



Electricals

L-1/0093/PG/PD

July 10, 2026

To,

BSE Limited

:

Code No. 500031

Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

National Stock Exchange of India Limited

:

BAJAJELEC - Series: EQ

Listing Department
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

Sub.: Notice of the 87th Annual General Meeting (“87th AGM”) of Bajaj Electricals Limited (“Company”) and the Integrated Annual Report for the Financial Year 2025-26

Dear Sir/Madam,

Pursuant to the provisions of Regulations 34 and 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI Listing Regulations**"), we hereby submit the Integrated Annual Report of the Company for the financial year ended March 31, 2026, containing, *inter-alia*, the Notice convening the 87th AGM of the Company to be held on Thursday, August 6, 2026, at 3:00 P.M. (IST) via Video Conferencing / Other Audio-Visual Means ("**VC/OAVM**"), to transact the following businesses:

Ordinary Businesses:

1. To consider and adopt: (a) the audited financial statement of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon. (*Ordinary Resolution*)
2. To declare dividend on equity shares for the financial year ended March 31, 2026 (*Ordinary Resolution*)
3. To appoint Mr. Sanjay Sachdeva (DIN: 11017868), who retires by rotation, as a Director (*Ordinary Resolution*)

Special Businesses:

4. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2027, (*Ordinary Resolution*)
5. To approve borrowing by way of issue of securities (*Special Resolution*)

The Notice of the ensuing 87th AGM of the Company and the Integrated Annual Report for the financial year ended March 31, 2026, are being dispatched to the Members, whose email IDs are registered with the Company or MUFG Intime India Private Limited ("**RTA**") or their Depositories, through electronic mode today i.e., July 10, 2026.

Brief details of the 87th AGM of the Company are as under:

Date and time of AGM	Thursday, August 6, 2026, at 03:00 PM (IST)
Mode	VC / OAVM



Electricals

Web-link for participation through VC/OAVM	https://instameet.in.mpms.mufg.com
Cut-off date for e-voting	Thursday, July 30, 2026
E-voting start date and time	Sunday, August 2, 2026, at 09:00 A.M. (IST)
E-voting end date and time	Wednesday, August 5, 2026, at 05:00 P.M. (IST)

The Business Responsibility and Sustainability Report (“**BRSR**”) for the Financial Year 2025-26 which is a part of the Annual Report, is being uploaded on the website of the Company at <https://www.bajajelectricals.com/pages/investors>.

We request you to take the above on record and that the same be treated as compliance under the applicable provisions of the SEBI Listing Regulations and other applicable laws, if any.

Thanking you,

Yours faithfully,
For Bajaj Electricals Limited

Prashant Dalvi
Chief Compliance Officer & Company Secretary
(ICSI Membership No.: A51129)

Encl.: As above.



Electricals



trust

87th ANNUAL REPORT 2025 - 2026



Powering Progress

lifestyle



About the report

We are pleased to present our 87th Annual Report, which includes optional details to the greatest extent possible, adhering to the reporting guidelines set forth by the International Integrated Reporting Council (IIRC).

Additionally, we have aligned the Global Reporting Initiative (GRI) Standards and Sustainable Development Goals (SDGs) with the Key Performance Indicators (KPIs) utilised in our reporting on the Capitals. Our primary aim with this report is to meet the informational needs of our stakeholders, ensuring that the information is both meaningful and relevant to them.

The reporting is aligned with the following –

- The Companies Act, 2013
- Indian Accounting Standards
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Reporting period

This detailed report primarily concentrates on the timeframe from April 1, 2025, to March 31, 2026. However, certain sections also include pertinent data and statistics from prior years. The information provided in the Integrated Report pertains specifically to Bajaj Electricals Limited as a standalone entity, unless indicated otherwise. All financial and non-financial information complies with the relevant laws, regulations and standards of the Republic of India.

Our approach

Shareholders are putting significant emphasis on a Company's overall value creation approach in addition to its financial performance. Bajaj Electricals has recognised this shift and is dedicated to sustainable value creation. The report details the Company's governance, business model, strategy, risks, operations and performance for the fiscal year 2025-2026.

Reporting boundary

This report focuses on Bajaj Electricals and includes coverage of its four manufacturing sites, offices and warehouses located across India, project sites and international projects overseen from India. It addresses the different segments of Bajaj Electricals –

Consumer Products



Lighting Solutions



Our 6 capitals



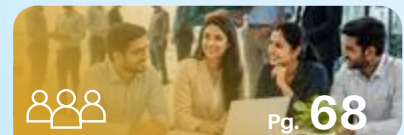
Financial Capital



Manufactured Capital



Intellectual Capital



Human Capital



Social and Relationship Capital



Natural Capital

Our key stakeholders



Investors



Employees



Channel partners



Community



Lenders



Customers



Suppliers/Vendors



Across the pages

Material topics

Bajaj Electricals has performed a materiality assessment to identify critical issues that may affect its long-term value creation for stakeholders. This process involved evaluating internal and external factors, industry trends, business strategies and the economic environment. The management will regularly revisit these material issues as the Company advances its sustainability initiatives. For a brief overview of these issues, please see the Materiality section. Exploring these topics offers important insights into the factors driving the Company's growth.

Our contribution to UN SDGs

We remain committed to driving meaningful progress towards the United Nations Sustainable Development Goals (SDGs), using them as a guiding framework to assess and track the positive as well as potential adverse impacts of our environmental and social initiatives. This report highlights 14 priority SDGs where our core operations and strategic focus have created significant impact, with detailed insights presented across the document.



Assurance

To ensure the accuracy of the facts and information presented, the Management has thoroughly reviewed the details and qualitative statements within the Annual Report. The statutory auditor, S R B C & Co. LLP, Chartered Accountants, has issued an unmodified opinion on the financial statements and the 'Independent Auditor's Report' has been appropriately included as part of this report.

Queries regarding the report

Any feedback or query related to this report can be communicated to -

Mr. Prashant Dalvi

Chief Compliance Officer & Company Secretary
legal@bajajelectricals.com

Readers can also reach out to us at the above email to provide feedback on improving our disclosures. The electronic version of the report can be found on our website -

<https://www.bajajelectricals.com/>

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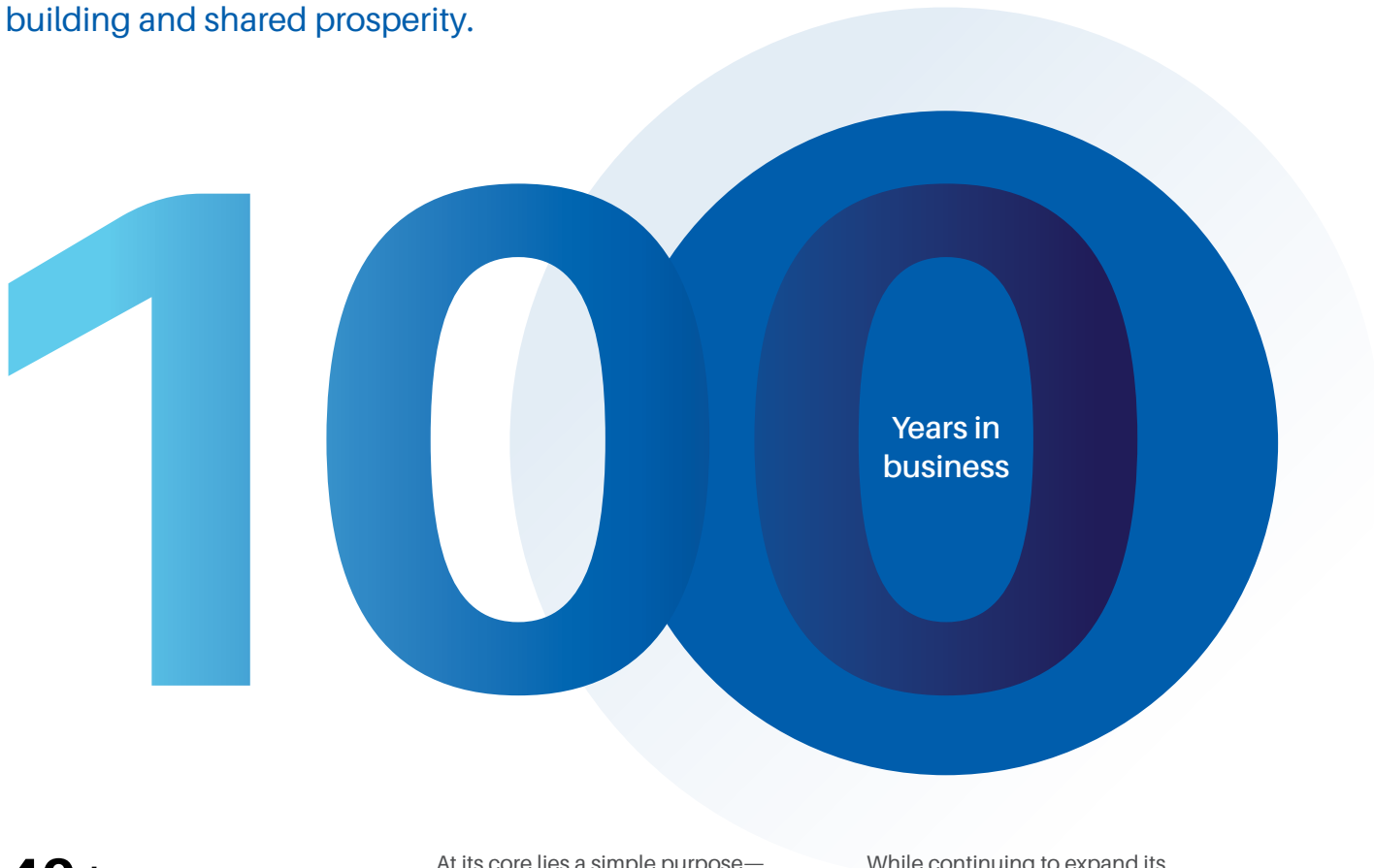
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About Bajaj Group



The year 2026 marks the centenary of the Bajaj Group, a hundred-year journey shaped by a resolute sense of purpose. Founded in 1926 under the vision of Shri Jamnalal Bajaj, the Group has evolved into a legacy built on integrity, nation building and shared prosperity.



40+

Companies under Bajaj Group

1,00,000+

Employees worldwide

At its core lies a simple purpose—businesses must contribute meaningfully to society. Over the decades, this philosophy has guided the transformation of the Bajaj Group into a diversified conglomerate deeply aligned with India’s growth story. From powering mobility and enabling financial inclusion to enhancing everyday living, the Group has established a strong presence across varied sectors, including such as engineering, steel, insurance, travel and tourism.

While continuing to expand its horizons, the Group’s sustained contributions to healthcare, education, arts, culture and heritage reflect its belief that true progress is measured by the positive impact created within communities and across generations.

As the Group strides ahead, it continues to build on a legacy that has evolved with time. Guided by a spirit of innovation and responsibility, the Group remains committed to shaping a future that is inclusive, progressive and driven by shared growth.



Industries covered



Home Appliances



EPC - Power Transmission and Distribution



Travel



Lighting Solutions



Iron and Steel



Insurance



Fans



Automobile (2 wheelers and 3 wheelers)



NBFC / Financial Services



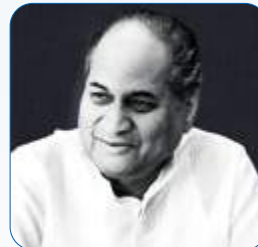
Our Founding Fathers



Ramkrishna Bajaj
(1923-1990)



Jamnalal Bajaj
(1889-1942)



Rahul Bajaj
(1938-2022)

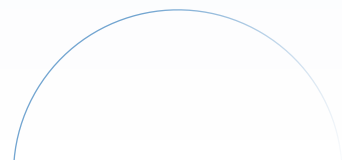


Kamalnayan Bajaj
(1915-1972)



To know more about our history

Scan the QR code



About Bajaj Electricals

We are Bajaj Electricals Limited, a trusted name in India's consumer products and lighting landscape, built on a legacy of performance, operational excellence and sustainability at scale. Inspired by the enduring values of the illustrious Bajaj Group, we have continually evolved in line with changing consumer aspirations while remaining anchored in a disciplined pursuit of relevance and innovation.

As homes, infrastructure and industries continue to transform, the demand for connected, energy-efficient and sustainable lighting solutions is accelerating. In response, we offer a diversified portfolio spanning appliances, fans, cookware and lighting solutions for both consumer and professional applications.

Backed by a strong operating architecture and an extensive distribution network, we have built an extensive presence across markets in India. We continue to strengthen our core categories, drive premiumisation and embed innovation across the value chain. This is further supported by focused investments in brand building, product development and supply chain efficiencies, navigating dynamic operating environment through agility.

India's growth momentum presents significant opportunities, and Bajaj Electricals is well-positioned to capitalise on them. Backed by trusted brands, a robust product portfolio and a strong operational foundation, we remain focused on delivering profitable and consistent growth. With clear strategic priorities and disciplined execution, we are scaling our businesses with purpose, building sustained momentum and strengthening our position for the future.



Vision that propels us

Enhancing quality of life and bringing happiness with sustainability

We aim to lead the industry as the consumer's first and enduring choice. Guided by a spirit of adaptability and a commitment to continuous improvement, we strive to enhance the lives of our customers, stakeholders, and employees through every endeavour. Sustainability drives our growth as we responsibly give back to the community, shaping a brighter and greener future.



Values driving us



INTEGRITY

Aligning our thoughts, words, and actions with honesty and strong moral principles.



TEAMWORK

Fostering unity and collaboration to achieve shared organisational goals.



EMPOWERMENT

Enabling individuals to take responsibility and drive meaningful contributions.



CUSTOMER DELIGHT

Anticipating needs and consistently exceeding expectations.



INNOVATION

Continuously developing new ideas, technologies, and processes.



TRUST

Building reliability and confidence in our people and systems.



Board of Directors

Shekhar Bajaj

Chairman



Sanjay Sachdeva

Managing Director & CEO



Pooja Bajaj

Executive Director



Nirav Bajaj

Non-Executive Director





Shailesh Haribhakti

Independent Director



Sudarshan Sampathkumar

Independent Director



Vikram Hosangady

Independent Director



Swati Salgaocar

Independent Director



Saurabh Kumar

Independent Director



Pramod Agrawal

Independent Director

Creating Value in FY 2026



Financial

Highlights

₹ 4,462 crore

Revenue

₹ 1,473 crore

Net worth

₹ 3,897 crore

Market capitalisation

150%

Dividend Recommended



Portfolio

Highlights

Consumer Products Segment

₹ 3,342 crore

Reported revenue

136

New SKUs added

Lighting Solutions Segment

₹ 1,120 crore

Reported revenue

312

New SKUs added

Switchgear, Wires, and Solar Solutions

Entry into new category

Channel

Highlights

11

Supply partners enrolled

15%

Reduced dependency on import

62%

Sales through general trade

38%

Sale through alternate channels, including e-commerce

Operational

Highlights

59%

Total capacity utilisation

98.54%

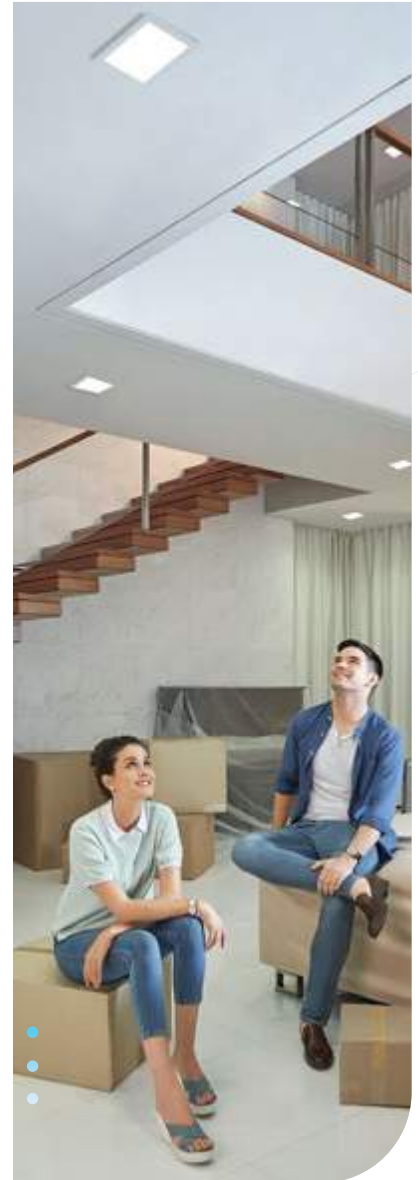
Servicing issues resolved digitally

₹ 13.61 crore

Investment in product innovation

₹ 117 crore

Investment in branding and advertisements



Sustainability

Highlights

32.10%

Share of renewable energy sources

75,491+

Lives touched through CSR initiatives

56.32%

Reduction in carbon footprint

8%

Gender diversity maintained

0.009

LTIFR

27%

Employee retention rate

1,16,000+

Saplings planted

Chairman's Message

A company that cannot weather a difficult year with its values intact has no business claiming them in a prosperous one.



To Our Shareholders, Partners & Well-Wishers,

As we mark the conclusion of Financial Year 2025–26, I write to you with a sense of clarity and measured resolve. Bajaj Electricals enters its 88th year of existence — founded in 1938, forged through independence, through liberalisation, through the global financial crisis, through a pandemic, and now through an era of rising geo-political complexity. Each chapter has tested us. Each chapter has also refined us.

FY26 was, by most conventional financial metrics, a year of pressure. Our consolidated revenue from operations stood at ₹4,462 crore — lower than the prior year — and we recorded a net loss of ₹91 crore against a profit of ₹133 crore in FY25. I do not intend to obscure these numbers or offer you comforting half-truths. As the Bajaj family has always believed, transparency is not merely a statutory obligation — it is the foundation upon which trust is built.

Yet, if we look beneath the headline, we find a company that, in FY26, did not retreat — it restructured. And restructuring, when done with conviction, is the precursor to resilience.

Understanding the Year

The reported loss was not born of operational drift. A substantial part — ₹91 crore in exceptional charges across the full year — arose from deliberate and time-bound decisions: costs absorbed upfront from new Labour Code implementation, and asset impairment charges linked to our Chhatrapati Sambhajnagar facility. We also recognised impairment on moulds and tooling, including capitalised development. These were deliberate decisions, not operational failures. Our profit before exceptional items and tax was positive.

Our Lighting Solutions business shone through the year — with Q4 FY26 revenues rising 15.57% year-on-year to ₹314 crore, and the full-year segment maintaining profitable EBIT. In a commoditised LED market facing structural pricing pressure, this is no small achievement. Consumer Products faced headwinds — including rural demand softness, weather impact, and commodity cost inflation in copper and aluminium — but these are industry-wide conditions that we are navigating with purpose.

The World We Are Operating In

The global order is under stress. Tariff barriers are rising. Supply chains built for efficiency are being redrawn around resilience. The Russia-Ukraine conflict, volatility in West Asia, and the recent continued tension in and around US-Iran conflict are not abstract — they shape commodity prices, logistics costs, and consumer confidence. We are accelerating domestic sourcing, localising critical components, and reducing single-country dependencies. The short-term complexity is real; the long-term rationale is sound.

At the same time, India's macro fundamentals remain structurally sound. The government's continued infrastructure push, the rise of an aspirational middle class, and the increasing penetration of branded electrical products in Tier 2 and Tier 3 cities — these are tailwinds that no short-term turbulence can fully neutralise. We remain confident in the India story. We are simply more circumspect about how we build our position within it.

What Will Define Tomorrow

In the past year, we have taken decisions that may not have flattered our income statement in the near term but are investments in our competitive position over the medium and long term.

The acquisition of the Morphy Richards brand and associated intellectual property rights for India and the neighbouring South Asian markets — concluded for ₹141.4 crore — is perhaps the most strategically significant move in our recent history. For years, Morphy Richards has operated in our portfolio under a licensing arrangement. That arrangement served its purpose. But brand ownership is fundamentally different from brand licensing: it means we decide the pricing architecture, the product roadmap, the positioning strategy, and the investment level. As our MD & CEO Sanjay Sachdeva said at the time of the announcement — this acquisition gives us 'the strategic flexibility to invest more consistently, innovate faster, and accelerate growth across premium consumer segments.' I endorse that view entirely.

We have also made our foray into Solar, Switchgear and Wires — categories with natural adjacency to our distribution network and a strong alignment with the Indian government's housing and electrification agenda. Our partnership with TIH Foundation for smart lighting solutions for smart cities is another demonstration of our ambition to move from selling products to solving for integrated environments.

On Legacy, Values, and the Century Ahead

Bajaj Electricals was founded on the principles instilled by my grandfather, Shri Jamnalal Bajaj — a man who believed that the purpose of business was inseparable from the purpose of society. His vision, and that of my father Shri Ramkrishna Bajaj, was never just of a company that sells products. It was of an institution that serves India.

As the Bajaj Group marks its centenary, I find myself reflecting on what has made this group enduring. It is not any single product, not any single market cycle. It is a set of values — of

transparency, of dignity in dealings, of responsibility to every stakeholder — that has allowed each generation to pass on an institution that is stronger than when they inherited it.

In celebration of this centenary, our Board has maintained the dividend at ₹3 per share — the same as last year — despite the net loss. This is not a casual decision. It is a signal: that our commitment to our shareholders does not fluctuate with a single year's results. The dividend outflow of ₹34.62 crore is manageable, and our operating cash generation — aided by working capital discipline — supports this commitment.

In the coming years and beyond, we will continue to sharpen our competitive edge through innovation, premiumization of our offerings, and expanding our distribution reach to underserved markets. At the same time, we will conserve financial discipline, focusing on return on capital and sustainable cash flows to fuel future growth.

A Word of Gratitude

None of what we do is possible without the trust and effort of all our channel partners across India and abroad, and our retail partners who carry our brands to every corner of India. Without the dedication of each of our employees — from our factory floors to our boardroom. Without the loyalty of the Indian consumer who, generation after generation, has welcomed the Bajaj name into their homes.

