures such as LED lights.
- At its plants, the Company has carried out various actions to optimize energy consumption and reduce losses.
- Optimization of shifts done to reduce power consumption.
- Speed Control of fan motor for air balancing at paint shop to reduce power consumption.
- Compressed air leakages checked periodically for necessary repairs which has resulted in energy saving. All hyper-rated motors at our Goa plant have been replaced with energy-efficient Variable Frequency Drives (VFDs).
Installation of a 500kWp solar power project at Plant II at Goa.

B. Absorption of Technology

1. Efforts made towards Technology Absorption:

The Company has undertaken the following initiatives for technology absorption during the year FY 2025-26:

- Implementation of PLM (Product Lifecycle Management) with Creo integration.
- Development of ABS dashboards for LPO 1016 and LP 716 for Middle East markets.
- Development of vehicles for defence and EVs by ACGL.
- Development of 13.5 m EV Sleeper has been initiated.
- Implementation of 3 point seat belts from April 1, 2026, as part of mandatory regulatory requirements.

2. Benefits derived from R&D and future plan of action:

The Company is focusing on innovation and technology development to enhance the value of the products and manufacturing procedures in order to cater to varied market demands.

3. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Not Applicable

4. Expenditure on Research and Development:

a) Capital	Rs. 14.86 lakh
b) Recurring	Rs. 180.81 lakh
c) Total	Rs. 195.67 lakh
d) Total as a percentage of net turnover: (excluding other income and taxes)	0.19%

C. Foreign Exchange earnings and outgo:

Earnings:

- On export of goods calculated on FOB basis – Nil
- The Company has exported bus bodies and component parts thereof through a merchant exporter – Nil

Outgo:

- Travelling expenses – Nil
- Procurement of raw material – Nil

34. Cost Auditors

Maintenance of cost records as specified by the Central Government under Section 148 (1) of the Act is not applicable to the Company.

35. Acknowledgement

The Directors wish to convey their appreciation to all of the Company's employees for their contribution towards the Company's performance. The Directors would also like to thank the members, employee unions, customers, dealers, suppliers, bankers, governments and all other business associates for their continuous support to the Company and their confidence in its Management.

On behalf of the Board of Directors

Yatin Kakodkar

Chairman

DIN: 00001433

Place: Mumbai

Date: May 5, 2026

ANNEXURE I

FORM NO. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

This Form pertains to the disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length Basis:

There were no contracts or arrangements or transactions

entered into during the year ended March 31, 2026 which are not at arm's length basis.

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

The details of material contracts or arrangements or transactions at arm's length basis for the year ended March 31, 2026 are as follows:

Sr. No.	Name(s) of the related party and nature of relationship	Tata Motors Limited (TML) Enterprise exercising significant influence/ Investing Company	Tata Motors Body Solutions Limited (TMBSL). Related Party in terms of Section 2(76) of the Companies Act, 2013
(a)	Nature of Contract / arrangement/ transaction	Transactions are in the ordinary course of business and are conducted on an arm's length basis. Sale and purchase of goods, Services rendered/ received, Interest Expense/ Income, Discount, Recoveries/ Bad Debts, Payment of dividend, Sale/ Purchase of equipment, Reimbursement of expenses, GST/Other taxes as applicable, Deputation charges, Inter Corporate Deposit transactions, any transfer of resources, services or obligations to meet its objectives/requirements	Transactions are in the ordinary course of business and are conducted on an arm's length basis. Sale of goods, Purchase of goods, Support services, availing technical know-how (design)/ giving technical know-how (design), Discounts given and/or Discounts received by the Company, any transfer of resources, services or obligations to meet its objectives/ requirements and applicable taxes on all such transactions as per law in force.
(b)	Duration of Contract/ Arrangement/ transaction	Financial Year 2025-26	Financial Year 2025-26
(c)	Salient terms of the contracts or arrangements or transactions including the value, if any	<p>Manufacturing activities are carried out as per the specifications provided by TML.</p> <ul style="list-style-type: none"> Pricing- Profit linked approach, Business Commercial reasons and Comparable rates/ quotations. Indirect Taxes as applicable. <p>Value of transactions entered into during the FY 2025-26 is as below: - Sales: Rs. 972.32 crore (including GST) ICDs placed: Rs. 275.00 crore ICDs withdrawn: Rs. 275.00 crore Value of other transactions 16.70 crore including GST as applicable.</p>	<p>Manufacturing activities are carried out as per the specifications provided by TML.</p> <ul style="list-style-type: none"> Using of service as per the agreement. Technical Know-how fees payment as per the agreed terms as a percentage of sales. Pricing – Profit linked approach Business/Commercial reasons and Comparable rates/ quotations. Discounts if any as a percentage of sales/ purchase. Indirect Taxes as applicable <p>Value of transactions entered into during the FY 2025-26: Rs.0.47 crore.</p>
(d)	Date of approval by the Board, if any	The transactions are in the ordinary course of business and are at arm's length basis approved by the Audit Committee and the Board of Directors at their meetings held on May 8, 2025.	The transactions are in the ordinary course of business and are at arm's length basis approved by the Audit Committee and the Board of Directors at their meetings held on May 8, 2025

(e)	Amount paid as advance, if any	0.06 Crore	Nil
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Note:

1. All related party transactions entered during the year were in the Ordinary Course of Business and at Arm's length basis.
2. The above disclosure on material transactions is based on threshold of 10% of turnover and 5% of turnover as applicable.

ANNEXURE II

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ('CSR') ACTIVITIES

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

1. A brief outline of the Company's Corporate Social Responsibility (CSR) policy, including overview of projects or programs:

At ACGL, Corporate Social Responsibility ('CSR') is an integral part of our commitment to being a responsible corporate citizen. Company's CSR philosophy revolves around engagements in socially relevant activities for the underprivileged sections of the society. The Company

believes in inclusive growth to facilitate creation of a value-based and empowered society through continuous and purposeful engagement of society around. The Company's commitment to CSR is focused on initiatives that make a constructive contribution to the community and encourage sustainable development.

A policy on CSR has been formulated by the CSR Committee and adopted by the Board of Directors.

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Sandhya Kudtarkar	Chairperson- Independent Director	2	2
2	Mr. Shrinivas V Dempo*	Member- Independent Director	2	1
3	Mr. Yatin Kakodkar	Member - Independent Director	2	2
4	Mr. Vishal Badshah	Member - Non-Independent Non-Executive Director	2	2
5	Mr. Pranab Ghosh	Member - CEO & Executive Director	2	2

* upto September 11, 2025

- Web-links of composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company at:
Composition of CSR Committee: <https://acglgoa.com/investors/committees-of-the-board/>
CSR Policy: <https://acglgoa.com/wp-content/uploads/2025/05/Contents-of-the-CSRPolicy-Jan-2017.pdf>
CSR Projects: <https://acglgoa.com/corporate/csr-initiatives/>
- Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014: Not Applicable.
- Average net profit of the company as per section 135(5): Rs. 5,023.44 lakh
 - Two percent of average net profit of the company as per section 135(5): Rs. 100.47 lakh
 - Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
 - Amount required to be set off for the financial year, if any: Rs. 7.83 lakh
 - Total CSR obligation for the financial year (5b+5c - 5d): Rs. 92.64 lakh
- Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs. 94.57 lakh
 - Amount spent in Administrative Overheads: Nil
 - Amount spent on Impact Assessment, if applicable: NA
 - Total amount spent for the Financial Year (a)+(b)+(c): Rs. 94.57 lakh
 - CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (Rs. In lakh)	Amount Unspent (in Rs.)				
	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	Date of transfer	Name of the Fund	Amount	Date of transfer
94.57	Nil	NA	NA	NA	NA

(f) Excess amount for set off, if any

Sl. No.	Particulars	Amount (Rs. In lakh)
(i)	Two percent of average net profit of the company as per section 135(5)*	92.64
(ii)	Total amount spent for the Financial Year	94.57
(iii)	Excess amount spent for the financial year [(ii)-(i)]	1.94
(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)]	1.94

* The amount represents the total net CSR obligation for the financial year 2025–26, after adjusting for the excess CSR expenditure of Rs. 7.83 lakhs incurred in FY 2024–25.

7. Details of Unspent CSR amount for the preceding three financial years:

Sl. No	Amount Unspent (in Rs.)	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
Nil							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If yes, enter the number of Capital assets created/acquired: NA

(1)	(2)	(3)	(4)	(5)	(6)		
Sl. No.	Short particulars of the property or asset(s) (including complete address and location of the property)	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of the entity / authority/ beneficiary of the registered owner		
					CSR Registration No. if applicable	Name	Registered address
Not Applicable							

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

Sandhya Kudtarkar Chairperson of CSR Committee DIN: 00021947	Pranab Ghosh Chief Executive Officer and Executive Director DIN: 10536772
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ANNEXURE III

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st 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,
Automobile Corporation of Goa Limited,
Honda, Sattari, Goa- 403 530

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Automobile Corporation of Goa Limited (CIN: L35911GA1980PLC000400) (herein after called the 'Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and byelaws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (provisions of external commercial borrowing and Overseas Direct Investment 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'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the Company during the audit period);
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Not applicable to the Company during the audit period);
 - e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (Not applicable to the Company during the audit period);
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period); and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the audit period).
- vi. The Motor Vehicles Act, 1988 and rules made there under (the law, which is applicable specifically to the Company, being manufacturer/dealer of Automobile products and related components).

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreement(s) entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('LODR').

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

I further report that –

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors as prescribed. The changes in the composition of the Board of Directors/ Key Managerial Personnel that took place during the period under review were carried out in compliance with the provisions of the Act. During the year under review;

- a) Dr. Renu Sharma (DIN: 02797298) was appointed as an Independent Director of the Company, with effect from January 20, 2026;
- b) Mrs. Rekha Bagry (DIN: 08620347) was appointed as an Independent Director with effect from January 20, 2026;
- c) Mr. Shrinivas Vasudev Dempo (DIN: 00043413) Independent Director and Chairman of the Board of Directors retired effective from September 12, 2025;
- d) Mr. Nagesh Dinkar Pinge (DIN: 00062900) Independent Director retired from the Board of Directors with effective from January 22 2026; and
- e) Mr. Mitesh Girish Gadhiya, Company Secretary & Compliance Officer of the Company resigned effective from January 30, 2026.

It may also be noted that –

- a) Mr. Yatin Kakodkar (DIN 00001433) was appointed as Chairman of the Board of Directors with effect from September 12, 2025.
- b) Mr. Santhosh Shadadal has been appointed as Company Secretary & Compliance Officer with effect from April 27, 2026.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting by the Directors.

The decisions were carried unanimously.

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

I further report that during the audit period Special Resolution was passed, empowering the Board to give loans or invest funds of the Company in excess of the limits specified under Section 186 of the Companies Act, 2013, at the Annual General Meeting held on July 02, 2025

Shivaram Bhat
Practicing Company Secretary
ACS 10454 CP 7853 PR 1775/2022
UDIN: A010454H000285311

Place: Panaji, Goa
Date: May 05, 2026

This Report is to be read with my letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

'ANNEXURE A'

(My report of even date is to be read along with this Annexure.)

1. Maintenance of Secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Shivaram Bhat
Practicing Company Secretary
ACS 10454 CP 7853 PR 1775/2022
UDIN: A010454H000285311

Place: Panaji, Goa
Date: May 05, 2026

MANAGEMENT DISCUSSION AND ANALYSIS

A. Economic Overview and Outlook (FY 2026–27)

India continues to be one of the fastest-growing major economies globally, demonstrating resilience despite geopolitical uncertainties, supply-chain disruptions, and evolving trade dynamics. Strong domestic consumption, government-led infrastructure investment, digital transformation, and manufacturing growth continue to underpin economic activity.

Growth and Macroeconomic Position

According to the World Bank, IMF, OECD and RBI assessments, India's GDP growth is expected to remain in the range of 6.3%–6.6% in FY 2026–27, significantly above most major economies. India has emerged as the world's fourth-largest economy and remains on track to become the third-largest economy over the medium term, supported by favourable demographics, rapid urbanisation, and continued policy reforms.

Key Economic Developments

Domestic Economy:

Private consumption remains the primary growth driver, supported by rising income levels, improving employment conditions, urban demand, and continued government capital expenditure on roads, railways, logistics, and digital infrastructure. Private sector investment is gradually strengthening, aided by favourable policy initiatives and production-linked incentive (PLI) schemes.

Monetary and Financial Sector:

India's banking sector remains well-capitalised, with asset quality at multi-year highs. Credit growth is expected to remain healthy, supporting industrial expansion, MSMEs, housing, and consumer demand. The financial system continues to benefit from strong digital adoption and formalisation of the economy.

External Sector:

Services exports, particularly IT, business services, and GCC operations, continue to support the current account. Foreign exchange reserves remain robust, providing resilience against external volatility. India continues to attract strong foreign direct investment, particularly in manufacturing, renewable energy, electronics, and digital sectors.

Inflation:

Inflation is expected to remain broadly within the RBI's target range, although food inflation and climate-related disruptions may create periodic volatility. Moderation in commodity prices and prudent monetary policy are expected to support price stability.

Infrastructure and Investment:

The Government's sustained focus on infrastructure development through initiatives such as PM Gati Shakti, National Infrastructure Pipeline, Dedicated Freight Corridors, renewable energy expansion, and logistics modernisation continues to enhance India's long-term competitiveness and manufacturing ecosystem.

Industry and Services:

Manufacturing growth is being supported by localisation initiatives, PLI schemes, and increasing global supply-chain diversification towards India. The services sector remains the largest contributor to GDP growth, led by IT services, financial services, telecommunications, healthcare, and public administration.

Agriculture and Rural Economy:

An increased rural spending and government support measures are expected to sustain agricultural growth and improve rural demand, benefiting consumption-driven sectors.

Outlook

India's economic outlook for FY 2026–27 remains positive. While global geopolitical developments, energy prices, and trade uncertainties present challenges, strong domestic fundamentals, policy continuity, infrastructure investments, and a growing manufacturing base are expected to sustain India's growth momentum.

B. Automotive Industry Overview

The Indian automotive industry remains one of the largest and fastest-growing automotive markets globally. India is currently the world's third-largest automobile market by sales, supported by rising mobility needs, infrastructure development, urbanisation and increasing disposable incomes. The industry contributes approximately 7% of India's GDP and nearly 49% of manufacturing GDP, while generating significant employment across the value chain.

Industry Performance

FY 2025–26 witnessed the strongest performance in the history of the Indian automobile industry, with all major vehicle categories achieving record sales levels.

Automobile Domestic Sales Trends (In Numbers)

(In Nos.)

Category	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26	Growth YOY %
Passenger Vehicles	27,11,457	30,69,523	38,90,114	42,18,750	43,01,848	46,43,439	7.94%
Commercial Vehicles	5,68,559	7,16,566	9,62,468	9,68,770	9,58,679	10,79,871	12.64%
Three Wheelers	2,19,446	2,61,385	4,88,768	6,94,801	7,41,420	8,36,231	12.79%
Two Wheelers	1,51,20,783	1,35,70,008	1,58,62,771	1,79,74,365	1,96,07,332	2,17,05,974	10.70%
Quadricycles	-12	124	725	725	120	4	-96.67%
Grand Total	1,86,20,233	1,76,17,606	2,12,04,846	2,38,57,411	2,56,09,399	2,82,65,519	10.37%

Automobile Exports Trends (In Numbers)

Category	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26	Growth YOY%
Passenger Vehicles	4,04,397	5,77,875	6,62,891	6,72,105	7,70,364	9,05,200	17.50%
Commercial Vehicles	50,334	92,297	78,645	65,818	80,751	94,793	17.39%
Three Wheelers	3,93,001	4,99,730	3,65,549	2,99,977	3,06,914	4,60,567	50.06%
Two Wheelers	32,82,786	44,43,131	36,52,122	34,58,416	41,98,403	51,80,429	23.39%
Quadricycles	3,529	4,326	2,280	4,178	6,422	6,696	4.27%
Grand Total	41,34,047	56,17,359	47,61,487	45,00,494	53,62,884	66,47,685	23.96%

Source: SIAM FY 2025-26 Industry Performance Report.

Key Industry Drivers

Demand Trends

Demand continues to be supported by:

- Rising disposable incomes and urbanisation.
- Improving rural sentiment and agricultural income.
- Replacement demand across vehicle categories.
- Expansion of road infrastructure and logistics networks.
- Increased availability of vehicle financing.

Electric Mobility and Technology Transition

India's EV ecosystem continues to expand rapidly through:

- Government support under FAME and state EV policies.
- Investments in charging infrastructure.
- Battery manufacturing and localisation initiatives.
- New EV launches across passenger, two-wheeler and commercial vehicle segments.

Electric vehicle adoption accelerated significantly during FY

2025-26, with passenger EV registrations increasing by over 80% year-on-year.

Investments and Policy Support

Government initiatives including:

- Production Linked Incentive (PLI) Scheme,
- Auto & Auto Components PLI,
- PM Gati Shakti,
- National Logistics Policy,
- Battery Manufacturing Initiatives, continue to strengthen India's position as a global automotive manufacturing hub while promoting localisation and supply-chain resilience.

Export Growth

India's automotive exports demonstrated strong momentum:

- Total vehicle exports increased by approximately 24% in FY 2025-26 to over 6.64 million units, the highest ever.
- Passenger vehicle exports reached a record 9.05 lakh units.
- Two-wheeler exports grew by over 24%, supported

by strong demand from Africa, Latin America and neighbouring markets.

Outlook

The medium to long-term outlook for the Indian automotive industry remains highly positive. Growth is expected to be driven by rising motorisation levels, infrastructure development, premiumisation, export expansion, localisation initiatives, and the transition toward sustainable mobility. While short-term challenges such as commodity price fluctuations, regulatory changes and global economic uncertainties may persist, India's automotive sector is well-positioned to remain one of the key pillars of the country's manufacturing and economic growth story.

Key Sources

1. India Brand Equity Foundation (IBEF) – Automotive Industry Updates
2. Society of Indian Automobile Manufacturers (SIAM) – Industry Statistics and Annual Reports
3. Confederation of Indian Industry (CII) – Automotive Sector Reports
4. Reserve Bank of India (RBI) – Monetary Policy and Economic Outlook
5. World Bank – India Development Update
6. International Monetary Fund (IMF) – India Economic Outlook

COMPANY PERFORMANCE

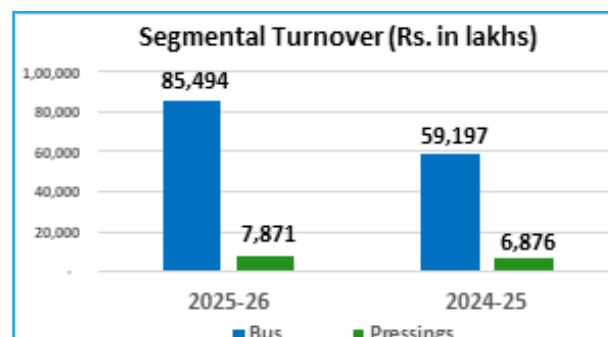
Your Company's Sales (with other income) for the financial year 2025-26 was Rs. 95,116 lakhs as against Rs. 67,562 lakhs (net of taxes) in the preceding financial year. The Company's Profit before tax during the financial year 2025-2026 was at Rs. 9,414 lakhs (before other comprehensive gain) as against profit of Rs. 6,250 lakhs in the preceding financial year. Net profit after tax stood at Rs. 7,007 lakhs as compared to a profit of Rs. 4,697 lakhs in the preceding financial year. During FY 2025-26, your Company sold 9,328 buses.

The commercial vehicle segment specially buses is poised for positive growth, driven by increased government investment in public transportation and electrification initiatives. Growth will be further supported by enabling policies such as the vehicle Scrappage policy, Production Linked Incentive (PLI) scheme, and a strong focus on infrastructure development to reduce logistics costs, along with EV-focused measures like FAME and the Payment Security Guarantee.

Segment Overview:

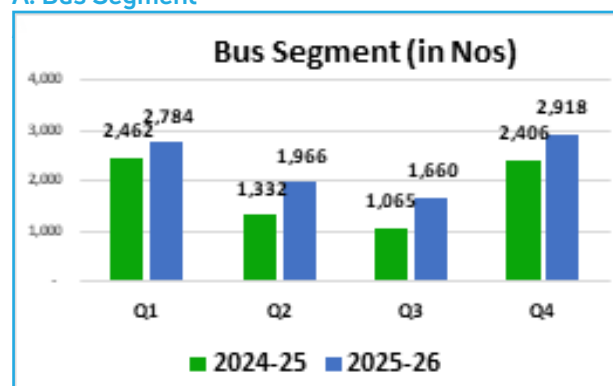
The bus segment has maintained its dominance in contributing to your Company's revenue and profit. Proportion of bus division's revenue in the total revenue of the company

clocked 92% during the year under review. Large portion of our workforce is operating in the bus segment at Goa. Revenue from Bus segment has grown sharply as compared to last year mainly due to increase in demand for the commercial vehicle passenger segment.



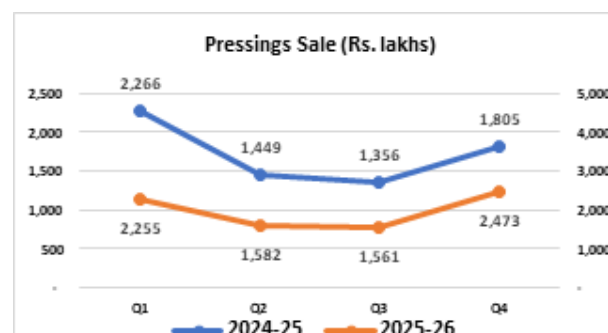
1. Segment Review and Developments

A. Bus Segment



Revenue from product sales in Bus Segment increased by 41.30% at Rs. 85,494 lakhs (excluding taxes and other income) in FY 2025-26, as compared Rs. 59,197 lakhs in the preceding financial year. In FY 2025-26, 9,328 buses were sold as compared to 7,265 buses in preceding financial year which was an increase of 2,063 buses. Of the total 9,328 buses sold during the financial year 2025-26, 3,382 units were exported.

B. Pressing Segment



Sheet metal business follows the cyclicity of OEM's business for which your Company is a key supplier. The segment is necessarily capital intensive and capacity utilization drives

the profitability in this segment. Revenue from product sales (excluding taxes and other income) from this segment has increased from Rs. 6,876 lakhs (excluding taxes and other income in FY 2024-25), to Rs. 7,871 lakhs in the given financial year due to increase in volumes.

2. Technology Initiatives

Your Company is concentrating on building product and technical capabilities by enhancing its design processes using modern methodologies. We continuously benchmark our products against competitors' offerings, ensuring we provide the best value proposition to our customers.

3. Entry into New segment

Your Company is making efforts to penetrate into bus body manufacturing of electric buses which would be the future technology in passenger mobility. Your Company also focusing on higher tonnage buses to enhance price realisation per bus bodies.

4. Awards, Certification & Recognition

Your Company is accredited with IATF 16949 QMS Certification for its Goa, Jajuri and Dharwad Plants.

5. Risks, Opportunities and Threats

Risks and Concerns

The Company may face risks related to capability constraints with respect to the migration of ICE to EV bus bodies, evolving sustainability requirements and capacity constraints to meet peak and future demand effectively. Delays in digital transformation and infrastructure modernization could also impact productivity, competitiveness, and progress toward environmental commitments.

Your Company is undertaking a phased infrastructure upgrade aligned with projected future demand, ensuring scalability and operational efficiency. In addition, strategic investments are planned in key areas such as digitisation, sustainability, and the development of electric vehicle (EV) manufacturing capabilities. These initiatives aim to enhance process capabilities, strengthen technological readiness, drive operational excellence, support evolving customer requirements, and advance long-term objectives, including the transition towards net-zero emissions.