And without you — our shareholders — who have continued to support this company through a year that tested your patience. I thank you for your faith. We shall endeavour, without equivocation, to repay it.

Shekhar Bajaj
Chairman

MD and CEO's message

Our journey is not about the last mile. It is about making sure the road ahead is wider than the one we have already travelled.



Dear Shareholders,

This is my first full-year message to you as Managing Director and CEO of Bajaj Electricals. I joined this company because I believed — and continue to believe — that it has every element of what it takes to be a great consumer brand: a heritage of trust, a distribution reach that few in India can match, a multi-brand portfolio that spans the full price spectrum, and a management team that is hungry to transform potential into performance.

When I started, I spent first few months of my time listening. Listening to our distributors in Punjab and Karnataka, listening to consumers in West Bengal and Maharashtra, what they love about our products and what they wish were different. Listening to our factory managers about the operational realities of our manufacturing base. Strategy is only as good as its grounding in reality — and I am committed to keeping both feet firmly on the ground.

FY26 Performance Assessment

Our FY26 consolidated revenue saw a drop. The competitive performance of our Lighting Solutions business was offset by softer performance in Consumer Products. While Lighting

Solutions revenue witnessed 9.5% growth, Consumer Products revenue contracted by 12.2%. The operating deleverage impacted the segment profitability as well, as the Consumer Products segment incurred losses. The strong contribution of Lighting Solutions on segment profitability drove a modest but positive EBIT margin for the company.

Perhaps the number I am most encouraged by in FY26 is the cash flow from operations of ₹619 crore. In a year where the P&L was weighed down by exceptional items and a difficult demand environment, the business generated strong, positive operating cash — a direct reflection of the working capital discipline we have embedded over the past twelve months. This cash flow is, for me, an early and concrete signal that the transformation is taking root.

The Consumer Products business — spanning fans, appliances, kitchen & home essentials, and lifestyle products — faced the most headwinds. Our exposure to weather-sensitive categories (like coolers and fans) was partially offset by robust demand in core non-seasonal segments such as kitchen appliances. This balance in our portfolio is a conscious outcome of our strategy to reduce dependence on seasonal swings and focus on year-round essentials. We continued to invest in premiumization and innovation — launching upgraded, energy-efficient models and high-quality products — which helped us engage discerning consumers and protect market share even as overall market conditions were soft.

Our Lighting Solutions segment, by contrast, delivered consistent progress. Q4 revenue grew 15.57% year-on-year. Full-year EBIT remained profitable. Our professional lighting projects business — serving smart cities, stadiums, industrial complexes, and tunnels — continues to demonstrate both technical capability and margin discipline. This

is a segment where the Bajaj name carries genuine equity and where our engineering depth creates a real moat.

Our network today spans across 2,000+ channel partners, approximately 2,00,000+ retail outlets, and over 778 consumer care centres reaching 19,000 pin codes. This is a platform that many aspire to build. Our task is to use it more intelligently — and we are. Every new home electrified is a potential Bajaj consumer. Every family moving from an unbranded product to a trusted brand is a journey we have been part of for over eight decades. We intend to be the brand that travels the road with the Indian consumer, every step of the way in a journey towards quality, safety, sustainability, and smarter living.

The Transformation Agenda

When I joined Bajaj Electricals, I was clear about what the company needed to do to emerge stronger: sharpen the brand architecture, accelerate premiumisation, deepen distribution quality over mere distribution width, and ensure that our product portfolio was not just broad — but genuinely relevant and differentiated.

On brand architecture, we now operate a clear two-brand strategy. The BAJAJ brand — refreshed in identity and positioning — serves the mass and aspirational segments with its trusted, quality-first promise. Morphy Richards, now fully owned by us, addresses the upper mid-market and emerging premium lifestyle segment. Each brand has a clear role, a clear consumer, and a clear mandate. This clarity is not cosmetic — it shapes our investment decisions, our channel strategies, and our product development priorities.

On premiumization, we launched over 400+ new SKUs across consumer products and lighting in recent years, and our innovation now is guided by consumer insights. We remain the number-one player in mixer-grinders in India. We are the number-two player in water heaters. These are categories where the Bajaj brand commands genuine loyalty — and we intend to deepen and defend that position while moving the mix upward. The results should be visible to us in the coming quarters.

This year, we reaffirmed that operational excellence and transformation are ongoing journeys, not destinations. We drove execution rigor in every aspect of our business – from supply chain to sales and service. Cost management and working capital efficiency were priority areas; lean initiatives and digital tools helped us improve inventory turns and optimize our cost structure, mitigating the impact of lower volumes. At the same time, we invested in future-ready capabilities: enhancing our digital backbone, sharpening data analytics for demand forecasting, and accelerating our e-commerce and omnichannel presence to reach modern consumers more effectively. We also strengthened our distribution further by taking deliberate inventory correction in our Consumer Products business. Over the course of H1 and Q3 FY'26, we worked systematically with our channel partners to reduce excess stock, and establish a cleaner, healthier inventory foundation. This process generated significant short-term pain in reported revenues but has positioned the business for more disciplined, sustainable growth from Q4 FY'26 onwards.

At Bajaj Electricals, we do not just pursue growth – we pursue responsible growth. Sustainability is not a chapter we add at the end of an annual report, it is the operating system beneath everything we do. This year, we continued to publish our sustainability disclosures in line with the BRSR framework, with greater granularity on environmental metrics, supply chain standards, and diversity outcomes. The Bajaj Electricals Foundation sustained its community development work across skilling, health, and environmental initiatives, consistent with our belief that a company that serves India's consumers has an obligation to uplift the communities in which it operates.

People, Culture, and What We Are Building

None of our achievements would be possible without our people, who truly are our greatest asset. We invested in our talent development and a culture of continuous improvement, empowering employees through training and fostering a mindset of innovation and customer-centricity.

Culture is the hardest thing to build and the easiest to destroy. We are working to strengthen the culture at Bajaj Electricals that combines relationship and long-termism of our founding family with the pace and consumer-centricity of a modern, competitive enterprise. These are not in conflict — but they require deliberate, consistent leadership to coexist.

Looking Ahead to FY27 and Beyond

We enter FY27 with clear near-term priorities: restore profitable growth in Consumer Products; sustain the momentum in Lighting Solutions; maintain competitive growth gain market share, integrate the Morphy Richards brand acquisition into a full-year revenue contribution; and embedding a winning culture for growth.

Our medium-term goal is no less clear: to make Bajaj Electricals one of the most trusted and commercially successful consumer electrical companies in South Asia — a company whose products are synonymous with quality, whose brand is aspirational, and whose financial performance consistently rewards the confidence of our shareholders.

This is a journey that will not be completed in one year. But every journey begins with a step taken in the right direction. I am confident that in FY26, despite the financial headline, we took several of those steps.

I thank our shareholders for your patience and your continued confidence. I thank our distributors, retailers, and service partners for their partnership. I thank our employees for their dedication, especially through a year of significant operational change. And I thank our Chairman Shekhar Bajaj for his wisdom, his trust, and his unwavering belief in what this company can become.

Together, we are building for the long haul.

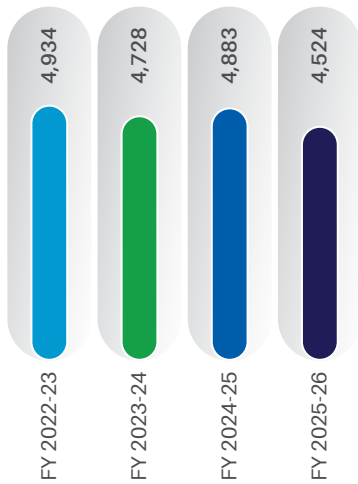
Sanjay Sachdeva
Managing Director & CEO,
Bajaj Electricals Limited

Financial Highlights

Our Performance at a glance

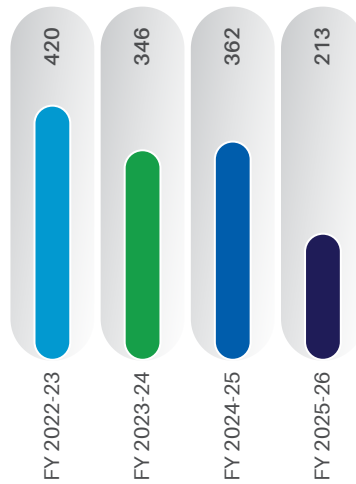
Total income

(₹ crores)



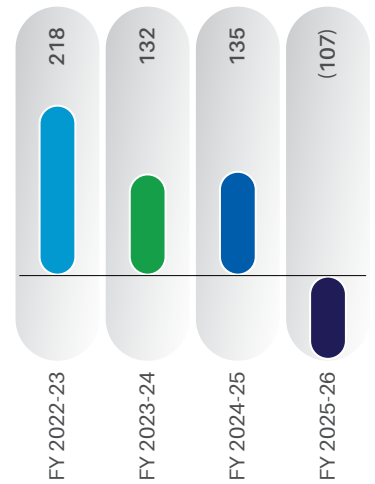
EBITDA

(₹ crores)



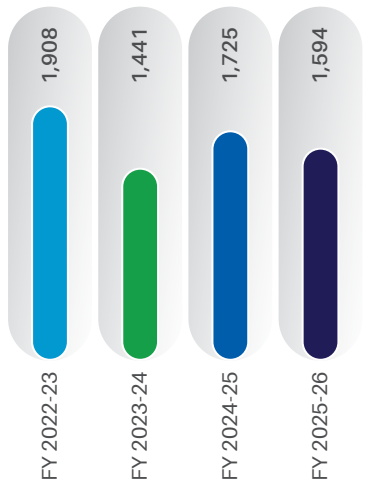
Total comprehensive income

(₹ crores)



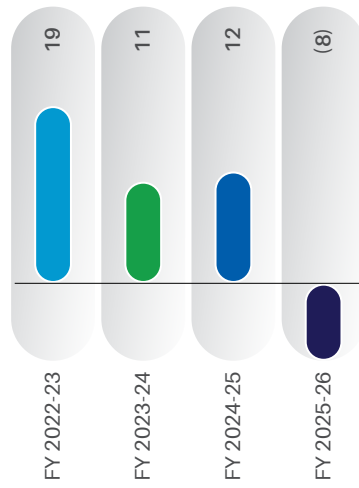
Total Equity

(₹ crores)



Basic EPS

(₹)



Awards and Accolades



Top Most Social Innovators Leader Award 2025

Bajaj Electricals Foundation received the Top Most Social Innovators Leader Award at the 15th edition of World CSR Day, driving meaningful social impact through sustainable and community-focused initiatives.



Fortune India Top General Counsel 2025

Mr. Binu N. S. Puri, General Counsel and HOD - Legal & ESG, Bajaj Electricals Limited, was recognised among India's Top General Counsel 2025 by Fortune India, acknowledging his leadership in strengthening the Company's legal, governance and ESG framework.



Companies with Great Managers 2025

We were recognised among India's Companies with Great Managers 2025, reflecting our commitment towards fostering leadership excellence, building high-performing teams and nurturing a culture of continuous growth and development.



CII-IQ National Excellence Practice Competition 2025

Bajaj Electricals earned Gold and Silver recognition at the 13th CII-IQ National Excellence Practice Competition 2025, showcasing our ability to translate innovation and process-led problem solving into tangible improvements in product quality and customer experience.





CII Industrial Innovations Award 2025

Bajaj Electricals has been recognised among the top 20 most innovative companies, highlighting our relentless pursuit of quality, innovation and consumer delight.



BW Legal World Top 100+ General Counsel 2025

Bajaj Electricals' General Counsel & HOD - Legal & ESG, Mr. Binu N. S. Puri, was featured in the BW Legal World Top 100+ General Counsel List 2025, recognising his role in strengthening legal stewardship, regulatory oversight and governance practices across the organisation.



Good Design Award 2025

Bajaj Electricals won 3 Good Design Awards for StyleMix 1000W Mixer & Food Processor, Bajaj Voittaa BLDC Ceiling Fan and Bajaj Adaptive Shelf Light



Procurement Excellence Recognition 2025

Bajaj Electricals earned prestigious procurement recognitions, including Procurement Team of the Year 2025 and Procurement Leader of the Year 2025, highlighting our efforts to strengthen supply chain capabilities, drive operational excellence and deliver long-term business value.



Institute of Supply Chain Management (ISCM) Award 2025

Bajaj Electricals was recognised by the Institute of Supply Chain Management (ISCM), affirming our ability to seamlessly connect sourcing, manufacturing and distribution processes to serve markets efficiently and reliably.



CII National Six Sigma Competition 2025

Bajaj Electricals earned Gold Recognition at the CII National Six Sigma Competition 2025 for developing a methodology to accelerate fatigue life prediction of ceiling fan blades, demonstrating our application of data-driven problem-solving to enhance product design and engineering precision.

All About our Business

Our journey began in 1938 with Radio Lamp Works, bringing imported electrical products into Indian homes at a time when modern living was beginning to take shape.

By 1960, this vision had taken shape as Bajaj Electricals — a brand built not only on technology, but on the belief that progress should empower lives, create meaningful impact and stand the test of time.

Today, our legacy is defined by the seamless integration of integrity, innovation and customer trust. We believe the brands that will lead tomorrow are those that understand the evolving needs of consumers today. Meaningful differentiation comes from deep consumer insights, the ability to translate relevance into emotional connection, and a consistent commitment to delivering on promises across every touchpoint. Guided by a clear vision to enhance everyday living through trusted, innovative and accessible solutions, we continue to combine design, technology and operational excellence staying responsive to a dynamic business environment.

Across our business segments, **Consumer Products** and **Lighting Solutions**, we have brought multiple brands with distinct identities under a unified strategic platform. This enables us to effectively address both mass and premium customers across varied use cases, markets and geographies.





Consumer Products

Our Consumer Products business is being reshaped by a new generation of users who value efficiency, versatility and thoughtful design in everyday living.

We offer a robust portfolio, spanning appliances, fans and cookware, catering to diverse usage occasions, lifestyle preferences and affordability tiers. Our focus remains on developing products that simplify routines through smarter functionality, enhanced performance and ease of maintenance. At the same time, design has become an increasingly important differentiator, with refined aesthetics making place in modern Indian homes.

Rising disposable incomes and strong brand salience have further strengthened our ability to serve a wider customer base across Tier 2 and Tier 3 cities in India. Building on this momentum, we continue to enhance our channel presence, deepen distribution networks and strengthen brand engagement to drive sustained growth across markets.

Fans



Ceiling fan



Table fan



Tower fan



Personal fan

Home Appliances



Water Heater



Air Cooler



Room Heater



Irons





Kitchen Appliances



Mixer Grinder



Juicer



Stand Mixer



Hand Blender



Food Processor



Air Fryer



Kettle

Cooking Essentials



Gas stove



Pressure cookers



Induction stoves



Pans



Kadhai

Grooming



Hair Dryer



Straightener



Trimmer



Body Groomer



**Engineered
for Everyday Life**

Bajaj is strengthening its presence in the consumer appliances segment through a focus on consumer centricity and innovation. Our portfolio of kitchen and home appliances is designed to meet evolving lifestyle needs through relevant, technology-enabled solutions and enhanced user experiences. Backed by a strong distribution and service network, the brand continues to deepen consumer engagement and drive sustainable growth across categories.



New Product Launches

**Bajaj GX 18 Pro 500W
Mixer Grinder**



**Bajaj 3000 TMC Oven
Toaster Griller**



**BLDC CF - Classico
Sleek Neo**



**BLDC CF -
Voittaa SD**



Morphy Richards

Happiness Engineered

Rooted in a rich legacy of innovation, Morphy Richards is recognised for appliances that combine elegance with robust performance. Guided by a deep understanding of evolving Indian households, the brand offers solutions that balance compact design, versatility and contemporary styling to suit modern lifestyles.

Building on a long-standing association, Bajaj Electricals has acquired full ownership of the Morphy Richards brand across India and select South Asian markets. This transition marks a significant milestone in the brand's journey, enabling greater strategic control and new opportunities to strengthen market presence.



Lighting Solutions

Our Lighting Solutions business brings together aesthetics, innovation and sustainability to deliver solutions across both consumer and institutional segments.

In the retail segment, we focus on creating contemporary and intelligent lighting solutions that enhance living spaces and improve energy efficiency. Across commercial, industrial and architectural applications, we offer a comprehensive portfolio of modern lighting systems designed to meet evolving infrastructure and design requirements. Our smart indoor and outdoor luminaires are engineered for seamless installation and adaptability, enabling versatile lighting experiences across diverse ambiances.



Category Expansion

Bajaj has forayed into Switchgear and Wires

Under the brand **BAJAJ SECURA**, we have expanded into the switchgear and wires segments, further strengthening our presence across the broader electrical solutions landscape. This strategic expansion builds on our established expertise and enables us to address categories that are integral to safety, reliability and performance in both residential and commercial applications. The portfolio includes essential switchgear components and high-quality wiring solutions, reinforcing our commitment to delivering trusted and efficient electrical solutions.



Consumer Lighting

Our Consumer Lighting business is evolving along with the growing preference for energy-conscious living and connected home ecosystems. We offer a thoughtfully curated range of LED lamps, decorative lighting and smart solutions that combine visual appeal with everyday practicality. Designed to create flexible lighting experiences, our products feature adjustable ambience, customised settings and intuitive controls. At the same time, we continue to strengthen our smart lighting capabilities through app-based controls, voice-enabled functionality and enhanced product longevity.

Product Portfolio

Our portfolio comprises a wide range of durable, high-quality solutions that enable consumers personalise their spaces according to their individual preferences and lifestyles. From energy-efficient LED lamps to decorative lighting and smart-enabled systems, our offerings combine functionality, aesthetics and convenience to enhance everyday living.



Bulbs



Batons



Decorative Light



Portable Light



Outdoor Light

New Product Launches

Zyphor Plus Led Panel Series



Bajaj Zela Led Wall Lamp Series



Celesta Led Strip Light 48w (120led)/60w (240led) Series



Bajaj Glimmer Curtain Light



Professional Lighting

Our Professional Lighting portfolio is aligned with the changing demands of India’s infrastructure growth and urban development. With a strong presence across industrial, commercial, public and hospitality sectors, we deliver high-performance LED systems, advanced controls and customised lighting configurations tailored to diverse application requirements. These solutions are engineered for durability, efficiency and reliable performance, designed to operate effectively in demanding environments. From highways and transit hubs to corporate campuses and large-scale urban developments, our lighting systems are built to address specific project needs while supporting long-term operational efficiency.

Product Portfolio

Our capabilities span a diverse range of applications, including intelligent street lighting, stadium illumination and high-performance industrial systems. Each solution is designed to deliver consistent output and optimise energy efficiency across varied operating environments.