Opportunities

With increased focus of the Government on development of infrastructure including highways to promote electric mobility, there would be an opportunity for growth in commercial vehicles and mass transportation solutions.

Furthermore, the rationalisation of GST rates between fully built vehicles and separately supplied bus bodies is expected to support the growth of OEM-supplied bus bodies.

Your company is actively enhancing its product portfolio to align with evolving market needs by expanding into the school, staff, and electric vehicle (EV) segments. This includes the introduction of new, contemporary designs aimed at offering a more diversified and modern product range.

Threats

Your Company continues to encounter similar challenges this year. The growing presence of multinational players in the electric vehicle space, coupled with increasing collaborations between local bus body builders and foreign partners, poses competitive pressure on domestic OEMs particularly in the rapidly emerging electric bus segment.

The prevailing geopolitical environment may impact bus exports to the Middle East and lead to an increase in commodity prices.

In response, your Company is focusing on product diversification to enhance value addition, with increased emphasis on higher tonnage vehicles to improve operating leverage. Additionally, the Company is actively pursuing cost reduction initiatives to mitigate the potential adverse effects of the geopolitical situation.

6. Internal Control System

The Company has adequate internal control systems in place and also has reasonable assurance on authorizing, recording and reporting transactions of its operations in all material respects and on providing protection and safeguard against misuse or loss of assets of the Company. The Company has in place, well documented procedures covering financial and operational functions commensurate with the size and complexities of the organisation. Some of the salient features of the internal control system in place are: -

- I. Following statutory and applicable Accounting Standards and Policies.
- II. Preparation of annual budget for operation functions and monitoring the same with actual performance at regular intervals.
- III. All assets are properly recorded and procedures have been put in place to safeguard against any loss or unauthorized use or disposal.
- IV. Internal audit department carries out periodic audit at all locations and functions.
- V. The observations arising out of internal audit are periodically reviewed at the Audit Committee meetings along with follow up action.
- VI. Periodic presentations are made to the Audit Committee on various operational and financial risks faced by the company and action plans to mitigate the same.
- VII. Company has implemented system of Internal Financial Controls over Financial Reporting (ICoFR) and formed a three-member team for the continuous assessment.

VIII. Statutory Auditors of Company have conducted Test of Design (TOD) and Test of Effectiveness (TOE) under the purview of Internal Financial Controls over Financial Reporting (ICoFR) and found same operating effectively.

7. Financial and Operational Performance

Company's Total Revenue including Other Income (Excluding taxes) stood at Rs. 95,116 lakhs, as against Rs. 67,562 lakhs in the previous year. Correspondingly, profit before tax (after OCI) is Rs. 9,439 lakhs as compared to profit of Rs. 6,299 lakhs. Earnings per equity share is Rs. 114.79 as compared to Rs. 76.54 in the last financial year.

Financial and Operational Performance:

Particular	Percentage of Sales Year ended 31st March	
	2026	2025
Total Income (excluding taxes & including Other Income)		
Expenditure:		
Material (Including change in stock)	69.03%	68.70%
Employee cost	5.66%	7.26%
Manufacturing Expenses	14.47%	14.09%
Total Expenditure	89.15%	90.05%
Profit before Interest, Depreciation, Tax and OCI	10.85%	9.95%
Depreciation	0.60%	0.68%
Finance Cost	0.01%	0.01%
Profit before tax before OCI and exceptional item	10.24%	9.26%
Exceptional item	-0.35%	-
Provision for Tax (net) before OCI	-2.55%	-2.35%
Other Comprehensive Loss (net of taxes)	0.02%	0.05%
Profit After Tax after OCI	10.37%	6.96%

8. Human Resources

The Company's innovative human resource management strategies supported its business growth in a challenging environment. The focus has been to create an environment where performance is rewarded, individuals are respected and employees get opportunities to realise their potential. The employee cost reduced to 5.66% of total revenue (net of taxes) notwithstanding mainly due to increase in sales value. The strength of permanent employees reduced to 423 as on 31st March 2026 against 433 on 31st March 2025. Industrial Relations with staff and workmen across the Plants at Goa, Jejuri and Dharwad continue to be cordial.

9. Financial Ratios

The Key Financial ratios of the company are given below with explanation in case of significant changes: -

Sr. No	Type of Ratio	2025-26	2024-25	% Change	Reason for variance
		Ratio	Ratio		
(a)	Current ratio	2.66	2.01	32.48%	The current ratio increased from 2.01 times to 2.66 times during the year, mainly due to improved working capital management and increase in cash reserves on account of increase in profitability
(b)	Debt-equity ratio	0.03	0.34	-91.49%	The ratio improved from 0.34 to 0.03 during the year, primarily driven by increased profitability resulting in higher shareholder fund. Additionally, loan funds related to bill discounting reduced significantly from approximately Rs.8,504 lakhs to Rs.880 lakhs as at 31 March 2026 following repayment of borrowings by TML, leading to a substantial reduction in overall debt levels
(c)	Debt service/ Interest service coverage ratio	778.04	744.40	4.52%	No significant change

Sr. No	Type of Ratio	2025-26 Ratio	2024-25 Ratio	% Change	Reason for variance
(d)	Return on equity ratio	0.25	0.20	26.06%	The increase in ROCE is due to increase in profitability due to the operational leverage on account of volume increase
(e)	Net profit ratio	0.07	0.07	6.13%	No significant change
(f)	Inventory turnover ratio	15.04	12.56	19.80%	No significant change
(g)	Trade receivables (Debtors) turnover ratio	9.44	6.26	50.94%	The ratio improved from 6.26 to 9.44 during the year, primarily driven by reduction in receivables approx. 8,504 lakhs to approx. 880 lakhs as at 31 March 2026 due to repayment of bill discounting borrowings by TML
(h)	Trade payables turnover ratio	6.56	5.90	11.26%	No significant change
(i)	Net capital turnover ratio	4.16	3.31	25.47%	The ratio improved from 3.31 to 4.31 during the year, primarily improved due to reduction in receivable on account of repayment of bill discounting borrowing by TML
(j)	Return on capital employed / Return on net-worth	30.84%	18.52%	66.52%	ROCE improved during the year driven by a reduction in average capital employed and increase in profitability on account of higher sale volumes. Loan funds related to bill discounting reduced significantly as at 31 March 2026 following repayment of borrowings by TML, thereby lowering the capital base. Additionally, bus volumes increased from 7,265 units to 9,328 units (growth of ~22%)
(k)	Return on investment	6.75%	7.36%	-8.28%	No significant change

Cautionary Statement

Statements in this Management Discussion and Analysis and Directors' messages describing the Company's objectives, expectations and predictions may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include raw material availability and prices, demand and pricing by the Company's major customers, changes in the Government regulations, Tax regimes, economic developments and other incidental factors.

Corporate Governance Report

Company's Philosophy on Corporate Governance

At Automobile Corporation of Goa Limited (ACGL), we recognize that effective corporate governance is the bedrock of a successful and enduring enterprise. Our philosophy on corporate governance guides our business strategies, ensuring fiscal accountability, ethical corporate behaviour, and fairness to all stakeholders, including regulators, employees, customers, vendors, investors, and society at large.

The Company's commitment to strong leadership and effective corporate governance practices is deeply rooted in our legacy. Our longstanding tradition of maintaining fair, transparent, and ethical governance practices has been integral to our operations and growth.

The Company has adopted a Code of Conduct for its employees including the Managing Director, Executive Directors, and senior management. In addition, the Company has adopted a Code of Conduct for its non-executive directors which includes Code of Conduct for Independent Directors which suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 ("the Act") and Regulation 26(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('SEBI Listing Regulations'). The Company's corporate governance philosophy has been further strengthened through the ACGL Code of Conduct for Prevention of Insider Trading and the Code of Corporate Disclosure Practices ("Insider Trading Code") pursuant to the provisions of Regulations 8 and 9 under the SEBI (Prohibition of Insider Trading) Regulations, 2015. The Company has in place IT Policy that ensures proper utilization of IT resources.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regards to corporate governance.

Our corporate governance philosophy is further strengthened through continuous improvements and adherence to best practices in governance. As a leading manufacturer of bus bodies, including electric vehicle (EV) bus bodies, ACGL is dedicated to innovation, quality, and sustainability. Our governance practices are designed to support these goals, ensuring that we operate with integrity and accountability.

Board of Directors

The Board of Directors is the apex body constituted by shareholders, for overseeing the Company's overall functioning. It provides strategic direction, leadership and guidance to the Company's management as also monitors the performance of the Company with the objective of creating long-term value for the Company's stakeholders.

During the year under review, the composition of the Board was in conformity with Regulation 17 of the SEBI Listing Regulations read together with Section 149 and 152 of the Act and rules framed thereunder. As on March 31, 2026, the Board consisted of 9 Directors, comprising of:

- 4 Independent Directors
- 4 Non-Independent Non-Executive Directors
- 1 Executive Director, who also serves as the Chief Executive Officer ("CEO") of the Company

The Chairman of the Company is a Non-Executive Independent Director. More than one-third of the Board of Directors of the Company comprises of Independent Directors. The profiles of Directors are available on the company's website <https://acglgoa.com/corporate/board-of-directors>.

None of the Directors on the Board holds directorships in more than 10 public companies. None of the Independent Directors serves as an independent director on more than 7 listed entities. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2026 have been made by the Directors. None of the Directors are related to each other.

Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are 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. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6

of the Companies (Appointment & Qualification of Directors) Rules, 2014.

Pursuant to Regulation 27(2) of the SEBI Listing Regulations, the Company also submits a quarterly compliance report on Corporate Governance to the BSE Limited, within the timelines, as may be specified by the Board from time to time.

The Chief Executive Officer ("CEO") and Executive Director ("ED") and the Chief Financial Officer ("CFO") have certified to the Board on inter alia, the accuracy of the financial statements and adequacy of internal controls for financial reporting, in accordance with Regulation 17(8) read together with Part B of Schedule II of the SEBI Listing Regulations, pertaining to CEO and CFO certification for the Financial Year ended March 31, 2026.

During the year under review Eight (8) Board Meetings were held and the gap between two meetings did not exceed 120 days. The meetings were held on May 8, 2025, June 13, 2025, July 30, 2025, September 11, 2025, October 14, 2025, January 19, 2026, March 5, 2026 and March 31, 2026.

Two meetings of the Independent Directors were also held during the year, on October 14, 2025 and March 31, 2026.

The requisite quorum was present at all the meetings.

The agenda papers for the Board and Committee meetings are disseminated electronically in real time through a secure online application, thereby eliminating the need for circulation of printed agenda papers.

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting ("AGM"), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships / Memberships held by them in other public limited companies as on March 31, 2026 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act. Further, none of them is a member of more than ten committees across all the public companies in which he/she is a director or Chairman of more than five committees across all the listed companies in which he/she is a director. For the purpose of determination of limit of the Board Committees, Chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

Name of the Director, Director Identification Number (DIN)	Category	Number of Board Meetings attended during FY 2025-26	Whether attended last AGM held on July 02, 2025 (Yes/No)	Number of Directorships in other Public Companies		Number of Committee positions held in other Public Companies		Directorship in other listed entity (Category of Directorship)
				Chairman	Member	Chairman	Member	
Mr. Shrinivas V Dempo (Chairman) (00043413) (Upto 11-09-2025)	Independent, Non-Executive	4	Yes	NA	NA	NA	NA	NA
Mr. Yatin Kakodkar (Chairman wef 12-9-2025) (00001433)	Independent, Non-Executive	8	Yes	0	0	0	0	None
Mr. Nagesh Pinge (00062900) (Upto 21-01-2026)	Independent, Non-Executive	6	Yes	NA	NA	NA	NA	NA
Mr. Girish Wagh (03119361)	Non-Independent, Non-Executive	8	Yes	0	1	0	1	1. Tata Motors Ltd \$
Mrs. Sandhya Kudtarkar (00021947)	Independent, Non-Executive	8	Yes	0	7	1	4	None
Dr. (Mrs.) Renu Sharma (02797298) (wef 20-01-2026)	Independent, Non-Executive	2	NA	0	0	0	0	None
Mrs. Rekha Bagry (08620347) (wef 20-01-2026)	Independent, Non-Executive	2	NA	0	4	2	5	1. Ramkrishna Forgings Ltd# 2. Josts Engineering Company Limited#

Name of the Director, Director Identification Number (DIN)	Category	Number of Board Meetings attended during FY 2025-26	Whether attended last AGM held on July 02, 2025 (Yes/No)	Number of Directorships in other Public Companies		Number of Committee positions held in other Public Companies		Directorship in other listed entity (Category of Directorship)
				Chairman	Member	Chairman	Member	
Mr. Vishal Badshah (10106666)	Non-Independent, Non-Executive	8	Yes	0	4	0	0	None
Mr. Venkata Gopal Ramanan (01446016)	Non-Independent, Non-Executive	7	Yes	0	2	0	0	None
Mr. Anand Srinivasagopalan (10612257)	Non-Independent, Non-Executive	7	Yes	0	3	0	2	None
Mr. Pranab Ghosh (10536772)	Chief Executive Officer and Executive Director	8	Yes	0	0	0	0	None

Category of directorship held:

Independent, Non-Executive \$ Executive director

The required information, including information as enumerated in Regulation 17(7) read together with Part A of Schedule II of the SEBI Listing Regulations is made available to the Board of Directors, for discussion and consideration at Board Meetings.

The Board periodically reviews the compliance reports of all the laws applicable to the Company. None of the Directors hold any shares of the Company as on March 31, 2026. The Company has not issued any convertible instruments.

The Company offered the facility of video conferencing, as prescribed under Section 173(2) of the Act read together with Rule 3 of the Companies (Meetings of Board and its Powers) Rules, 2014, thereby saving resources and cost to the Company as well as the valued time of the Directors.

Board Effectiveness Evaluation

Pursuant to the provisions of Regulation 17(10) of the SEBI Listing Regulations and the provisions of the Act, an annual Board effectiveness evaluation was conducted on March 31, 2026 for FY 2025-26 involving the following:

The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board:

1. Management Expertise
2. Financial Expertise
3. Technical Expertise
4. Sectoral/Business Expertise
5. Industrial Expertise
6. Strategic Expertise
7. Marketing Expertise

Name of Director	Management Expertise	Financial Expertise	Technical Expertise	Sectoral/Business Expertise	Industrial Expertise	Strategic Expertise	Marketing Expertise
Mr. Yatin Kakodkar	√	√	-	-	√	√	√
Mrs. Sandhya Kudtarkar	√	√	-	-	-	√	-
Dr. Renu Sharma	√	-	-	-	√	√	-
Mrs. Rekha Bagry	√	√	-	-	-	√	-
Mr. Girish Wagh	√	√	√	√	√	√	√
Mr. GV Ramanan	√	√	-	√	-	√	-
Mr. Vishal Badshah	√	-	√	√	√	√	√
Mr. Anand Srinivasagopalan	√	√	√	√	√	-	√
Mr. Pranab Ghosh	√	-	√	√	√	√	-

Familiarization Programme

Pursuant to the provisions of Regulation 25(7) and Regulation 46 of the SEBI Listing Regulations, kindly refer to the Company's website at <https://acglgoa.com/wp-content/uploads/2026/04/Familiarisation-Programme-for-Independent-Directors-2.pdf> for details of the familiarisation programme for IDs on their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters.

Committees of the Board

Given below are the composition and the terms of reference of various Committees constituted by the Board, inter alia including the details of meetings held during the year and attendance thereat. All Committee decisions are taken, either at the meetings of the Committee or by passing of circular resolutions. The Company Secretary acts as the Secretary for all Committees meetings. The Chairperson of each Committee briefs the Board on significant discussions at its meetings. During the year under review all recommendations made by the various Committees were accepted by the Board. The minutes of the meetings of all Committees of the Board are placed before the Board for noting.

Audit Committee

The Audit Committee functions according to its Charter that defines its composition, authority, responsibility and reporting functions, in accordance with Section 177 of the Act, Regulation 18(3) read with Part C of Schedule II of the SEBI Listing Regulations and are reviewed from time to time. The detailed terms of reference of the Audit Committee is available on the Company's website at <https://acglgoa.com/wp-content/uploads/2025/04/THE-TERMS-OF-REFERENCE-OF-THE-COMMITTEES-OF-THE-BOARD-1.pdf>.

Given below is a gist of the responsibilities of the Audit Committee, after incorporating therein all applicable regulatory amendments:

- Oversight of financial reporting process.
- Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval.
- Evaluation of internal financial controls and risk management systems.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the same.

As on the date of this report, the Committee comprises of Three Independent Directors and One Non-Executive Non-

Independent Director, who are financially literate and have relevant finance and/or audit exposure. The quorum of the Committee is two members or one-third of its members, whichever is higher.

The Chairman of the Audit Committee was present at the last AGM of the Company. During the period under review Four (4) Audit Committee Meetings were held on May 8, 2025, July 30, 2025, October 14, 2025 and January 19, 2026. The requisite quorum was present at all the Meetings.

The composition of the Audit Committee and attendance of Members at its Meetings held during the year is as follows:

Name	Category	No. of Meetings held during tenure	No. of Meetings attended
Nagesh Pinge (Chairman)*	Independent, Non- Executive Director	4	4
Rekha Bagry# (Chairperson)	Independent, Non-Executive Director	4	-
Yatin Kakodkar (Member)	Independent, Non- Executive Director	4	4
Venkata Gopal Ramanan (Member)	Non - Independent, Non- Executive Director	4	3
Sandhya Kudtarkar (Member)##	Independent, Non-Executive Director	4	3

* Ceased to be Member as well as Chairman of the Audit Committee w.e.f January 22, 2026

#appointed as Member and Chairperson of the Audit Committee w.e.f March 5, 2026

##appointed as Member of the Audit Committee w.e.f May 08, 2025

Nomination and Remuneration Committee ("NRC")

The NRC of the Company functions according to its terms of reference, its objectives, composition, meeting requirements, authority and power, responsibilities, reporting and evaluation functions in accordance with Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations. The detailed terms of reference of the NRC is available on the Company's website at <https://acglgoa.com/wp-content/uploads/2025/04/THE-TERMS-OF-REFERENCE-OF-THE-COMMITTEES-OF-THE-BOARD-1.pdf>. The extract of the terms of reference enumerated in the Committee Charter, after incorporating therein all applicable regulatory amendments, are as follows:

- Recommend to the Board the setup and composition of the Board and its Committees.

- Recommend to the Board the appointment/ re-appointment of Directors and Key Managerial Personnel.
- Support the Board and Independent Directors in evaluation of the performance of the Board, its committees and individual Directors.
- Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees.
- Oversee familiarization programs for Directors.

As on the date of this report, the Committee comprises of Two Independent Directors and One Non-Executive Non-Independent Director. The Chairperson of the committee attended the last AGM of the Company. During the year under review, Three Meetings of the NRC were held on May 8, 2025, September 11, 2025 and March 31, 2026. The requisite quorum was present at all the Meetings. The composition of the NRC and the attendance of its Members at the Meetings held during the year are as follows:

Name	Category	No. of Meetings held during tenure	No. of Meetings attended
Renu Sharma (Chairperson)#	Independent Non-Executive Director	3	1
Yatin Kakodkar (Member)@	Independent, Non-Executive Director	3	3
Shrinivas V Dempo (Member)*	Independent Non-Executive Director	3	2
Sandhya Kudtarkar (Member)**	Independent Non-Executive Director	3	-
Girish Wagh (Member)	Non-Independent Non-Executive Director	3	3

* Ceased to be member w.e.f September 12, 2025

**appointed as member w.e.f September 11, 2025 and Ceased to be Member w.e.f March 5, 2026

#appointed as chairperson w.e.f March 5, 2026

@ Chairman upto September 11, 2025

Performance evaluation criteria for Independent Directors:

In line with the provisions of the Act and Listing Regulations, the performance evaluation of the Independent Directors, during the FY 2025-26 was carried out by the entire Board, except the Independent Directors being evaluated as per the criteria laid down by the Nomination and Remuneration Committee. The criteria for performance evaluation adopted are detailed in the Board's Report.

Remuneration of Directors and Key Managerial Personnel:

Non-Executive Directors ('NEDs')

The remuneration by way of commission to the NEDs is decided by the Board of Directors and distributed to them based on their participation and contribution at the Board and Committee Meetings and performance evaluation by the Board. The Commission paid/ payable shall be in addition to the sitting fees payable to the Directors for attending the Meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, and reimbursement of expenses for participation in these Meetings.

The shareholders at the 45th AGM of the Company, held on July 02, 2025, had approved payment of remuneration up to 1% per annum of the net profit after tax, effective from April 1, 2025.

Sitting fees of Rs.60,000/- and Rs.40,000/- is paid to Non- Executive Directors for attending Board Meetings and Audit Committee Meetings respectively. Also sitting fees of Rs.30,000/- is paid to Non-Executive Directors for attending Meetings of Nomination & Remuneration Committee, Stakeholder's Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee, Capital Investment Committee and Independent Directors Meetings.

In terms of the Governance Guidelines adopted by Tata Companies, the Non-Executive Directors having executive roles in any other Tata Company, would not accept commission/ remuneration from the Company. Also Mr. Shrinivas Dempo had Chosen not to receive any commission from the company.

Given below are the Remuneration and Sitting Fees payable/ paid by the Company to NEDs for the FY 2025-26:

(Rs. In lakh)

Name of the Director	Commission for 2025-26 (payable during FY 2026-27)	Sitting Fees paid for 2025-26
Shrinivas V Dempo*	-	3.30
Yatin Kakodkar	8.60	9.40
Nagesh Pinge**	6.90	5.80
Renu Sharma#	1.70	1.80
Rekha Bagry#	1.70	1.50
Sandhya Kudtarkar	8.60	7.50
Total	27.50	29.30

* Ceased to be Director w.e.f September 12, 2025

** Ceased to be Director w.e.f January 22, 2026

appointed as Directors w.e.f January 20, 2026

Executive Director (“ED”)

(Rs. In lakh)

The remuneration paid to the ED is commensurate with industry standards and Board level positions held in similar sized companies, taking into consideration the individual responsibilities shouldered by him and is in accordance with the terms of appointment approved by the Members, at the time of his appointment.

The NRC, reviews and recommends to the Board the changes in the managerial remuneration, generally being, increment in basic salary of the ED. This review is based on the Balanced Score Card that includes the performance of the Company and the Executive Director on certain defined qualitative and quantitative parameters such as volumes, EBITDA, market share, cashflows, cost reduction initiatives, safety, strategic initiatives and special projects as decided by the Board vis-a-vis targets set in the beginning of the year.

Given below are certain details pertaining to the terms of appointment and payment of Managerial Remuneration to Mr Pranab Ghosh, CEO and ED, for FY 2025-26:

(Rs. In lakh)

Particulars	Remuneration paid/ payable for FY 2025-26
Salary	85.13
Benefits, Perquisites and Allowances	10.18
Incentive Remuneration	50.00
Total	145.31

The above figures do not include provisions for encashable leave and premium paid for group health insurance, as separate actuarial valuation/ premium paid are not available.

Incentive Remuneration of Rs.50.00 Lakhs as approved by NRC and the Board will be paid in FY 2026-27.

The terms of appointment with respect to the severance notice period and fees payable is reproduced below:

This appointment may be terminated by either party by giving to the other party six months’ notice of such termination or the Company paying six months’ remuneration, which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any Incentive Remuneration, Performance Share plans (paid at the discretion of the Board), in lieu of such notice.