Indoor Light
Office



Stadium
Light



Tunnel Light



Street light

New Product Launches

2280lm, 2850lm,
3420lm, 3800lm,
4750lm



5700lm, 6650lm,
7600lm



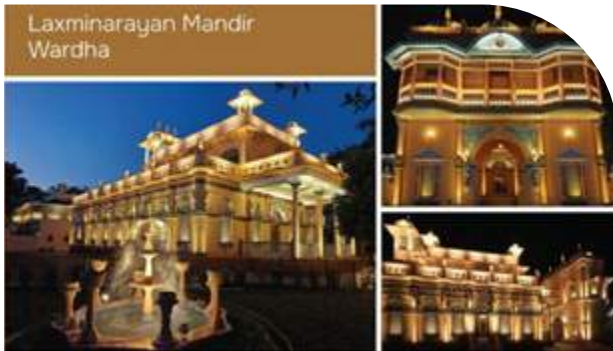
Fortibay comes with
industry first Glass lens
eliminating PC lens



Fortibay comes with
industry first Glass lens
eliminating PC lens



B2B Projects under Professional Lighting



Architectural Lighting



Landscape Lighting



Airport Lighting

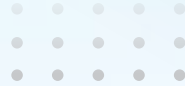


Commercial Lighting



Industrial Lighting

Value Creation Model



What we have

Financial Capital

- Total equity
₹ 1,594 crores
- Total assets
₹ 4,260 crores
- Total capital expenditure
₹ 85 crores

Human Capital

- Permanent Employees
1,427
- Permanent Workers
73
- New hires
174
- Total training hours
24754 hours

Manufactured Capital

- Manufacturing sites - **4**
- Total warehouses - **18**
- Installed capacity of consumer products - **10.8 Mn Units**
- Installed capacity of Lighting Solutions - **18.8 Mn Units**

Social and Relationship Capital

- CSR expenditure - **₹ 4.56 crores**
- CSR projects conducted - **6**
- MSME touch points (excluding factories) - **134**
- Share of domestically sourced products - **97%**

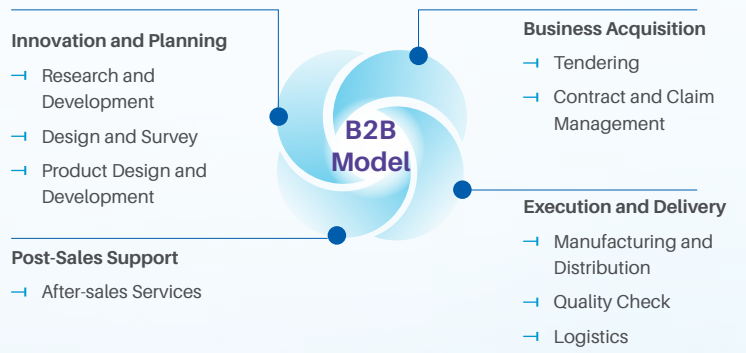
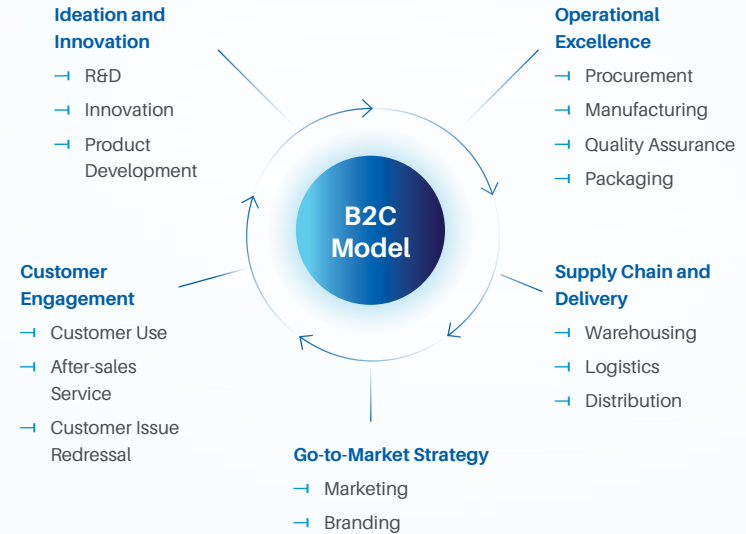
Intellectual Capital

- R&D investment - **₹ 13.61 crores**
- R&D experts - **144**
- Patents filed - **38**
- Designs filed - **84**

Natural Capital

- Total energy usage - **52807.67 GJ**
- Installed renewable capacity - **2036 KWp**
- Waste generation - **1,358.71 MT**
- Freshwater usage - **49185.69 KL**

Our value chain



What We Deliver

- Fans
- Home Appliances
- Kitchen Appliances
- Cooking Essentials
- Grooming
- Consumer Lighting Solutions
- Professional Lighting Solutions
- Switchgear and Wires

What we achieved

Financial Capital

Total revenue
₹ 4,462 crores

EBITDA
₹ 213 crores

Net Worth
₹ 1,473 crores

Human Capital

Employee retention rate -
27%

LTIFR - **0.009**

Employee engagement score
- **83%**

Gender diversity ratio - **11:1**

Manufactured Capital

Capacity utilisation - **59%**

Total production under
consumer products -
3.5 Mn units

Total production under
lighting solutions - **14 Mn
units**

Social and Relationship Capital

Employee volunteering in
CSR projects - **18,497 hours**

Dealer base - **780**

Retailer base - **83579**

Customer care centres -
770+

Pin codes served - **19000+**

Average time for
complaints resolution -
89.06% in 24 hours/day

Intellectual Capital

New SKUs launched under
Consumer Products - **136**

New SKUs launched under
Lighting Solutions - **312**

New product
category expansion -
Switchgear and wires

Patents accepted - **2**

Designs accepted - **39**

Natural Capital

Green energy generated and
consumed - **7867.86 GJ**

Reduction in carbon emission
- **56.32%**

Waste recovered through
recycling, reusing or other
recovery operations -
1,166.61 MT

Water recycled - **9548.53 KL**

Samplings planted -
1,16,000+

Stakeholders value creation

Investors

150%

Dividend

Board and Leadership

₹ 12.72 crores

Compensation
Extended

Customers

Meeting Expectations

with innovation

Employees

₹ 391.10 crores

Compensation
Extended

Suppliers / Vendors

₹ 2,370 crores

Purchases of traded goods

Communities

75,000+

Lives benefited

UN SDG contribution

Financial Capital



Manufactured Capital



Intellectual Capital



Human Capital



Social and Relationship Capital

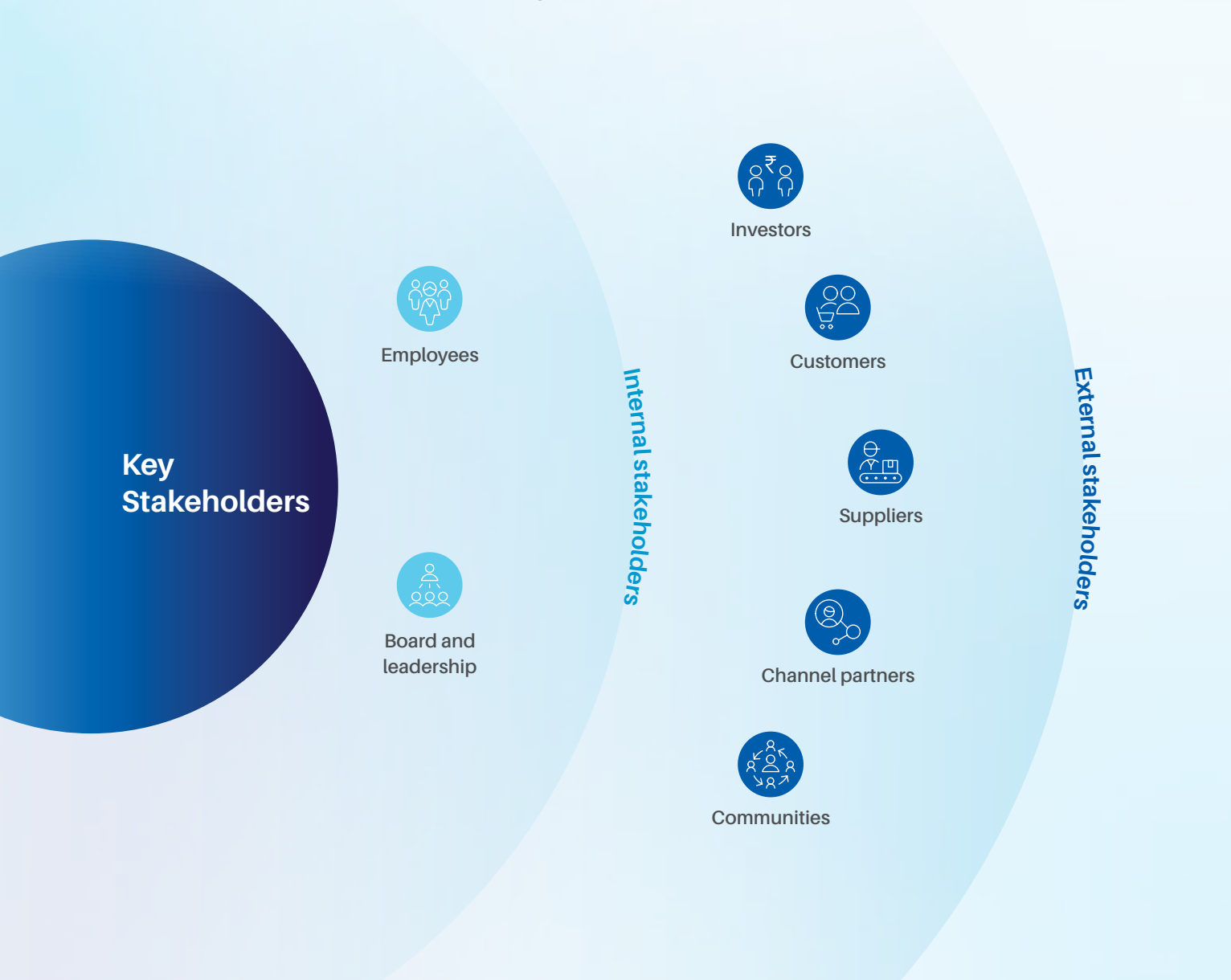


Natural Capital



Stakeholder Engagement

We believe our long-term success is closely connected to the strength of the relationships we build with our stakeholders. Through continuous engagement, transparent communication and mutual trust, we actively seek to understand evolving expectations and respond with agility and responsibility. Our approach ensures that business decisions remain aligned with stakeholder priorities while reinforcing accountability, adaptability and long-term resilience. By integrating market insights with a stakeholder-centric perspective, we are better positioned to anticipate emerging trends, strengthen operational effectiveness and drive sustainable growth





Board and leadership

Our relationship

We maintain a close and constructive partnership, built on trust, open dialogue and shared accountability. This alignment strengthens our ability to make informed decisions and stay focused on long-term priorities.

Stakeholder Expectations

- Setting objectives
- Strategic planning
- Monitoring financial health
- Ensuring compliance
- Formulating risk mitigation strategies

How We Engage

- Board meetings
- Committee meetings

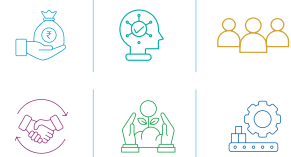
Frequency of Engagement

Board meetings held - **6**
 Committee meetings held - **18**

90%

Board meeting attendance rate

Capitals impacted



Employees



Our relationship

We cultivate strong, people-centric relationships by creating an environment of trust, respect and opportunity. Continuous engagement and empowerment enable our teams to contribute meaningfully and grow with the organisation.

Stakeholder Expectations

- Comprehensive and equitable access to skill-building and knowledge development programmes
- Meaningful leadership development opportunities
- A professional, inclusive and collaborative workplace culture
- Sustained learning and career advancement prospects
- Encouraging and growth-oriented work environment

How We Engage

- Employee satisfaction surveys
- Rewards and recognition
- Training and development programmes

Frequency of Engagement

Training, feedback and work discussions - **Daily**

83%

Employee engagement score

Capitals impacted



Capitals





Investors

Our relationship

We engage with consistency and transparency, building enduring relationships grounded in credibility and mutual confidence. Continuous dialogue ensures alignment on performance, priorities and future direction.

Stakeholder Expectations

- Steady and reliable investment performance
- Clear and transparent financial reporting
- Strong ethical practices and robust risk management

How We Engage

- Annual general meetings
- Investor and analyst meet and conferences
- Quarterly earnings call and presentations
- Integrated reports and press releases

Frequency of Engagement

Annual general meeting held - **1**
 One-on-one investor meet - **on regular basis**

₹934 crores

Surplus Cash

Capitals impacted



Customers



Our relationship

We build lasting connections by staying deeply attuned to evolving needs and expectations. By delivering dependable experiences and meaningful value, we strengthen loyalty and trust over time.

Stakeholder Expectations

- Well-established brands with unique product offerings
- Market-aligned and attractive pricing strategies
- Consistent focus on product quality and reliability
- Delivering superior value to customers
- Expanding premium product portfolio
- Efficient and responsive after-sales support

How We Engage

- Customer satisfaction surveys
- Brand Campaigns (ATL and BTL)
- Social media engagements
- Loyalty programmes

Frequency of Engagement

Customer feedback and issue resolution - **Regular**
 Engagement communications - **Need-based**

98.54%

Customer complaints resolved

Capitals impacted



Capitals



Financial



Manufactured



Intellectual



Human



Social and relationship



Natural

Suppliers



Our relationship

We maintain collaborative relationships based on reliability, fairness and shared goals. This partnership-driven approach enhances resilience and ensures seamless value delivery.

Stakeholder Expectations

- Ethical, transparent and fair business practices
- Sustainability-led growth opportunities
- Timely and reliable payment processes
- Consistent order flow to support business expansion

How We Engage

- Suppliers meet
- Training programmes
- Quality enhancement programmes
- Feedback and surveys

Frequency of Engagement

Follow-up sessions - **Regular**
Audits at suppliers' site - **Regular**

200+

Supplier base

Capitals impacted



Channel Partners



Our relationship

We work in close partnership to drive mutual growth, supported by continuous engagement, capability building and aligned objectives. These relationships enable stronger market reach and responsiveness.

Stakeholder Expectations

- Upholding ethical and responsible business practices
- Opportunities for sustained learning and skill development
- Focus on capacity strengthening and capability enhancement
- Tailored product and service offerings aligned with customer requirements

How We Engage

- Retailers meet
- Electrician meets
- Market Placement drives
- Tie-up schemes

Frequency of Engagement

Follow-up sessions - **Regular**

2000+

Network of channel partners

Capitals impacted



Communities



Our relationship

We engage with empathy and responsibility, building meaningful relationships that go beyond business. Through sustained efforts, we contribute to inclusive growth and long-term social well-being.

Stakeholder Expectations

- Uplifting underserved communities through targeted initiatives
- Enhancing environmental sustainability through conservation, restoration, and responsible resource management initiatives
- Supporting community well-being by promoting environmental stewardship and sustainable development practices

How We Engage

- CSR activities
- Initiatives for the betterment of society

Frequency of Engagement

CSR projects - **Ongoing and need-based**

₹4.56 crores

Spent on CSR activities

Capitals impacted



Materiality Assessment

Our sustainability approach is guided by a robust materiality framework that helps us to identify and prioritise the issues most relevant to our business and stakeholders. This structured process strengthens stakeholder engagement, sharpens strategic focus and reinforces our commitment to transparency and accountability. By integrating these insights into decision-making, we are better positioned to manage risks, identify opportunities for innovation and create long-term value.

Guided by the principles of integrity, innovation and social responsibility, we adopt a balanced approach that considers economic, environmental and social considerations. Our materiality assessment evaluates the impact of our activities on society and the environment, enabling us to clearly define and address key ESG priorities



Double Materiality Assessment Methodology

Our materiality assessment process is closely aligned with the Company's Enterprise Risk Management (ERM) framework, enabling ESG issues to be evaluated along with broader business risks and opportunities within the evolving operating environment. This integrated approach provides a more strategic and risk-oriented perspective on ESG priorities and their potential impact on long-term business performance.

To effectively manage key business aspects, we follow a structured four-step process that spans identification, assessment, prioritisation and disclosure, ensuring a comprehensive and transparent approach to sustainability management.



Identification of Material Issues

This process entails proactive engagement with a diverse range of stakeholders including employees, senior management, the Board of Directors, customers, suppliers, regulatory authorities, NGOs and community representatives to identify ESG issues most relevant to the business. The insights gathered through these interactions help ensure that material priorities remain aligned with stakeholder expectations, emerging industry developments and broader societal trends that may influence the Company's long-term growth and sustainability.



Prioritisation of Material Issues

Once identified, ESG issues are prioritised based on their importance to stakeholders and potential impact on business performance. These priorities are subsequently plotted on a materiality matrix, providing a clear visual representation of the areas that require focused action, oversight and continuous monitoring.



Preparing the Materiality Matrix

The materiality matrix is developed through a structured assessment process that considers the significance of ESG topics in relation to both stakeholder expectations and business impact. By aligning this exercise with our Enterprise Risk Management framework, we gain a broader perspective on emerging challenges, evolving market dynamics and areas requiring focused attention.









Key Stakeholder Identification










We follow a structured approach to identify and categorise key stakeholders - internal (employees, management and Board) and external (customers, investors, partners and communities). Understanding their interests, expectations and level of influence help shape our ESG strategies to meet stakeholder expectations and facilitate engagement.

Material Topics for Bajaj Electricals












Environment

Material Topics	Priority	GRI Indicators	BRSR Indicators	Mapped SDGs
Climate Action, Energy and Emissions Management	●	GRI 302: Energy GRI 305: Emission	Greenhouse gas (GHG) footprint, Energy footprint - Principle E questions 1 and 7 of Essential Indicators	  
Circular Economy & Waste Management	●	GRI 301: Materials GRI 306: Waste	Embracing circularity - Principle 6, Question 9 of Essential Indicators	 
Water Stewardship	●	GRI 303: Water and Effluents	Nater footprint - Principle 6 Questions 3 and 4 of Essential Indicators	

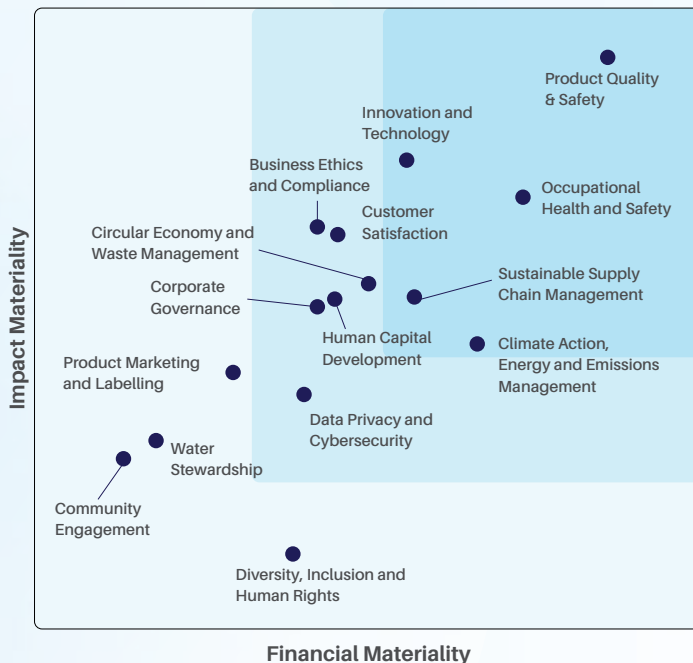
Social

Material Topics	Priority	GRI Indicators	BRSR Indicators	Mapped SDGs
Occupational Health and Safety	●	GRI 403: Occupational Health and Safety	Enhancing Employee Wellbeing and Safety - Principle 3, Question 11 of Essential Indicators	
Human Capital Management	●	GRI 401: Employment GRI 404: Training and Education	Enhancing Employee Wellbeing and Safety - Principle 3, Question 1(c) of Essential Indicators	
Customer Satisfaction	●	GRI 418: Customer Privacy	Fairness in Engaging with Customers and Suppliers - Principle 9, Question 7 of Essential Indicators	
Diversity, Inclusion and Human Rights	●	GRI 105: Diversity and Equal Opportunity GRI 406: Non-discrimination GRI 407: Freedom of Association and Collective Bargaining GRI 408: Child Labour GRI 409: Forced or Compulsory Labour	Enabling Gender Diversity in Business - Principle 5. Question 3(b) of Essential Indicators Principle 5, Question 7 of Essential Indicators	  
Community Engagement	●	GRI 413: Local communities GRI 203: Indirect Economic Impacts	Principle 8. Question 3 of Leadership Indicators	  

Governance

Material Topics	Priority	GRI Indicators	BRSR Indicators	Mapped SDGs
Product Safety and Quality	●	GRI 417: Marketing and Labelling GRI 301: Materials GRI 305: Emissions	Principle 9, Question 4 of Essential Indicators	 
Corporate Governance	●	GRI 2: General Disclosures	Nil	
Business Ethics and Compliance	●	GRI 205: Anti-corruption GRI 206: Anti-competitive Behaviour GRI 207: Tax	Principle 1, Question 1-7 of Essential Indicators	
Sustainable Supply Chain	●	GRI 204: Procurement Practices GRI 308: Supplier Environmental Assessment GRI 414: Supplier Social Assessment GRI 407: Freedom of Association and Collective Bargaining GRI 408: Child Labour GRI 409: Forced or Compulsory Labour	Principle 8, Question 4 of Essential Indicators	   
Product Marketing and Labelling	●	GRI 417: Requirements for product and service information and labeling	Nil	
Data Privacy and Cybersecurity	●	GRI 418: Substantiated complaints regarding breaches of customer privacy	Principle 9, Question 3 of Essential Indicators	
Innovation and Technology	●	GRI 203-1: Technological and innovation-driven developments	Principle 6, Question 4 of Leadership Indicators	

Double Materiality Matrix



Critical	Very High	High
Product Quality & Safety	Circular Economy and Waste Management	Water Stewardship
Climate Action, Energy and Emissions Management	Corporate Governance	Diversity, Inclusion and Human Rights
Occupational Health and Safety	Business Ethics and Compliance	Community Engagement
Innovation and Technology	Human Capital Development	Product Marketing and Labelling
Sustainable Supply Chain Management	Data Privacy and Cybersecurity	
	Customer Satisfaction	

Risk Management

Risk management is embedded into our day-to-day operations, enabling us to proactively identify, assess and respond to potential challenges in a timely manner. By continuously monitoring external developments and internal processes, we remain agile and responsive in an evolving business environment. Building organisation-wide awareness remains a key priority, supported through regular training and ongoing engagement across functions. We have established structured assessment mechanisms and clearly defined response plans to strengthen resilience and reinforce long-term stakeholder confidence.

Risk Management Framework



Economic Risk

What causes it	How it impacts	How we respond	Priority
<p>High exposure to global market: input cost variability and currency fluctuation</p>	<ul style="list-style-type: none"> → Margin pressures arising from rising input and commodity costs → Increased production expenses impacting overall operational efficiency → Pricing volatility affecting competitiveness and market positioning 	<ul style="list-style-type: none"> → Real time monitoring of commodity trends → Dynamic pricing and cost optimisation strategies → Agile business recalibration and sourcing → Hedging direct and indirect 	<div style="background-color: #fff; border-radius: 15px; padding: 10px; display: inline-block;"> ● High </div>

Capital impacted

Financial

Manufactured

Market and Channel Risk

What causes it

Seasonal nature of product portfolio and fluctuating market demand and changing customer buying behaviour towards channel and distribution network

How it impacts

- Revenue vulnerability due to regional or channel specific downturn
- Revenue fluctuation due to seasonal changes
- Disruptions in product availability and market access
- Lower customer retention due to misaligned offerings

How we respond

- Multilevel demand forecasting backed by sensitivity analysis
- Enhancing effectiveness and productivity of sales operation
- Expanding presence on rising channels through new listings and strategic promotions
- Introducing new products categories and tailored offerings

Priority

● Medium

Capital impacted



Financial



Social and Relationship



Human

Technological Risk

What causes it

Rapid advancements in emerging technologies, evolving customer preferences, and technological changes outpacing existing innovation cycles.

How it impacts

- Loss of competitive edge due to outdated offerings and technologies
- Decline in customer satisfaction, brand relevance, and market share
- Increased need for continuous capability building and technology upgrades to ensure future readiness

How we respond

- Implementing cutting-edge processes, smart technologies, and digital solutions to enhance product delivery and competitiveness
- Sustained investments in R&D, innovation, AI, ML, analytics, and premium product development
- Building a collaborative innovation ecosystem and fostering continuous human capital development through training and capability building

Priority

● High

Capital impacted



Financial



Intellectual



Manufactured



Human



Social and Relationship



Natural

Reputational Risk

What causes it

Lack of proactive brand monitoring and ineffective crisis communication mechanisms

How it impacts

- Decline in consumer loyalty and sales
- Negative media coverage and public perception
- Potential loss of business partnerships or investor confidence

How we respond

- Conducting comprehensive brand assessments
- Strengthening brand positioning and communication
- Enhancing perceived brand value through strategic initiatives

Priority

● Low

Capital impacted



Social and Relationship





Human



Intellectual





Quality Risk

What causes it	How it impacts	How we respond	Priority
Quality control systems clear's poor quality products at source	<ul style="list-style-type: none"> → Negative impact on brand reputation and market positioning → Increase in product returns, replacements and warranty claims → Regulatory scrutiny or potential legal liabilities 	<ul style="list-style-type: none"> → Conducting routine audits to ensure adherence to safety and quality standards → Allocating resources to proactively detect and resolve quality issues → Driving continual improvement in product performance 	● Low

Capital impacted  Financial  Social and Relationship




Cyber Security Risks

What causes it	How it impacts	How we respond	Priority
Evolving threat landscape across ecosystem impacting cyber security strategy	<ul style="list-style-type: none"> → Disruptions of operations due to data breaches or cyber incidents → Financial losses from penalties, legal actions and recovery costs → Compromise of sensitive business and stakeholder information 	<ul style="list-style-type: none"> → Deploying secure access, monitoring and data management technology → Strengthening data protection and regulatory compliance framework → Enhancing governance oversight of cybersecurity strategy → Enhancing IT infrastructure 	● Medium

Capital impacted  Financial  Manufactured  Human  Social and Relationship

Supply Risk

What causes it	How it impacts	How we respond	Priority
Geopolitical scenario affecting commodity availability and demand fluctuation resulting in limited planning visibility	<ul style="list-style-type: none"> → Disruption in timely product availability affecting customer satisfaction → Increased inventory carrying costs due to stock obsolescence → Non availability of commodity affecting demand fulfilment → Reduced operational efficiency and production downtime 	<ul style="list-style-type: none"> → Evaluating supplier performance across key criteria, including ESG adherence → Focus on in demand products for scarce resources → Conducting routine compliance audits for essential supply partners → Strengthening communication and alignment with suppliers 	● High

Capital impacted  Financial  Manufactured  Social and Relationship

Compliance Risk

What causes it

Changing compliance landscape and increase in knowledge attrition

How it impacts

- Exposure to legal penalties, fines and sanctions
- Reputational damage and loss of stakeholder trust
- Operational disruptions due to enforcement actions
- Reputation is impaired

How we respond

- Ensuring adherence to safety, environmental and legal standards
- Continuously strengthening compliance frameworks by automation and training
- Aligning all business activities with applicable legal and regulatory requirements

Priority

● Medium

Capital impacted



Financial



Intellectual



Social and Relationship

Emerging Risks

What causes it

Evolving ESG regulations and growing stakeholder expectations for sustainability performance at times of geopolitical uncertainty

How it impacts

- Risk of non-compliance and potential legal or regulatory actions
- Escalation in cost impacting sustainable operations

How we respond

- Proactive alignment with emerging global ESG standards, enhancement of compliance frameworks and transparent sustainability disclosure
- Technology supported automation for monitoring and adherence

Priority

● Medium

Capital impacted



Financial



Manufactured



Human



Social and Relationship



Natural

ESG Strategy

Bajaj Electricals Limited's ESG strategy is anchored in the principle of "Business growth through sustainable integration," reflecting our commitment to embedding environmental, social and governance considerations into its core business strategy and operations. Rather than treating ESG as a standalone initiative, we integrate sustainability across the value chain from product design, sourcing and manufacturing to distribution and customer engagement ensuring that responsible practices drive long-term value creation. This approach enables us to enhance operational efficiency, mitigate risks, strengthen stakeholder trust and contribute meaningfully to national and global sustainability priorities. By aligning ESG goals with business objectives, we continue to build a resilient, future-ready organisation that delivers sustainable outcomes for both business and society.

Our ESG strategy is based on four strategic pillars and 10 focus areas to drive our sustainability journey. These pillars and focus areas as a whole give us a robust platform to embed ESG principles into our operational framework.

1

Vision Inspiring Sustainable Living

4

Strategic Pillars

10

Focus Areas

ESG Governance Structure

At Bajaj Electricals Limited, ESG governance is anchored at the highest level of the organisation, ensuring robust oversight, accountability and seamless integration of sustainability into business strategy and operations. The Board of Directors provides strategic direction on ESG matters, including climate risks, environmental performance, social impact and governance practices. Oversight is further strengthened through the Board-level **CSR & ESG Committee**, which operates under a defined charter and is responsible for reviewing ESG strategy, monitoring performance against targets, overseeing CSR initiatives, assessing ESG-related risks and opportunities, and ensuring alignment with regulatory requirements such as BRSR, as well as evolving national and global frameworks. The **Risk Management Committee** complements this by integrating ESG risks into the enterprise risk management framework for proactive mitigation and monitoring.

At the management level, ESG implementation is driven by the Senior Leadership Team, which translates the Board-approved strategy into actionable plans and ensures alignment with business objectives and operational priorities. A dedicated ESG function serves as the central coordinating body, responsible for executing the ESG roadmap, setting targets, monitoring performance, managing data and disclosures, ensuring compliance, and facilitating stakeholder engagement. This is supported by a network of ESG Champions across plants, business units and corporate functions, who drive on-ground implementation, track key ESG parameters, ensure data accuracy, build internal awareness and identify continuous improvement opportunities. This integrated, multi-tiered governance approach enables the Company to embed ESG into decision-making, strengthen risk management, enhance accountability and deliver value to all stakeholders.

Strategic Pillars and Focus Areas with KPIs

Empowering our teams

Focus areas



Ensuring safety

Achievements

208

Numbers of safety and other EHS trainings

KPIs

Sustaining Zero Fatalities

Lost time injury frequency rate

High-consequence work related injury (excluding fatalities)

Total recordable incidents



Strengthening human capital

8%

Women in workforce

Diverse and inclusive workforce

ESG training

Employee delight

Total lives impacted

Sustainable Sourcing



Human Capital Management

Great Place to work

last 6 years

Training hours per employee

Performance review coverage

Internal hiring ratio

Employee engagement score



Community Engagement

No. of Beneficiaries

75,000+

CSR spend (% of PAT)

Number of beneficiaries reached

CSR projects aligned to SDGs

Employee volunteering hours

Preserving environment



Combating climate change

10.47%

Reduction in GHG emission (Scope 1 & 2)

Energy and emissions

Carbon sequestration

Climate risk assessment

Guarding integrity

Focus areas

Achievements

KPIs



Upholding integrity

12

ESG topics covered for employees

ESG communication

Business ethics



Engaging with stakeholders

Community beneficiaries impacted
Consumer**75,000+**

Community development

Employee volunteering hours

Inspiring trust in customers

Building enduring bonds with supplier

Consumer centricity



Respecting human rights

Human Rights violations reported

0

Human rights assessments

Unlocking new possibilities



Sustainable products

LCA

conducted for top two products

Product life cycle and innovation

Sustainable products



Packaging responsibly

Recyclable, reusable or compostable
packaging**100%**

Eco-friendly packaging



Product Safety & Quality

Product recall incidents reported

0

Product recall incidents

Customer complaints per million units

Products compliant with safety standards

Quality defect rate

Warranty claims ratio



Sustainable Supply Chain Management

Supplier

assessment on ESG initiated

Suppliers assessed on ESG

Critical suppliers audited

Suppliers signed Code of Conduct

Local sourcing

Supplier ESG risk incidents





Focus areas

Achievements

KPIs



Data Privacy & Cybersecurity

Data breach incidents

0

Data breach incidents

Employees trained on cybersecurity

Systems covered under cybersecurity framework

Third-party security assessments

ISO 27001 certification status



Innovation & Technology

Patents filed

38

R&D spend

Sustainable product revenue

Energy-efficient products launched

Smart/IoT enabled products

Patents filed



Product Marketing & Labelling

Ethical Marketing and Advertising Policy

Products with energy ratings

Sustainable product portfolio



Sustainability-linked Material Topics and SMART Targets

Area	Targets / Commitments	Key Actions / Initiatives
Environmental Portfolio	Implementation of ISO 14001:2015 (EMS) standard across all operating locations.	Standardisation of EMS framework, periodic internal & external audits, continuous monitoring and compliance
Energy Management	<ul style="list-style-type: none"> → Reduce energy intensity by 5% (from FY 2023 baseline); → Achieve 50% renewable energy use in operations by 2030. 	<ul style="list-style-type: none"> → Implementation of energy-efficient technologies, rooftop solar installations, energy audits, and process optimisation. → Transparent roof for the warehouse and manufacturing plants for natural lighting
Product Stewardship	100% compliance with Extended Producers Responsibility (EPR) Rule for Plastic, E-Waste and Battery	Strengthening EPR mechanisms through authorised recycler assessment
Water Management	<ul style="list-style-type: none"> → Reduce water intensity by 5% in the FY 2026 (from FY 2023 baseline) → Maintain Zero Liquid Discharge (ZLD) across manufacturing locations 	<ul style="list-style-type: none"> → Installation of water-efficient systems → Rainwater harvesting → Wastewater recycling and ZLD system maintenance
Supply Chain Management	Initiate ESG Screening of FG suppliers by FY 2026.	Development of ESG assessment framework and initiating integration of ESG criteria in procurement
Waste Generation and Recycling	<ul style="list-style-type: none"> → Sustain >99% waste diversion rate from landfill → Sustain Zero Waste to Landfill Certification across manufacturing locations 	<ul style="list-style-type: none"> → Implementation of 5Rs principles (Refuse, Reduce, Reuse, Recycle, Rotten) → Partnership with authorised waste recyclers.
Employee Health and Safety	Sustain Zero fatalities	<ul style="list-style-type: none"> → Implementation of HIRA Safety → Trainings at all level → Incident reporting and investing systems → Emergency preparedness drills.
Quality and Service Delivery	Resolve >95% of customer complaints within 2 working days and responding to 100% complaint within 1 hour	<ul style="list-style-type: none"> → Strengthening customer service systems → Digital complaint tracking
Fair Business Practices and Corporate Governance, Transparency & Disclosures	100% training on corporate governance (ESG, Money Laundering, Anti-Corruption, Anti Bribery, Code of Conduct and Insider Trading)	<ul style="list-style-type: none"> → Mandatory training for 100% employees → Policy communication → Compliance monitoring, and whistleblower mechanism → Structured training programs, e-learning modules, and periodic assessments
Regulatory Compliance and Integrity	100% Compliance with ESG Requirements	<ul style="list-style-type: none"> → Periodic compliance reviews → Compliance tracking systems
Resilient Business Model & Long-term Profitability	Adherence to BEL ESG Strategy	Integration of ESG into business strategy, risk management, and performance tracking
Environmental Risk Management	Periodic review of aspect impact register	Risk identification, mitigation planning, and integration into enterprise risk framework

ESG Progress

Focus Area	UoM	KPIs	FY 21-22	FY 22-23	FY 23-24	FY 24-25	Target FY 25-26	Actual FY 25-26
Energy	GJ	Non-renewable (fuel)	12,017.3	53,626.50	25,182.10	24,321.00	21888	22020.10
		Non-renewable (electricity purchased from grid)	16,576.0	20,756.60	19,707.10	25,288.90	24023	22919.70
		Renewable energy	2,211.3	2,537.40	4,985.90	6,988.90	7337	7867.86
				14.70%	96.50%	40.10%	10%	12.58%
		Total Energy Consumption	30,804.6	76,920.50	49,875.10	56,598.80	53768	52807.67
	GJ/Cr	Non-renewable (fuel)	2.5	10.9	5.4	4.7	4.6	4.9
		Non-renewable (electricity purchased from grid -Manufacturing plant)	3.4	4.2	4.2	4.8	4.2	4.3
		Renewable energy (Solar)	0.4	0.5	1	1.3	1.2	1.7
Total Energy Consumption		6.4	15.7	10.7	10.9	10.35	11.8	
Water	KL/Cr	Total consumption per turnover	10.6	10.5	10.4	8.4	7.9	11.02
	KL	Total absolute water consumption	51,439.0	51,773.00	48,499.40	43,717.90	41531	49185.69
	KL	Total water recycling			6,292	10,248.40	10760	9548.53
	Percentage (%) change				62.80%	-	-6.83%	
	KL/cr	Total water recycling per rupees of revenue			1.3	1.9	1.8	2.1
	Percentage (%) change				46.10%	-		
Waste	MT/CR	Total waste generated per crore of turnover	1.5	1	0.5	0.4	0.38	0.26
	MT	Total absolute waste generated	7,198.3	5,344.70	2,394.30	2,142.50	2034	1358.71
	MT/CR	Total waste recycled per crore of turnover	1.3	0.9	0.5	0.4	0.38	0.26
	MT	Total absolute waste recycled or reused	6,482.2	4,823.70	2,338.70	2,095.50	1990	1166.61
	MT	Waste sent to landfill		3.5	21.2	17.2	17.2	24.98
	Percentage (%)	% waste sent to landfill		0.06%	0.80%	0.80%	-	1.80%
Social	Percentage (%)	Gender diversity percentage (women in senior management)				12.5%	-	9.09%
	Nos.	women (total workforce)		149	139	137	-	115
Safety	Nos. of LTI per million man hours	To achieve zero Lost Time Injury Frequency Rate (LTIFR).	0.3	0	0.4	0	0	0.009
Suppliers	Nos.	To complete ESG screening/ evaluation of all manufacturing suppliers					To be Initiated	Initiated
	Nos.	Trainings & ESG awareness sessions to suppliers				2	2	2

Financial Capital



Material topics

Resilient business model and long-term profitability

Contribution to UN SDGs



We believe that financial discipline forms the foundation of long-term success. Our strategy is anchored in rigorous cost control and disciplined investment. Guided by balanced capital allocation, we strive to drive sustainable growth while safeguarding the Company against evolving risks. Our robust financial stewardship has enabled us to develop a diversified portfolio of electrical and electronic products while remaining agile in a rapidly evolving business environment.

As we move ahead, this disciplined and forward-looking approach will continue to steer our progress and create sustainable long-term value for all stakeholders.

Priorities for Financial Capital

Financial Discipline and Efficiency

- Disciplined capital allocation
- Strong cash flow management
- Optimised working capital cycle
- Cost and productivity optimisation
- Robust risk governance
- Financial resilience and agility

Sustainable Growth and Value Creation

- Strategic growth investments
- Brand and market expansion
- Innovation-led value creation
- Supply chain efficiency
- Long-term shareholder value
- Sustainable growth

Key Highlights of FY 2026

- Built greater resilience into the business model through prudent capital allocation and sharper risk management practices
- Financial flexibility to invest in growth while maintaining balance sheet strength
- Expansion in new markets like switchgears, wires and solar
- Crisil AA- long-term and Crisil A1+ short-term credit ratings reaffirmed
- Ongoing transition towards a demand-led sell-through model, resulting in healthier channel inventory levels and improved market responsiveness

Financial capital remained a key area of focus during the year as the business navigated a challenging operating environment while continuing to strengthen its long-term foundations. The early onset of the monsoon impacted seasonal demand in the first half of the year, resulting in disruptions across key summer product categories. Further, we embarked on a journey of having a more balanced approach between demand-led sell-through and volume-led push. Lastly, the ongoing and evolving geo-political developments and input cost volatility, remain significant headwinds in coming quarters.

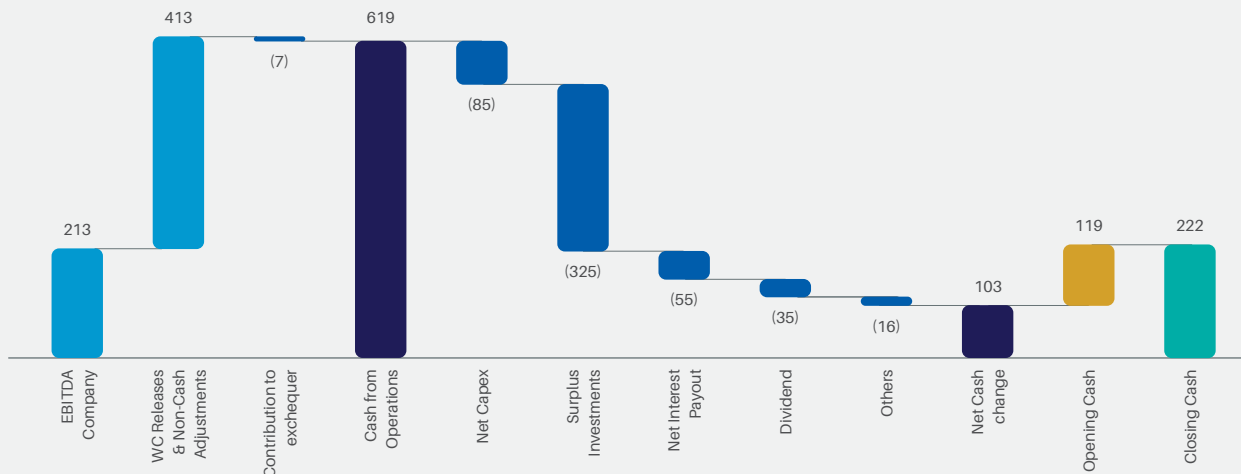
Despite these headwinds, the Company continued its transition in building greater resiliency into the profit and loss account, through optimisation of fixed costs, sharper working capital management and enhanced operational efficiencies. The Company continued to invest in high-growth and strategic markets like wires, switchgears, and solar, while maintaining disciplined capital allocation.

The Lighting Solutions business remained a strong performer, delivering one of its best annual margin profiles of 8.5% despite the broader market volatility. While the Consumer Products segment witnessed a challenging

year owing to category slowdown and channel correction, the business is now better positioned for recovery with improved inventory health, calibrated go-to-market strategies and a stronger focus on profitable growth.

The balance sheet further strengthened during the year, supported by improved cash generation, prudent leverage management and tighter capital controls. Higher cash availability provides the Company with increased flexibility to invest behind brands, innovation and people capabilities, thereby reinforcing the platform for sustainable long-term growth.

Cashflow generation and deployment



Outcomes for the year

Exited the year with surplus funds of
₹ 934 crores
 (first time in the history of the Company)

Generated cashflow from operations of
₹ 619 crores
 facilitated by working capital improvement

Building value through equity of
₹ 1,594 crores

Brand investment to the tune of
₹ 117 crores
 to support business growth

Acquired Morphy Richards brand for a consideration of
₹ 141 crores

Maintained
 negative working capital

Proposed dividend payout of
₹ 35 crores
 in line with Dividend
 Distribution Policy

Way Forward

- Convert cash to profitability
- Maintaining flexible capital structure
- Making ROI-based investments towards the intellectual capital
- Continued focus on digitisation
- Focusing on shareholders' wealth maximisation

Manufactured Capital



Material topics

Quality and service delivery

Contribution to UN SDGs



Operational excellence serves as the bridge between innovation and value creation. By combining quality, agility and execution discipline with a culture of continuous improvement, we are building an integrated operating ecosystem capable of responding to changing market needs while strengthening resilience, efficiency and long-term competitiveness. Through continuous enhancement of our value chain, we improve efficiency, reliability and scalability, driving superior experiences and sustained value creation for all stakeholders.

Priorities for Manufactured Capital

- Streamlining production process in the manufacturing plants
- Ensuring the safe operation of machinery and equipment through timely inspections and preventive maintenance
- Optimisation of raw materials and minimising TAT
- Adoption of advanced technology in manufacturing to increase efficiency
- Environmental stewardship by integrating sustainable practice
- Strengthening employee health, safety and well-being
- Periodic audits to maintain highest quality and ESG standards

Enabling Growth Through Manufacturing Excellence

Our manufacturing capabilities translate innovation into enduring customer value and represent an important competitive strength, underpinning the quality, reliability and responsiveness that define the Bajaj Brand.

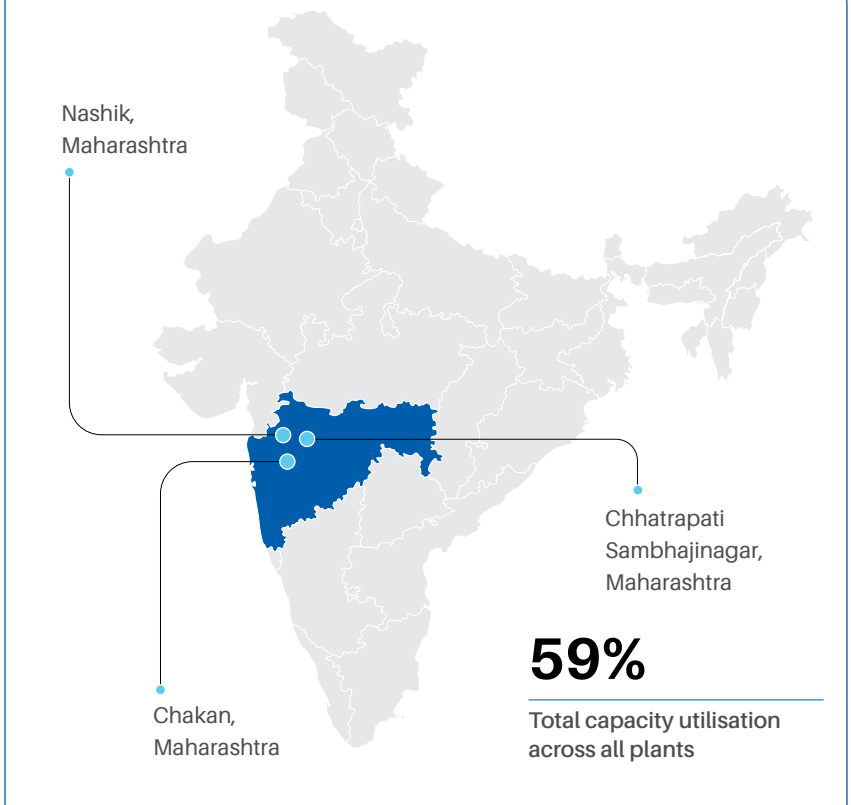
Through advanced technologies, process excellence and a strong focus on continuous improvement, we drive operational agility, optimise productivity and ensure consistent product performance. This robust manufacturing foundation strengthens our ability to meet evolving market demands while supporting long-term, sustainable growth.