Other Key Managerial Personnel

Given below are details pertaining to the payment of remuneration to the KMP of the Company, excluding ED of the Company, for FY 2025-26:

Particulars	Remuneration paid/ payable for FY 25-26		
	Raghwendra Singh Butola (Chief Financial Officer)#	Mitesh Gadhiya (Company Secretary)**	Shrikant Pai (Compliance Officer) *
Salary	80.23	16.65	2.67
Benefits, Perquisites and Allowances	2.99	0.00	-
Incentive Remuneration	12.01	0.00	-
Total	95.23	16.65	2.67

* Resigned w.e.f. August 04, 2025

**Resigned w.e.f. January 30, 2026

Includes advance leave encashed of Rs. 5.90 lakhs in FY 25-26

Stakeholder’s Relationship Committee (“SRC”)

The SRC functions in accordance with Section 178 of the Act and Regulation 20 read with Part D of Schedule II of the SEBI Listing Regulations. The detailed terms of reference of the SRC are available on the Company’s website **at <https://acglgoa.com/wp-content/uploads/2025/04/THE-TERMS-OF-REFERENCE-OF-THE-COMMITTEES-OF-THE-BOARD-1.pdf>**.

The extract of the terms of reference enumerated in the Committee Charter, after incorporating therein all applicable regulatory amendments, are as follows:

- Consider and resolve the grievances of security holders.
- Consider and approve issue of share certificates, transfer and transmission of securities, etc.
- Review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Oversee statutory compliance relating to all securities including dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund (‘IEPF’) and claims made by members/investors from the IEPF.

As on the date of this report, the Committee comprises of Two Non-Executive Directors and One Executive Director. The Chairman of the SRC also attended the last AGM of the Company. During the year under review, One SRC Meeting was held on March 05, 2026. The requisite quorum was present at the Meeting.

The composition of the SRC and attendance of Members at its Meeting held during the year is as follows:

Name	Category	No. of Meetings held during tenure	No. of Meetings attended
Yatin Kakodkar (Chairman)	Independent Non-Executive Director	1	1
Anand Srinivasagopalan (Member)	Non-Independent Non-Executive Director	1	1
Pranab Ghosh (Member)	CEO & Executive Director	1	1

Compliance Officer

Mr. Shrikant Pai was appointed as Compliance Officer of the Company w.e.f. June 14, 2025 and has resigned on August 4, 2025.

Mr. Mitesh Gadhiya was appointed as Compliance Officer w.e.f. October 14, 2025 and has resigned w.e.f. January 30, 2026.

Mr. Santhosh Shadadal has been appointed as Compliance Officer of the Company w.e.f. April 27, 2026.

The status on the total number of investor complaints during FY 2025-26 is as follows:

Complaints at the beginning of the year	Complaints received during the year	Complaints resolved during the year	Complaints at the end of the year
0	5	5	0

Corporate Social Responsibility Committee ("CSR")

The Committee is constituted by the Board in accordance with provisions of Section 135 of the Act read together with the Companies (Corporate Social Responsibility Policy) Rules, 2014, to

- Formulate and recommend to the Board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Act;
- Recommend the amount of expenditure to be incurred on the activities mentioned in the CSR Policy; and
- Monitor the Corporate Social Responsibility Policy of the Company from time to time.

The CSR Policy is placed on the Company's website at <https://acglgoa.com/wp-content/uploads/2025/04/THE-TERMS-OF-REFERENCE-OF-THE-COMMITTEES-OF-THE-BOARD-1.pdf> as required under the Act and Rule

9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

As on the date of this report, the Committee comprises of Two Independent Directors, One Non-Executive Non-Independent Director and One Executive Director. The Chairperson of the CSR Committee also attended the last AGM of the Company. During the year under review, Two Meetings of the CSR Committee were held on July 30, 2025 and January 19, 2026. The requisite quorum was present at both Meetings.

The composition of the CSR Committee and attendance of Members at its Meetings held during the year is as follows:

Name	Category	No. of Meetings held during tenure	No. of Meetings attended
Sandhya Kudtarkar (Chairperson)	Independent Non-Executive Director	2	2
Shrinivas V Dempo (Member)*	Independent Non-Executive Director	2	1
Yatin Kakodkar (Member)	Independent Non-Executive Director	2	2
Vishal Badshah (Member)	Non-Independent Non-Executive Director	2	2
Pranab Ghosh (Member)	CEO & Executive Director	2	2

* Ceased to be a member of the CSR Committee w.e.f. September 12, 2025

Risk Management Committee ("RMC")

As per the provisions of the SEBI Listing Regulations, it is not mandatory for the Company to constitute a Risk Management Committee. However, the Company has voluntarily constituted a Risk Management Committee to monitor the risk management plan for the Company. The extract of terms of reference enumerated in the Committee Charter, after incorporating therein all applicable regulatory amendments, are as follows:

- Review the Company's risk governance structure, risk assessment and risk management policies, practices, guidelines and procedures, including the risk management plan;
- Review and approve the Enterprise Risk Management ('ERM') framework;
- Review the Company's risk appetite and strategy relating to key risks, including product risk and reputational risk,

cyber security risk, risks associated with the financial assets and liabilities, market risk and Intellectual Property Infringements risks as well as the guidelines, policies and processes for monitoring and mitigating such risks;

- Carry out any other function as referred by the Board from time to time.

As on the date of this report, the committee comprises Two Non-Executive Non-Independent Directors, Two Independent Directors and One Executive Director. The Chairman of the RMC also attended the last AGM of the Company. During the year under review, Two Meetings of RMC were held on May 2, 2025 and March 26, 2026. The requisite quorum was present at the both Meetings.

The composition of the RMC and attendance of its Members at the Meeting held during the year is as follows:

Name	Category	No. of Meetings held during tenure	No. of Meetings attended
Anand Srinivasagopalan (Chairman)	Non - Independent, Non-Executive Director	2	2
Yatin Kakodkar (Member)	Independent, Non-Executive Director	2	2
Nagesh Pinge (Member)*	Independent, Non-Executive Director	2	1
Sandhya Kudtarkar#	Independent, Non-Executive Director	2	1
Vishal Badshah (Member)	Non - Independent, Non-Executive Director	2	2
Pranab Ghosh (Member)	CEO & Executive Director	2	2

* Ceased to be a member of the RMC w.e.f. January 22, 2026
Appointed as Member w.e.f. May 8, 2025

Capital Investment Committee ("CIC")

The Committee, being a non-statutory committee, reviews the investment strategy and evaluates and assesses the proposals and projects requiring capital expenditure. The extract of terms of reference enumerated in the Committee Charter are as follows:

- Review the investment strategy from time to time.
- Peruse, evaluate and assess the proposals and projects

requiring capital expenditure, placed by the management before the committee.

- Direct the management towards attaining the strategy of the board.
- Periodically review the recommendations of the committee and the board, with respect to any capital expenditure.

During the period under review, the CIC Committee comprises of Three Non- Executive Non-Independent Directors and One Executive Director. The Chairman of the CIC Committee also attended the last AGM of the Company. During the year under review, no Committee Meeting was held.

The composition of the CIC Committee during the year is as follows:

Name	Category
Vishal Badshah (Chairman)	Non-Independent, Non-Executive Director
Shrinivas V Dempo (Member)*	Independent, Non-Executive Director
Nagesh Pinge (Member)**	Independent, Non-Executive Director
Venkata Gopal Ramanan (Member)	Non-Independent, Non-Executive Director
Anand Srinivasagopalan (Member)	Non-Independent, Non-Executive Director
Pranab Ghosh (Member)	CEO & Executive Director

* Ceased to be a member of the CIC Committee w.e.f. September 12, 2025

** Ceased to be a member of the CIC Committee w.e.f. January 22, 2026

Senior Management Personnel ('SMP')

The particulars of SMP are as follows:

1. Mr. Raghendra Singh Butola – Sr. GM, Chief Financial Officer
2. Mr. Dattatray Sinari –Sr. GM, Chief Operating Officer
3. Mr. Dilip Desai – Sr. GM, Chief Technical Officer*
4. Mr. Anish Palarpwar – GM, Head Pressing
5. Mr. Prakash Awati - GM, Head Jejuri Plant
6. Mr. Prakash Naik – GM, Chief Human Resource Officer

*Retired on September 29, 2025.

Code of Conduct:

Whilst the AGL Code of Conduct is applicable to all employees of the Company, including Whole Time Directors, the Board has also adopted a Code of Conduct for its Non-Executive Directors, which includes a Code of Conduct for Independent Directors, as specified under Schedule IV of the Act and Regulation 26(3) of the SEBI Listing Regulations. The detailed Codes of Conduct are respectively available

on the website of the Company at <https://acglgoa.com/wp-content/uploads/2025/05/ACGL-Code-of-Conduct-2015.pdf> and <https://acglgoa.com/wp-content/uploads/2025/05/Code-of-Conduct-under-SEBI-LODR.pdf>.

Pursuant to Regulation 26(5) of the SEBI Listing Regulations, all members of senior management have confirmed that there is no material, financial and commercial transactions wherein they have a personal interest that may have a potential conflict with the interest of the Company at large. Pursuant to Regulation 26(3) of the SEBI Listing Regulations, all the Board members and senior management of the Company as on March 31, 2026 have affirmed compliance with their respective Codes of Conduct. A Declaration to this effect, duly signed by the ED is annexed to this Report. Furthermore, pursuant to the provisions of Regulations 8 and 9 under the SEBI (Prohibition of Insider Trading) Regulations, 2015 the Company has adopted and endeavors adherence to the Code of Conduct for Prevention of Insider Trading and the Code of Corporate Disclosure Practices.

The Annual Report of the Company contains a certificate by the Chief Executive Officer, on the compliance declarations received from Independent Directors, Non-Executive Directors and Senior Management.

Mr. Raghwendra Singh Butola, Chief Financial Officer, is the Compliance Officer under the Company's Prevention of Insider Trading Code.

General Body Meetings

a. Annual General Meeting ("AGM")

Financial Year	Date of AGM	Time	Venue
2024-25	July 02, 2025	3.00 p.m.	Through Video Conferencing /Other Audio-Visual Means facility
2023-24	June 27, 2024	3.00 p.m.	Through Video Conferencing /Other Audio-Visual Means facility
2022-23	June 29, 2023	2.00 p.m.	Through Video Conferencing /Other Audio-Visual Means facility

b. Extraordinary General Meeting:

No extraordinary general meeting of the members was held during FY 2025-26.

c. Special Resolution(s):

Total Three special resolutions were passed by the Company in its previous three AGMs. The details of which are as follows:

Date of AGM	Financial Year	Special Resolution Passed
July 02, 2025	2024-25	Power to give loans or invest funds of the Company in excess of the limits specified under Section 186 of the Companies Act, 2013
June 27, 2024	2023-24	Appointment of Mr. Pranab Ghosh as the Chief Executive Officer and Executive Director (DIN 10536772) of the Company and payment of remuneration.
June 29, 2023	2022-23	Approval for extension of term of Mr. O V Ajay (DIN:07042391) as the CEO & ED of the Company

d. Postal Ballot:

Details of special resolution passed through postal ballot, the persons who conducted the postal ballot exercise, details of the voting pattern and procedure of postal ballot:

The Company had sought following approvals of the shareholders by way of Special Resolutions:

- Appointment of Mrs. Rekha Bagry (DIN: 02797298) as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) years, through a notice of postal ballot dated March 17, 2026.
- Appointment of Dr. Renu Sharma (DIN: 08620347) as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) years, through a notice of postal ballot dated March 17, 2026.

The resolutions were duly passed and the results of which were announced on April 18, 2026.

The Board of Directors had appointed Mr. Shivaram Bhat (Membership No. ACS 10454, CP No. 7853) Practising Company Secretary, as the Scrutinizer to scrutinize the postal ballot process by voting through electronic means only (remote e-voting) in a fair and transparent manner. Details of the voting pattern are provided below:

Resolution passed through Postal Ballot	Resolution Required	Votes in favour of the resolution (% of total number of valid votes)	Votes against the resolution (% of total number of valid votes)	Result
To appoint Mrs. Rekha Bagry (DIN: 08620347) as an Independent Director	Special Resolution	99.99	0.01	Passed with requisite majority

To appoint Dr. Renu Sharma (DIN: 02797298) as an Independent Director	Special Resolution	99.97	0.03	Passed with requisite majority
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Procedure for postal ballot: The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and read with the General Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, read with other relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars'), issued by the Ministry of Corporate Affairs.

The Company had engaged the services of National Securities Depository Limited for providing remote e-Voting facilities to the Members, enabling them to cast their vote electronically and in a secure manner.

e. Details of special resolution proposed to be conducted through postal ballot:

None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through postal ballot.

Means of Communication

Financial Results: The Quarterly, Half Yearly and Annual Results are regularly submitted to the BSE Limited ('BSE') which are also uploaded on the Company's website and are published in newspapers, namely the Financial Express (English) and the Dainik Pudhari (Marathi) along with the Quick Response code and the weblink where such financial results are available and can be accessed by the investors. Additionally, the results and other important information are also periodically updated on the Company's website at www.acglgoa.com under "Investors" section.

Website: The Company's website provides a comprehensive reference on its leadership, management, vision, policies, corporate governance and investor relations. The Members can access the details of the Board, the Committees, Policies, financial information, statutory filings, shareholding information, details of unclaimed dividend and shares transferred/liable to be transferred to IEPF, etc. In addition, various downloadable forms required to be executed by the Members have also been provided on the website of the Company.

Annual Report: The information regarding the performance of the Company is shared with the shareholders vide the Annual Report. The Annual Report for FY 2025-26 is being sent in electronic mode, to all members who have registered their email ids for the purpose of receiving documents/communication in electronic mode with the Company and/or Depository Participants. The Annual Reports are also available in the "Investors" section on the Company's website at <https://acglgoa.com/investors/annual-reports/>.

Electronic Communication: The Company had during FY 2025-26 sent various communications including, by email to those shareholders whose email addresses were registered with the Company/Depositories. In support of the 'Green Initiative' the Company encourages Members to register their email address with their Depository Participant or the Company, to receive soft copies of the Annual Report, Notices and other information disseminated by the Company, without any delay.

Green Initiative: All agenda papers for the Board and Committee meetings are disseminated electronically, by uploading them on a secured online application.

General shareholder information

Annual General Meeting for FY 2025-26:

Date: July 22, 2026

Time: 3:00 PM (IST)

Venue: The MCA vide its relevant circulars, has permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act and MCA Circulars, the AGM of the Company is being held through VC / OAVM. (For details, please refer to the AGM Notice.)

[Deemed Venue for AGM: Honda, Sattari, Goa – 403530]

Dividend Payment Date: On or before August 20, 2026

As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2, particulars of Director seeking appointment/re-appointment at this AGM are given in the Annexure to the Notice of this AGM.

Financial Calendar: April 1 to March 31.

Listing on Stock Exchange: BSE Limited

Corporate Identity Number (CIN) of the Company L35911GA1980PLC000400

The Company has paid the requisite Annual Listing and Custodial Fees to the Stock Exchange and Depositories viz; Central Depository Services Limited ('CDSL') and National Securities Depository Limited ('NSDL'), respectively for FY 2026-27.

Investor Grievance and Share Transfer System

All transfers, transmission or transposition of securities are conducted in accordance with the provisions of Regulation 40 and Schedule VII of the SEBI Listing Regulations, read together with relevant SEBI Circulars.

In terms of the SEBI Listing Regulations, securities of the Company can only be transferred in dematerialized form. Further, SEBI vide its Circular No. SEBI/HO/ MIRSD_ RTAMB/P/CIR/2022/8 dated January 24, 2022, mandated all the listed companies to issue securities in dematerialised form only, while processing the service request for issue of duplicate securities certificates, renewal/exchange of securities certificate, claim from Unclaimed Suspense Account, endorsement, sub-division/ splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition.

In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or the Company's Registrar and Transfer Agent ('RTA'), for assistance in this regard. Also, share transactions in electronic form can be affected in a much simpler and faster manner. Shareholders should communicate with the RTA, quoting their folio number or Depository Participant ID ('DPID') and Client ID number, for any queries on their securities holding.

Dispute Resolution Mechanism:

SEBI has vide its Circular No. SEBI/HO/MIRSD/MIRSD_ RTAMB/P/CIR/2022/76 dated May 30, 2022, issued a Standard Operating Procedure ('SOP') for dispute resolution under the Stock Exchange Arbitration Mechanism for disputes between a listed company and/or registrars to an issue and share transfer agents and its shareholder(s)/ investor(s). The Company has complied with the same and is accessible on the website of the Company at <https://acglgoa.com/wp-content/uploads/2025/04/MASTER-CIRCULAR-FOR-ONLINE-DISPUTE-RESOLUTION.pdf>.

SCORES: A centralised web-based complaints redress system 'SCORES' which serves as a centralised database of all complaints received, enables uploading of Action Taken Reports by the concerned companies and online viewing by the investors of actions taken on complaints and its current status.

Online Dispute Resolution Portal ('ODR Portal'):

A mechanism to streamline and strengthen the existing dispute resolution in the Indian Securities Market, SEBI vide

Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated July 31, 2023 (updated as on December 20, 2023), introduced the ODR Portal. This mechanism enhanced the degree of regulatory supervision by SEBI over disputes between aggrieved parties and the ODR order is binding on both the parties to the dispute. Pursuant to above-mentioned circulars, the aggrieved party can initiate the mechanism through the ODR portal, after exercising the primary options to resolve the issue directly with the Company and through the SCORES platform.

Registrars and Transfer Agents:

Name and Address:

MUFG Intime India Private Limited
C-101, 247 Park, L.B.S. Marg, Vikhroli West,
Mumbai-400 083.

Tel.: +91 8108118484;

Fax: +91 22 4918 6060;

E-mail: csg-unit@in.mpms.mufg.com

Website: www.in.mpms.mufg.com

Transfer of unclaimed/unpaid amounts/shares to the Investor Education and Protection Fund ('IEPF'):

Pursuant to Sections 124 and 125 of the Act read with the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF'), the Company has to transfer to the IEPF Authority, established by the Central Government the dividend amounts, application money, principal amount of debentures and deposits as well as the interest accruing thereon, sale proceeds of fractional shares, redemption amount of preference shares, etc. remaining unpaid or unclaimed for a period of 7 years from the date they became due for payment.

Furthermore, the IEPF Rules mandate companies to transfer shares of shareholders whose dividend amounts remain unpaid/unclaimed for a period of 7 consecutive years to the demat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of the Court, Tribunal or Statutory Authority, restraining any transfer of shares.

The details of the unclaimed dividends and shares transferred to IEPF during FY 2025-26 are as follows:

Financial year	Amount of unclaimed dividend transferred (In Rupees)	Number of shares transferred
2017-18 (Interim Dividend)	5,51,060.00	5,064
2017-18 (Final Dividend)	11,59,588.00	5,692

The Members who have a claim on the above dividends and shares may claim the same from the IEPF Authority by submitting an online application in the prescribed web-Form No.IEPF-5 available on the website www.iepf.gov.in and send an original form and acknowledgement, along with requisite documents duly self-certified by the claimant(s), of the said Form and acknowledgement along with requisite documents, as enumerated in the Instruction Kit, to the Company for vetting and a suitable recommendation to IEPF Authority. No claims shall lie against the Company in respect of the dividend/shares so transferred. The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules.

The Company strongly recommends shareholders to encash/claim their respective dividend within the period given below from the Company's RTA:

Financial Year	Dividend	Date of Declaration	Due date for transfer to IEPF
2018-19	Final	27-June-2019	11-Aug-2026
2019-20	Interim	23-Jan-2020	26-Mar-2027
2019-20	Final	24-July-2020	28-Sep-2027
2020-21		No Dividend declared	
2021-22		No Dividend declared	
2022-23	Interim	19-Jan-2023	2-Mar-2030
2022-23	Final	29-June-2023	2-Sep-2030
2023-24	Interim	30-Jan-2024	5-Apr-2031
2023-24	Final	27-Jun-2024	31-Jul-2031
2024-25	Interim	23-Jan-2025	28-Feb-2032
2024-25	Final	02-Jul-2025	05-Sep-2032
2025-26	Interim	19-Jan-2026	25-Mar-2033

Whilst the Company's Registrar has already written to the Members informing them about the due dates for transfer to IEPF for unclaimed dividends/interest payments, attention of the stakeholders is again drawn to this matter through the Annual Report. The data on unpaid/unclaimed dividend and other unclaimed monies is also available on the Company's website at <https://acglgoa.com/wp-content/uploads/2025/05/Dividend-Due-for-Transfer.pdf>. Investors who have not yet encashed their unclaimed/unpaid amounts are requested to correspond with the Company's Registrar and Transfer Agents, at the earliest. Members may refer to the Refund Procedure for claiming the aforementioned amounts transferred to the IEPF Authority as detailed on <http://www.iepf.gov.in/IEPF/refund.html>

Mr. Raghwendra Singh Butola, Chief Financial Officer, is the Nodal Officer.

Address: Automobile Corporation of Goa Limited, Honda, Sattari, Goa – 403530, India.

Contact details: +91 96079 45399

Email: cs@acglgoa.com

Shareholders as on March 31, 2026:

Distribution of equity shareholding as on March 31, 2026:

Number of shares	Holding	Percentage to capital	Number of accounts	Percentage to total accounts
1 to 100	3,22,100	5.29	10,204	82.06
101 to 500	3,75,024	6.16	1,883	15.15
501 to 1000	1,14,769	1.89	156	1.26
1001 to 2000	1,22,967	2.01	84	0.67
2001 to 5000	1,61,899	2.66	52	0.42
5001 and above	49,91,863	81.99	55	0.44
Total	60,88,622	100.00	12,434	100.00

Categories of equity shareholding as on March 31, 2026

Category	Number of equity shares held	Percentage of holding
Promoters:		
Tata Motors Limited	29,82,214	48.98
Other Entities of the Promoter Group		
Mutual Funds & UTI	0	0.00
Banks, Financial Institutions, States and Central Government	150	0.00
Insurance Companies	0	0.00
Foreign Institutional Investors and Foreign Portfolio Investors – Corporate	650	0.01
NRI's / OCB's / Foreign Nationals	24,316	0.40
Corporate Bodies / Trust /LLP	8,03,489	13.20
Indian Public & Others	21,50,740	35.32
Alternate Investment Fund	0	0.00
IEPF account	1,26,314	2.08
Escrow Account	749	0.01
GRAND TOTAL	6,088,622	100

Top ten equity shareholders of the Company as on March 31, 2026:

Sr. No.	Name of the shareholder	Number of equity shares held	Percentage of holding
1	Tata Motors Limited	29,82,214	48.98
2	EDC Limited	4,05,302	6.66
3	Arun Nahar	2,51,752	4.13
4	Investor Education and Protection Fund Authority Ministry of Corporate Affairs	1,26,314	2.08
5	Rachna Credit Capital Private Limited	75,866	1.25
6	Pankaj Rakyan	70,790	1.16
7	Diana Dhun Ratnagar	66,000	1.08
8	Dhanesh S Shah	64,394	1.05
9	Zapfin Teknologies Private Limited	50,000	0.82
10	Jyoni Consultancy Private Limited	49,663	0.81

Dematerialization of Shares and Liquidity:

The Company's shares are compulsorily traded in dematerialized form on BSE. Equity shares of the Company representing 97.75 percent of the Company's equity share capital are dematerialized as on March 31, 2026 under the Depository System. The International Securities Identification Number (ISIN) allotted to the Company's shares is INE451C01013.

Suspense Escrow Demat Account ('SEDA'):

Pursuant to SEBI Circular dated January 25, 2022, to enhance the shareholders experience in dealing with securities markets, the listed companies shall issue the securities in dematerialized form only, while processing any investor service requests viz., issue of duplicate share certificates, endorsement, transmission, transposition. After processing the investor service request(s), a Letter of Confirmation ('LOC') would be issued to the shareholders in lieu of a physical securities certificate. LOC shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing the said securities/shares. In case the shareholders fail to submit the dematerialisation request within 120 days, the Company shall then credit those securities to the SEDA held by the Company. The shareholders can reclaim these shares from the Company's SEDA on submission of documentation prescribed by SEBI.