Our Manufacturing Facilities

Our manufacturing facilities are engineered to deliver operational excellence, integrating advanced infrastructure, intelligent automation and digital capabilities into a highly efficient production ecosystem. These capabilities enable superior quality, enhanced productivity and greater responsiveness, strengthening our ability to serve dynamic market needs with precision and reliability.

Designed to support flexibility and scale, these facilities enable streamlined production, consistent quality standards and optimal resource utilisation. Through continuous modernisation and the adoption of sustainable manufacturing practices, we are strengthening productivity, enhancing operational resilience and creating a future-ready manufacturing ecosystem capable of meeting evolving market demands.

Strategic location of our manufacturing facilities

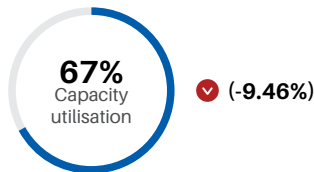




Chakan Plant

Product lines

LED



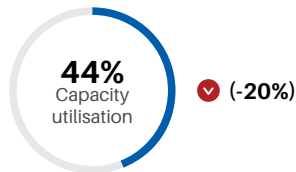
0.06Mn

units/month
Total installed capacity

0.55Mn

units/ annum
Annual production of FY 2026

Fans



0.4Mn

units/month
Total installed capacity

2.12Mn

units/ annum
Annual production of FY 2026

Highlights of FY 2026

- Achieved **10% year-on-year productivity growth** across the Consumer Products (CP) and Lighting (LT) businesses.
- Recorded the **highest-ever monthly Equivalent Units Per Person Hour (Eq. UPPH)** of 3.6 in Consumer Products and 3.5 in Lighting in December 2025.
- Achieved the **highest-ever monthly production in Lighting**, manufacturing **79,000 units** in June 2025.
- Achieved **reduction in process quality issues in Fans and Lighting** by taking corrective actions on winding failure, painted defects, casting defects.

Certifications



ZWL
(Zero waste to landfill)



ISO 9001
Quality Management System (QMS)



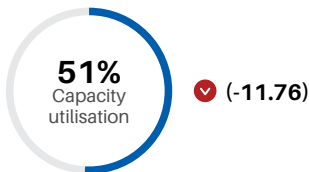
ISO 14001
Environmental Management Systems (EMS)



Nashik Plant

Product lines

Water heaters



SWH 0.06Mn

units/month
Total installed capacity

SWH 0.37Mn

units/ annum
Annual production of FY 2026

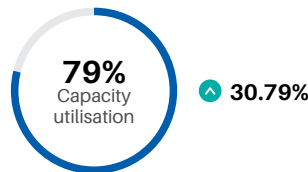
IWH 0.03Mn

units/month
Total installed capacity

IWH 0.03Mn

units/ annum
Annual production of FY 2026

Mixers



MG 0.05Mn

units/month
Total installed capacity

MG 0.48Mn

units/ annum
Annual production of FY 2026

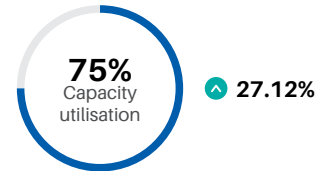
HB 0.03Mn

units/month
Total installed capacity

HB 0.11Mn

units/ annum
Annual production of FY 2026

LED



1.5Mn

units/month
Total installed capacity

13.47Mn

units/ annum
Annual production of FY 2026

Certifications



ISO 9001

Quality Management System (QMS)



ISO 14001

Environmental Management Systems (EMS)



ISO 45001

Occupational Health and Safety (OH&S) Management System

Highlights of FY 2026

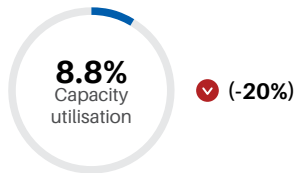
- Recorded the **highest-ever LED production of 1.86 million equivalent units** in February 2026.
- Achieved the **highest monthly Eq. UPPH of 50.3** in LED manufacturing in February 2026.
- Registered the **highest-ever monthly production of Mixer Grinders, with 51,000 units manufactured** in December 2025.



Chhatrapati Sambhajinagar plants

Product lines

Non-stick cookware



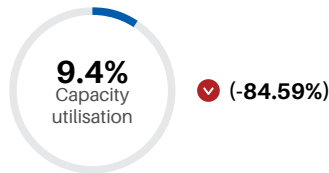
0.25Mn

units/month
Total installed capacity

0.26Mn

units/ annum
Annual production of FY 2026

Pressure cooker



0.75Mn

units/month
Total installed capacity

0.09Mn

units/ annum
Annual production of FY 2026

Certifications



ZWL

(Zero waste to landfill)



ISO 9001

Quality Management System
(QMS)

Highlights of FY 2026

- Zero waste to landfill certified.
- Zero liquid discharge certified.
- Zero reportable accidents.

Building Excellence Through People

Operational excellence is ultimately driven by people. Supported by a culture of continuous improvement, our manufacturing teams continually challenge existing benchmarks, strengthen execution discipline and advance performance across the value chain, creating a more agile, efficient and resilient operating ecosystem.

Leveraging lean methodologies, Kaizen initiatives, process optimisation, quality improvements and waste reduction programmes, the team drives sustainable productivity gains and operational efficiencies. Supported by ongoing employee training, automation and digital technologies, these efforts strengthen manufacturing agility, quality and competitiveness.

Enhancing Performance Through Execution

Managing Market Volatility

In an increasingly dynamic demand environment, enhancing responsiveness begins with greater planning precision. Through closer integration between manufacturing, sourcing and central planning functions, we continue to strengthen forecasting accuracy, improve resource allocation and optimise production readiness.

Rolling production plans and enhanced demand visibility are enabling more agile decision-making across the supply chain while improving operational efficiency and service reliability.

We have also adopted a more flexible operating model by optimising fixed costs, redefining make-versus-buy strategies and aligning resources with changing business requirements. These measures have supported smooth transitions during regulatory changes, including product start-up revisions.

Integrating New Ideas

We continue to undertake benchmarking and Value Analysis and Value Engineering (VAE) initiatives across manufacturing locations to enhance competitiveness. Through structured workshops involving cross-functional teams, vendor benchmarking, product tear-down studies and design reviews, we identify opportunities for cost optimisation, quality enhancement and product improvement.

'Mulya' Programme

Under the 'Mulya' programme, we conduct collaborative VAVE workshops and benchmarking exercises with vendors, consultants, subject matter experts and internal teams across supply chain, quality, marketing, R&D and manufacturing.

By promoting innovation, collaboration and knowledge exchange, the programme creates a platform for generating ideas that enhance product performance, optimise processes and unlock operational efficiencies. These efforts contribute to stronger competitiveness while reinforcing a culture of continuous improvement.

Advancing Industry 4.0 Adoption

We continue to advance our Industry 4.0 journey through strategic partnerships with technology partners and the integration of intelligent manufacturing solutions across operations. The deployment of IoT-enabled systems is enhancing real-time visibility, strengthening process control and enabling more data-driven decision-making across the manufacturing ecosystem.

The implementation of Connected Factory initiatives has enhanced real-time visibility into production performance, equipment effectiveness and operational losses, enabling faster decision-making and corrective actions. These initiatives have improved productivity, reduced downtime and strengthened manufacturing efficiency.



Improving Production Performance

As part of our continuous improvement journey, we are strengthening Total Productive Maintenance (TPM) practices through dedicated dashboards and structured monitoring across key pillars, including safety, quality, focused improvement and planned maintenance. In addition, productivity enhancement initiatives such as MOST (Maynard Operation Sequence Technique) studies are being expanded across manufacturing facilities to drive process efficiency and operational excellence.

Improving Supply Chain Ecosystem

As part of the Nysa 2.0 digital transformation programme, we strengthen our Connected Supply Chain ecosystem through the integration of Transportation Management Systems (TMS), Warehouse Management Systems (WMS) and Procure-to-Pay (P2P) digitisation platforms. This integrated ecosystem enhances end-to-end visibility, improves operational efficiency and enables faster, data-driven decision-making across logistics, warehousing and inventory management.



Transportation Management System (TMS)

Our TMS is fully operational. Serving as a digital Logistics Control Tower, the platform has transformed logistics management through end-to-end process integration, creating a unified view of transportation operations from contract execution through freight settlement. This enhanced visibility is strengthening governance, improving operational control and enabling more informed decision-making across the logistics network.

Automated freight capture for part-truckload (PTL) and full-truckload (FTL) movements has improved transporter accountability, eliminated manual leakages and enabled real-time shipment tracking across transportation legs.



Warehouse Management System (WMS)

The WMS has been deployed across all warehouses, enabling automation of key warehouse processes including receipts, dispatches, bin movements and inventory status management.

A key differentiator of our supply chain is the implementation of **100% box-level traceability**, providing end-to-end visibility from manufacturing units through warehouses to the point of sale. This capability strengthens market infringement monitoring, facilitates efficient product recalls and enhances inventory governance.

We are also undertaking process improvements to further strengthen First-Expired, First-Out (FEFO) compliance and inventory freshness.

Digitisation of Supply Chain Processes

Under our Connected Supply Chain and P2P digitisation programme, we have implemented several digital-first initiatives to improve delivery speed, reliability and end-to-end supply chain synchronisation. The integration of procurement, finance and logistics systems has enabled seamless information flow across functions, reducing process latency throughout the order-to-delivery cycle.

Key initiatives include:

- **100% ePOD (Electronic Proof of Delivery)** implementation for secondary transportation, enabling real-time delivery confirmation and faster issue resolution
- **AI-powered logistics optimisation (SMARTAI)** leveraging shipment consolidation, multi-leg routing and hub-and-spoke models to improve vehicle utilisation and reduce transit inefficiencies
- **Predictive OTIF monitoring and Sales Loss Tree Analysis**, enabling proactive identification and resolution of fulfilment challenges
- **Inventory node optimisation**, ensuring products are strategically positioned closer to demand centres to improve availability and reduce last-mile delivery timelines.

The close integration of TMS and WMS with SAP S/4HANA has streamlined order-to-cash and procure-to-pay processes while reducing manual interventions and data preparation efforts. These digital capabilities have enhanced operational visibility, improved inventory management and strengthened overall supply chain responsiveness.

Integrating Sustainability into Logistics Operations

Sustainability considerations are embedded across our logistics and warehousing operations. We focus on improving transportation efficiency through optimal vehicle selection, route optimisation and multimodal transportation strategies, helping reduce fuel consumption and associated environmental impacts.



In parallel, warehouse space optimisation initiatives have improved storage efficiency. We have also partnered with authorised e-waste management vendors to facilitate waste collection at source, improving warehouse operations while supporting responsible waste management and circular economy practices.

Tech Integration in Manufacturing

We continue to strengthen our manufacturing capabilities through the adoption of Industry 4.0 technologies, automation and digital governance, supporting our transition towards a connected, intelligent and data-driven manufacturing ecosystem. These initiatives have enhanced productivity, operational visibility, quality assurance and decision-making across our manufacturing facilities.

Automation and Smart Manufacturing

Building on the successful deployment of automated LED assembly and packaging lines, we expanded the application of automation across several manufacturing processes, including eyelet fitment, riveting, laser printing and scanning processes. We are also evaluating specialised automation solutions for applications such as screw tightening, leak testing and fan blade riveting to further enhance efficiency, consistency and product quality.

Connected Factory and Digital Twin

The implementation of the Connected Factory programme across our Chakan and Nashik facilities has enabled real-time monitoring of critical manufacturing parameters, including production, quality metrics, operational losses and Overall Equipment Effectiveness (OEE).

Supported by a digital twin framework, the initiative provides real-time operational visibility and simulation-based insights, enabling faster decision-making and improved shop-floor governance.

Through IoT-enabled monitoring of productivity and machine performance, we have achieved significant manpower optimisation, improved asset utilisation and unlocked additional manufacturing capacity without incremental capital investment.

Digital Reason Capturing

We introduced digital reason capturing to strengthen downtime management by replacing manual reporting processes with real-time visibility into machine stoppages and operational losses. This has strengthened accountability, reduced unreported downtime and contributed to improvements in OEE and overall manufacturing efficiency.

Integrated Manufacturing Intelligence

The integration of Manufacturing Execution Systems (MES), IoT platforms and supply chain systems has created a unified and reliable source of operational data across manufacturing facilities. With 100% box-level traceability and demand-linked production planning, this integrated ecosystem has improved inventory synchronisation, enhanced responsiveness to market demand and strengthened continuous improvement efforts across operations.



Sustainability in Manufacturing

We are embedding sustainability across our manufacturing operations by enhancing resource efficiency, reducing environmental impact and promoting responsible production practices. Through a combination of local sourcing, energy-efficient technologies, waste reduction initiatives and renewable energy adoption, we continue to strengthen the sustainability and resilience of our manufacturing ecosystem.

Key Initiatives and Achievements

Established an **in-house warehouse at Chakan**, reducing transportation requirements, associated emissions and logistics costs.

Continued to promote **local sourcing**, with over **95%** of finished products manufactured in India, supporting supply chain resilience and reducing transportation-related impacts.

Maintained **ISO 14001** certification and **zero waste to landfill** certification across manufacturing facilities.

Advanced environmental stewardship initiatives, including **rainwater harvesting, green zone development, continuous emissions monitoring** and the utilisation of solar energy across manufacturing locations.

Planted **more than 350 trees** within the Chakan facility during the year.

Developed **energy-efficient ceiling fan motor designs** aligned with the latest BEE star-rating norms, enabling lower power consumption and improved energy performance.

Quality Assurance

We continue to strengthen our quality assurance framework through digitalisation, traceability, proactive quality management and continuous improvement initiatives. By leveraging advanced technologies and robust quality systems, we are enhancing product reliability, regulatory compliance and customer satisfaction across the value chain.

Our Certification Updates

During the year, we successfully maintained and strengthened our quality and compliance credentials through:

- ISO 9001 re-certification
- ISO 14001 re-certification
- BIS licence re-certifications and scope additions
- BEE star-rating compliance updates for ceiling fans
- Fire NOC approval and commissioning of fire hydrant lines

Quality Digitalisation and Traceability

During FY2025-26, we advanced quality management through the implementation of a digital QA thread across our supplier and manufacturing ecosystems. The system links quality clearances with invoicing, digitises field inspections through QR-enabled mobile applications and integrates inspection data directly with SAP, reducing manual intervention and strengthening compliance.

Sensor-integrated End-of-Line (EOL) testing systems have replaced manual inspections across key product lines, enabling real-time performance validation, early defect detection and reduced rework and warranty risks. We further strengthened quality assurance through **100% box-level traceability**, enabling end-to-end product tracking from manufacturing to customers and supporting faster root-cause analysis, warranty management and product recall readiness.

Under Phase II of the Connected Factory programme, we are implementing **IoT-enabled quality monitoring systems** at our Chakan and Nashik facilities. These systems leverage connected sensors and real-time analytics to monitor critical quality parameters and enable proactive interventions.



Reducing Customer Complaints

Customer complaints, internal quality issues and supplier quality performance are reviewed and analysed on a monthly basis to identify root causes and drive corrective and preventive actions. In parallel, technical awareness and troubleshooting programmes are conducted regularly to strengthen problem-solving capabilities.

Key Improvements Undertaken



Ceiling Fans

- Addressed stator-related issues through sleeve design modifications, winding process improvements, enhanced wire strength testing and fixture material upgrades.
- Improved PCB performance through enhanced input voltage protection, increased surge ratings and simplified remote-pairing processes enabled by design and firmware enhancements.
- Upgraded capacitor specifications through improved VAC ratings to enhance product reliability and performance.



Water Heaters

- Improved heating element sealing by transitioning from S-type to J-type designs and introducing dedicated movement trolleys to minimise handling-related failures.
- Strengthened thermostat controls through updated work instructions, online OPL displays, operator awareness programmes and continued 100% testing.
- Enhanced leakage prevention through strengthened inspection practices and evaluation of automated leak-testing systems.

Improving Safety Parameters

Quality and safety remain closely integrated across our manufacturing operations. Through structured process reviews, enhanced operating procedures, automated testing systems and continuous employee awareness programmes, we continue to enhance process reliability, minimise operational risks and promote a safer working environment.

Way Forward

- Continue to strengthen cost optimisation and a frugal operating model to remain competitive against outsourced products and market players.
- Accelerate the adoption of automation, digitalisation and Industry 4.0 technologies to enhance productivity, quality and operational agility.
- Strengthen value engineering and local sourcing initiatives to improve supply chain resilience, reduce dependencies and drive sustainable cost efficiencies.
- Enhance connected factory capabilities through advanced traceability, quality monitoring and data-driven decision-making.
- Drive continuous improvement, resource efficiency and sustainable manufacturing practices to support long-term growth and operational excellence.



Intellectual Capital



Material topics

- Environmental Portfolio
- Product Stewardship
- Quality and Service Delivery

Contribution to UN SDGs



Ideas, insights and innovation are at the core of how we create value and shape the future. By combining deep consumer understanding, strong technological capabilities, data-driven decision-making and a culture of continuous innovation, we develop products and solutions that are relevant, differentiated and future-ready.

Our investments in research and development, digital transformation, strategic partnerships and brand-building enable us to anticipate evolving market trends, accelerate innovation and strengthen customer connections. Through these efforts, we continue to enhance our competitive advantage while creating long-term value for stakeholders.

Priorities for Intellectual Capital

- Innovating smart and energy-efficient products
- Adopting emerging technologies and digital capabilities
- Understanding evolving consumer needs and market demand
- Strengthening consumer and market insights
- Maintaining robust data security and governance
- Improving brand value through marketing initiatives
- Strengthening environmental decision-making through data-driven insights

Our R&D Capabilities

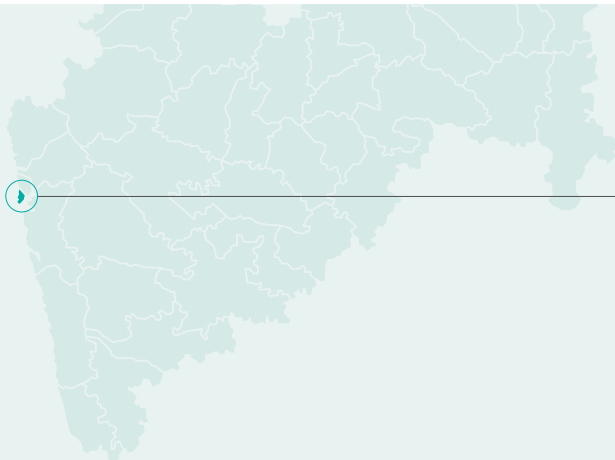
Innovation at Bajaj Electricals is driven by the expertise, creativity and technical proficiency of our people. Our teams continuously analyse evolving market trends and consumer preferences to anticipate changing needs and develop products that seamlessly integrate into modern lifestyles.

Supported by a strong R&D ecosystem and a culture of continuous improvement, we combine advanced engineering, thoughtful design and consumer-centric innovation to deliver differentiated products that create lasting value. At the same time, we remain committed to responsible innovation by integrating energy-efficient technologies that enhance product performance while reducing environmental impact.

Our State-of-the-Art R&D Centre

Our state-of-the-art R&D centre serves as the foundation of our innovation efforts, bringing together research, design, development and testing capabilities under one roof. The centre supports innovation and continuous improvement across our consumer products, consumer lighting and professional lighting businesses.

By focusing on emerging technologies, evolving consumer preferences and future market opportunities, the facility enables the development of next-generation appliances, smart products and IoT-enabled solutions for both urban and rural consumers.



Mumbai, Maharashtra

Year of establishment

2014

Facility area

Total built-up area - **3,489.3 sq.m.**

Total plot area - **5,175.8 sq.m.**



Our R&D Strategy

Our R&D strategy is built on five pillars -



Revitalising the core



Solutions for premiumisation



Opportunities for adjacencies



Growth through expansion



Future-ready talent to support innovation

R&D Processes and Action Plans

To further strengthen innovation capabilities, we developed a three-year R&D roadmap outlining key processes, priorities and capability-building initiatives, with implementation commencing in FY 2026.

Key focus areas include:

- Execution excellence
- Cost excellence
- Technology scouting and TRM
- Consumer insights
- External ecosystem
- Ideation and Hackathons
- Physics-based engineering
- Tech capabilities development

Innovation Ecosystem

Since launching our innovation ecosystem model in FY2023-24, we have progressively strengthened and matured the framework across our consumer products and lighting businesses. The ecosystem is designed to systematically transform consumer insights, emerging technologies and collaborative innovation into differentiated products and solutions.

At its core, the model integrates deep consumer understanding, innovation programmes and hackathons, technology scouting, IP development, structured research and advanced development processes, as well as strategic external partnerships. By combining insights from consumers, cross-functional teams, academia, startups and technology partners, we are able to identify growth opportunities, accelerate solution development and foster a culture of continuous innovation.

The ecosystem has enabled the development of innovative solutions across motors, electronics, materials, IoT, industrial design and energy efficiency, while advancing engineering capabilities through physics-based and AI-enabled design capabilities. Simultaneously, our focus on intellectual property protection and disciplined innovation management has strengthened our ability to commercialise differentiated products, safeguard competitive advantage and create long-term value.

102

Patents filed in the last 3 years

147

Design registrations in the last 3 years

Recognised among Top 20 Most Innovative Companies

CII Industrial Innovation Awards, FY2025-26

Innovating with Purpose

Our innovation and product development efforts are guided by a commitment to delivering on our brand promise. By aligning technology, design and engineering excellence with evolving consumer expectations, we focus on creating products that deliver superior performance, enhanced user experiences and long-term value.

Key Attributes of Our Brand Promise

Reliability

Delivering products that consistently perform and stand the test of time

Energy Efficiency

Enabling lower energy consumption through innovative technologies and design solutions

Consumer Convenience

Creating intuitive, user-centric products that enhance everyday living

Premiumisation

Combining advanced features, superior aesthetics and differentiated experiences

Cost Excellence and Sustainability

Delivering value-driven solutions while optimising resources and reducing environmental impact.

Systems and Methodologies Adopted

Reliability

Design for Reliability (DfR), statistical reliability models and physics-based engineering approaches

Energy Efficiency

Alternative design architectures, advanced materials and coatings, intelligent controllers and IoT-enabled solutions

Consumer Convenience

Ethnographic studies, blind testing, advanced industrial design techniques and consumer participation throughout the product development lifecycle

Premiumisation

Technology-led features, premium industrial design, colour-material-finish (CMF) strategies, advanced materials and consumer insights

Cost Excellence and Sustainability

Standardised product architectures, DFSS and DFMA methodologies, simulation and AI-based optimisation, material innovation, weight reduction, enhanced product life, sustainable packaging and energy-efficient solutions.

Outcomes Achieved

- Improved energy efficiency, reliability and noise reduction across new product platforms
- Expanded the portfolio of smart, connected and professional lighting solutions
- Accelerated time-to-market for innovative and premium products
- Enhanced readiness for emerging opportunities in smart cities, wellness lighting and connected appliances.

R&D Investments

To strengthen our innovation capabilities, we made targeted investments across talent, infrastructure, digital tools and strategic partnerships. We enhanced our talent mix by building future-ready capabilities in areas such as motors, controls, IoT, programme management, materials engineering and industrial design, enabling faster development of complex solutions and the creation of strategic intellectual property.

Investments in advanced testing laboratories, engineering software and AI-enabled capabilities have improved product qualification, reliability assessment and design efficiency, resulting in faster turnaround times, cost optimisation and more robust engineering outcomes. We also expanded our external innovation ecosystem through strategic partnerships, accelerating solution development while optimising resource requirements.

Collectively, these investments have strengthened our ability to solve complex engineering challenges in-house, improve first-time-right design and reduce dependence on external partners, enhancing overall R&D productivity and value creation.

Outcomes achieved from R&D Investments

Our targeted investments in talent, infrastructure, digital engineering capabilities and innovation ecosystems have delivered measurable improvements in product development efficiency, innovation output and business performance. These advancements have enabled the development of differentiated and patent-protected solutions, accelerated the adoption of technologies such as BLDC, enhanced cost competitiveness and improved speed-to-market for innovative products.

- **On-time delivery of new product launches in the Consumer Products business improved to 96% in FY2025-26**, significantly enhancing execution effectiveness
- **Average time-to-market for consumer products reduced from 18 months to 12 months**, enabling faster response to evolving consumer needs
- **Lighting Made-to-Order (MTO) time-to-market reduced by 50%**, accelerating project execution and customer responsiveness
- Value Analysis and Value Engineering (VAVE) benefits increased to **approximately ₹40 crore on an annualised basis** across the consumer products and lighting businesses
- **Simulation-led engineering and AI-enabled design capabilities reduced development time and costs by over 50%**, improving both efficiency and innovation outcomes.



Product Innovation

Our approach to product innovation is guided by a structured framework that places customer needs and sustainability considerations at the centre of the development process. We continuously gather insights through ethnographic studies, consumer interactions, market feedback and field visits, enabling us to identify emerging trends and evolving expectations.

These insights are integrated into cross-functional ideation processes involving R&D, marketing, industrial design, IoT teams, customers and strategic partners. Pilot launches and controlled scale-ups further help validate concepts, refine offerings and improve market readiness before broader commercial deployment.

Integrating Customer Insights

Customer feedback plays a critical role in shaping our product and technology roadmaps, informing decisions related to premiumisation, cost excellence and future platform development. By incorporating consumer insights early in the development cycle, we enhance market relevance, minimise late-stage modifications and deliver solutions that create meaningful value for consumers.

New Product Development

Guided by our focus on premiumisation, energy efficiency, reliability and smart technologies, we introduced a range of innovative solutions designed to address evolving consumer and infrastructure requirements.

Consumer Products

Our Consumer Products portfolio witnessed significant expansion across key categories, with a focus on BLDC technology, enhanced performance, premium features and superior user experience. New launches were designed to deliver greater energy efficiency, lower noise levels and improved functionality while catering to diverse consumer preferences.

Lighting Solutions

We strengthened our smart lighting ecosystem through enterprise-grade connected platforms powered by NB-IoT, BLE, RF and AI-enabled controls. Developed in collaboration with IIT Bombay, these solutions support intelligent monitoring, remote management and energy optimisation for smart city and professional infrastructure applications.

Professional Lighting

Professional lighting remained a key growth focus during FY2025-26 as we expanded our presence across industrial, commercial, infrastructure and smart city applications. Our solutions leveraged advanced optics, thermal management, controls and connectivity to deliver superior performance, reliability and lifecycle efficiency.

During the year, we also executed several landmark projects, including tunnel lighting installations, smart street lighting systems, industrial luminaires and stadium lighting solutions.

To strengthen our technology leadership, we partnered with Seak Energetics to advance tunnel lighting solutions and collaborated with IIT Bombay to develop AI-driven and edge-enabled IoT lighting technologies. These initiatives are expected to create differentiated offerings for infrastructure projects while unlocking opportunities across highways, metro networks, urban tunnels and smart city applications.



Sustainable Innovation

Sustainability is embedded within our innovation approach, guiding how we design products, optimise processes and create long-term value. Since FY 2024-25, sustainability has been a key metric for evaluating R&D impact, ensuring environmental considerations are integrated throughout the product and technology lifecycle.

Role of Sustainability in the Product and Technology Lifecycle

- Weight and material reduction
- Adoption of sustainable material alternatives
- Enhanced product life and reliability
- Energy-efficient technologies and solutions
- Sustainable and optimised packaging

During FY2025-26, we further strengthened the integration of sustainability across product design, materials, packaging and engineering processes. We prioritised energy-efficient architectures, BLDC technologies, advanced controllers and optimised designs to reduce lifecycle energy consumption.

Material and packaging innovations focused on reducing resource intensity while increasing the use of recyclable and biodegradable alternatives. We also leveraged digital simulations, AI-enabled engineering and predictive models to reduce physical prototyping, reduce material consumption and lower rework requirements.

Within manufacturing, process improvements helped optimise energy and material utilisation, while reliability-driven design practices supported longer product life, lower failure rates and reduced waste generation. Through these initiatives, we continue to advance sustainable innovation while delivering high-performance products that meet evolving consumer expectations.

Collaborating to Innovate

At Bajaj Electricals, we leverage a diverse network of external partners to complement our internal capabilities and accelerate innovation. Through collaborations with academia, start-ups, technology specialists and global technology companies, we gain access to emerging technologies, specialised expertise and advanced capabilities that enable us to develop differentiated, cost-competitive solutions and bring them to market faster.

Academic and Technology Institution Partnerships

We collaborate with leading academic and research institutions to advance applied research, validate emerging technologies and strengthen technical capabilities across areas such as smart lighting, optics, IoT and control systems. These partnerships bridge the gap between research and commercialisation while enhancing our innovation capabilities and building future-ready expertise across the organisation.



Case Study: Smart Lighting Solutions

As part of our collaboration with the TIH Foundation at IIT Bombay, we are co-developing intelligent lighting solutions for smart city applications. By combining our expertise with IIT Bombay's strengths in IoT and applied research, the partnership focuses on BLE-based street lighting, IoT-enabled monitoring and intelligent lighting systems.

As of March 2026, the AI and edge-computing project under this collaboration had achieved TRL 5, with multiple use cases under evaluation. The initiative is expected to improve energy efficiency, improve asset uptime and optimise maintenance effectiveness while strengthening our position in the growing smart city infrastructure projects.



Startup Collaborations

We engage with start-ups to accelerate the development of next-generation technologies and gain early access to innovative solutions. These collaborations enable us to leverage emerging ideas, build upon existing research and explore new technology domains.

Specialist Technology and Validation Partnerships

We work with specialist technology partners to access advanced simulation tools, predictive engineering models, testing infrastructure and AI-enabled engineering capabilities. These collaborations strengthen our product development processes by improving design accuracy, enhancing product reliability and enabling faster innovation cycles.

Key Technology Company Partnerships

We collaborate with global technology and material solution providers to co-develop advanced components and future-focused solutions across areas such as controllers, optics, coatings and specialised materials. These partnerships enable us to enhance product performance, improve quality and reliability and access emerging technologies that support innovation.

Information Technology

Our continued investment in advanced technologies enables us to improve operational excellence, strengthen business resilience and support sustainable growth. Through investments in cybersecurity, digital platforms, data governance and intelligent automation, we are building a secure, agile and scalable technology ecosystem that strengthens decision-making, enhances productivity and creates value across the organisation.

By adopting a Clean Core SAP BTP architecture and expanding our portfolio of digital solutions, we continue to create an integrated and future-ready value chain. These initiatives are enhancing efficiency, improving customer service and enabling data-driven growth across manufacturing, logistics and distribution.

Manufacturing Enablement

Our IT initiatives continue to enhance manufacturing efficiency through connected factory capabilities powered by IIoT, digital governance and real-time performance monitoring. Digital quality assurance systems, end-of-line testing solutions and automated shop-floor controls have strengthened

product reliability while reducing operational inefficiencies.

Through real-time monitoring of Overall Equipment Effectiveness (OEE) and Units Per Person Hour (UPPH), we achieved **double-digit productivity gains** across manufacturing operations.

Data, Analytics and Intelligent Automation

We are leveraging advanced technologies such as AI, machine learning, robotic process automation and a centralised data lake to improve operational visibility, strengthen decision-making and enable secure analytics.

These capabilities support anomaly detection, seamless integration with partners and vendors and enhanced business intelligence, helping us build a more agile and data-driven operating model across functions.



Distribution and Channel Digitisation

Our digital initiatives have strengthened the distribution ecosystem and supported channel expansion through enhanced visibility, automation and governance. Capabilities such as box-level traceability, OTIF monitoring, sales loss analytics and inventory optimisation enable improved service levels and product availability across channels.

In addition, SAP BTP-based automation has streamlined partner onboarding and commercial workflows, improving agility and scalability.

End-to-end box-level traceability enabling enhanced product tracking and governance across the distribution network.

Logistics Transformation

We have established a digitally integrated logistics ecosystem to improve visibility, execution and customer responsiveness. Technology-enabled transportation management systems, AI-driven route optimisation and warehouse automation have strengthened operational efficiency while enabling seamless movement of goods across the supply chain.

100%

electronic Proof of Delivery (ePOD) adoption

AI-driven routing and transport optimisation supporting improved load utilisation and reduced transit inefficiencies

Data Privacy and Cybersecurity

Protecting digital assets, customer information and business operations remains a critical priority. We continue to strengthen our cybersecurity and IT risk management framework through a multi-layered security architecture comprising advanced firewalls, endpoint protection, SIEM and SOAR platforms, cloud security monitoring tools and robust access controls.

These measures are supported by comprehensive data governance practices, encryption protocols, vulnerability management processes, cyber insurance coverage and continuous third-party risk monitoring.

To further enhance resilience, we conduct regular cybersecurity awareness programmes, phishing simulations and employee training initiatives, ensuring a strong culture of information security across the organisation.

During the year, an independent third-party assessment based on the NIST Cybersecurity Framework was undertaken to validate existing controls, identify improvement opportunities and strengthen our cybersecurity posture.

Zero

Data breach reported

Way Forward

- Accelerate growth through consumer-centric innovation, premiumisation and IoT-enabled product solutions
- Enhance profitability by driving value engineering initiatives, optimising costs and increasing platform standardisation across product categories
- Strengthen the innovation ecosystem through strategic IP creation, advanced technology development and collaborative partnerships
- Expand global market opportunities by developing export-oriented products that meet international standards and evolving customer requirements
- Build future-ready capabilities through investments in technical talent, AI-enabled engineering, advanced R&D processes and next-generation development infrastructure.

Human Capital



Material topics

Employee health and safety

Human Capital Management

Business ethics and anti-corruption

Contribution to UN SDGs



We aim to maintain a workplace where individuals are empowered to learn, lead and grow while contributing meaningfully to our shared purpose. Through a culture founded on meritocracy, inclusivity, continuous development and employee well-being, we strive to unlock the full potential of our workforce. By investing in talent development, strengthening leadership capabilities and nurturing an environment built on trust, collaboration and high performance, we are creating a future-ready organisation equipped to thrive in a rapidly evolving business landscape.

Priorities for Human Capital

- Strategic talent acquisition and retention
- Continuous learning and capability development across all levels
- Equal employment opportunities and equitable benefits
- Safe, healthy and inclusive workplaces
- Employee health, well-being and work-life balance
- Transparent performance management and employee recognition
- Effective grievance redressal and employee support mechanisms



Key Focus Areas of HR Functions



Align

Align organisational structures, workforce capabilities and talent strategies with evolving business priorities to enhance agility, productivity and sustainable growth.



Develop

Build future-ready leaders and strengthen functional and behavioural capabilities to ensure a high-performance culture.



Digitise

Leveraging technology-enabled and data-driven HR processes to enhance efficiency, transparency and decision-making.



Engage

Create a positive employee experience through meaningful engagement, holistic well-being initiatives and fair performance-driven practices.

Recognition for our People-Centric Culture



We are recognised as a **Great Place to Work®** for the **sixth consecutive year**. This achievement reflects our commitment to fostering a culture of trust, inclusivity, collaboration and employee well-being. It reinforces our efforts to create a workplace where employees feel valued, empowered and inspired to achieve their full potential.

We were featured among the **'Companies with Best Managers'** by the **Great Manager Institute** in partnership with **People Business Consulting**.

This recognition highlights the strength of our leadership capabilities and our focus on developing managers who inspire performance, encourage engagement and support employee growth while creating a positive and high-performing work environment.

Talent Management

Hiring the Right People

We strengthen our talent acquisition approach through inclusive, structured and data-driven hiring practices. Our focus is on attracting diverse talent across functions and geographies by leveraging partnerships with diverse talent networks, campus engagement programmes, AI-enabled sourcing tools and social hiring platforms. We also advance diversity, equity and inclusion through targeted hiring initiatives, return-to-work opportunities, standardised selection frameworks, diverse interview panels and sensitisation programmes for hiring managers.

To attract the best talent, we utilise a diversified mix of recruitment channels, including employee referrals, campus recruitment, job portals, social media platforms, recruitment agencies and internal talent pools. This multi-channel approach enables us to access a broad and diverse talent base while supporting equitable and efficient hiring outcomes.

Enhancing the Onboarding Experience

We have reimaged the onboarding journey to create a seamless and engaging experience for new employees. By digitising and streamlining pre-joining processes, we have reduced administrative complexities and enabled smoother integration into the organisation. New employees participate in a structured induction programme and receive continuous support throughout their first 90 days through coordinated engagement from the talent acquisition teams, HR business partners and managers.

To further accelerate integration, we conduct dedicated synergy sessions led by the CHRO and functional leaders. These sessions help employees gain a deeper understanding of our organisational culture, strategic priorities, expectations and ways of working. Together, these initiatives strengthen early engagement, improve collaboration and enable employees to contribute effectively from the outset.

Strengthening Performance Excellence

We enhanced our Performance Management System (PMS) to strengthen alignment between individual contributions and organisational objectives. The revised framework enables greater differentiation of performance, creating clearer recognition and reward opportunities for high performers while placing stronger emphasis on outcomes, value creation and business impact.

The enhanced PMS also equips leaders with greater transparency and insights to make informed decisions regarding performance differentiation and reward allocation. At the same time, it ensures that exceptional in-year achievements are recognised in line with overall business and organisational performance.

Retaining and Developing High-Potential Talent

We focus on attracting, developing and retaining high-performing talent by providing meaningful learning and growth opportunities. During the year, our key talent pool participated in a curated learning journey delivered in partnership with a premier Tier-1 institute, gaining exposure

to leading practices, emerging business trends and contemporary leadership perspectives.

These development efforts were complemented by regular career conversations involving employees, managers and HR teams. Such discussions support clear expectation setting, career planning and individual development while fostering stronger engagement and retention. Together, these efforts strengthen our leadership pipeline and position us for sustained long-term success.

Learning and Development

We view learning and development as a critical enabler of business performance, employee growth and future readiness. Our approach is anchored in systematically identifying functional training needs, assessing current capabilities and addressing emerging skill gaps. This ensures that learning interventions remain relevant, targeted and aligned with evolving business priorities.

During FY 2025-26, we focused on strengthening frontline sales capabilities, enhancing managerial and leadership effectiveness and building future-ready skills across the organisation.

Partnering with Leading Institutions

To deliver high-quality and specialised learning experiences, we partnered with some of India’s premier academic institutions. These collaborations enabled the design and delivery of advanced technical, functional and leadership development programmes, helping strengthen organisational capability and prepare our workforce for future opportunities and challenges.

Training Programmes

Gurukul Programme for Sales Excellence

During the year, we launched the **Gurukul Programme** for our sales teams to strengthen data-driven decision-making and enhance the effectiveness of performance reviews across sales channels. The programme focused on building analytical capabilities, improving review effectiveness and fostering greater accountability, ultimately contributing to stronger business outcomes.



Building Skills for the Future

To prepare our workforce for a rapidly evolving business and technology landscape, we conducted targeted training programmes on emerging and critical capabilities. These programmes equipped employees with contemporary skills and practical knowledge to enhance innovation, problem-solving and decision-making.

Key topics covered included:

						
Generative AI	Machine Learning	First-Principles Thinking	Design Thinking	Data-Based Decision Making	Design for Reliability	PMI Agile Methodologies

Learning through Digital Platforms

FY 2025-26 marked a significant evolution in our learning ecosystem as we transitioned from a predominantly course-led model towards a more intelligent, personalised and experience-driven approach to learning.

We leveraged digital platforms, including **Microsoft Teams, simulation-based learning tools and LMS platforms**, to enable learning anytime and anywhere. **Power BI dashboards** provided greater visibility into participation levels and training effectiveness, while a **SharePoint-based Learning Portal** simplified access to role-based, leadership and compliance learning programmes.

During the year, we also launched the **Enthral LMS/LXP platform**, introducing AI-driven learning recommendations, skill-gap analysis and personalised learning journeys. These capabilities have helped create a more intelligent, engaging and future-ready learning ecosystem.

Leadership Development

We adopt a development-led approach to succession planning, focused on building a strong pipeline of future leaders aligned with our business strategy. By identifying critical roles and investing in high-potential talent, we strengthen leadership readiness, ensure business continuity and support long-term organisational success.

Building the Leadership Pipeline

Our succession planning framework is centred on preparing high-potential employees for critical leadership roles through a structured **18-month development journey**. Designed around the **70:20:10 learning model**, the programme combines experiential learning, social learning and formal development interventions.

Participants engage in campus immersions, action learning projects,

classroom sessions and masterclasses, all aligned with their Individual Development Plans (IDPs) and future role expectations. This integrated approach helps build the capabilities, experiences and strategic perspective required to lead effectively in a dynamic business environment.

Capability Strengthening Initiative

We also introduced a structured **10-month leadership development journey** that integrates individual development needs, organisational priorities and future capability requirements. The programme equips leaders with the skills and mindset required to navigate evolving business landscapes, drive strategic priorities and foster innovation-led growth.

Pygmalion- Developing High-Potential Talent

The **Pygmalion Programme**, our flagship high-potential development initiative, is designed to strengthen our future leadership pipeline. Participants are identified through Talent Council discussions based on consistent performance, demonstrated potential and readiness for larger responsibilities.

The programme offers a holistic development experience through leadership interactions, exposure to senior management, structured learning interventions and action learning projects. It accelerates leadership readiness and prepares participants for future leadership roles.

Diversity and Inclusion

At Bajaj, we strive to build a diverse, equitable and inclusive workplace where every employee has the opportunity to grow, contribute and succeed. Guided by our values of fairness, meritocracy and mutual respect, we continue to strengthen representation across the organisation while creating an environment where diverse can thrive and realise its full potential.

Our diversity strategy is anchored on three key pillars -



Hiring



Retention



Capability Building

Creating a Culture of Mentorship

During the year, we strengthened coaching and mentoring capabilities across the organisation, enabling leaders to play a more active role in talent development and cross-functional learning.

20

Leaders trained in mentoring skills

10

Leaders mentored cross-functional teams

Leadership Impact Assessment

All leadership development initiatives are supported by a structured impact assessment framework that evaluates learning effectiveness across multiple dimensions:

- Participant feedback and programme relevance
- Knowledge enhancement measured through pre- and post-learning assessments
- Application of learning through on-the-job projects and behavioural outcomes.

This approach ensures that leadership development efforts translate into measurable capability enhancement and sustained business impact.

Advancing Gender Diversity Through Inclusive Hiring

We continue to strengthen our efforts to attract diverse talent through targeted hiring initiatives and inclusive recruitment practices. Dedicated discussions with hiring managers help reinforce diversity objectives, while sensitisation programmes promote awareness and mitigation of unconscious bias throughout recruitment and talent decisions.

Strengthening Retention Through Leadership Connect

Creating an inclusive workplace extends beyond hiring to ensuring that employees feel heard, valued and supported throughout their professional journey. During the year, we introduced **Open Mic sessions with the CEO and CHRO**, providing women employees, young professionals and key talent groups with direct access to senior leadership.

These sessions encouraged meaningful two-way dialogue, enabling employees to share perspectives, raise concerns and contribute ideas. The initiative strengthened employee engagement and fostered a greater sense of belonging.