As required under SEBI Circular No. SEBI/HO/MIRSD/PoD-1/OW//P/2022/64923 dated December 30, 2022, the

Company has opened a Suspense Escrow Demat Account bearing no. IN301549 66553217 with HDFC Bank Ltd. As on March 31, 2026, during the period under review, 955 Equity shares has been credited in the Account as shown below:

Sr. No.	Particulars	No. of shareholders	No of shares
(a)	Aggregate number of shareholders and the outstanding shares lying in the suspense account at the beginning of the year – 01-04-2025	1	660
(b)	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year 01-04-2025 to 31-03-2026	10	585
(c)	Number of shareholders to whom shares were transferred from suspense account during the year 01-04-2025 to 31-03-2026	11	674
(d)	Aggregate number of shareholders and the outstanding shares lying in the suspense account at the end of the year 31-03-2026	1	749

The voting rights on 749 shares shall remain frozen till the rightful owner of such shares claims the shares.

Certificate from Practising Company Secretaries:

None of the Directors of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI or the MCA or any such statutory authority. The Company has received a certificate from Mr. Shivaram Bhat (ACS 10454 & CP No. 7853), Practising Company Secretary, which is annexed to this Report.

As per the provisions of the Act and in compliance with Regulation 25(10) of the SEBI Listing Regulations, the Company has taken a Directors and Officers Liability Insurance Policy ('D&O') on behalf of all Directors including

Independent Directors, Officers and Employees of the Company for indemnifying any of them against any liability in respect of any misrepresentation, misstatement, misleading statement, error, omission, defamation, negligence, breach of warranty of authority or breach of duty which they may be guilty in relation to the Company.

Consolidated fees paid to Statutory Auditors:

B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) has been appointed as the Statutory Auditors of the Company. The payment of Statutory Auditors' fees, on consolidated basis for FY 2025-26 is Rs. 59.99 lakh.

Details of Compliance:

The Company has complied with the requirement of various rules and regulations prescribed by the Stock Exchanges, SEBI or any other statutory authority during the last 3 years relating to the capital markets. During the year under review BSE Limited had imposed a penalty of Rs. 5,000/- (Exclusive of GST) due to delay in submission of the disclosure of related party transactions for the half year ended September 30, 2025, which has been subsequently paid by the Company. Apart from this there were no penalties imposed on the Company.

Disclosure of certain types of agreements binding listed entities:

During the year under review, there were no agreements that require disclosure under clause 5A of paragraph A of Part A of Schedule III of the SEBI LODR.

Discretionary Requirements as Specified in Part E of the schedule II of the SEBI Listing Regulations:

Maintenance of Chairman's office: The Non-Executive Chairman has a separate office which is not maintained by the Company.

At least one woman Independent Director on the Board: The Company has four Independent Directors including Three Woman Independent Directors.

Shareholder Rights: The Quarterly, Half yearly and Annual financial results of the Company are intimated to Stock Exchanges, published in English and vernacular newspaper and are also posted on the website of the Company. Further, significant events are informed to the Stock Exchanges from time to time and then the same is also posted on the website of the Company. These are not sent individually to the Members.

Modified opinion in Audit Report: During the year under review, there was no modified audit opinion in the Auditors' Report on the Company's financial statements. The Company continues to adopt best practices to ensure a regime of unmodified audit opinions in its financial statements.

Separate posts of Chairperson and the Managing Director or the Chief Executive Officer (CEO): Mr. Yatin Kakodkar is the Chairman (Independent, Non-Executive Director) and Mr. Pranab Ghosh is the CEO and Executive Director of the Company.

Reporting of Internal Auditor: The Chief Internal Auditor reports to the Audit Committee of the Company, to ensure independence of the Internal Audit function.

Meeting of the Independent Directors: During the financial year ended March 31, 2026, 2 (Two) meetings were held on October 14, 2025 and March 31, 2026 without the presence of non-independent directors and members of the management.

Risk Management: The Company has a duly constituted Risk Management Committee with the composition, roles and responsibilities as specified in the SEBI Listing Regulations.

Disclosures on Corporate Governance Report:

The Company has complied with all the mandatory requirements of Corporate Governance as specified in sub-paras (2) to (10) of Part C of Schedule V of the SEBI Listing Regulations and disclosures on compliance with corporate governance requirements specified in Regulations 17 to 27 have been included in the relevant sections of this report.

Other Disclosures

Particulars	Regulations	Details	Website link for details/ policy
Policy on Materiality and dealing with Related Party Transactions	Regulation 23 of SEBI Listing Regulations and as defined under the Act	There are no material related party transactions during the year that have conflict with the interest of the Company. Transactions entered into with related parties during the financial year were in the ordinary course of business and at arms' length basis and were approved by the Audit Committee. The Board has approved policy on Materiality and dealing with Related Party Transactions.	https://acglgoa.com/wp-content/uploads/2025/05/Annual-Report-of-Automobile-Corporation-of-Goa-Limited-for-the-Financial-Year-2025.pdf
Whistle Blower Policy and Vigil Mechanism	Regulation 22 of SEBI Listing Regulations	The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behaviour. No person has been denied access to the Chairman of the Audit Committee.	https://acglgoa.com/wp-content/uploads/2025/05/WHISTLE-BLOWER-POLICY-Revised-27012022.pdf
Subsidiary Companies	Regulation 24 of the SEBI Listing Regulations	The Company does not have any material unlisted Indian subsidiary company.	Not Applicable
Policy on Determination of Materiality for Disclosures	Regulation 30 of SEBI Listing Regulations	The Company has adopted a Policy on Determination of Materiality for Disclosures.	https://acglgoa.com/wp-content/uploads/2026/05/Policy-on-Materiality-and-Dealing-with-Related-Party-Transactions.pdf
Terms of Appointment of Independent Directors	Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV of the Act	Terms and conditions of appointment/re-appointment of Independent Directors are available on the Company's website.	https://acglgoa.com/wp-content/uploads/2025/05/Terms-of-Appointment-of-Independent-Directors1.pdf
Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2018	Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014	As per the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (hereinafter referred to as "Prevention of Sexual Harassment Act"), the Company has formulated a Policy on Prevention of Sexual Harassment at Workplace for prevention, prohibition and redressal of sexual harassment at workplace and an Internal Complaints Committees has also been set up to redress any such complaints, if received. All employees (permanent, contractual, temporary, trainees) are covered under the said Policy. The Company is committed to providing a safe and conducive work environment to all of its employees and associates. During the financial year under review, no complaint was pending at the beginning of the year and none was received during the year.	https://acglgoa.com/wp-content/uploads/2025/05/Policy-against-Sexual-Harassment-at-Workplace.pdf

The Company is in compliance with the disclosures required to be made under this report in accordance with Regulation 34(3) read together with Schedule V(C) to the SEBI Listing Regulations.

Plant locations:

Locations	Manufacturing Activity
Plant I Honda, Sattari, Goa - 403 530	Bus Bodies and component parts thereof
Plant II Bhuimpal, Sattari, Goa - 403 530	Bus Bodies and component parts thereof
Plant III Jejuri Pressing Unit Plot No. F-2, MIDC, Jejuri, Taluka Purandar, Dist. Pune, Maharashtra	Pressed sheet metal parts/components/ Subassemblies and assemblies therefrom for various aggregates of automobiles
Plant IV Plot No. 560-A, Belur Industrial Area, Belur, Dharwad, Karnataka	Door and Cowl Assembling

Address for correspondence:

Automobile Corporation of Goa Limited
Honda, Sattari, Goa – 403 530.
Tel.: +91 96079 45399
Email: cs@acglgoa.com
CIN: L35911GA1980PLC000400

Declaration by the CEO on Code of Conduct as required by Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Pranab Ghosh, CEO and Executive Director of the Company hereby declare that all the members of Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct, as applicable to them, in respect of the financial year March 31, 2026.

For Automobile Corporation of Goa Limited

Place: Mumbai
Date: May 5, 2026

Pranab Ghosh
CEO & Executive Director
DIN: 10536772

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
Automobile Corporation of Goa Limited
Honda, Sattari, Goa

I have examined the relevant registers, records, forms, returns and disclosures received from Directors of Automobile Corporation of Goa Limited having CIN L35911GA1980PLC000400 and having registered office at Honda, Sattari, Goa (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	Yatin Gurudutt Kakodkar	00001433	07/12/2016
2	Girish Arun Wagh	03119361	30/10/2017
3	Vishal Badshah	10106666	08/05/2023
4	Venkata Gopal Ramanan	01446016	08/05/2023
5	Anand Srinivasagopalan	10612257	11/05/2024
6	Pranab Ghosh	10536772	01/04/2024
7	Sandhya Shailesh Kudtarkar	00021947	17/01/2025
8	Renu Sharma	02797298	20/01/2026
9	Rekha Bagry	08620347	20/01/2026

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Shivaram Bhat
Practising Company Secretary
ACS No. 10454, CP No.7853, PR 1775/2022
UDIN: A010454H000285256

Place: Panaji, Goa
Date : May 05, 2026

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 BY AUTOMOBILE CORPORATION OF GOA LIMITED.

To the members of **AUTOMOBILE CORPORATION OF GOA LIMITED**

I have examined the compliance with conditions of Corporate Governance by AUTOMOBILE CORPORATION OF GOA LIMITED (the Company) under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulations") for the year ended 31st March 2026.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the LODR Regulations. This Certificate is issued pursuant to the requirements of Schedule V (E) of the LODR Regulations.

The compliance with conditions of Corporate Governance is the responsibility of the management of the Company. My examination was limited to procedures adopted and

implementation thereof, by the Company for ensuring compliance with the condition of Corporate Governance under LODR Regulations. The examination is neither an audit nor an expression of opinion on the financial statements of the Company.

I further state that such compliance 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.

Shivaram Bhat

Practicing Company Secretary
ACS 10454, CP 7853, PR 1775/2022
UDIN: A010454H000285289

Place: Panaji, Goa

Date: May 05, 2026

CEO/CFO Certification in respect of Financial Statements and Cash Flow Statement

pursuant to regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements),
Regulations, 2015 For the Financial Year ended March 31, 2026

We have reviewed the Financial Statements and the Cash Flow Statement for the year ended 31st March, 2026 and we hereby certify and confirm to the best of our knowledge and belief the following:

- a. The Financial Statements and Cash Flow statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- b. The Financial Statements and the Cash Flow Statement together present a true and fair view of the affairs of the Company and are in compliance with existing accounting standards, applicable laws and regulations.
- c. There are no transactions entered in to by the Company during the year ended 31st March, 2026 which are fraudulent, illegal or violative of Company's Code of Conduct.
- d. We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of these internal control systems of the Company pertaining to financial reporting. Deficiencies noted, if any, are discussed with the Auditors and Audit Committee, as appropriate, and suitable actions are taken to rectify the same.
- e. There have been no significant changes in the above-mentioned internal controls over financial reporting during the relevant period.
- f. That there have been no significant changes in the accounting policies during the relevant period.
- g. We have not noticed any significant fraud particularly those involving the management or an employee having a significant role in the Company's internal control system over Financial Reporting.

PRANAB GHOSH

CEO and Executive Director
DIN: 10536772

Place: Mumbai
Date: May 5, 2026

RAGHWENDRA SINGH BUTOLA

Chief Financial Officer

Independent Auditor’s Report

To the Members of Automobile Corporation of Goa Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Automobile Corporation of Goa Limited (the “Company”) which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Key audit matter

See Note 21 and Note 37 to financial statements

Basis for Opinion

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

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter	How the matter was addressed in our audit
<p>The Company is in the business of manufacturing and sale of bus bodies and pressing products. Revenue from the sale of products is recognised upon the transfer of control to the customer. The Company and its external stakeholders focus on revenue as a key performance metric which contains significant related party transactions.</p> <p>Revenue recognition has been identified as a key audit matter as there could be an incentive or external pressures to meet expectations resulting in revenue being overstated or recognized before the control has been transferred.</p> <p>This also includes judgement involved in assessing arms’ length, completeness of disclosures, assessing compliance with statutory regulations (Companies Act, 2013 and SEBI Regulations) governing related party relationships.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:</p> <ul style="list-style-type: none"> • We assessed the appropriateness of Company’s accounting policies for revenue recognition by comparing with applicable accounting standards. • We evaluated the design, implementation and operating effectiveness of key internal controls over recognition of revenue (including related party transactions) and compliance with statutory regulations governing related party relationships. • On a sample basis, we tested the revenue transactions recorded during the year by verifying the underlying documents to assess whether revenue is recognised appropriately when control is transferred. • We tested, on a sample basis specific revenue transactions recorded before and after the financial year-end date to assess whether revenue is recognised in the correct financial period in which control is transferred.

The key audit matter	How the matter was addressed in our audit
	<ul style="list-style-type: none"> • For revenue from sale of goods to the related parties, we verified the Company's analysis in relation to arm's length assessment and involved our internal specialists. • We obtained and verified independent confirmations from related parties. • We assessed management's evaluation of compliance with the provisions of Section 177 and Section 188 of the Companies Act, 2013 and SEBI (LODR) 2015. • We verified journal entries on revenue recognised during the year, on specified risk-based criteria, to detect unusual or irregular items. • We assessed the adequacy of disclosure made in the financial statements with respect to revenue recognised during the year and related party transactions as required by applicable Ind AS.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate

accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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 financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 A. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on 1 April 2026 and 17 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 29 to the financial statements.
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. Refer note 42 to the financial statements.
 - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - d (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 51 to the 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 person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 52 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The interim dividend declared and paid by the Company during the year and until the date of this audit report is in compliance accordance with Section 123 of the Act.
- 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 58 to the financial statements, the Board of Directors of the Company has 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.
- f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.
- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:
- In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Kalpesh Khandelwal

Partner

Membership No.: 133124

Place: Mumbai, India

ICAI UDIN:26133124RNT0ZN2168

Date: 05 May 2026

Annexure A to the Independent Auditor's Report on the Financial Statements of Automobile Corporation of Goa Limited for the year ended 31 March 2026

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

(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 intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value (Rs. in Lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held- indicate range, where appropriate	Reason for not being held in the name of the Company. Also indicate if in dispute
Freehold land located at Mann, Pune admeasuring 8,000.04 sq. meters	21.15	Late Mr. Narayan Hari Bharne and Family	No	Since 16 January 1997	The execution of the Title Deed for the purchase of land is awaited on account of dispute with the land owner.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has neither made any investment, nor has it provided any guarantee or security to companies, firms, limited liability partnership or any other parties. The Company has granted loan to a company during the year, in respect of which the requisite information is as below. The Company has not granted any loans or advances in the nature of loans, secured or unsecured, to limited liability partnership or any other parties during the year.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to any other entity as below:

Particulars	Loans (Rs. in Lakhs)
Aggregate amount during the year	
– Enterprise exercising significant influence / Promoter*	27,500
Balance outstanding as at balance sheet date	
– Enterprise exercising significant influence / Promoter*	Nil

*As per the Companies Act, 2013

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the aforesaid loans are prima facie, not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given to Tata Motors Limited, it is repayable on demand. As informed to us, the Company has received the demanded repayment of the loan during the year. Thus, there has been no default on the part of the party to whom the money has been lent. The payment of interest has been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment except for the following loans or advances in the nature of loans to its Promoters and related parties as defined in Clause (76) of Section 2 of the Companies Act, 2013 ("the Act").

Particulars	Promoters (Rs. in Lakhs)
Aggregate of loans - Repayable on demand	27,500
Percentage of loans to the total loans	100%

- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has neither made any investments, nor has it given loans or provided guarantee or security as specified under Section 185 of the Companies Act, 2013 ("the Act"). In respect of the loans given by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products manufactured by it. Accordingly, clause 3(vi) of the Order is not applicable.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities except for provident fund dues as referred to in note 29(v) to the financial statement.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable. We draw attention to note 29(v) to the financial statement which more fully explains the

matter regarding non-payment of provident fund contribution pursuant to Supreme Court judgement dated 28 February 2019.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in Lakhs)	Amount Paid under Protest (Rs. in Lakhs)	Period to which the amount relates (Rs. in Lakhs)	Forum where dispute is pending
Central Excise Act, 1944	Excise Duty	516.26	Nil	1995-97 and June 2005 -February 2006	Commissioner of Central Excise (Appeals)
Income Tax Act, 1961	Income Tax	37.33	Nil	1989-90	Income Tax Assessing Officer
The Goa Value Added Tax Act, 2005 / Entry Tax Act	Value Added Tax / Entry Tax	224.83	5.88	2016-17	Additional Commissioner of Commercial Tax
The Goa Value Added Tax Act, 2005 / Entry Tax Act	Value Added Tax / Entry Tax	49.47	4.94	2017-18	Additional Commissioner of Commercial Tax

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations provided to us, the Group (as defined in the regulations made by the Reserve Bank of India) has more than one CIC as part of the Group. The Group has six CICs of which five CICs 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 in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios,

ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information 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 the 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) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Kalpesh Khandelwal

Partner

Membership No.: 133124

ICAI UDIN:26133124RNT0ZN2168

Place: Mumbai, India

Date: 05 May 2026

Annexure B to the Independent Auditor's Report on the financial statements of Automobile Corporation of Goa Limited for the year ended 31 March 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

Opinion

We have audited the internal financial controls with reference to financial statements of Automobile Corporation of Goa Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 financial statements were 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to 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 financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of 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 Financial Statements

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

For **BSR & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Kalpesh Khandelwal

Partner

Place: Mumbai, India

Membership No.: 133124

Date: 05 May 2026

ICAI UDIN:26133124RNT0ZN2168

Automobile Corporation of Goa Limited

Balance sheet as at 31 March 2026

Rs. In Lakhs

Particulars	Note	As at 31 March 2026	As at 31 March 2025
I ASSETS			
(1) Non - current assets			
(a) Property plant and equipment	4(A)	6,905.97	6,127.76
(b) Capital work-in progress	4(B)	2,514.44	113.81
(c) Investment property	4(C)	13.47	13.67
(d) Other intangible assets	4(D)	108.54	84.37
(e) Financial assets			
(i) Other financial assets	6(A)	63.37	128.59
(f) Other tax assets (net)		88.80	211.79
(g) Other non-current assets	7(A)	221.06	159.02
Total non-current assets		9,915.65	6,839.01
(2) Current assets			
(a) Inventories	8	6,806.88	5,605.94
(b) Financial assets			
(i) Investment	9	-	12,016.08
(ii) Trade receivables	10	6,273.15	13,151.30
(iii) Cash and cash equivalents	11	12,135.36	3,591.23
(iv) Bank balances other than (iii) cash and cash equivalents above	12	9,196.12	3,561.18
(v) Loans	5	-	19.50
(vi) Other financial assets	6(B)	227.26	226.40
(c) Other current assets	7(B)	1,326.34	1,515.75
Total current assets		35,965.11	39,687.38
Total Assets		45,880.76	46,526.39
II EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity share capital	13	608.86	608.86
(b) Other equity	14	30,250.44	24,765.25
Total equity		30,859.30	25,374.11
(2) Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	35	69.60	67.24
(b) Provisions	15	1,098.11	1,016.13
(c) Deferred tax liabilities (net)	16	348.40	324.59
Total Non-current liabilities		1,516.11	1,407.96
(3) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	17	879.80	8,503.80
(ii) Lease liabilities	35	2.54	2.78
(iii) Trade payables	20, 20(A)		
(a) total outstanding dues of micro enterprise and small enterprises and		2,528.65	1,937.19
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		8,414.70	7,499.18
(iv) Other financial liabilities	18	495.11	315.72
(b) Other current liabilities	19	456.86	750.21
(c) Provisions	15	597.03	575.70
(d) Current tax liabilities (net)		130.66	159.74
Total current liabilities		13,505.35	19,744.32
Total liabilities		15,021.46	21,152.28
Total Equity and Liabilities		45,880.76	46,526.39
See accompanying notes to the financial statements	1-59		

In terms of our report attached
For B S R & Co. LLP
 Chartered Accountants
 Firm Registration No. 101248W/W-100022

Kalpesh Khandelwal
 Partner
 Membership No. 133124
 UDIN: 26133124RNT0ZN2168
 Place: Mumbai, Maharashtra
 Dated: 05 May 2026

Yatin Kakodkar
 Chairman - DIN 00001433

Pranab Ghosh
 CEO & Executive Director
 DIN 10536772

Raghwendra Singh Butola
 Chief Financial Officer
 Membership no. 25252

Santhosh Shadadal
 Company Secretary
 Membership no. A48177

Place: Mumbai, Maharashtra
 Dated: 05 May 2026

Automobile Corporation of Goa Limited
Statement of profit and loss for the year ended 31 March 2026

Rs. In Lakhs

Particulars		Note	For the year ended 31 March 2026	For the year ended 31 March 2025
1	Revenue from operations	21	93,365.49	66,076.74
2	Other income	22	1,750.36	1,485.14
3	Total income (1+2)		95,115.85	67,561.88
4	Expenses:			
	(a) Cost of materials consumed	23	65,197.93	45,613.63
	(b) Changes in inventories of finished goods, work-in-progress and scrap	24	457.83	801.33
	(c) Employee benefits expense	25	5,379.27	4,905.46
	(d) Finance costs	26	12.83	9.01
	(e) Depreciation and amortisation expense	27	566.50	460.24
	(f) Other expenses	28	13,758.65	9,522.07
	Total expenses		85,373.01	61,311.74
5	Profit before exceptional item and tax (3-4)		9,742.84	6,250.14
6	Exceptional item (refer note 56)	56	328.63	-
7	Profit before tax (5- 6)		9,414.21	6,250.14
8	Tax expense			
	(a) Current tax	16	2,407.50	1,510.57
	(b) Deferred tax	16	17.65	79.15
			2,425.15	1,589.72
9	Profit for the year (7 - 8)		6,989.06	4,660.42
	Other comprehensive income (OCI)			
	(A) (i) Items that will not be reclassified to profit and loss			
	(a) Remeasurement gain/(losses) on defined benefit obligations	36	24.43	49.27
	(ii) Income tax expense/(credit) relating to items that will not be reclassified to profit or loss	16	(6.15)	(12.40)
10	Total Other comprehensive income for the year (net of taxes)		18.28	36.87
11	Total comprehensive income for the year (9+10)		7,007.34	4,697.29
12	Earnings per equity share: (Face value of Rs. 10 per share)			
	(i) Basic earning per share (in Rs.)	31	114.79	76.54
	(ii) Diluted earning per share (in Rs.)	31	114.79	76.54
	See accompanying notes to the financial statements	1-59		

In terms of our report attached
For BSR & Co. LLP
Chartered Accountants
Firm Registration No. 101248W/W-100022

Yatin Kakodkar
Chairman - DIN 00001433

Raghendra Singh Butola
Chief Financial Officer
Membership no. 25252

Kalpesh Khandelwal
Partner
Membership No. 133124
UDIN: 26133124RNT0ZN2168

Pranab Ghosh
CEO & Executive Director
DIN 10536772

Santhosh Shadadal
Company Secretary
Membership no. A48177

Place: Mumbai, Maharashtra
Dated: 05 May 2026

Place: Mumbai, Maharashtra
Dated: 05 May 2026

Automobile Corporation of Goa Limited Statement of Cash Flow for the year ended 31 March 2026

Rs. In Lakhs

Particulars	31 March 2026	31 March 2025
A. Cash flow from operating activities		
Profit before tax for the year	9,414.21	6,250.14
Adjustments for:		
Depreciation and amortisation expense	566.50	460.24
Fair value gain on investments	-	(16.08)
Gain on redemption of investments	(19.06)	-
Loss on sale/scrap of property, plant and equipment	11.25	3.75
Finance costs	12.83	9.01
Interest income	(1,353.23)	(1,266.07)
	(781.71)	(809.15)
Operating profit before working capital changes	8,632.50	5,440.99
Changes in working capital		
Inventories	(1,200.94)	(688.42)
Trade receivables	6,878.15	(5,491.02)
Other current assets	189.41	(582.50)
Loans to employees	19.50	(6.89)
Other current financial assets	(0.86)	(6.16)
Non current financial asset	65.22	435.12
Other non-current assets	5.82	7.61
Trade payables	1,506.98	2,897.24
Other financial liabilities	0.11	(3.00)
Other current liabilities	(293.35)	82.44
Provisions	127.74	287.99
	7,297.78	(3,067.59)
Cash generated from operations	15,930.28	2,373.40
Income taxed paid (net of refund)	(2,313.59)	(1,401.65)
Net cash generated from operations	13,616.69	971.75
B. Cash flow from investing activities		
Acquisition of property plant and equipment	(3,691.93)	(1,637.31)
Proceeds from sale of property, plant and equipment	13.33	24.68
Deposit placed	(17,899.90)	(5,438.24)
Deposit matured	12,274.41	3,100.00
Inter corporate deposit placed	(27,500.00)	(12,200.00)
Inter corporate deposit matured	27,500.00	25,300.00
Sale of mutual funds	12,035.14	(12,000.00)
Interest received	1,353.23	1,462.32
Net cash generated/(used in) from investing activities	4,084.28	(1,388.55)
C. Cash flow from financing activities		
(repayment)/Proceeds from short term borrowings	(7,624.00)	2,315.84
Dividend paid	(1,522.15)	(1,217.72)
Payment of lease liabilities	(2.73)	(2.77)
Interest paid	(7.96)	(4.13)
Net cash (used in)/generated from financing activities	(9,156.84)	1,091.22
Net increase/(decrease) in cash and cash equivalents (A+B+C)	8,544.13	674.42
Cash and cash equivalents at beginning of the year	3,591.23	2,916.81
Cash and cash equivalents at ending of year	12,135.36	3,591.23

Refer footnote below

The above Cash flow statement has been prepared under the "Indirect Method" set out in Indian Accounting Standard (Ind AS-7) "Statement of Cash Flows" prescribed under section 133 of the Companies Act, 2013.