Building Women Leadership Capability

We implemented a dedicated blended learning journey in partnership with an external organisation. The programme was designed to strengthen leadership readiness, enhance professional capabilities and support long-term career progression.

25

Women employees participated in the development programme

2

Participants featured in the **Jombay 1000 Emerging Women Leaders List**

Creating Awareness on Unconscious Bias

Building an inclusive culture requires continuous awareness, learning and behavioural change. During the year, we rolled out a mandatory **e-learning programme on unconscious bias** for all employees to increase understanding of hidden biases and their impact on workplace decisions and interactions.

In addition, managers participated in focused classroom-based learning sessions that equipped them with practical tools and techniques to identify, challenge and mitigate unconscious bias in day-to-day people management and decision-making.

Supporting Women Through Different Life Stages

'While You Are Away' - Maternity Support Initiative

We introduced **'While You Are Away'**, a unique maternity support programme designed to create a positive and supportive experience for women employees, their managers and their team members during maternity.

Developed in partnership with an external expert, the initiative facilitates structured conversations among employees, managers and family members to help manage maternity-related transitions effectively. By fostering understanding, reducing workplace pressures and strengthening support systems, the programme enables women to navigate this important life stage with greater confidence, comfort and assurance.

Employee Engagement

We believe that an engaged workforce is fundamental to building a high-performance and inclusive culture. We continuously seek employee feedback, encourage open communication and recognise contributions to ensure our people feel valued, heard and

connected to the organisation's goals and values.

To strengthen employee engagement, we have adopted a structured approach to understanding employee perspectives through a combination of annual engagement surveys, pulse surveys and ongoing employee connect initiatives.

Strengthening Connections Through Open Dialogue

To promote transparency, collaboration and meaningful dialogue, we introduced multiple employee engagement platforms, including **Bajaj Pulse, Open Mic sessions with the CEO and CHRO, Townhalls and Synergy Sessions**. These forums enabled open conversations across all levels of the organisation, strengthened leadership accessibility and fostered a culture of trust, inclusion and accountability.

Recognising and Rewarding Excellence

We continue to strengthen our culture of appreciation through structured recognition and reward programmes that celebrate outstanding contributions and reward performance that celebrate outstanding contributions.

During the year, we introduced the **'Play to Win' Monthly Rewards Programme** for our sales workforce. The initiative was designed to encourage consistent high performance and recognise achievements throughout the year.

Employee safety and well-being

We strive to create and maintain a workplace that is safe, supportive and conducive to personal and professional growth. Through robust safety systems, continuous capability building and comprehensive well-being initiatives, we strive to foster a resilient workforce and a culture of care, prevention and well-being.

Ensuring Workplace Safety

Creating a safe work environment remains a core priority across our operations. Our approach focuses on strengthening governance, enhancing risk awareness, improving preparedness and investing in infrastructure and technology to proactively manage workplace risks.

During the year, employees across locations participated in structured training and certification programmes as **first aiders and fire fighters**, conducted by government-certified external experts. We also conducted regular safety awareness programmes, monthly safety training sessions and fire safety drills across manufacturing

facilities, offices, warehouses and project sites to reinforce a strong culture of safety.

Safety preparedness was improved through-

- Regular mock drills and emergency response simulations
- Role-based and risk-specific safety training programmes
- Fire safety awareness and preparedness initiatives
- Display of emergency response information across locations
- Certified training for first aid and emergency response teams.

We are also investing in advanced digital monitoring systems to enable real-time tracking of safety parameters and facilitate the early identification of potential risks. Ongoing investments in machine safety, fire protection systems, ergonomic workplace enhancements and strengthened governance mechanisms further support the creation of safer and more resilient work environments.

Case Study: Strengthening Governance and Safety Practices across Plants

Initiative

The Company has institutionalised structured governance mechanisms and capacity-building initiatives to proactively address ESG and safety-related concerns across its plants.

Safety Committee Meetings:

At the Nashik Plant, monthly safety committee meetings are conducted to systematically track, escalate and resolve ESG and safety issues. Similarly, at the Chakan Plant (all locations), periodic safety committee meetings are held to review concerns and ensure timely resolution.

Training Need Identification (TNI) - Chh. Sambhaji Nagar Plant:

A structured Training Need Identification (TNI) process has been implemented to design advanced safety training

programmes. This initiative focuses on enhancing employee skills and building awareness on safety practices.

First Aid & Fire Fighter Training - Chh. Sambhaji Nagar Plant:

The plant is in the process of developing a pool of certified first aiders and fire fighters through third-party training conducted by certified professionals. This initiative aims to strengthen on-site emergency preparedness and response capabilities.

Impact

- Regular identification and resolution of ESG and safety issues
- Improved governance through structured monitoring and escalation mechanisms
- Enhanced employee skills and safety awareness

- Strengthened safety culture across plants
- Improved emergency preparedness and incident response capability (upon completion of training programme)

Outcome

These initiatives demonstrate a comprehensive approach towards governance and workplace safety. By combining structured review mechanisms with targeted training programmes, the Company continues to reinforce a strong safety culture and ensure effective management of ESG risks across its operations.

Case Study: Enhancing Workplace Safety through Machine Safeguarding Initiatives

Initiative

To minimise human-machine interaction and enhance workplace safety, the Company implemented advanced machine safeguarding and process improvement measures across its plants. These included 360° machine guarding on press, winding, LED assembly MPCB pressing and assembly operations at the Chakan, Nashik and Chh. Sambhaji Nagar plants, preventing direct access to hazardous machine parts. At the Chakan Plant, spindle press machines were equipped with two-hand push-button systems, side fencing and protective barriers to reduce operator exposure to moving parts and hazardous zones. Similar safety interventions were

replicated across multiple machines at the Chh. Sambhaji Nagar Plant. Additionally, a Kaizen initiative at the Nashik Plant's mixer area eliminated manual intervention in bush pressing operations, further reducing risk exposure.

Impact

- Significant reduction in workplace injuries across all plants
- Zero finger injuries in press, LED assembly and mixer operations at Nashik Plant
- Reduced human-machine interaction risks through engineering controls
- Strengthened safety culture and improved operator confidence

Outcome

By consolidating machine guarding, safety systems and process improvements, the Company has established a robust and standardised approach to workplace safety. These initiatives demonstrate a strong commitment to protecting employees while driving operational excellence across manufacturing facilities.

Case Study: Safety Culture Development across Warehouses

Initiative

The Company launched a Safety Culture Development Program focused on regular engagement, communication and awareness initiatives to promote safe behaviours across all warehouse operations. The program includes periodic safety awareness sessions, toolbox talks, communication campaigns and employee engagement activities. These initiatives are designed to reinforce safe practices, encourage participation and build accountability at all levels.

Impact

- Improved safety behaviour among employees
- Reduction in workplace incidents and near misses
- Increased awareness and proactive reporting of safety concerns
- Enhanced focus on employee health and safety

Outcome

The Safety Culture Development Program reflects the Company's commitment to fostering a safe and responsible work environment. By driving behavioural change and continuous engagement, the initiative strengthens workplace safety and supports long-term employee well-being.

Caring for Employee Well-being

Employee well-being remains a key priority and we continue to strengthen our support framework to promote physical, mental and financial wellness. During the year, we enhanced employee benefits through the introduction of OPD coverage and customised preventive healthcare and early intervention.

Our comprehensive insurance coverage provides financial protection and support to employees and their families during unforeseen circumstances. Designed to be competitive and employee-centric, our benefits programmes help reduce financial stress while supporting overall health, well-being and peace of mind.

Human Rights and Ethical Conduct

We have established a comprehensive governance framework that guides employee conduct and decision-making, ensuring ethical behaviour, compliance and respect for human rights remain embedded across the organisation.

To strengthen awareness and promote adherence to organisational values and policies, all employees are required to undergo mandatory training on key governance and compliance topics. Employees also undertake an annual review and acknowledgement of applicable policies through a formal sign-off process.

Our governance framework is supported by a comprehensive set of policies and guidelines, including:



Code of Conduct



Whistle Blower Policy



Prevention of Sexual Harassment (POSH) Policy



Insider Trading Policy



Winning Culture Framework

Grievance Redressal and Employee Voice

We provide employees with access to structured committees and formal grievance mechanisms through which they can raise concerns, seek guidance or report potential violations. These channels are designed to ensure that employees can voice concerns without fear of retaliation and are supported by principles of confidentiality, fairness and impartiality.

All grievances and concerns are reviewed and addressed through a transparent and timely resolution process. By ensuring accessible grievance mechanisms and fostering a culture openness and accountability, we continue to strengthen employee confidence and uphold our commitment to fairness, dignity and respect in the workplace.

Way Forward

We will continue to enhance our recruitment and retention strategies to ensure business continuity and minimise productivity disruptions, while maintaining a strong commitment to diversity and inclusion. By investing in tailored learning and development initiatives and integrating the Winning Culture framework into all HR practices, we aim to address specific skill needs and reinforce desired behaviours. Additionally, a comprehensive review of our organisational design will support a transition to a rolebased structure, with ongoing efforts focused on boosting productivity and efficiency. We will also continue to strengthen our health and safety practices through enhanced awareness programmes, regular emergency preparedness drills, and proactive risk management measures to foster a safe and resilient workplace.



Social and Relationship Capital



Material topics

Supply Chain Management

Quality Service and Delivery

Contribution to UN SDGs



We believe enduring value is created through strong relationships founded on trust, collaboration and shared progress. We engage with customers, communities, value chain partners and other stakeholders. These relationships enable us to better understand evolving expectations, strengthen stakeholder confidence and create value that is shared across the ecosystem.

Our commitment to delivering quality products and services, maintaining responsible supply chain practices and contributing positively to society helps us build enduring partnerships that support business resilience and sustainable growth. Through continuous engagement and responsible actions, we seek to create meaningful outcomes for all our stakeholders while advancing our purpose of 'Better Planet, Better Life'.

Priorities for Social and Relationship Capital

- Strengthening engagement with communities and addressing local development needs
- Encouraging employee participation in social impact initiatives
- Promoting environmental awareness and responsible practices
- Supporting women's empowerment and livelihood creation
- Building strong and long-term relationships with suppliers and business partners
- Enhancing customer engagement through quality products and responsive service.

Community Development

Building Trust. Strengthening Communities. Creating Shared Value.

Creating a positive impact beyond business remains an integral part of our 'Better Planet, Better Life'. At the heart of our purpose lies a commitment to nurturing meaningful relationships; with communities, partners, employees, and institutions. We recognize that sustainable progress is built not just through what we do, but through how we engage, collaborate, and act with intent. Through the Bajaj Electrical Foundation (BEF), we support initiatives that contribute to environmental stewardship, social inclusion and community well-being.

During FY 2025-26, we concentrated our CSR efforts on three key areas:



Environmental Sustainability



Arts and Culture

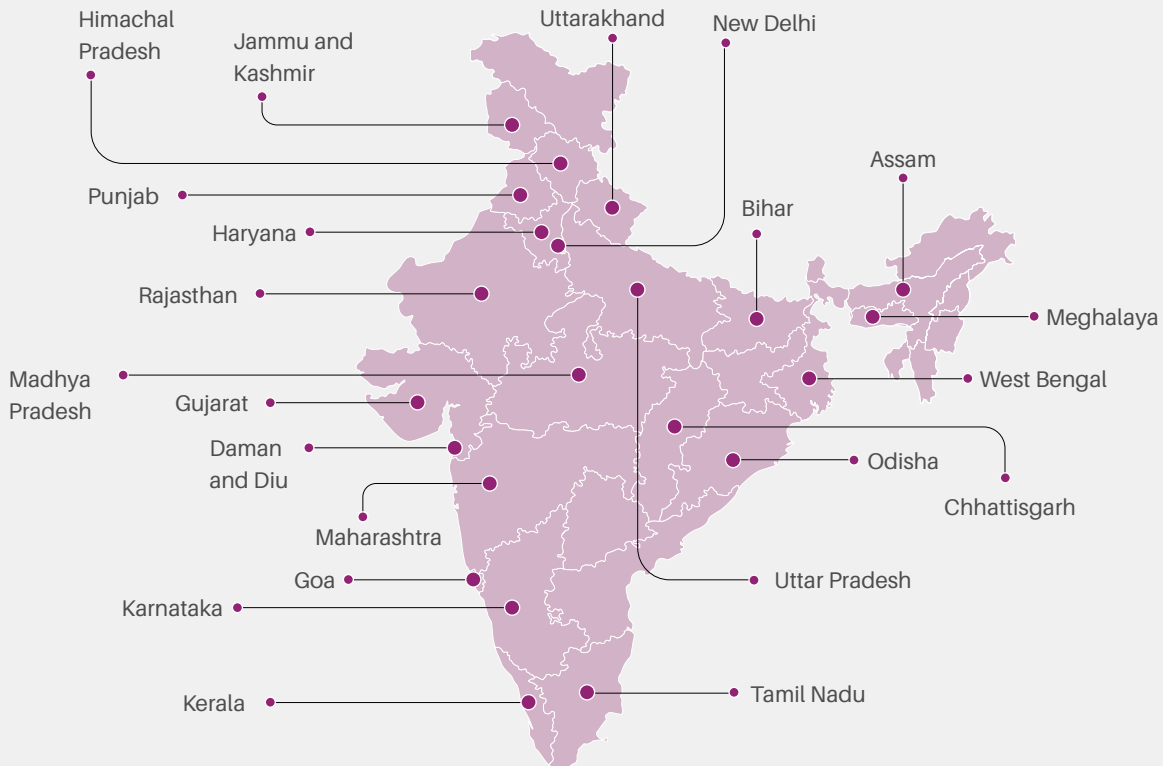


Rural Woman Entrepreneurship



Geographic Coverage of our CSR Projects

During FY 2026, the Bajaj Electricals Foundation expanded its environmental sustainability and community development programmes across **19 states and 3 union territories**.



In addition to its broad geographic presence, our CSR strategy prioritises interventions in aspirational districts, where we seek to support inclusive and sustainable development in alignment with national development priorities.

Our CSR Projects

Bajaj Electricals Foundation serves as the corporate social responsibility arm of Bajaj Electricals. Our Corporate Social Responsibility (CSR) initiatives reflect our commitment to sustainable community development and meaningful stakeholder engagement. Anchored in environmental stewardship, our approach prioritizes building resilient ecosystems while enabling inclusive and long-term social progress. Our interventions address areas including clean cooking, clean energy, waste management, and afforestation; each designed to strengthen ecological balance while improving quality of life for the communities we serve.

Our Programmes

- 1 Project Nature Restoration
- 2 Project Resource Reborn
- 3 Project Green Energy

Our Initiative

During the year, we distributed 14,000 improved cookstoves across Karauli and Sawai Madhopur districts in Rajasthan and Jawhar in Maharashtra. This intervention enabled households to adopt cleaner, more fuel-efficient cooking methods, improving both health and environmental outcomes.

These cookstoves significantly reduce indoor air pollution, creating healthier living environments for families—especially women and children who are most affected by traditional cooking methods. In addition to health benefits, the initiative supports fuel efficiency, reduces dependence on firewood, and significantly lowers the time and effort spent on fuel collection, thereby easing everyday household burdens.

Project Nature Restoration



a) Improved Cookstove Project

Location: Karauli and Sawai Madhopur, Rajasthan; Jawhar, Maharashtra

Access to clean and efficient cooking solutions remains a significant challenge in many rural communities, where traditional cooking practices often result in indoor air pollution, adverse health effects and continued dependence on firewood. Recognising this need, we implemented the Improved Cookstove Project to promote cleaner cooking practices while supporting environmental sustainability and community well-being.

Impact Created

- Benefitted over 70,000 individuals across the project locations
- Reduced reliance on firewood and other traditional cooking fuels
- Lowered household exposure to indoor smoke and associated respiratory health risks
- Reduced the time and effort required for fuel collection, particularly for women
- Helped conserve local forest resources through fuelwood consumption
- Contributed towards reducing greenhouse gas emissions through cleaner cooking practices.
- A third-party assessment of 8,000 cookstoves in Rajasthan estimates a mitigation of approximately 2,22,711 tCO₂e over a five-year lifecycle across the households.



Outcome Achieved

The project has supported the transition to safer, cleaner and more sustainable cooking solutions, contributing to improved household well-being and environmental conservation. In addition, the resulting reduction in carbon emissions will be independently audited and certified by a third-party agency.



b) Planting Hope for a Better Planet

Location: Pan India

As part of our commitment to environmental stewardship, we continue to invest in afforestation and ecosystem restoration initiatives that create long-term ecological value for communities and future generations. These efforts support landscape restoration, improve air quality, and strengthen local biodiversity while enhancing community well-being.

Our Initiative

Under Project Nature Restoration, we undertook large-scale plantation drives across India, supporting the expansion of green cover and contributing to ecological restoration through sustained afforestation efforts.

Impact Created

- 1,16,431 saplings committed for a greener future
- Enhanced green cover and supported ecosystem restoration
- Contributed to biodiversity conservation and habitat restoration

- Encouraged participation from local communities and employee volunteers
- Strengthened environmental awareness and community engagement
- Estimated annual absorption of more than 2,000 tonnes of CO₂ through planted trees

Outcome Achieved

Project Nature Restoration contributes to long-term ecological resilience by expanding green cover and supporting healthier ecosystems. Through sustained regeneration and community participation. Through sustained afforestation efforts and community participation, the initiative is helping create enduring environmental value while advancing climate action and biodiversity conservation.



Project Resource Reborn: Giving Resources New Life



Location: Shillong, Meghalaya; Chennai, Tamil Nadu

Growing volumes of waste present environmental challenges while also highlighting opportunities to create sustainable livelihoods through resource recovery and circular economy practices.

Our Initiative

Through Project Resource Reborn, we empowered 50 women through training in traditional charkha and handloom techniques, integrated with modern upcycling practices. Participants convert discarded plastic into eco-friendly products and repurpose textile waste into essential items for rural use. By transforming waste into valuable resources, the programme reduces environmental impact while enabling women to build skills, generate income, and achieve greater financial independence.

Impact Created

- Empowered 50 women through sustainable livelihood opportunities
- 1,000+ families to benefit
- Enhanced income-generation opportunities and economic resilience among participating women
- Reduced waste burden on local ecosystems and promoted responsible resource use
- Strengthened awareness and adoption of circular economy practices within communities.

Outcome Achieved

Project Resource Reborn transformed waste into a source of economic and environmental value. By creating green livelihood opportunities and promoting resource circularity, the initiative enabled women to build sustainable incomes while contributing to waste reduction, climate action and more resilient local communities.

Project Green Energy: Lighting Up Lives

Location: Sikar and Jaisalmer, Rajasthan

Access to reliable electricity is essential for improving educational outcomes, enhancing safety and supporting socio-economic development. To address energy access gaps in underserved communities, we implemented renewable energy solutions that provide dependable and sustainable sources of power.

Our Initiative

Under Project Green Energy, we undertook solar electrification initiatives across schools and households in Rajasthan. The initiative included the installation of solar power systems in 22 schools in Sikar and Jaisalmer and the electrification of 200 households in Sikar district, helping communities gain access to clean and reliable energy.

Impact Created

- Solar-powered 22 schools, benefitting over 4000, students and teaching faculty
- Electrified 200 households, positively impacting more than 1,000 individuals
- Enabled reliable electricity access for educational institutions
- Improved access to digital learning tools and educational resources
- Enhanced classroom safety through improved lighting and uninterrupted power supply
- Increased household safety, convenience and productivity through dependable lighting
- Extended opportunities for study and other productive activities beyond daylight hours.



Outcome Achieved

Project Green Energy strengthened access to clean and reliable energy for schools and households, creating a positive impact on education, safety and everyday life. By harnessing renewable energy solutions, the initiative contributed to improved community well-being while supporting long-term sustainable development.

Local Communities as Partners in Change

At Bajaj Electricals Foundation (BEF), we believe meaningful and lasting change is possible when communities are active participants in the development process. Our CSR approach is rooted in community engagement, ensuring that every intervention is designed around local priorities and strengthened through local ownership.

Before initiating any project, our implementation partners undertake comprehensive grassroots-level assessments to understand community needs, identify development gaps and design interventions that are relevant, inclusive and sustainable.

Communities Contribute Across the Project Lifecycle by:

- Identifying local needs and development priorities
- Recommending suitable project locations
- Facilitating community participation and stakeholder engagement

- Supporting implementation and adoption of interventions
- Contributing to the maintenance of assets and monitoring outcomes.

In our plantation and afforestation projects, local communities actively participate in site selection, plantation drives, sapling maintenance and survival monitoring, helping ensure long-term ecological benefits. Similarly, under clean energy initiatives, schools, anganwadis and households take ownership of solar installations by supporting their adoption, upkeep and usage, enhancing the sustainability of these interventions.

By engaging communities as partners and co-creators rather than passive beneficiaries, we foster stronger ownership, improve programme effectiveness and create lasting social and environmental impact.

Strengthening Impact through Strategic Partnerships

In FY 2025-26, we partnered with NGOs, community-based organisations (CBOs) and grassroots institutions to effectively implement programmes and strengthen outcomes across communities.

These partnerships bring together local knowledge, technical expertise and community connection, enabling us to expand programme reach, enhance community partnership and ensure the long-term sustainability of our initiatives. Thus, we continue to advance our purpose of creating a Better Planet, Better Life.



Our key partnerships supported:

- **Environmental Conservation:** Implementing afforestation, tree plantation and biodiversity conservation initiatives through local implementation partners. Improved Cookstove Project to promote cleaner cooking practices while supporting environmental sustainability and community well-being.
- **Solar Electrification:** Facilitating the installation, operation and maintenance of solar systems across schools and households.
- **Upcycling and Women Empowerment:** Collaborating with organisations engaged in plastic waste collection and upcycling, textile upcycling and artisan skill development to create sustainable livelihood opportunities and strengthen women's economic participation.