Automobile Corporation of Goa Limited
Statement of Cash Flow for the year ended 31 March 2026

Rs. In Lakhs

Comprises of	As at 31 March 2026 Audited	As at 31 March 2025 Audited
Cash on hand	0.13	0.13
Balance with bank in current account	873.24	980.15
Deposits with original maturity of less than three months	11,261.99	2,610.95
Total	12,135.36	3,591.23

See accompanying notes to the financial statements (1-59)

In terms of our report attached
For B S R & Co. LLP
 Chartered Accountants
 Firm Registration No. 101248W/W-100022

Yatin Kakodkar
 Chairman - DIN 00001433

Raghendra Singh Butola
 Chief Financial Officer
 Membership no. 25252

Kalpesh Khandelwal
 Partner
 Membership No. 133124
 UDIN: 26133124RNT0ZN2168

Pranab Ghosh
 CEO & Executive Director
 DIN 10536772

Santhosh Shadadal
 Company Secretary
 Membership no. A48177

Place: Mumbai, Maharashtra
 Dated: 05 May 2026

Place: Mumbai, Maharashtra
 Dated: 05 May 2026

Automobile Corporation of Goa Limited Statement of changes in equity for the year ended 31 March 2026

A. Equity share capital		Rs. In Lakhs
Balance as at 1 April 2025		608.86
Changes in equity share capital due to prior period errors		-
Restated balance as at 1 April 2025		608.86
Changes in equity share capital during the year		-
Balance as at 31 March 2026		608.86

Balance as at 1 April 2024	608.86
Changes in equity share capital due to prior period errors	-
Restated balance as at 1 April 2024	608.86
Changes in equity share capital during the year	-
Balance as at 31 March 2025	608.86

B. Other equity		Rs. In Lakhs				
Particulars	Securities premium	Capital redemption reserve	General reserve	Retained earnings	Total	
Balance as at 1 April 2025	4,843.48	953.36	1,537.06	17,431.35	24,765.25	
Profit for the year	-	-	-	6,989.06	6,989.06	
Other comprehensive income/(loss) for the year, net of tax (directly recognised in retained earnings)	-	-	-	18.28	18.28	
Dividends (refer note 53)	-	-	-	(1,522.15)	(1,522.15)	
Balance as at 31 March 2026	4,843.48	953.36	1,537.06	22,916.54	30,250.44	

Particulars	Securities premium	Capital redemption reserve	General reserve	Retained earnings	Total
Balance as at 1 April 2024	4,843.48	953.36	1,537.06	13,951.78	21,285.68
Profit for the year	-	-	-	4,660.42	4,660.42
Other comprehensive income/(loss) for the year, net of tax (directly recognised in retained earnings)	-	-	-	36.87	36.87
Dividends (refer note 53)	-	-	-	(1,217.72)	(1,217.72)
Balance as at 31 March 2025	4,843.48	953.36	1,537.06	17,431.35	24,765.25

See accompanying notes to the financial statements (1-59)

i. Securities premium

The securities premium represents the additional amount shareholders paid for their issued shares that was in excess of the par value of those shares. The securities premium account may be applied by the company, towards the issue of unissued shares of the company to the members of the company as fully paid bonus shares, in writing off the expenses of, or the commission paid or discount allowed on, any issue of shares or debentures of the company, in writing off the preliminary expenses of the company, in providing for the premium payable on the redemption of any redeemable preference shares or of any debentures of the company; or for the purchase of its own shares or other securities under section 68.

ii. Capital redemption reserve account

When a company redeems preference shares or buys back its shares, the company is required to create capital redemption reserve. Capital redemption reserve is created out of the profits. The Capital redemption reserve is created in accordance with the provisions of section 69 of the Companies Act, 2013 for the nominal value of shares bought

back. The capital redemption reserve account may be applied by the company, in paying up unissued shares of the company to be issued to member of the company as fully paid bonus shares

iii. General reserve

Under the erstwhile Companies Act, 1956, a general reserve was created through an annual transfer of the net income at a specified percentage in accordance with the applicable regulations. Consequent to the introduction of the Companies Act, 2013, the requirement to mandatorily transfer a specified percentage of net profit to general reserve has been withdrawn. The balances in the general reserve as determined in accordance with applicable regulations is Rs. 1,537.06 lakhs as at 31 March 2025 and 31 March 2026.

iv. Retained earning

Retained earnings includes accumulated profits and re-measurement loss/(gain) on defined benefits plan, net of taxes that will not be reclassified to the statement profit and loss. Retained earnings is a free reserve available to the Company.

In terms of our report attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Kalpesh Khandelwal

Partner
Membership No. 133124
UDIN: 26133124RNT0ZN2168
Place: Mumbai, Maharashtra
Dated: 05 May 2026

Yatin Kakodkar

Chairman - DIN 00001433

Pranab Ghosh

CEO & Executive Director
DIN 10536772

Raghendra Singh Butola

Chief Financial Officer
Membership no. 25252

Santhosh Shadadal

Company Secretary
Membership no. A48177

Place: Mumbai, Maharashtra
Dated: 05 May 2026

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026

1) Background and operations

Automobile Corporation of Goa Ltd. (ACGL) was incorporated on 1 September 1980 as a Public Limited Company under the Companies Act 1956. The Company was jointly promoted by EDC Limited (a Government of Goa Undertaking) and Tata Motors Limited. The company is having its registered office at Honda, Sattari - Goa - 403530. The Company's shares are listed at Bombay Stock Exchange (BSE).

The Company is engaged in the manufacture of pressed parts, components, sub assemblies for various range of automobiles and manufacture Bus bodies and components thereof. The Company has manufacturing unit in Goa, Jejuri and Dharwad.

2) Basis of preparation

a. Statement of compliance

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

The financial statements for the year ended 31 March 2026 were approved by the Board of Directors and authorized for issue on 05 May 2026.

b. Functional and presentation currency

The financial statements are presented in Indian Rupees, which is the Company's functional and presentation currency. All amounts have been rounded to the nearest lakhs, unless otherwise indicated.

c. Basis of measurement

These financial statements have been prepared on a historical cost basis except for the following items which are measured on an alternative basis on each reporting date:

Items	Measurement basis
1. Net defined benefit (asset) / liability	Fair value of plan assets less present value of defined benefit obligations
2. Financials instruments	Please refer note 3 (i) of Material accounting policies

d. Use of estimates and judgments

In preparing these financial statements, management has made judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses

and disclosures of contingent assets and liabilities at the date of these financial statements. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

- 1) Judgements: - Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements.
- 2) Assumptions and estimation uncertainties are disclosed in respective policies

Information about assumption and estimation of uncertainties at the reporting date that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year is included as below:

- i. Impairment of non-financial assets
In assessing the non-financial assets for impairment, factors leading to significant reduction in profits such as reduction in finished goods prices and increase in raw material prices, the Company's business plans and changes in regulatory environment are taken into consideration. The carrying value of the assets of a cash generating unit (CGU) is compared with the recoverable amount of those assets, that is, the higher of fair value less costs of disposal and value in use.
- ii. Provisions and contingencies
The assessments undertaken in recognizing provisions and contingencies have been made in accordance with the applicable Ind AS. Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past events, it is probable that the Company will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Guarantees are also provided in the normal course of business. There are certain obligations

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

which management has concluded, based on all available facts and circumstances, are not probable of payment or are very difficult to quantify reliably, and such obligations are treated as contingent liabilities and disclosed in the notes but are not reflected as liabilities in the financial statements.

Although there can be no assurance regarding the final outcome of the legal proceedings in which the Company is involved, it is not expected that such contingencies will have a material effect on its financial position or profitability. The Company in determining the provisions consider a fair level of estimates, judgement and uncertainties like the acceptance of estimates by the user, conditions used by the Company in creating the provision will be accepted by the users. All provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

iii. Defined benefit plans:- Refer note no. 36 for key actuarial assumptions.

iv. Provision against obsolete and slow-moving inventories

The Company reviews the condition of its inventories and makes provision against obsolete and slow-moving inventory items which are identified as no longer suitable for sale or use. Company estimates the net realizable value for such inventories based primarily on the latest invoice prices and current market conditions. The Company carries out an inventory review at each balance sheet date and makes provision against obsolete and slow-moving items. The Company reassesses the estimation on each balance sheet date.

v. Useful lives of property, plant and equipment.

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

vi. Product warranties

The estimated liability for product warranties is recorded when product is sold. These estimates are established using historical information on the nature, frequency and average cost of warranty claims and management's estimates regarding possible future incidences based on actions on product failures. The timing of outflows will vary as and when warranty claim will arise, being typically 12 to 36 months from the date of sale. When the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows using

the bank borrowing rate that reflects current market assessments of the time value of money and the risks specific to the liability.

e. Measurement of fair values

A number of the accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values which is overseen by the Chief Financial Officer (CFO). Significant valuation issues are reported to the Company's audit committee. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

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

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

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

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as a lowest level input that is significant to the entire measurement. The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

f. Current /Non-current classification

Based on the time involved between the acquisition of assets for processing and their realisation in cash and cash equivalent, the Company has identified 12 months as its operating cycle for determining current and non-current classification of assets and liabilities in the balance sheet.

3) Material accounting policies

The Company has applied the following accounting policies to all years presented in the financial statements.

a. Revenue recognition

The Company generates revenue principally from - Sale of products including scrap sales:

Revenue is recognised as per Ind AS 115 Revenue from Contracts with Customers, when the contract entered

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

with a customer is within the scope of this standard and:-

- When the contract is approved by the parties in writing
- The rights and obligation of each party is identified in the contract
- The contract has commercial substance and the payment terms are defined
- When collectability of the resulting receivable is reasonably assured

Revenue from sale of products is recognised on satisfaction of a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset. In case of products, when products are delivered to dealers/customers or when delivered to a carrier for export sales, which is when the control including risks and rewards and title of ownership pass to the customer and when there are no longer any unfulfilled obligation. The transaction price is the amount of consideration to which the entity expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (for example, some sales taxes) and net of discounts.

b. Dividend income, interest income or expense

Interest income or expense is recognized using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortized cost of the financial liability.

c. Provisions and contingencies

A provision is recognised where the Company has a present obligation (legal and constructive) as a result of a past event, for which it is probable that cash outflow will be required and a reliable estimate can be made of the amount of the obligation. A Contingent liability is disclosed when the Company has a possible obligation that arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or present obligation arising from past events where it is not probable that an outflow of resources will be required to settle it or the amount of the obligation cannot be measured with sufficient reliability. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

d. Income taxes

The income tax expense or credit for the period is the tax

payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities. Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances when they relate to taxation levied by the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

e. Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the weighted moving average cost basis and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of raw materials, cost comprises of cost of purchase. In the case of finished goods and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity. Net realisable value is the estimated selling price in the ordinary course of business, less estimated

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

costs of completion and the estimated costs necessary to make the sale. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished goods. Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases when a decline in the price of materials indicates that the cost of the finished products shall exceed the net realisable value.

f. Property, plant and equipment

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation. All cost relating to the acquisition and installation of Property, plant and equipment are capitalised and include financing cost relating to borrowed funds attributable to construction or acquisition of fixed assets, upto the date the asset is ready for intended use. Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Depreciation is provided on the Straight Line Method (SLM) over the estimated useful lives of the assets considering the nature, estimated usage, operating conditions, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support. Taking into account these factors, the Company have decided to retain the useful life hitherto adopted for various categories of fixed assets, which are different from those prescribed in Schedule II of the Act as under:

Type of Asset	Useful life follow by the Company	Useful life as per schedule II of Companies Act, 2013
Buildings	28 to 59 years	5 to 60 years
Plant and Equipment	6 to 20 years	7.5 to 15 years
Furniture and Fixtures	15 years	10 years
Vehicles	8 to 10 years	8 years
Computers	6 years	3 to 6 years
Right of use assets	As per the contract term	

Depreciation on capital work-in-progress is recorded upon completion of construction and installation of the asset and once the asset is ready for its intended use. Capital advances given is recognized as capital work-in-progress to the extent the work is completed and billed. The residual value and the useful life of an asset is reviewed at the end of each financial year and upon change in estimates, the change(s) are accounted for as, a change in an accounting estimate in accordance with Ind AS 8, 'Accounting Policies, Accounting Estimates and Errors'. The carrying value recorded in the balance sheet as at year end accounts for impairment losses, if any basis 'accounting estimates and errors'.

g. Other intangible assets

The cost of an item of intangible assets shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. Other intangible assets in the nature of computer software are stated at cost less accumulated amortisation. Computer software are amortised over 4 years being their estimated useful life on straight line methods. All cost relating to the acquisition and installation of assets are capitalised and include financing cost relating to borrowed funds attributable to construction or acquisition of assets, upto the date the asset is ready for intended use. Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. Any gain or loss on disposal of an item is recognised in profit or loss carrying value recorded in the balance sheet as at year end accounts for impairment losses, if any basis 'accounting estimates and errors'.

h. Impairment of non-financial assets

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. The recoverable amount of an individual asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. Non-financial assets are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable

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Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

amount is determined for the cash generating unit (CGU) to which the asset belongs. In respect of assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit or loss.

i. Financial instruments

(i) **Recognition:** 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 instruments are recognised on the balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Initial measurement: - Financial instruments are initially recognised at its fair value. Transaction costs directly attributable to the acquisition or issue of financial instruments are recognised in determining the carrying amount, if it is not classified as at fair value through profit or loss. However, trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs of financial instruments carried at fair value through profit or loss are expensed in the statement of profit and loss. Subsequently, financial instruments are measured according to the category in which they are classified.

Classification and measurement – financial assets
Classification of financial assets is based on the business model in which the instruments are held as well as the characteristics of their contractual cash flows. The business model is based on management's intentions and past pattern of transactions. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest. The Company reclassifies financial assets when and only when its business model for managing those assets changes.

Financial assets are classified into three categories

Financial assets at amortised cost: Financial assets having contractual terms that give rise on specified dates to cash flows that are solely payments of principal and

interest on the principal outstanding and that are held within a business model whose objective is to hold such assets in order to collect such contractual cash flows are classified in this category. Subsequently, these are measured at amortised cost using the effective interest method less any impairment losses.

Equity investments at fair value through other comprehensive income (Equity instruments):

These include financial assets that are equity instruments and are designated as such upon initial recognition irrevocably. Subsequently, these are measured at fair value and changes therein are recognised directly in other comprehensive income, net of applicable income taxes. Dividends from these equity investments are recognised in the statement of Profit and Loss when the right to receive payment has been established. When the equity investment is derecognised, the cumulative gain or loss in equity is transferred to retained earnings.

Financial assets at fair value through other comprehensive income (Debt instruments):

Financial assets having contractual terms that give rise on specified dates, to cash flows that are solely payments of principal and interest on the principal outstanding and that are held within a business model whose objective is to hold such assets in order to collect such contractual cash flows as well as to sell the financial asset, are classified in this category. Subsequently, these are measured at fair value, with unrealised gains or losses being recognised in other comprehensive income apart from any expected credit losses or foreign exchange gains or losses, which are recognised in profit or loss.

Financial assets at fair value through profit and loss:

Financial assets are measured at fair value through profit and loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit and loss are immediately recognised in profit and loss.

Classification and measurement – financial liabilities:

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method.

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Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss. Financial guarantee contracts: These are initially measured at their fair values and, are subsequently measured at the higher of the amount of loss allowance determined or the amount initially recognised less, the cumulative amount of income recognised. Other financial liabilities: These are measured at amortised cost using the effective interest method.

Equity instruments: An equity instrument is any contract that evidences residual interests in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

- (ii) **Determination of fair value:** Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. The fair value of a financial instrument on initial recognition is normally the transaction price (fair value of the consideration given or received). In estimating the fair value of an asset or liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Subsequent to initial recognition, the Company determines the fair value of financial instruments that are quoted in active markets using the quoted bid prices (financial assets held) or quoted ask prices (financial liabilities held) and using valuation techniques for other instruments. Valuation techniques include discounted cash flow method and other valuation methods.

- (iii) **Derecognition of financial assets and financial liabilities:** The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received. Any gain or loss arising on

derecognition is recognised in profit or loss. When a financial instrument is derecognised, the cumulative gain or loss in equity is transferred to the statement of profit and loss unless it was an equity instrument electively held at fair value through other comprehensive income. In this case, any cumulative gain or loss in equity is transferred to retained earnings. Financial assets are written off when there is no reasonable expectation of recovery. The Company reviews the facts and circumstances around each asset before making a determination. Financial assets that are written off could still be subject to enforcement activities. Financial liabilities are derecognised when these are extinguished, that is when the obligation is discharged, cancelled or has expired

- (iv) **Impairment of financial assets:** The Company recognises a loss allowance for expected credit losses on a financial asset that is at amortised cost or at fair value through other comprehensive income. Expected credit losses are forward looking and are measured in a way that is unbiased and represents a probability-weighted amount, takes into account the time value of money (values are discounted using the applicable effective interest rate) and uses reasonable and supportable information.

j. Employee benefits

Short term employee benefits

Short-term employee benefits are measured on an undiscounted basis and expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Long term employee benefits:

i. Defined benefits plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the

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Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

plan ('the asset ceiling'). To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements. Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate determined by reference to market yields at the end of the reporting period on government bonds. This rate is applied on the net defined benefit liability (asset), both as determined at the start of the annual reporting period, taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss. When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

ii. Defined contribution plan

A defined contribution plan is a post-employment benefit plan where the Company's legal or constructive obligation is limited to the amount that it contributes to a separate legal entity. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plan are expensed as an employee benefits expense in the statement of profit and loss in period in which the related service is provided by the employee. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available

iii. Other long - term employee benefits - Compensated absences

Accumulated absences expected to be carried forward beyond twelve months is treated as long-term employee benefit for measurement purposes. The Company's net obligation in respect of other long-term employee benefit of accumulating compensated absences is the amount of future benefit that employees have accumulated at the end of the year. That benefit is discounted to determine its present value. The obligation is measured annually

by a qualified actuary using the projected unit credit method. Remeasurements are recognised in profit or loss in the period in which they arise.

The obligations are presented as current liabilities in the balance sheet if the Company does not have an unconditional right to defer the settlement for at least twelve months after the reporting date. The Company has the policy of leave encashment.

iv. Termination benefits

Termination benefits are expensed at the earlier of when the Company can no longer withdraw the offer of those benefits and when the Company recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

k. Leases

At inception of a contract, the Company assesses whether a contract is, or contains a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- The contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- The Company has the right to substantially all of the economic benefits from the use of the asset throughout the period of use; and
- The Company has the right to direct the use of the asset. The Company has this right when it has the decision making rights that are most relevant to changing how and for what purposes the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
 - The Company has the right to operate the asset; or
 - The Company designed the asset in a way that predetermines how and for what purposes it will be used. As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non lease components as a single arrangement. The Company has not used this practical expedient. At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

component on the basis of their lease component on the basis of their relative stand-alone prices. The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and estimated dilapidation costs, less any lease incentives received. The right-of-use asset is subsequently amortised using the straight-line method over the shorter of the useful life of the leased asset or the period of lease. If ownership of the leased asset is automatically transferred at the end of the lease term or the exercise of a purchase option is reflected in the lease payments, the right-of-use asset is amortised on a straightline basis over the expected useful life of the leased asset. The lease liability is initially measured at the present value of the lease payments that are not paid at commencement date, discounted using, the Company's incremental borrowing rate. The lease liability is measured at amortised cost using the effective interest method. It is re-measured when there is a change in future lease payments. Lease payments include fixed payments, i.e. amounts expected to be payable by the Company under residual value guarantee, the exercise price of a purchase option if the Company is reasonably certain to exercise that option and payment of penalties for terminating the lease if the lease term considered reflects that the Company shall exercise termination option. The Company also recognises a right of use asset which comprises of amount of initial measurement of the lease liability, any initial direct cost incurred by the Company and estimated dilapidation costs. Payment made towards short term leases (leases for which non-cancellable term is 12 months or lesser).

Short term leases: The Company has elected not to recognise right of use assets and lease liabilities for short term leases. The Company recognises the lease payments associated with these leases as an expense in the profit or loss on straight line basis over the lease term.

Lessor: At the inception of a lease, the lease arrangement is classified as either a finance lease or an operating lease, based on contractual terms and substance of the lease arrangement. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. Amounts due from lessees under finance leases

are recognised as receivables at the amount of the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Company's net investment outstanding in respect of the leases. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

L. Segmental reporting

Basis for segmentation

An operating segment is a component of the company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relates to transactions with any of the Company's other components and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the company's Chief Executive Officer (CEO) to make decisions about resources to be allocated to the segments and assess their performance.

Reportable segments

The Company operates in the following two reportable segments:

- Bus body building division
- Pressing division

m. Investment property

i. Recognition and measurement

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost, including related transaction costs. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any. Investment property is derecognised either when it has been disposed of or when it is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on disposal of investment property (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised in profit or loss.

ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated

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Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

with the expenditure will flow to the Company and the cost of the item can be measured reliably.

iii. Depreciation

Based on technical evaluation and consequent advice, the management believes a period of 35 years as representing the best estimate of the period over which investment property (which is quite similar) is expected to be used. Accordingly, the Company depreciates investment property over a period of 35 years on a straight-line basis. The useful life estimate of 35 years is different from the indicative useful life of relevant type of buildings mentioned in Part C of Schedule II to the Act i.e. 30 years.

iv. Reclassification from / to investment property

Transfers to (or from) investment property are made only when there is a change in use. Transfers between investment property, owner-occupied property and inventories 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.

v. Fair value disclosure

The fair values of investment property is disclosed in the notes. Fair values is determined by an independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued."

n. Exceptional items

Items of income or expense which are non-recurring or outside the ordinary course of business for which the company have not budgeted for and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Company are disclosed as exceptional items in the Statement of Profit and Loss.

o. Cash Flow Statement

Cash flow from operation are reported using the indirect methods where by profits before tax is adjusted for the effects of transactions of a non cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

p. Earnings per share

Basic earnings per share is calculated by dividing the profit (or loss) attributable to the owners of the company

by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split

Diluted Earnings Per Share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

q. Contingent assets

Contingent asset is not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognized.

r. Recent pronouncements

Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has notified

- (i) Standards / amendments issued but not yet effective: The Ministry of Corporate affairs has not issued any standards/amendments to accounting standards which are effective from 1 April 2026.
- (ii) Standards / amendments notified and effective: Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. In May 2025, MCA notified amendments to Ind AS 21 – The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non current and non current liabilities with covenants.

Automobile Corporation of Goa Limited**Notes forming part of the financial statements for the year ended 31 March 2026 (continued)**

In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendments also introduce guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification of current and non current liabilities.

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company does not have such arrangements.
3. Ind AS 107 – Financial Instruments Disclosure – Additional disclosure relating to Supplier Financing Arrangement - The liquidity risk disclosure will

also include the disclosure for supplier financing arrangement which includes maturity analysis for supplier financing arrangement and a description of how the entity manages the liquidity risk inherent in Supplier Financing Arrangement. The Company does not have such arrangements.

4. Ind AS 12 – Income Taxes –Pillar Two - The amendment includes in the scope of the Ind AS 12 the income tax paid on pillar two model rules and disclosure for application of the exception Additional disclosure relating to current income taxes related to Pillar Two income taxes and disclosure of known or reasonably estimable information that helps users of financial statements understand the entity's exposure to Pillar Two income taxes arising from that legislation when Pillar two legislation is enacted but not yet effective. These disclosure shall be supported by qualitative and quantitative information. These amendments are effective from April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

4(A) Property, plant and equipment

Rs. In Lakhs

Reconciliation of carrying amount									
	Free-hold land	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office equipments	Computers and Servers	Right-of-use assets - (Lease hold land)	Total
Cost as at 1 April 2025	21.15	5,491.28	8,297.78	229.15	259.18	181.21	676.28	113.62	15,269.65
Additions	-	144.82	877.97	33.02	63.65	138.48	72.89	-	1,330.83
Deductions	-	-	(132.92)	(2.18)	(38.41)	(1.26)	(151.60)	-	(326.37)
Cost as at 31 March 2026	21.15	5,636.10	9,042.83	259.99	284.42	318.43	597.57	113.62	16,274.11
Accumulated depreciation as at 1 April 2025	-	2,247.20	6,186.81	131.16	119.10	117.48	329.94	10.20	9,141.89
Depreciation for the year	-	147.61	240.98	10.53	22.03	30.63	74.56	1.70	528.04
Deductions	-	-	(129.90)	(2.16)	(25.02)	(0.81)	(143.90)	-	(301.79)
Accumulated depreciation as at 31 March 2026	-	2,394.81	6,297.89	139.53	116.11	147.30	260.60	11.90	9,368.14
Net carrying amount as at 31 March 2026	21.15	3,241.29	2,744.94	120.46	168.31	171.13	336.97	101.72	6,905.97
Cost as at 1 April 2024	21.15	5,003.28	7,882.37	187.91	278.03	189.83	434.99	113.62	14,111.18
Additions	-	492.37	616.35	49.79	44.52	33.50	256.21	-	1,492.74
Deductions	-	(4.37)	(200.94)	(8.55)	(63.37)	(42.12)	(14.92)	-	(334.27)
Cost as at 31 March 2025	21.15	5,491.28	8,297.78	229.15	259.18	181.21	676.28	113.62	15,269.65
Accumulated depreciation as at 1 April 2024	-	2,109.45	6,177.37	126.40	145.31	144.30	296.99	8.50	9,008.32
Depreciation for the year	-	140.33	199.91	12.65	22.14	14.81	47.87	1.70	439.41
Deductions	-	(2.58)	(190.47)	(7.89)	(48.35)	(41.63)	(14.92)	-	(305.84)
Accumulated depreciation as at 31 March 2025	-	2,247.20	6,186.81	131.16	119.10	117.48	329.94	10.20	9,141.89
Net carrying amount as at 31 March 2025	21.15	3,244.08	2,110.97	97.99	140.08	63.73	346.34	103.42	6,127.76

Note:- The title deeds of the immovable properties which are freehold, are held in the name of the Company, except the following:

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Line item in Balance sheet	Description	Gross carrying value	Title deed held in name of	Holder is a related party	Date of holding	Reason for discrepancy
Property, Plant and equipment	Freehold land located at Mann, Pune (8,000.04 sq. Meters.)	21.15	Mr. Narayan Hari Bharne and Family	No	16-01-1997	The execution of the Title Deed for the purchase of land is awaited on account of dispute with the landowner (late Mr. Narayan Hari Bharne and Family).

4(B) Capital work in progress

Rs. In Lakhs

	Plant, equipment & Others	Total
Balance as at 1 April 2025	113.81	113.81
Additions	3,731.46	3,731.46
Assets capitalised during the year	(1,330.83)	(1,330.83)
Balance as at 31 March 2026	2,514.44	2,514.44
Balance as at 1 April 2024	65.65	65.65
Additions	603.34	603.34
Assets capitalised during the year	(555.18)	(555.18)
Balance as at 31 March 2025	113.81	113.81

4(B)(i) Ageing for capital work in progress

Rs. In Lakhs

As at 31 March 2026	Amount of Capital work in progress for a period of				
	< 1 year	1 - 2 years	2 - 3 years	< 3 Years	Total
1) Project in progress	2,478.00	36.44	-	-	2,514.44
2) Project temporarily suspended	-	-	-	-	-

There are no projects in capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.

As at 31 March 2025	< 1 year	1 - 2 years	2 - 3 years	< 3 Years	Total
1) Project in progress	113.81	-	-	-	113.81
2) Project temporarily suspended	-	-	-	-	-

There are no projects in capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.

4(C) Investment property

Rs. In Lakhs

Reconciliation of carrying amount	
Cost as at 1 April 2025	22.09
Additions	-
Deductions	-
Cost as at 31 March 2026	22.09
Accumulated depreciation as at 1 April 2025	8.42
Depreciation for the year	0.20
Deductions	-
Accumulated depreciation as at 31 March 2026	8.62
Net carrying amount as at 31 March 2026*	13.47
Cost as at 1 April 2024	22.09
Additions	-
Deductions	-
Cost as at 31 March 2025	22.09
Accumulated depreciation as at 1 April 2024	8.16

Automobile Corporation of Goa Limited**Notes forming part of the financial statements for the year ended 31 March 2026 (continued)**

Rs. In Lakhs

Reconciliation of carrying amount	
Depreciation for the year	0.26
Deductions	-
Accumulated depreciation as at 31 March 2025	8.42
Net carrying amount as at 31 March 2025*	13.67

* The Building property meets the definition criteria of Ind AS 40 – Investment property. As at 31 March 2026 and 31 March 2025, the fair value of the properties are Rs. 556.51 lakhs and Rs. 240.00 lakhs respectively. These valuation are based on valuation performed by accredited independent valuer and a specialist in valuing these types of investment properties and is a registered valuer as defined under rule 2 of Companies (Registered valuers and valuation) Rules, 2017. The fair value measurement for all of the investment property has been categorised as a Level 3 fair value based on the inputs to the valuation technique used. The Company has no restrictions on the realisability of its investment property. The rental income earned by the Company from the investment property is Rs. Nil (2.36 lakhs for comparative pervious year). The Company manages the risk associated with the investment property via contractual agreement with the lessee. The Company leases out its investment property. The Company has classified these leases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets

4(D) Other intangible assets

Rs. In Lakhs

Reconciliation of carrying amount	Software licenses
Cost as at 1 April 2025	479.13
Additions	62.43
Deductions	-
Cost as at 31 March 2026	541.56
Accumulated depreciation as at 1 April 2025	394.76
Amortization for the year	38.26
Deductions	-
Accumulated depreciation as at 31 March 2026	433.02
Net carrying amount as at 31 March 2026	108.54

Cost as at 1 April 2024	404.90
Additions	74.23
Deductions	-
Cost as at 31 March 2025	479.13
Accumulated depreciation as at 1 April 2024	374.19
Amortization for the year	20.57
Deductions	-
Accumulated depreciation as at 31 March 2025	394.76
Net carrying amount as at 31 March 2025	84.37

Rs. In Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
4 (E) Estimated amount of contracts remaining to be executed on capital account and not provided for.	1,286.70	696.14

Rs. In Lakhs

5) Loans - Current	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good, unless otherwise specified		
(a) Others:		
(i) Loans to employees	-	19.50
Total	-	19.50

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

6) Other financial assets	As at 31 March 2026	As at 31 March 2025
(A) Non-current		
(A) With more than 12 months maturity		
(i) In deposits accounts (refer footnote below)	0.50	0.38
(ii) Security deposits	62.87	128.21
Total	63.37	128.59

Footnote: - Deposits is kept as security with SBI Bank due to pending VAT assessment of Rs. 0.50 lakhs (previous year 0.38 lakhs)

(B) Current		
(i) Tooling cost recoverable (refer note 37 & 38)	209.50	226.40
(ii) Advance given to employees	17.76	-
Total	227.26	226.40

Rs. In Lakhs

7) Other assets	As at 31 March 2026	As at 31 March 2025
(A) Non-current		
(a) Capital advances	91.55	23.69
(b) Balances receivable from Government authorities	2.68	2.68
(c) Prepaid expenses	10.46	16.28
(d) Lease prepaid balance receivable	116.37	116.37
Total	221.06	159.02
(B) Current		
(a) Advances other than capital advances		
(i) Balances receivable from Government authorities	761.65	1,039.82
(ii) Advances to suppliers and contractors	363.33	226.45
(iii) Prepaid expenses	65.77	95.99
(iv) Subsidy receivable from Government	42.30	42.30
(v) Other assets	93.29	111.19
Total	1,326.34	1,515.75

Rs. In Lakhs

8) Inventories	As at 31 March 2026	As at 31 March 2025
(a) Raw materials and boughtouts components	5,809.35	4,133.04
(b) Work-in-progress	659.00	843.39
(c) Finished goods [Including goods in transit of Rs. 9.34 lakhs (Rs. 14.15 lakhs as at 31 March 2025)]	12.32	14.18
(d) Stores and spare parts (including packing materials and dies & toolings)	140.00	157.54
(e) Scrap	186.21	457.79
Total	6,806.88	5,605.94

1) During the year ended 31 March 2026, inventory write-down (net) amounts to Rs. 11.62 lakhs [previous year Rs. 56.12 lakhs]

2) Cost of inventories recognized as expense during the respective year.

For mode of valuation of inventories, please refer note 3(e)

65,655.76	46,414.96
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Automobile Corporation of Goa Limited
Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

9) Investments	As at 31 March 2026	As at 31 March 2025
Current		
Investments in mutual fund - measured at fair value through profit or loss		
(i) Nil (previous year 39,333.76 units) in HDFC Liquid-DP-Growth Option	-	2,003.46
(ii) Nil (previous year 52,860.16 units) in HDFC Overnight Fund-DP-Growth Option	-	2,001.76
(iii) Nil (previous year 49,881.79 units) in SBI Liquid Fund Reg Growth	-	2,003.12
(iv) Nil (previous year 48,821.87 units) in SBI Overnight Fund Reg Growth	-	2,001.76
(v) Nil (previous year 48,958.68 units) in TATA Liquid Fund Direct Plan-Growth	-	2,003.80
(vi) Nil (previous year 148,586.78 units) in TATA Overnight Fund- Direct Plan- Growth	-	2,002.18
Total	-	12,016.08
Aggregate amount of quoted investments and market value thereof	-	12,016.08
Aggregate book value of quoted investments	-	12,016.08
Aggregate amount of unquoted investments and market value thereof	-	-

Rs. In Lakhs

10) Trade receivables	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good unless otherwise stated		
Current		
-Trade receivables considered good	6,273.15	13,151.30
-Trade receivables - credit impaired	-	-
	6,273.15	13,151.30
Less: Loss allowance	-	-
Net trade receivables	Total 6,273.15	13,151.30
Out of the above		
(A) Trade receivables from related parties: -		
(i) Tata Motors Limited	2,800.61	12,865.33
(ii) Tata Cummins Private Limited	14.31	68.98
(B) Trade receivables from other than related parties	3,458.23	216.99
Total	6,273.15	13,151.30

Note:

- 1) Trade receivables are generally on credit term of 30 days.
- 2) No trade or other receivable are due from directors of the company either severally or jointly with any other person.

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Trade receivables ageing schedule for year ended 31 March 2026: -

Rs. In Lakhs

Particulars	Outstanding for following period from due date of payment						Total
	Not due	< 6 months	6 months -1 year	1-2 years	2-3 years	> 3 years	
(i) Undisputed trade receivables — considered good	3,099.93	3,168.16	-	-	5.06	-	6,273.15
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables– considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables — credit impaired	-	-	-	-	-	-	-
Total	3,099.93	3,168.16	-	-	5.06	-	6,273.15

Less loss allowance

-

Net trade receivables

6,273.15

Trade receivables ageing schedule for year ended 31 March 2025: -

Rs. In Lakhs

Particulars	Outstanding for following period from due date of payment						Total
	Not due	< 6 months	6 months -1 year	1-2 years	2-3 years	> 3 years	
(i) Undisputed trade receivables — considered good	12,946.50	199.74	-	5.06	-	-	13,151.30
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables– considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables — credit impaired	-	-	-	-	-	-	-
Total	12,946.50	199.74	-	5.06	-	-	13,151.30

Less loss allowance

-

Net trade receivables

13,151.30

Transfer of Trade Receivables: -

The Company has sold its trade receivable to the bank for cash proceeds on "with recourse" terms. These trade receivables have not been derecognised from the balance sheet, because the Company retains substantially all of the risks and rewards – primarily credit risk. The amount received on transfer has been recognised as a borrowings (refer note 17)

Rs. In Lakhs

	As at 31 March 2026	As at 31 March 2025
11) Cash and Cash Equivalents		
(a) Balances with banks		
(i) on current accounts	873.24	980.15
(ii) Deposits with original maturity of less than three months	11,261.99	2,610.95
(b) Cash on hand	0.13	0.13
Total	12,135.36	3,591.23
12) Bank balances other than cash and cash equivalents		
(i) Earmarked balances with banks (unpaid dividend accounts)	95.66	86.21
(ii) Deposits with banks with original maturity of more than three months but less than twelve months	9,100.46	3,474.97
Total	9,196.12	3,561.18

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

13) Equity Share Capital	As at 31 March 2026	As at 31 March 2025
Authorised :		
10,000,000 (Previous year: 10,000,000) equity shares of Rs. 10/- each	1,000.00	1,000.00
1,500,000 (Previous year: 1,500,000) preference shares of Rs. 100/- each	1,500.00	1,500.00
Total	2,500.00	2,500.00
Issued:		
6,088,622 (Previous year: 6,088,622) equity shares of Rs. 10/- each	608.86	608.86
Subscribed and fully paid-up :		
6,088,622 (Previous year: 6,088,622) equity shares of Rs. 10/- each	608.86	608.86
Total	608.86	608.86
Notes:		
(1) Reconciliation of number of shares outstanding :		
(i) Ordinary equity shares	Numbers	Numbers
Number of shares at the commencement and end of the year	6,088,622	6,088,622

(2) Terms and rights attached

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. The equity shareholders are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to his/its share of the paid-up equity share capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held.

(3) List of shareholder holding more than 5 percent shares in the Company.

	As at 31 March 2026		As at 31 March 2025	
	Numbers	% of holdings	Numbers	% of holdings
(a) Tata Motors Limited formerly TML Commercial Vehicles Limited	29,82,214	48.98%	29,82,214	48.98%
(b) EDC Limited	4,05,302	6.66%	4,05,302	6.66%

(4) Details of shares held by promoters.

	Class	As at 31 March 2026		As at 31 March 2025	
		Numbers	% of holdings	Numbers	% of holdings
(a) Tata Motors Limited	Promoter	29,82,214	48.98%	29,82,214	48.98%
(b) Tata Capital Limited formerly known as Tata Motors Finance Limited	Promoter group	-	-	48,315	0.79%

(5) No shares are issued for consideration other than cash during the period of 5 years immediately preceding the reporting date.

(6) The shareholding of Tata Capital Limited (formerly known as Tata Motors Finance Limited) has been reclassified from "Promoter Shareholding" to "Public Shareholding" (refer note 57).

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

	As at 31 March 2026	As at 31 March 2025
14) Other equity		
(a) Capital redemption reserve account		
At the commencement and at end of the year	953.36	953.36
(b) Securities premium		
At the commencement and at end of the year	4,843.48	4,843.48
(c) General reserve		
At the commencement and at end of the year	1,537.06	1,537.06
(d) Surplus in statement of profit and loss		
As per last balance sheet	17,431.35	13,951.78
Profit for the year (Including OCI)	7,007.34	4,697.29
Less:		
(a) Interim dividend paid (refer note 53)	304.43	304.43
(a) Final dividend paid (refer note 53)	1,217.72	913.29
	22,916.54	17,431.35
Total	30,250.44	24,765.25
15) Provisions		
Non-current		
(a) Provision for employee benefits:		
(i) Provision for compensated absences	538.24	360.04
(ii) Provision for gratuity (Refer note 36(A))	32.93	114.66
(b) Others:		
(i) Provision for product warranty (Refer note 34)	526.94	541.43
Total	1,098.11	1,016.13
Current		
(a) Provision for employee benefits:		
(i) Provision for compensated absences	186.95	43.22
(ii) Provision for gratuity (Refer note 36(A))	174.80	149.61
(b) Others:		
(i) Provision for product warranty (Refer note 34)	235.28	382.87
Total	597.03	575.70
16) Income tax		
(a) Amount recognised in statement of profit and loss		
Current tax expense		
(i) For the year	2,386.18	1,509.26
(ii) Change in estimates related to earlier years	21.32	1.31
Deferred tax - origination and reversal of temporary differences	17.65	79.15
Total tax expense for the year in statement of profit and loss	2,425.15	1,589.72
(b) Amount recognised in other comprehensive income		
Items that will not be re-classified to P&L: -		
Deferred tax charge/(credit) on :		
Re-measurement of defined benefit obligation	(6.15)	(12.40)
Total tax expense for the year in other comprehensive income	(6.15)	(12.40)

Automobile Corporation of Goa Limited
Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

	As at 31 March 2026	As at 31 March 2025
(c) The income tax expenses for the year reconciled to the product of accounting profit multiplied by the applicable tax rate:		
Accounting profit before tax	9,414.21	6,250.14
Income tax expenses calculated at statutory rate	2,369.37	1,573.04
Effect of disallowable expenses		
Corporate social responsibility	23.80	14.90
Others (Donation, penalty etc)	10.67	0.49
Tax relating to prior years	21.32	1.29
	55.79	16.68
Total	2,425.16	1,589.72

(d) Major components of deferred tax assets / (liabilities) are as under:

Rs. In Lakhs

Sr. No.	Particulars	Opening balance as at 1 April 2025	Recognised in profit or loss	Recognised in other comprehensive income	Closing balance as at 31 March 2026
(i)	Property, plant and equipment and intangible assets	(538.88)	(44.32)	-	(583.20)
	Total	(538.88)	(44.32)	-	(583.20)
(i)	Disallowances under section 43B of the Income Tax Act, 1961	151.83	30.69	-	182.52
(ii)	Provision for gratuity	66.51	(8.08)	(6.15)	52.28
(iii)	Fair valuation of investment	(4.05)	4.05	-	-
	Total	214.29	26.66	(6.15)	234.80
	Net deferred tax asset/liability	Total	(324.59)	(6.15)	(348.40)

Rs. In Lakhs

Sr. No.	Particulars	Opening balance as at 1 April 2024	Recognised in profit or loss	Recognised in other comprehensive income	Closing balance as at 31 March 2025
(i)	Property, plant and equipment and intangible assets	(493.45)	(45.43)	-	(538.88)
	Total	(493.45)	(45.43)	-	(538.88)
(i)	Disallowances under section 43B of the Income Tax Act, 1961	151.43	0.40	-	151.83
(ii)	Provision for gratuity	85.81	(6.90)	(12.40)	66.51
(iii)	Provision for doubtful debts	4.74	(4.74)	-	-
(iv)	Deferment of expenditure on voluntary retirement scheme under section 35DDA of the Income Tax Act, 1961	0.10	(0.10)	-	-
(v)	Fair valuation of investment	-	(4.05)	-	(4.05)
(vi)	Disallowances on account of ICDS	18.33	(18.33)	-	-
	Total	260.41	(33.72)	(12.40)	214.29
	Net deferred tax asset/(liability)	Total	(233.04)	(12.40)	(324.59)

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

17) Borrowings (current)	As at 31 March 2026	As at 31 March 2025
Unsecured		
(a) Customer bill-discounting	879.80	8,503.80
The recourse bill discounting facility with HDFC Bank Limited is unsecured and discounting rate is 1.12% (31 March 2025 - 1.12%)		
Total	879.80	8,503.80
Notes:-		
1. The discounting charges are paid by the Company to Tata Motors Limited (TML). The amount of borrowing is repaid by TML to borrower with a maximum credit limit of 89 days.		
2. Reconciliation of movements of liabilities to cash flows arising from financing activities		
(a) Opening Liability	8,503.80	6,187.96
(b) Net proceeds/(repayment)	(7,624.00)	2,315.84
(c) Closing liabilities	879.80	8,503.80
3. Amount of discounted value:		
a) Total amount of bills discounted with Tata Capital Limited during the year 31 March 2026 is Rs. Nil (31 March 2025 - 20,471.63 lakhs)		
b) Total amount of bills discounted with HDFC Bank Limited during the year 31 March 2026 is Rs. 79,069.33 lakhs (31 March 2025 - Rs. 37,890.03 lakhs)		

Rs. In Lakhs

18) Other financial liabilities (current)	As at 31 March 2026	As at 31 March 2025
(a) Unclaimed dividends	95.66	86.09
(b) Security deposit	0.05	0.05
(c) Capital creditors	399.40	229.58
Total	495.11	315.72

Rs. In Lakhs

19) Other current liabilities	As at 31 March 2026	As at 31 March 2025
(a) Contract liabilities - Advance from customers	186.21	553.76
(b) Other payables		
(i) Statutory dues	194.56	130.23
(ii) Others	76.09	66.22
Total	456.86	750.21

Rs. In Lakhs

20) Trade payables	As at 31 March 2026	As at 31 March 2025
(i) The disclosures under the Micro, Small and Medium Enterprises Development Act, 2006 have been made on the basis of confirmations received from suppliers regarding their status under the said act;		
1. Outstanding principal amount and Interest as at 31 March 2026 and 31 March 2025		
- Principal amount	2,528.65	1,937.19
- Interest due thereon	-	-
2. Amount of interest paid along with the amounts of payment made beyond the appointed day	-	-
3. Amount of interest due and payable (where the principal has already been paid but interest has not been paid)	-	-
4. The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
5. The amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act	-	-
(ii) Dues to other than Micro, Small and Medium enterprises	8,414.70	7,499.18
Total	10,943.35	9,436.37

Automobile Corporation of Goa Limited**Notes forming part of the financial statements for the year ended 31 March 2026 (continued)****20 (A) Ageing for trade payable due for payment for the year ended 31 March 2026****(A) Trade payables: -**

Rs. In Lakhs

Particulars	Outstanding for following period						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	> 3 years	
(I) MSME	-	2,530.49	-1.84	-	-	-	2,528.65
(II) Others	-	3,496.85	1,728.83	15.11	1.26	22.75	5,264.81
(III) Disputed dues MSME	-	-	-	-	-	-	-
(IV) Disputed dues others	-	-	-	-	-	-	-
(v) Accrued expenses - MSME	-	-	-	-	-	-	-
(vi) Accrued expenses - Others	3,149.89	-	-	-	-	-	3,149.89
Total	3,149.89	6,027.34	1,726.99	15.11	1.26	22.75	10,943.35

Ageing for trade payable due for payment for the year ended 31 March 2025**(A) Trade payables: -**

Rs. In Lakhs

Particulars	Outstanding for following period						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	> 3 years	
(I) MSME	-	1,937.19	-	-	-	-	1,937.19
(II) Others	-	4,696.75	429.03	6.03	4.45	20.35	5,156.61
(III) Disputed dues MSME	-	-	-	-	-	-	-
(IV) Disputed dues others	-	-	-	-	-	-	-
(v) Accrued expenses - MSME	-	-	-	-	-	-	-
(vi) Accrued expenses - Others	2,342.57	-	-	-	-	-	2,342.57
Total	2,342.57	6,633.94	429.03	6.03	4.45	20.35	9,436.37

Rs. In Lakhs

21) Revenue from operations

	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from contracts with customers		
(a) Sale of products	91,727.46	65,111.38
(b) Other operating revenue		
(i) Scrap sales	1,638.03	961.76
(ii) Other	-	3.60
	1,638.03	965.36
Total	93,365.49	66,076.74
(c) Reconciliation of revenue recognised with contract price		
Revenue as per contracted price	93,391.53	66,130.18
Adjustments for:		
Free of cost supplies	(26.04)	(53.44)
Total Revenue from contract with customers	93,365.49	66,076.74
Note:		
(i) Disaggregation of revenue		
(a) Product sale		
i Bus bodies and components parts thereof	84,897.21	58,747.18
ii Pressed parts/components/sub assemblies and assemblies there from for various aggregates of automobiles	6,830.25	6,364.21
(b) Scrap sale		
Bus bodies	597.26	449.49
Pressing	1,040.77	512.26
(c) Other operating revenue		
Bus bodies	-	1.80
Pressing	-	1.80
Total	93,365.49	66,076.74
Information about major customers having sales more than 10%		
(a) Tata Motors Limited (TML)	81,777.62	58,752.05

No other single customer other than Tata Motors Limited (TML) contributed 10% or more to the Company's revenue for year ended 31 March 2026 and 31 March 2025.

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

(ii) Details of contracts balances:

The following table provides information about trade receivables and contract liabilities from contracts with customers:

	Rs. In Lakhs	
	For the year ended 31 March 2026	For the year ended 31 March 2025
Trade receivable (net of allowance for credit impaired) (Refer note 10)	6,273.15	13,151.30
Contract liabilities (Advance from customers) (Refer note 19)	186.21	553.76
The contract liabilities primarily relate to the advance consideration received from customers for which revenue is recognised as and when control in promised goods is transferred.		
	For the year ended 31 March 2026	For the year ended 31 March 2025
Significant changes in the contract liability balances during the year ended are as follows:		
Contract liabilities at the beginning of the year (Refer note 19)	553.76	444.73
Amount refunded that was included in the contract liability balance at the beginning of year	-	7.29
Revenue recognised that was included in the contract liability balance at the beginning of the year	(486.74)	(370.66)
Increase due to cash received, excluding amounts recognised as revenue during the year	119.19	472.40
Contract liabilities at the end of the year (Refer note 19)	186.21	553.76

(iii) Performance obligations

The Company satisfies its performance obligations pertaining to the sale of bus bodies and pressing segment items at point in time when the control of goods is actually transferred to the customers. No significant judgment is involved in evaluating when a customer obtains control of promised goods. The contract is a fixed price contract and does not contain any financing component. The amount receivable is generally due within 30 days. The Company have opted for invoice discounting facility with HDFC Bank Limited from 5 July 2024 onwards. The facility is unsecured and discounting rate is 1.12% which is paid by the Company to TML (31 March 2025 - 1.12%). There are no other significant obligations attached in the contract with customer.

(iv) Transaction price

There is no remaining performance obligation for any contract for which revenue has been recognised till year end.

(v) Determining the timing of satisfaction of performance obligations

There are no significant judgments involved in ascertaining the timing of satisfaction of performance obligations, in evaluating when a customer obtains control of promised goods, transaction price and allocation of it to the performance obligations.

(vi) Determining the transaction price and the amounts allocated to performance obligations

The transaction price ascertained for the only performance obligation of the Company (i.e. Sale of goods) is agreed in the contract with the customer. There is no variable consideration involved in the transaction price.

(vii) Cost to obtain contract or fulfill a contract

There is no cost incurred for obtaining or fulfilling contract with customers.

Automobile Corporation of Goa Limited**Notes forming part of the financial statements for the year ended 31 March 2026 (continued)**

Rs. In Lakhs

22) Other income	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Interest income under the effective interest method on		
(i) on bank deposits	690.61	281.28
(ii) on inter corporate deposits to related parties - Amortised cost	657.11	875.64
(iii) on corporate deposits to others parties - Amortised cost	2.68	112.48
(iv) on security deposit - Amortised cost	2.83	3.33
(b) Fair valuation gain on investments	-	16.08
(c) Discount on early payment to vendors	233.09	178.50
(d) Other non-operating income	5.91	17.83
(e) Warranty write back	139.07	-
(f) Profit on sale of investment	19.06	-
Total	1,750.36	1,485.14

Rs. In Lakhs

23) Cost of materials consumed	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Inventory of materials at the beginning of the year	4,290.58	3,454.34
(b) Add: Purchases	66,856.70	46,449.87
(c) Less: Inventory of materials at the end of the year	5,949.35	4,290.58
Total	65,197.93	45,613.63
Note:		
Details of materials consumed*		
i Steel	6,015.94	4,797.91
ii Others	59,181.99	40,815.72
Total purchases from Tata Steel Limited is Rs. 2,539.43 lakhs (previous year - 3,174.88 lakhs)	65,197.93	45,613.63

Rs. In Lakhs

24) Changes in inventories of finished goods, work-in-progress and scrap	For the year ended 31 March 2026	For the year ended 31 March 2025
Opening stock		
Finished goods (Including goods in transit of Rs. 14.15 lakhs)	14.18	81.93
Work-in-progress	843.39	1,732.89
Scrap	457.79	301.87
	1,315.36	2,116.69
Closing stock		
Finished goods (Including goods in transit of Rs. 9.34 lakhs)	12.32	14.18
Work-in-progress	659.00	843.39
Scrap	186.21	457.79
	857.53	1,315.36
Decrease in inventory		
Finished goods	1.86	67.75
Work-in-progress	184.39	889.50
Scrap	271.58	(155.92)
Total	457.83	801.33

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

	Rs. In Lakhs	
	For the year ended 31 March 2026	For the year ended 31 March 2025
25) Employee benefits expense		
(a) Salaries, wages and bonus	4,167.56	3,869.07
(b) Contribution to provident and other funds		
(i) Contribution to provident fund (Refer note 36)	227.85	225.44
(ii) Contribution to superannuation fund (Refer note 36)	280.33	278.80
(iii) Contribution to gratuity fund (Refer note 36)	159.00	176.44
(c) Staff welfare expenses	544.53	355.71
Total	5,379.27	4,905.46

	Rs. In Lakhs	
	For the year ended 31 March 2026	For the year ended 31 March 2025
26) Finance costs		
(a) Interest expense on		
(i) Cash credit accounts with bank	6.44	2.95
(ii) Interest expense on lease liabilities	4.87	4.88
(iii) Interest - others	1.52	1.18
Total	12.83	9.01

	Rs. In Lakhs	
	For the year ended 31 March 2026	For the year ended 31 March 2025
27) Depreciation and amortisation expense		
(a) Depreciation of property, plant and equipment	528.04	439.41
(b) Depreciation on investment property	0.20	0.26
(c) Amortisation of other intangible assets	38.26	20.57
Total	566.50	460.24

	Rs. In Lakhs	
	For the year ended 31 March 2026	For the year ended 31 March 2025
28) Other expenses		
(a) Consumption of stores and spare parts	3,957.62	2,751.08
(b) Power and fuel	585.67	518.36
(c) Rent	12.13	5.33
(d) Repairs and maintenance:		
- buildings	756.52	630.98
- machinery	196.96	366.12
- others	54.74	23.23
	1,008.22	1,020.33
(e) Insurance	90.72	64.64
(f) Rates and taxes	41.96	21.88
(g) Processing / labour charges	6,485.42	3,626.51
(h) Packing, freight and forwarding expenses	305.55	294.01
(i) Expenditure on corporate social responsibility (Refer note 32)	94.57	59.18
(j) Warranty expense (Refer note 34)	-	324.44
(k) Miscellaneous expenses (Refer note 30)	1,176.79	836.31
Total	13,758.65	9,522.07

Automobile Corporation of Goa Limited**Notes forming part of the financial statements for the year ended 31 March 2026 (continued)**

Rs. In Lakhs

	As at 31 March 2026	As at 31 March 2025
29) The Company is involved in the following appellate, judicial and arbitration proceeding matters arising in the course of conduct of the Company's businesses. In few of the proceedings in respect of matters under litigation are in early stages, and in other cases, the claims are indeterminate. Contingent liability in respect of:		
Claims against the Company not acknowledged as debt excluding consequential interest, if any:		
(i) Disputed demands of excise authorities		
- Pending before the Commissioner of Central Excise (Appeals)	516.26	516.26
(i) Denial of MODVAT due to technical lapses in the invoices. The amount involved is Rs. 19.40 lakhs.		
(ii) Company filed for refund of unclaimed duty drawback which was initially rejected by the lower authority. However, the Commissioner (Appeals) allowed the refund and the amount was refunded. The appeal is filed by the Department against the order of the Commissioner (Appeals) before CESTAT and is remanded back to the adjudicating authority for disposal. The total amount involved is Rs. 496.86 lakhs.		
(ii) Disputed demand of Commercial Tax authority		
- Pending before Additional Commissioner of Commercial Taxes	274.30	274.30
i. Disallowance of input tax credit availed on entry tax paid through credit account & ITC reversal on Stock Transfer. Total demand is Rs. 222.83 lakhs and imposed penalty of Rs. 2.00 lakhs. Company has filed an appeal against the said order before the Additional Commissioner of Commercial Taxes.		
ii. Disallowance of ITC carry forward based on the earlier assessment. The total tax of Rs. 28.84 lakhs and the interest of Rs. 20.63 lakhs is demanded due to denial of ITC carry forward of the earlier tax period. Company filed appeal against the assessment order before the Addl. Commissioner of Commercial Taxes.		
(iii) Penalty proposed to be levied by the Securities and Exchange Board of India (SEBI) for alleged violation of Regulation 6 and 8 of SEBI (Substantial acquisition of shares and takeovers) Regulations 1997 (pending before the Adjudicating Officer) notice dated 21.07.2004.	1.75	1.75
(iv) Income Tax Department has gone into Appeal in the Supreme Court against the order of the High Court dismissing their Review Application in the matter of depreciation not claimed by the Company in assessment year 1990-91. The Supreme Court has allowed the appeals and resorted back the appeal to high court. The High Court has restored back the appeal to ITAT, who has allowed the appeal and restored the issue to the office of Assessing Officer directing Assessing Officer for re-examining the issue after providing an opportunity of being heard.	37.33	37.33
(v) The Hon'ble Supreme Court of India ("SC") by their order dated 28.02.2019, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Subsequently, a review petition against this decision has been filed and is pending before the SC for disposal. Further, there are interpretative challenges and considerable uncertainty, including estimating the amount retrospectively.		
Pending the outcome of the review petition and directions from the EPFO, the impact for past periods, if any, is not ascertainable reliably and consequently no financial effect has been provided for in the financial statements. The Company has also obtained a legal opinion on the matter and basis the same there is no material impact on the financial statements as at 31.03.2025 and 31.03.2024. The Company would record any further effect on its financial statements, on receiving additional clarity on the subject.		
(vi) The Company has filed a writ petition before the Hon'ble Bombay High Court (Goa Bench) challenging the award dated 11 April 2025 passed by the Industrial Tribunal in relation to the termination of 16 workmen. Based on the legal opinion obtained and in view of the Tribunal's order, management is of the view that the outcome of the matter is likely to be favourable. At this stage, the quantum of any potential financial impact, if any, cannot be reliably estimated. The matter is sub judice and is being contested before the Hon'ble High Court in accordance with law. Accordingly, the matter has been disclosed as a contingent liability		

The management believes that, the aforesaid claims made are untenable and is contesting them. As of the reporting date, the management is unable to determine the ultimate outcome of these matters. However, in the event the revenue authorities succeed with enforcement of their assessments, the Company may be required to pay some or all of the asserted claims and the consequential interest and penalties which are not included above, which would reduce net income and could have a material adverse effect on net income in the respective reported year.

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

30) Payment to auditors	For the year ended 31 March 2026	For the year ended 31 March 2025
(i) For audit	50.00	50.00
(ii) For other services	3.50	-
(iii) For reimbursement of expenses	6.49	7.69
Total	59.99	57.69

31) Earnings per share (EPS)

Earnings per share (EPS) is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period as under:-

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit for the year from continuing operations (Rs. In lakhs)	6,989.06	4,660.42
Weighted average number of shares outstanding during the year (numbers in lakhs)	60.89	60.89
Basic Earning Per Share (Rupees)	114.79	76.54
Diluted Earning Per Share (Rupees)	114.79	76.54
Nominal value per share (Rupees)	10.00	10.00

32) Corporate social responsibility

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(i) Amount required to be spent by the company during the year	100.47	60.04
(ii) Amount approved by board of directors to be spent during the year	92.64	64.33
(iii) Amount of expenditure incurred on:		
(a) Construction/acquisition of any assets	71.59	35.17
(b) On purpose other than (i) above	22.98	24.01
(iv) Shortfall at the end of the year	5.90	0.86
(v) Reason for shortfall:		
The Company had a carry forward of excess spent in earlier year of Rs. 7.83 lakhs. In FY 2025-26 the company utilised excess spent of Rs. 5.89 lakhs towards shortfall in CSR spending and carried forward the excess spent of Rs. 1.94 lakhs		
(vi) Nature of CSR activities: - Key activities conducted by the Company include organizing health camps, upgrading medical facilities, providing educational support through tools and laboratory enhancements, extending assistance to students in the form of scholarships and essential supplies, and undertaking infrastructure improvements in schools to enhance the overall learning environment	94.57	59.18
(vii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	-	-

Rs. In Lakhs

33) Expenditure incurred on research and development

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
1 Revenue expenditure - charged to statement of profit and loss	180.81	158.28
2 Capital expenditure	14.86	57.84
Total	195.67	216.12

34) Warranty provision

Rs. In Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Opening carrying amount	924.30	610.48
Provision made during the year	510.88	432.64
Impact of unwind of discounting	(37.58)	(36.05)
Amount released/settlement during the year	(22.67)	(10.62)
Provision written back	(612.71)	(72.15)
Closing carrying amount	762.22	924.30

1. The outflow on this account can arise any time during the period of 12/36 months

2. Warranty pertains to replacement of defective parts and expenses incurred in relation to rectification of workmanship defects related to buses and pressed parts sold during the year.

Automobile Corporation of Goa Limited
Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

35) Leases (Ind AS 116)

Rs. In Lakhs

Sr No	Particulars	31 March 2026	31 March 2025
	Right of use of assets - land properties		
1	Opening balance as at 1 April	103.42	105.12
	Add: Addition / deletion during the year	-	-
	Less: Depreciation charged for the period	(1.70)	(1.70)
	Closing balance as at 31 March	101.72	103.42
2	Lease liabilities		
	Opening balance as at 1 April	(70.02)	(67.89)
	Add: Addition during the year	-	-
	Add: Finance cost during the year	(4.87)	(4.88)
	Less: Payment of lease liabilities	2.74	2.75
	Closing balance as at 31 March (current + non current)	(72.15)	(70.02)
3	Finance cost on lease liabilities	(4.87)	(4.88)
4	Expenses on short term leases / low value assets	12.13	5.33
	Low value lease expense excluding short-term leases of low-value assets	-	-
	Total	12.13	5.33
5	Amounts recognised in the statement of cash flow	2.74	2.75
	Total cash outflow for leases	14.87	8.08
6	Maturity analysis for lease liabilities		
6.1	Minimum Lease Payments (undiscounted values)		
	For 1 Year	3.82	3.82
	For 2 To 5 years	15.29	15.29
	Above five years	262.20	265.70
7	Lease liabilities		
	Non current	69.60	67.24
	Current	2.54	2.78

36) Employee Benefits

A Defined benefit plan

(a) Gratuity: -

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump-sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days salary payable to each completed year of service as per the Company policy. Vesting occurs upon completion of 5 years of service. The Company account for the liability for gratuity benefits payable in the future based on an actuarial valuation.

The amount recognised in balance sheet and movements in the net defined benefit obligation over the year are as follows:

Rs. In Lakhs

Sr No	Particulars	As at 31 March 2026	As at 31 March 2025
I.	Change in present value of obligation.		
	Present value of benefit obligation at beginning of the year	2,718.90	2,760.55
	Current service cost	142.18	151.85
	Past service cost	242.14	-
	Interest cost	187.60	199.04
	Actuarial loss	(15.68)	(64.20)
	Benefits paid	(357.25)	(328.34)
	Defined benefit obligation at year end	2,917.89	2,718.90

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

Sr No	Particulars	As at 31 March 2026	As at 31 March 2025
II.	Change in fair value of plan assets		
	Fair value of plan assets at beginning of the year	2,454.63	2,419.59
	Expected return on plan assets	170.78	174.45
	Actuarial (loss)/gain	8.75	(14.93)
	Employer contribution	433.25	203.86
	Benefits paid	(357.25)	(328.34)
	Fair value of plan assets at year end	2,710.16	2,454.63
III.	Present value of benefits obligation at the end of the year		
	Present value of obligation as at 31 March 2026	2,917.89	2,718.90
	Fair value of plan assets as at 31 March 2026	2,710.16	2,454.63
	Amount recognized in Balance Sheet [liability] (refer note 15 for current and non current liability)	(207.73)	(264.27)
IV.	Expense recognized during the year (Under the head "Employee benefits expense"- Refer note 25)		
	Current service cost	142.18	151.85
	Net interest cost	16.82	24.59
	Net cost recognised in the statement of profit and loss	159.00	176.44
V.	Expense recognized in other comprehensive income		
	Actuarial Losses on obligation for the year	(15.68)	(64.20)
	Return on plan assets, excluding interest income	(8.75)	14.93
	Total actuarial losses recognised in OCI	(24.43)	(49.27)
VI.	Actuarial assumptions		
	Discount rate (per annum)	7.16%	6.71%
	Expected rate of return on plan assets (per annum)	7.16%	6.71%
	Salary escalation	9% for next 1 year 7 % starting from 2nd year	10% for next 1 year 7 % starting from 2nd year
	Remaining years of service	12.49	9.33
VII.	The amounts of present value of the obligation, fair value of the plan assets, surplus or deficit in the plan, experience adjustments arising on plan liabilities and plan assets for the current annual period and previous annual period are as under:		
	Present value of defined benefit obligation	2,917.89	2,718.90
	Fair value of the plan assets	2,710.16	2,454.63
	(Deficit) in the plan	(207.73)	(264.27)
	Experience adjustment		
	- On plan liability loss	(15.68)	(64.20)
	- On plan assets (loss)/gain	8.75	(14.93)
VIII.	The assumptions of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment.		
	Sensitivity analysis		
	Projected benefit obligation on current assumptions	2,917.89	2,718.90
	Delta effect of +1% change in rate of discounting	(89.75)	(90.44)
	Delta effect of -1% change in rate of discounting	97.87	98.10
	Delta effect of +1% change in rate of salary increase	96.67	96.27
	Delta effect of -1% change in rate of salary increase	(90.31)	(90.45)
	Delta effect of +1% change in rate of employee turnover	(0.61)	(2.51)
	Delta effect of -1% change in rate of employee turnover	0.56	2.60

Automobile Corporation of Goa Limited**Notes forming part of the financial statements for the year ended 31 March 2026 (continued)**

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

IX. The Company has invested in assets which are insurer managed funds.

B Defined contribution plans

- I. The Company has a superannuation plan (defined contribution plan). The Company has obtained insurance policy with Life Insurance Corporation of India. The company contributes 15% eligible employees salary to the trust every year. Amount recognised as expense in respect of this defined contribution plans, aggregate to Rs. 280.33 lakhs (Previous year Rs. 278.80 lakhs).
- II. In accordance with Indian law, eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, 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, as specified under the law, were made to the government administrated fund. The amount recognised as expense in respect of this defined contribution plans, aggregate to Rs. 227.85 lakhs (Previous year Rs. 225.44 lakhs).

37) Related party disclosures**a) Name of related parties and nature of relationship:**

Name of the party	Relationship
Tata Motors Limited (TML) - formerly known as TML Commercial Vehicles Limited	Promoter and Enterprise exercising significant influence
Tata Cummins Private Limited	The entity and the reporting entity are members of the same group
Tata Motors Body Solutions limited	The entity and the reporting entity are members of the same group
TML Global Services Limited (formerly known as TML Business Services Limited)	The entity and the reporting entity are members of the same group
Tata Technologies Limited	The entity and the reporting entity are members of the same group
Mr. Pranab Ghosh (w.e.f 01 April 2024)	Key Management Personnel - CEO & Executive Director
Mr. Raghwendra Singh Butola	Key Management Personnel - Chief Financial Officer
Mr. Mitesh Gadhiya (upto 30 January 2026)	Key Management Personnel - Company Secretary
Mr. Sanjay Chourey (w.e.f 01 December 2024 to 17 March 2025)	Key Management Personnel - Compliance officer
Mr. Shrikant Pai (w.e.f. 14 June 2025 to 04 August 2025)	Key Management Personnel - Compliance officer
Mr. Shrinivas Dempo (upto 11 September 2025)	Independent Director
Dr. Vaijayanti Pandit (upto 19 October 2024)	Independent Director
Mr. Yatin Kakodkar	Independent Director
Mr. Nagesh Pinge (upto 21 January 2026)	Independent Director
Mrs. Sandhya S. Kudtarkar (w.e.f. 17 January 2025)	Independent Director
Mr. Girish Wagh	Non - Executive Director
Mr. Rohit Srivastava (upto 11 May 2024)	Non - Executive Director
Mr. Gopal V Ramanan	Non - Executive Director
Mr. Vishal Badshah	Non - Executive Director
Mrs. Renu Sharma (w.e.f. 20 January 2026)	Independent Director
Mrs. Rekha Bagry (w.e.f. 20 January 2026)	Independent Director
Mr. Anand Srinivasagopalan (w.e.f. 11 May 2024)	Non - Executive Director

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

b) Details of transactions with related parties for the year ended 31 March 2026:

Rs. In Lakhs

Nature of Transactions	For the year ended 31 March 2026	For the year ended 31 March 2025
1. Tata Motors Passenger Vehicles Limited (formerly known as TML)		
Sale of goods *	27,463.99	69,955.51
Purchase of goods *	15.19	62.45
Interim dividend paid	-	149.11
Final dividend paid	-	447.33
Reimbursement of expense paid *	1.10	1.51
Deputation charges :		
- Mr. Pranab Ghosh*	24.84	106.20
- Chief Internal Auditor *	2.03	9.65
- Mr. Mitesh Gadhiya*	8.20	20.89
- Others*	22.97	56.47
Warranty expenses recovered by Tata Motors Limited*	0.69	30.54
IT support services *	0.23	0.92
TCS Board Apps *	1.10	5.17
Inter corporate deposit extended	18,300.00	12,200.00
Inter corporate deposit repaid	6,400.00	21,400.00
Interest received / accrued on inter corporate deposit given	240.87	875.64
2. Tata Cummins Private Limited		
Sale of goods *	2,803.26	3,010.87
3. Tata Motors Body Solutions Limited		
Sale of goods *	-	37.67
Purchase returns *	-	25.68
Technical fees	47.08	50.47
4. TML Global Services Limited (formerly known as TML Business Services Limited):		
Finance consultancy services received *	-	17.70
Reimbursement of expense paid	1.03	-
5. Tata Motors Limited (formally known as TML Commercial Vehicles Limited):		
Sale of goods *	69,768.02	-
Purchase of goods *	19.33	-
Interim Dividend paid	149.11	-
Final dividend	596.44	-
Reimbursement of expense paid *	6.68	-
Deputation charges :		
- Mr. Pranab Ghosh*	75.61	-
- Chief Internal Auditor *	9.06	-
- Mr. Mitesh Gadhiya*	11.45	-
- Others*	52.33	-
Warranty expenses recovered by Tata Motors Limited*	12.90	-
IT support services *	0.69	-
Software services - TCS Board Apps *	2.74	-
Inter corporate deposit extended	9,200.00	-
Inter corporate deposit repaid	21,100.00	-
Interest received / accrued on inter corporate deposit given	416.24	-
6. Tata Technologies Limited :		
IT services received *	81.22	75.08

Automobile Corporation of Goa Limited
Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Nature of Transactions	For the year ended 31 March 2026	For the year ended 31 March 2025
Transaction with key managerial personnel		
Key Managerial personnel compensation **		
i. Short term employee benefits	226.88	217.88
ii. Post employment benefits	20.31	13.48
iii. Other long term benefits	13.44	13.79
Commission other benefits to Non - Executive and Independent Directors		
Commission	67.50	58.00
Sitting fees	29.30	20.60

** The compensation of CEO and Executive Director is Rs. 128.98 lakhs for year ended 31 March 2026 (for year ended 31 March 2025 was Rs.117.70 lakhs) and figures includes provision for exgratia in the respective periods. The compensation of CFO is Rs.128.98 lakhs for year ended 31 March 2026 (for year ended 31 March 2025 was Rs. 115.63 lakhs). The compensation to compliance officer is Rs.2.67 lakhs (for period ended 31 March 2025 was Rs. 11.82 lakhs). The amount includes post employment benefits as applicable.

* The amount is inclusive of GST

Balance outstanding as at the year end

Rs. In Lakhs

Nature of Transactions	For the year ended 31 March 2026	For the year ended 31 March 2025
1. Tata Motors Limited (formerly known as TML Commercial Vehicles Limited)		
Trade payables	137.04	118.61
Trade receivables (net)	2,800.61	12,865.33
Advance to suppliers	6.14	11.59
Tooling cost recoverable	216.74	234.65
2. Tata Cummins Private Limited		
Trade Receivable	14.31	68.98
3. Tata Motors Body Solutions limited		
Trade payables	123.07	75.99
4. TML Global Services Limited (formerly known as TML Business Services Limited):		
Trade payables	-	16.88
5. Tata Technologies Limited		
Trade payables	0.29	-
Remuneration of Key Management Personnel	186.61	173.46

Notes:

- Balance outstanding as on 30 September 2025 of the demerging entity "Tata Motors Passenger Vehicles Limited (formerly known as TML)" have been transferred to the demerged Company viz "Tata Motors Limited (formerly known as TML Commercial Vehicles Limited)"
- Tata Motors Passenger Vehicles Limited ("formerly known as Tata Motors Limited") ("TML"), the Associate of the Company, at its Board of Directors meeting held on August 1, 2024, approved a Composite Scheme of Arrangement ("Scheme") involving the demerger of its Commercial Vehicle ("CV") business undertaking into Tata Motors Limited [formerly known as TML Commercial Vehicles Limited] and the merger of erstwhile Tata Motors Passenger Vehicles Limited with the TML thereby resulting in two separate listed companies for the CV and Passenger Vehicle businesses. Pursuant to the Composite Scheme of Arrangement approved by the Hon'ble National Company Law Tribunal, Mumbai Bench, effective October 1, 2025, the Tata Motors Limited (formerly known as TML Commercial Vehicles Limited) (TMLCVL) is the Associate of the Company. The Appointed date for the transaction is 1 July 2025. The above related party disclosure has been prepared giving effect of the Scheme from the Appointed date.

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

38) Disclosures required by Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 186 (4) of the Companies Act, 2013

- a. Loans are given by the Company during the year for operational business purpose of the parties. Maximum amount of outstanding loans given to TML during the period was Rs. 16,200 lakhs and loan outstanding as on 31 March 2026 is Rs. Nil (for year ended 31 March 2025 was Rs.Nil)
- b. All transactions with the parties are priced on arm's length basis
 1. The Return on investment of the above investment is 6.57% (previous year 31 March 2025 - 7.32%)
- c. There is no loans or advance in the nature of loans granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

39) Segment information

- (a) The Company has identified business segments as reportable segments.
The Company has two reportable segments:-
 - i) Pressing division - Manufacturing of pressed parts, components, sub-assemblies and assemblies for various range of automobiles.
 - ii) Bus body building division - Manufacturing of bus bodies and component parts for bus bodies.
- (b) Inter-segment
Inter-segment transfers are made at transfer price.
- (c) Common Expenses
Common Expenses are allocated to different segments on reasonable basis as considered appropriate.

Rs. In Lakhs

Sr. No	PARTICULARS	For the year ended 31 March 2026	For the year ended 31 March 2025
1.	Segment revenue (refer - footnote below)		
	a) Pressing segment		
	i) External revenue	7,871.02	6,878.27
	ii) Internal revenue	7.90	8.54
	b) Bus body segment	85,494.47	59,198.47
	Total	93,373.39	66,085.28
	less: Inter segment revenue	7.90	8.54
	Total revenue from operations	93,365.49	66,076.74
2.	Segment results		
	Before tax and interest from segment		
	a) Pressing segment	612.27	424.76
	b) Bus body segment	7,871.93	4,783.36
	Total	8,484.20	5,208.12
	Less:		
	i) Finance cost	7.50	4.14
	ii) Other un-allocable (income)/expenditure (net)	(937.51)	(1,046.16)
	Total Profit before tax	9,414.21	6,250.14
3.	Capital employed		
(A)	Segment assets:		
	a) Pressing segment	4,147.27	4,352.83
	b) Bus body segment	20,247.30	22,742.90
	c) Unallocated	21,486.35	19,430.68
(B)	Segment liabilities		
	a) Pressing segment	998.06	1,229.01
	b) Bus body segment	13,348.06	19,202.02
	c) Unallocated	675.50	721.27

Automobile Corporation of Goa Limited
Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

Sr. No	PARTICULARS	For the year ended 31 March 2026	For the year ended 31 March 2025
(C)	Capital employed (Segment assets - Segment liabilities)		
a)	Pressing segment	3,149.21	3,123.82
b)	Bus body segment	6,899.24	3,540.88
c)	Unallocated	20,810.85	18,709.41
	Total capital employed in the Company	30,859.30	25,374.11

Footnote:

Tata Motors Limited contributed Rs. 84,897.21 lakhs (year ended 31 March 2025 - 58,751.03 lakhs) to the Company's revenue and is the only party contributing more than 10% to the Company's revenue.

40) Financial Instruments - Fair values and risk management

i. The following table shows the carrying amounts of financial assets and financial liabilities.

Rs. In Lakhs

Financial assets	Carrying amount				
	Note	Fair value through profit or loss	Fair value through other Comprehensive income	Amortised cost	Total carrying value
As at 31 March 2026					
Trade receivables	10	-	-	6,273.15	6,273.15
Cash and cash equivalents	11	-	-	12,135.36	12,135.36
Other bank balances	12	-	-	9,196.12	9,196.12
Investment - mutual funds	9	-	-	-	-
Loans	5	-	-	-	-
Other financial assets	6(B), 6(A)	-	-	290.63	290.63
Total financial assets		-	-	27,895.26	27,895.26
As at 31 March 2025					
Trade receivables	10,10A	-	-	13,151.30	13,151.30
Cash and cash equivalents	11	-	-	3,591.23	3,591.23
Other bank balances	12	-	-	3,561.18	3,561.18
Investment - mutual funds	9	12,016.08	-	-	12,016.08
Loans	5	-	-	19.50	19.50
Other financial assets	6(B), 6(A)	-	-	354.99	354.99
Total financial assets		12,016.08	-	20,678.20	32,694.28

Financial liabilities	Carrying amount				
	Note	Fair value through profit or loss	Fair value through other Comprehensive income	Amortised cost	Total carrying value
As at 31 March 2026					
<i>Financial liabilities not measured at fair value*</i>					
Borrowings	17	-	-	879.80	879.80
Lease liabilities	35	-	-	72.14	72.14
Trade payables	20, 20(A)	-	-	10,943.35	10,943.35
Other financial liabilities	18	-	-	495.11	495.11
Total financial liabilities		-	-	12,390.40	12,390.40

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

Financial liabilities	Carrying amount				
	Note	Fair value through profit or loss	Fair value through other Comprehensive income	Amortised cost	Total carrying value
As at 31 March 2025					
<i>Financial liabilities not measured at fair value*</i>					
Borrowings	17	-	-	8,503.80	8,503.80
Lease liabilities	35	-	-	70.02	70.02
Trade payables	20, 20(A)	-	-	9,436.37	9,436.37
Other financial liabilities	18	-	-	315.72	315.72
Total financial liabilities		-	-	18,325.91	18,325.91

* Financial assets and liabilities such as trade receivables, cash and cash equivalents, other bank balances, inter corporate deposits, advances to employees, interest accrued, subsidy receivable from Government, cash credit account, trade payables, unclaimed dividends, payable for voluntary retirement scheme and other financial liabilities are largely short term in nature. The fair value of these financial assets and liabilities approximate their carrying amount due to the short term nature of such assets and liabilities.

ii. Measurement of fair values

Level 1: level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: level 2 hierarchy includes fair value of the financial instruments that are not traded in an active market. Fair value of these financial instruments is determined using valuation, which maximise the use of observable market data and rely as little as possible on entity specific estimates. Investments in mutual funds are valued using the closing net assets value (NAV).

Level 3: level 3 hierarchy includes financial instruments that are not based on the observable market data.

All financial instruments are classified as level 3.

iii. Risk management framework

The risk management process is coordinated by the management assurance functions and is regularly reviewed by the Company's audit committee. The audit committee meets regularly to review risks as well as the progress against the planned actions. Key business decisions are also discussed at the periodic meetings of the audit committee and the board of directors. The overall internal control environment and risk management programme including financial risk management is reviewed by the audit committee and the board.

The risk management framework aims to:

- improve financial risk awareness and risk transparency.
- identify, control and monitor key risks.
- identify risk accumulations.
- provide management with reliable information on the Company's risk situation.
- improve financial returns.

The Company has exposure to the following risks arising from financial instruments:

(i) Market risk

The Company's activities does not expose it to the financial risks of changes in foreign currency exchange rates and interest rates.

(ii) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Automobile Corporation of Goa Limited**Notes forming part of the financial statements for the year ended 31 March 2026 (continued)****(iii) Liquidity risk management**

Ultimate responsibility for liquidity risk management rests with the board of directors, 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.

Liquidity risk tables

The following table details the Company's remaining contractual maturity for its financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

The table below provides details regarding the contractual maturities of financial liabilities as at 31 March 2026.

Particulars	Carrying amount	Due in 1st year	Due in subsequent year
Financial Liabilities			
(a) Borrowings	879.80	879.80	-
(b) Trade payables	10,943.35	10,943.35	-
(c) Lease liabilities	72.14	2.54	69.60
(d) Other financial liabilities at amortised cost	495.11	495.11	-

The table below provides details regarding the contractual maturities of financial liabilities as at 31 March 2025

Particulars	Carrying amount	Due in 1st year	Due in subsequent year
Financial Liabilities			
(a) Borrowings	8,503.80	8,503.80	-
(b) Trade payables	9,436.37	9,436.37	-
(c) Lease liabilities	70.02	2.78	67.24
(d) Other financial liabilities at amortised cost	315.72	315.72	-

As at year end the Company had access to following funding facilities

Particulars	31 March 2026	31 March 2025
Secured credit facility, reviewed annually (refer note - (i)):		
- amount used	879.80	8,503.80
- amount unused	9,120.20	1,496.20

Note (i) - Credit facility includes cash credit from HDFC bank Ltd. of Rs. 1,000 lakhs, non funded facility from HDFC Bank Ltd of Rs. 800 lakhs (letter of credit, bank guarantee), facility relating to invoice discounting of Rs. 18,000 lakhs from HDFC Bank Limited in the current year.

IV. Capital management

For the purpose of the Company's capital management, capital (total equity) includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value. Management monitors the return on capital, as well as the level of dividends to ordinary shareholders. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by adjusted equity. Net debt is calculated as total liabilities (as shown in the balance sheet) less cash and cash equivalents and other bank balances. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging and cost of hedging, if any.

The Company's net debt to adjusted equity ratio i.e. capital gearing ratio as at 31 March 2026 and 31 March 2025 was as follows:
Rs. In Lakhs

Particulars	31 March 2026	31 March 2025
Total Liabilities	15,021.46	21,152.28
Less: cash and cash equivalents and other bank balances (See Notes 11 and 12)	(21,331.48)	(7,152.41)
Adjusted net debt	(6,310.02)	13,999.87

Automobile Corporation of Goa Limited

Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

Rs. In Lakhs

Particulars	31 March 2026	31 March 2025
Total and adjusted equity	30,859.30	25,374.11
Net debt to adjusted equity ratio	(0.20)	0.55

41) Ratio analysis

Particulars	For the year ended	
	31 March 2026	31 March 2025
a) Current ratio = Current asset divided by current liability		
Current Assets	35,965.11	39,687.38
Current Liabilities	13,505.35	19,744.32
Ratio	2.66	2.01
% change from 31 March 2025	32.48%	

The current ratio increased from 2.01 times to 2.66 times during the year, mainly due to improved working capital management and increase in cash reserves on account of increase in profitability

b) Debt-equity ratio = Borrowing divided by Equity

Borrowings	879.80	8,503.80
Equity	30,859.30	25,374.11
Ratio	0.03	0.34
% change from 31 March 2025	-91.49%	

The ratio improved from 0.34 to 0.03 during the year, primarily driven by increased profitability resulting in higher shareholder fund. Additionally, loan funds related to bill discounting reduced significantly from approximately Rs.8,504 lakhs to Rs.880 lakhs as at 31 March 2026 following repayment of borrowings by TML, leading to a substantial reduction in overall debt levels

c) Debt service coverage ratio = Earning available for debt service divided by Total interest, lease payment and principal repayments

Profit for the year	9,414.21	6,250.14
Add: Depreciation and amortisation	566.50	460.24
Add: Finance cost	12.83	9.01
Add: Loss on sale/scrap of property, plant and equipment	(11.25)	3.75
Add: Fair valuation (gain)/loss on investments	-	(16.08)
Earnings available for debt service	9,982.29	6,707.06
Finance cost paid (Including lease payment)	12.83	9.01
Ratio	778.04	744.40
% change from 31 March 2025	4.52%	

d) Return on equity ratio (ROCE) = Profit for the year divided by average equity

Profit for the year	6,989.06	4,660.42
Average equity	28,116.71	23,634.33
Ratio	0.25	0.20
% change from 31 March 2025	26.06%	

The increase in ROCE is due to increase in profitability due to operational leverage on account of volume increase.

e) Net profit ratio = Profit for the year divided by net sales

Profit for the year	6,989.06	4,660.42
Net sales	93,365.49	66,073.14
Ratio	0.07	0.07
% change from 31 March 2025	6.13%	

Automobile Corporation of Goa Limited
Notes forming part of the financial statements for the year ended 31 March 2026 (continued)

f) Inventory turnover ratio = Net sales divided by average inventory

Rs. In Lakhs

Particulars	For the year ended	
	31 March 2026	31 March 2025
Net sales (Product sales)	93,365.49	66,073.14
Average inventory	6,206.41	5,261.73
Ratio	15.04	12.56
% change from 31 March 2025	19.80%	

g) Trade receivables turnover ratio (Net sales excluding scrap sales divided by average trade receivables)

Net sales (Excluding scrap sales)	91,727.46	65,111.38
Average trade receivables	9,712.23	10,405.79
Ratio	9.44	6.26
% change from 31 March 2025	50.94%	

The ratio improved from 6.26 to 9.44 during the year, primarily driven by reduction in receivables approx Rs.8,504 lakhs to approx Rs.880 lakhs as at 31 March 2026 due to repayment of bill discounting borrowings by TML

h) Trade payables turnover ratio = Net credit purchase divided by average trade payable

Cost of materials consumed	65,197.93	45,613.63
Changes in inventories of finished goods, work-in-progress and scrap	457.83	801.33
Opening inventory	6,806.88	5,605.94
Closing inventory	(5,605.94)	(4,917.52)
Net credit purchase	66,856.70	47,103.38
Average trade payable	10,189.86	7,987.75
Ratio	6.56	5.90
% change from 31 March 2025	11.26%	

i) Net capital turnover ratio = Net sales divided by working capital

Net sales (Product sales)	93,365.49	66,073.14
Current asset	35,965.11	39,687.38
Less Current liability	13,505.35	19,744.32
Working capital	22,459.76	19,943.06
Ratio	4.16	3.31
% change from 31 March 2025	25.47%	

The ratio improved from 3.31 to 4.16 during the year, primarily improved due to reduction in receivable on account of repayment of bill discounting borrowing by TML

j) Return on capital employed = Net profit before tax, interest and exceptional divided by capital employed

Net profit before exceptional item	9,742.84	6,250.14
Add finance cost	12.83	9.01
Net profit earned on capital employed	9,755.67	6,259.15
Total equity	30,859.30	25,374.11
Borrowings	879.80	8,503.80
Other intangible assets	(108.54)	(84.37)
Capital employed	31,630.56	33,793.54
Ratio	30.84%	18.52%
% change from 31 March 2025	66.52%	

ROCE improved during the year driven by a reduction in average capital employed and increase in profitability on account of higher sale volumes. Loan funds related to bill discounting reduced significantly as at 31 March 2026 following repayment of borrowings by TML, thereby lowering the capital base. Additionally, bus volumes increased from 7,265 units to 9,328 units (growth of ~22%).

Automobile Corporation of Goa Limited**Notes forming part of the financial statements for the year ended 31 March 2026 (continued)****k) Return on investment = Income on investments divided by average effective investment**

Rs. In Lakhs

	For the year	
	31 March 2026	31 March 2025
Income on Investment	1,369.26	1,285.48
Average effective investment	20,271.27	17,454.45
Ratio	6.75%	7.36%
% change from 31 March 2025	-8.28%	

- 42) The Company does not have any long - term contract including derivative contract for which provision would be required for material foreseeable losses.
- 43) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- 44) The Company does not have any charges or satisfaction which is yet to be registered with the ROC beyond the statutory period.
- 45) The Company has not traded or invested in Crypto currency or virtual currency during the current financial year.
- 46) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961 (such as search or survey or any other relevant provisions of the Income Tax Act, 1961).
- 47) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- 48) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- 49) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
- 50) The Company has not provided any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 51) The Company has not advanced or loaned or invested funds to any other person(s) or entity (ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:
- Directly or indirectly lend or invest in other person (s) or entities identified in any manner whatsoever on behalf of the Company (ultimate beneficiaries).
 - Provide any guarantee, any securities or the like to or on behalf of the ultimate beneficiaries.
- 52) The Company has not received any fund from any person (s) or entity (ies), including foreign entities (Funding party) with the understanding (whether recorded in writing or otherwise) that the company shall:
- Directly or indirectly lend or invest in other person (s) or entities identified in any manner whatsoever on behalf of the Company (ultimate beneficiaries).
 - Provide any guarantee, any securities or the like to or on behalf of the ultimate beneficiaries.
- 53) Dividend paid during the year ended 31 March 2026 includes an amount of Rs 5.00 per equity share towards interim dividend for the year ended 31 March 2026 and Rs. 20.00 per equity share towards final dividend for previous year ended 31 March 2025 which resulted in a cash outflow of Rs. 304.43 lakhs and Rs. 1,217.72 lakhs respectively. Further, Dividend paid during the year ended 31 March 2025 include an amount of Rs 5.00 per equity share towards interim dividend for the year ended 31 March 2025 and Rs. 15.00 per equity share towards final dividend for previous year ended 31 March 2024 which resulted in a cash outflow of Rs. 304.43 lakhs and Rs. 913.29 lakhs respectively.

Automobile Corporation of Goa Limited**Notes forming part of the financial statements for the year ended 31 March 2026 (continued)**

54) The company does not have any investments through more than two layers of investment companies as per section 2(87) (d) and section 186 of Companies Act, 2013.

55) On July 2, 2024, the Company received a show cause notice (SCN) from the Karnataka Industrial Areas Development Board (KIADB) for not utilizing the allotted land in accordance with the terms and conditions specified in the lease cum sale agreement.

The Company has received a one year extension from KIADB and is evaluating alternate options to comply with the requirements. The Company continues to engage with KIADB on completion of stipulated time for aligning the compliance. The Company believes that they would be able to comply with the requirements, and this would not have any material impact on the assets or result in any liability on the Company.

56) On 21 November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has assessed and disclosed the incremental impact of these changes on the basis the best information available, consistent with the guidance provided by the Institute of Chartered Accountants of India. Considering the materiality and regulatory-

driven, non-recurring nature of this impact, the Company presented such incremental impact as Statutory impact of new Labour Codes under Exceptional Items in the financial result for the quarter and period ended 31 December 2025. The incremental impact consisting of gratuity of Rs. 242.14 lakhs and long-term compensated absences of Rs. 86.49 lakhs primarily arises due to change in wage definition. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

57) Pursuant to the approval of the NCLT, the merger of Tata Motors Finance Limited with Tata Capital Limited was completed on 8th May 2025. Consequent to this restructuring, the shareholding of Tata Capital Limited (formerly known as Tata Motors Finance Limited) has been reclassified and given effect from "Promoter Shareholding" to "Public Shareholding".

58) On 05 May 2026, the Board of Directors of the Company have proposed a final dividend of Rs. 22.50 per equity share in respect of the year ended 31 March 2026, subject to the approval of shareholders at the Annual General Meeting, and if approved, would result in a cash outflow of approximately Rs. 1,369.94 lakhs.

59) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

In terms of our report attached
For B S R & Co. LLP
Chartered Accountants
Firm Registration No. 101248W/W-100022

Kalpesh Khandelwal
Partner
Membership No. 133124
UDIN: 26133124RNT0ZN2168

Place: Mumbai, Maharashtra
Dated: 05 May 2026

Yatin Kakodkar
Chairman - DIN 00001433

Pranab Ghosh
CEO & Executive Director
DIN 10536772

Raghendra Singh Butola
Chief Financial Officer
Membership no. 25252

Santhosh Shadadal
Company Secretary
Membership no. A48177

Place: Mumbai, Maharashtra
Dated: 05 May 2026

Glimpses of Our Manufacturing Facilities



Plant I - Honda, Goa



Plant II - Bhuimpal, Goa



Plant III - Jejuri, Maharashtra



Jejuri Press Shop



Plant IV - Dharwad, Karnataka



Dharwad Fabrication Shop

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