Employees Driving Change Beyond the Workplace

Our employees play a vital role in advancing our sustainability and community development agenda through active volunteering and collective action. Their participation reflects a shared commitment to creating positive environmental and social impact beyond the workplace. Over the past three years, employees have contributed **58,389 volunteer hours**, driving meaningful change and advancing our vision of a more sustainable future.

During FY 2025-26, employees contributed to a range of initiatives focused on waste reduction, biodiversity conservation, afforestation and community well-being.



Key contributions included:

- Recycling over **1,800 kg of plastic waste** as part of International Mother Earth Day initiatives, with participation of over 800 employees
- Supporting the upcycling of **over 1,100 kg of textile waste** during World Cleanup Day, with participation from **more than 650 employees**
- Planting **over 5,200 trees** during World Environment Day and Van Mahotsav, contributing to a cumulative employee-led plantation of **more than 11,500 trees**
- Mobilising **400+ employees** on World Soil Day, resulting in commitments to plant **over 2,700 additional trees**
- Engaging **600+ employees** in activities marking the International Day for Biological Diversity, including awareness-building and support for biodiversity-friendly products
- Participating in **Daan Utsav** initiatives to support underserved communities across multiple locations.

Customer Care

Over the years, we have focused on improving customer satisfaction, recognising it as a key driver of brand trust, loyalty and long-term business success. As customer expectations continue to evolve, we remain committed to delivering seamless, responsive and high-quality experiences across every touchpoint. Through digital innovation, service excellence, real-time customer insights and targeted brand engagement initiatives, we are strengthening our ability to serve customers efficiently while building lasting relationships.

Golden Hour Initiative

Accelerating Service Excellence

To enhance customer satisfaction and service responsiveness, we continue to strengthen our Golden Hour Initiative, which is designed to deliver faster resolutions for customer complaints, product installations and after-sales service requests. The initiative is supported by warehouse optimisation efforts that improve spare-part availability, along with the deployment of additional freelancer support during seasonal demand peaks. Together, these measures help reduce turnaround times, improve service efficiency and deliver a more seamless customer experience.

Digital-First Customer Engagement

We are expanding the use of digital channels to make customer interactions more convenient, transparent and accessible. Platforms such as **WhatsApp, chatbots, video-assisted support and an upgraded CRM system** enable customers to connect with us effortlessly, access timely assistance and track service requests with greater ease.



Listening to Our Customers

Understanding customer expectations remains central to our customer-centric approach. We have strengthened our customer insight framework through real-time feedback mechanisms, including **SMS, WhatsApp and IVR-based post-service surveys**. In addition, our digital platforms capture customer queries, complaints and sentiment data, enabling us to identify improvement opportunities and continuously enhance product quality, service quality and overall customer experience.



Tech-enabled Resolution for Customers

To improve responsiveness and service quality, we are integrating advanced technologies and AI-enabled solutions into our customer service ecosystem. Intelligent query routing, automated response systems and enhanced CRM capabilities are helping reduce response times, improve issue resolution rates and deliver a more personalised customer experience.

Strengthening Service Reach and Capability

To ensure timely grievance resolution and greater service accessibility, we continue to expand and optimise our service network across high-demand and underserved markets. By enhancing service centre coverage, capacity and technical expertise, we are improving customer convenience while strengthening service quality and responsiveness across regions.

Improving Brand Preference

During FY 2025-26, we executed an integrated mix of multimedia campaigns and consumer engagement initiatives to strengthen brand recall, deepen customer connect and reinforce Bajaj Electricals' positioning as a modern and trusted consumer brand.

Summer Campaigns

Our Fans and Air Coolers campaign introduced a fresh, youthful and aspirational brand narrative that resonated strongly with consumers. The campaign was amplified through strategic visibility during the IPL season, enabling us to enhance reach, strengthen brand salience and improve consumer engagement across key markets.



Bajaj TPW
Fans TVC
2025



Bajaj
Induction
Fans TVC
2025



Bajaj Air
Coolers
TVC 2025



Bajaj BLDC
Fans TVC
2025



Bajaj | BLDC
Fans



Bajaj | Air
Coolers



Print Media Campaigns

We maintained a strong presence across print media through category-focused campaigns for fans, mixer grinders and water heaters. These initiatives helped stimulate seasonal demand, reinforce consumer trust and strengthen channel confidence across markets.



Digital and Social Media Engagement

Digital platforms remained central to our marketing strategy. Through sustained social media engagement, user-generated content (UGC), targeted digital campaigns and enhanced search visibility, we deepened consumer interactions and strengthened brand relevance across digital touchpoints.



Influencer and Advocacy-Led Outreach

We leveraged influencer collaborations and advocacy-led campaigns to expand consumer reach, generate meaningful brand conversations and strengthen engagement with younger and digitally connected audiences.



BTL Activations and On-Ground Visibility

High-impact below-the-line (BTL) activations, retail engagement programmes and festive-led market initiatives enhanced brand visibility at the point of purchase and strengthened consumer engagement across key markets.

Through these initiatives, we continue to strengthen customer relationships, enhance brand preference and create differentiated experiences that reinforce Bajaj Electricals' position in an increasingly competitive marketplace.

Value Chain Partners

Our value chain partners play a critical role in enabling operational excellence, innovation and sustainable growth. Through continuous engagement, capability development, localisation efforts and digital transformation, we collaborate closely with suppliers, logistics partners and channel stakeholders to create shared value, strengthen resilience and build long-term relationships founded on trust, transparency and mutual success.

Supplier Onboarding and Logistics Partnerships

To expand and strengthen our supplier ecosystem, we leverage digital freight management platforms and e-auctions to identify, evaluate and onboard logistics partners more efficiently. We also encourage partners to proactively share operational and business risks, enabling collaborative problem-solving and enhancing supply chain resilience.

Partner Engagement and Collaboration

We maintain regular engagement with our value chain partners through structured governance meetings and ongoing dialogue with key management personnel. These interactions provide opportunities to review performance, address emerging challenges, align on business expectations and identify new avenues for growth.

We also involve strategic partners in value engineering initiatives, regulatory preparedness programmes, capability-building workshops and new product development efforts. This collaborative approach fosters innovation, enhances competitiveness and strengthens the overall value chain ecosystem.

Advancing Localisation

Local sourcing remains a key strategic priority. We continue to work closely with suppliers to localise components, tooling and manufacturing capabilities, enabling the production of high-quality products that meet global standards.

Over the past five years, these efforts have significantly reduced import dependence from over 15% of procurement spend to approximately 1-2%. In addition to strengthening supply chain resilience, localisation has delivered several benefits, including shorter lead times, improved transparency, closer collaboration during product development and reduced exposure to geopolitical and supply chain disruptions.



Efficient Logistic Management

We continue to integrate digital technologies across our logistics operations to improve visibility, traceability and delivery performance.

During FY 2025-26, we expanded the adoption of Transportation Management Systems (TMS) across all transportation legs, from factories to warehouses and onwards to customers. The platform enables end-to-end shipment tracking, from vehicle placement through to proof of delivery through ePOD.

Complementing this, our Warehouse Management System (WMS) has enhanced inventory accuracy, material traceability and warehouse efficiency. Integrated with our ERP platform, these systems streamline operations, improve planning and support data-driven decision-making. We are also exploring AI- and machine learning-based route optimisation solutions to further improve logistics efficiency across the network.

Driving Sustainable Logistics

Sustainability considerations are increasingly embedded within our logistics strategy. We continue to improve vehicle utilisation to maximise load efficiency and reduce transportation-related emissions. The deployment of 52-foot trailer trucks for select shipments has enabled load consolidation, reducing the need for multiple trips and improving transportation efficiency.

In addition, route and network optimisation initiatives have reduced transportation distances and material handling requirements. Our ability to dispatch products directly from factories or central warehouses minimises intermediary handling, while warehouse space optimisation initiatives contribute to lower energy consumption across operations.

Effective Distribution

Our distribution network is designed to serve diverse regional markets and customer requirements. A zonal logistics structure, supported by dedicated logistics managers across four regions and an extensive network of warehouses, enables efficient servicing of distributors across the country.

Close coordination among sales, logistics and commercial teams helps maintain high service levels, improve responsiveness and support trade performance, ensuring products are available where and when customers need them.

Accelerating Growth through Digital Commerce

We continue to strengthen our presence across e-commerce and quick-commerce channels to capture evolving consumer preferences and emerging growth opportunities. Our strategy focuses on expanding platform reach, increasing category penetration and driving growth through a broader and more differentiated product portfolio.

Particular emphasis is being placed on expanding the reach of our BLDC fan portfolio, which remains a key growth category within digital channels. We continue to monitor performance through market share gains, consumer engagement and category growth across both e-commerce and quick-commerce platforms.

Way Forward

We will focus on scaling impactful CSR initiatives through deeper community engagement, innovative partnerships and robust monitoring to ensure long-term, sustainable development.

In consumer care, we aim to further enhance customer experience by leveraging advanced digital platforms, expanding our service network and continuously improving service quality based on real-time feedback.

For our value chain partners, we will strengthen collaborative relationships, promote local sourcing and uphold transparency and ethical practices, all while driving operational excellence and cost efficiencies.



Natural Capital



Material topics

Energy Management

Water Management

Waste Management

Contribution to UN SDGs



Creating long-term value requires balancing economic progress with environmental responsibility. Guided by this principle, we integrate sustainability considerations into decision-making, operations and innovation, with a focus on responsible resource use, environmental stewardship and long-term resilience. Through strong governance, continuous improvement and a proactive approach to managing environmental impacts, we remain committed to contributing to a more sustainable and resource-efficient future.

Priorities for Natural Capital

- Recycling and reusing resources
- Optimising the use of natural resources
- Reducing carbon emissions and waste generation
- Conducting regular energy and environmental audits
- Promoting ESG assessments across the supplier ecosystem



Environmental Management System (EMS)

At Bajaj Electricals, sustainability is embedded within our operations through a robust Environmental Management System (EMS) aligned with globally recognised standards. Implemented across all manufacturing facilities through ISO 14001 certification, the EMS provides a structured framework for identifying, monitoring and mitigating environmental impacts while driving continuous improvement, regulatory compliance and alignment with our broader ESG commitments.



Strengthening of Environmental Impact Assessment Process

During FY 2025-26, we further strengthened our environmental impact assessment processes through a more structured and data-driven approach integrated within our Environmental Management System (EMS). Regular assessments, audits and monitoring across manufacturing facilities enabled proactive identification and management of environmental risks, strengthened compliance and supported continuous improvement in environmental performance.

Our key focus areas included:

Enhanced Identification and Coverage:

We expanded the identification of environmental aspects across operations and new activities and operations to improve the assessment of potential impacts

Stronger Operational Controls:

We strengthened management controls for high-priority environmental aspects through improved pollution prevention, waste management and resource efficiency initiatives

Strategic Integration:

We aligned significant environmental aspects with environmental objectives, ESG commitments and long-term business priorities

Refined Risk-Based Assessment:

We enhanced risk assessment methodologies to prioritise significant environmental aspects based on impact severity, regulatory requirements and stakeholder expectations

Capacity Building and Awareness:

We conducted regular training and awareness programmes to strengthen environmental awareness and accountability across the workforce

Continuous Improvement:

We reinforced audit mechanisms, management reviews and corrective action processes to drive continuous improvement and ensure regulatory compliance.



Environmental Risk and Compliance Management

We maintain a precautionary approach to environmental risk management by continuously strengthening our risk assessment, monitoring and compliance frameworks across operations.

During FY 2025-26, we focused on enhancing energy efficiency, increasing renewable energy adoption, transitioning to cleaner fuels and leveraging technology-enabled monitoring systems to proactively identify and mitigate environmental risks. We also strengthened regulatory readiness through periodic compliance reviews, supplier ESG assessments, materiality assessments and employee awareness programmes.

These efforts enable us to anticipate and respond effectively to evolving environmental regulations, stakeholder engagement and climate-related risks while advancing our ESG commitments.

Emissions Management

At Bajaj Electricals, we adopt a holistic approach to emissions management that integrates operational efficiency, clean energy adoption, technology-enabled monitoring and value chain engagement. Guided by our Net Zero roadmap and aligned with the GHG Protocol, we continuously strengthen our efforts to manage Scope 1, Scope 2 and material Scope 3 emissions while supporting sustainable business growth.

KPI	GRI / BRSR Mapping	FY 2024-25	FY 2025-26
Total Scope 1 GHG emissions (tCO ₂ e)	GRI 305-1 / BRSR P6	1498.16	1393.34
Total Scope 2 GHG emissions (tCO ₂ e)	GRI 305-2 / BRSR P6	5106.96	4520.27
Total Scope 3 GHG emissions (tCO ₂ e)	GRI 305-3 / BRSR P6	433629.94	186401.99
Year-on-year change in Scope 1 emissions (%)	GRI 305-5 / BRSR P6	(10.05)	(7.00)
Year-on-year change in Scope 2 emissions (%)	GRI 305-5 / BRSR P6	30.29	(11.49)
Year-on-year change in Scope 3 emissions (%)	GRI 305-5 / BRSR P6	363.03	(57.01)
Total GHG emissions change achieved (tCO ₂ e)	GRI 305-5 / BRSR P6	(341186.87)	247919.44
Change in grid electricity consumption (%)	GRI 302-4 / BRSR P6	28.32	(9.37)

Decarbonising Operations

We continue to reduce operational emissions through process optimisation, energy-efficient technologies and the transition to cleaner energy sources. A key milestone during the year was the adoption of PNG in place of LPG for paint shop operations at our Chakan facility, contributing to lower emissions and improved operational efficiency.

In addition, the deployment of technologies such as Variable Frequency Drives (VFDs), APFC panels and motion-sensing systems enhanced energy performance across manufacturing operations, supporting our broader decarbonisation objectives.

Strengthening Emissions Monitoring and Governance

Robust measurement and monitoring systems form the foundation of our emissions management strategy. We maintain a comprehensive greenhouse gas inventory covering Scope 1, Scope 2 and material Scope

3 emissions, supported by structured data collection, validation and reporting processes.

Continuous monitoring of fuel and electricity consumption, coupled with regular management reviews, enables data-driven decision-making and supports the identification and implementation of targeted emission reduction initiatives.

Air Quality Management

We maintain a robust air quality management framework aligned with applicable regulatory requirements and recognised standards. Emissions and ambient air quality are monitored through environmental monitoring systems and periodic assessments conducted by accredited laboratories.

This structured monitoring framework enables the timely identification of deviations, supports proactive corrective actions and strengthens environmental compliance across operations.



Key Steps Undertaken



Value Chain Engagement

Recognising that emissions extend beyond our own operations, we continue to strengthen engagement across the value chain. Through our Supplier ESG Assessment Framework, we encourage suppliers to enhance environmental performance, improve transparency and align with responsible business practices.

We have also focused on improving logistics efficiency to enhance visibility into value chain emissions while supporting reduction efforts across transportation networks.



Enabling Low-Carbon Lifestyles

We seek to create positive environmental impact beyond our operations by promoting sustainable choices among employees and consumers. Employee transportation initiatives and flexible work arrangements support lower commuting-related emissions, while our portfolio of energy-efficient and BEE-rated products helps consumers reduce energy consumption and associated emissions throughout the product lifecycle.



Case Study:
Sustainable Employee Commute

Initiative

As part of our efforts to promote sustainable mobility and reduce transportation-related emissions, we introduced a shared employee transportation model by replacing multiple individual cab services with 17-seater buses. The initiative was designed to improve vehicle utilisation, optimise commuting efficiency and support our broader climate action objectives.

Impact

- Avoided approximately 3,109 kg of carbon emissions annually
- Reduced the number of vehicles used for commuting
- Lowered fuel consumption and contributed to reduced traffic congestion
- Encouraged the adoption of sustainable mobility practices among employees.

Outcome

By encouraging employees to adopt shared transportation, we were able to reduce the number of vehicles on the road while lowering fuel consumption and associated carbon emissions.



Monitoring Air Quality

During FY 2025-26, key air pollutants, including NO_x, SO_x and particulate matter, were regularly monitored across manufacturing locations. Ambient air quality monitoring was undertaken in accordance with National Ambient Air Quality Standards (NAAQS), while stack emissions were assessed to ensure continued compliance with regulatory requirements.

KPI	GRI / BRSR Mapping	FY 2024-25	FY 2025-26
NO _x emissions (tonnes) mg/m ³	GRI 305-7 / BRSR P6	16.81	19.36
SO _x emissions (tonnes) Kg/D	GRI 305-7 / BRSR P6	0.50	0.44
Particulate Matter (PM10 / PM2.5) emissions (tonnes) Mg/m ³	GRI 305-7 / BRSR P6	16.00	28.19

KPI	GRI / BRSR Mapping	FY 2024-25	FY 2025-26
Change in NO _x emissions (%)	GRI 305-7 / BRSR P6	0.41	15.16
Change in SO _x emissions (%)	GRI 305-7 / BRSR P6	41.06	12.78
Change in particulate matter (PM10 / PM2.5) emissions (%)	GRI 305-7 / BRSR P6	(45.16)	76.16

Case Study: Emission Reduction through RECD Installation

Initiative

As part of our commitment to cleaner operations and improved air quality, we installed Retrofit Emission Control Devices (RECDs) on diesel generator (DG) sets across multiple manufacturing locations. The initiative was undertaken to reduce particulate matter and gaseous emissions from DG operations, supporting our broader environmental management and emissions reduction objectives.

Impact

- Reduced emissions from DG operations
- Improved ambient air quality within plant premises
- Enhanced compliance with applicable environmental standards
- Strengthened overall environmental performance across facilities.

Outcome

By integrating advanced emission control technology into existing infrastructure, we enhanced the environmental performance of backup power systems while strengthening compliance with evolving environmental standards.

Energy Management

At Bajaj Electricals, energy efficiency remains a key pillar of our decarbonisation journey and operational excellence strategy. Through a combination of structured energy management systems, renewable energy adoption, technology upgrades and product innovation, we continue to optimise energy consumption across our operations while delivering energy-efficient solutions to customers.

We have implemented ISO 50001 for our energy management system.

KPI	GRI / BRSR Mapping	FY 2024-25	FY 2025-26
Energy intensity (GJ per unit of production / per ₹ crore revenue)	GRI 302-3 / BRSR P6	0.00000116	0.00000118
Reduction in energy intensity (%)	GRI 302-3 / BRSR P6	Base year	2.02%
Renewable energy share (%)	GRI 302-1 / BRSR P6	26.5%	32.10%

Key Steps Undertaken

01

Energy Efficiency Optimisation

We improved energy performance across facilities through process optimisation, equipment modernisation, preventive maintenance programmes and targeted energy conservation initiatives.

02

Renewable Energy Integration

We continue to utilise and plan to further expand the capacity of solar energy across manufacturing facilities, increasing the share of clean energy within our overall energy mix. These initiatives support our efforts to reduce reliance on conventional power sources and lower our carbon footprint.

03

Energy-Efficient Product Innovation

We continue to strengthen our portfolio of BEE-rated and energy-efficient products, helping customers reduce energy consumption and lifecycle environmental impacts.

04

Employee Awareness and Governance

Through awareness programmes, periodic reviews and audits, we encourage responsible energy use and drive continuous improvement in energy performance across the organisation.

Advancing the Renewable Energy Transition

Increasing the share of renewable energy within our energy mix remains a key pillar of our decarbonisation strategy. During FY 2025-26, we further strengthened our renewable energy footprint through the continued expansion and utilisation of solar power across manufacturing facilities, complemented by renewable energy procurement initiatives where feasible.

These efforts enabled us to increase the contribution of clean energy to overall energy consumption while reducing dependence on conventional power sources. Supported by integrated energy monitoring systems and periodic performance reviews, we continuously assess renewable energy utilisation and identify opportunities to further enhance clean energy adoption.



Coupled with ongoing energy efficiency initiatives, our renewable energy transition contributes to lower Scope 2 emissions, improved energy resilience and progress towards our long-term net-zero ambitions.

KPI	GRI / BRSR Mapping	FY 2024-25	FY 2025-26
Overall renewable energy share (% of total energy consumption)	GRI 302-1 / BRSR P6	21.65	25.56
Year-on-year increase in renewable energy share (%)	GRI 302-1 / BRSR P6	-	21.12
Renewable energy consumption (kWh)	GRI 302-1 / BRSR P6	1941363.89	2185518.00

KPI	GRI / BRSR Mapping	FY 2025-26
Renewable (electricity) energy share (% of total energy consumption at our manufacturing and R&D center)	GRI 302-1 / BRSR P6	32.1%
Non-renewable energy share (% of total energy consumption at our manufacturing and R&D center)	GRI 302-1 / BRSR P6	67.9%

Case Study: Transitioning to Solar Power

Initiative

As part of our commitment to renewable energy adoption and decarbonisation, we continued to expand our solar energy infrastructure across operations, and also planning capacity expansion projects were initiated at all manufacturing plants including R&D center to further increase renewable energy generation.

Impact

- Reduced dependence on grid electricity
- Increased renewable energy consumption
- Lowered carbon emissions
- Improved energy sustainability

Outcome

The expansion of solar power infrastructure reflects our commitment to accelerating the renewable energy transition and reducing our environmental footprint. By increasing the share of clean energy in our operations, we are advancing our decarbonisation journey while creating long-term environmental and business value.



Waste Management

At Bajaj Electricals, we adopt a circular approach to waste management focused on waste minimisation, reuse, recycling and responsible disposal. During FY 2025-26, we strengthened waste reduction efforts through process optimisation, efficient material utilisation and the integration of the 5R principles across our operations.

Maintaining Zero Waste to Landfill certification across manufacturing facilities, and we have ensured effective segregation, recovery and recycling of waste through authorised partners. Supported by continuous monitoring through ESG data systems and employee awareness initiatives, these efforts enhanced resource efficiency, increased waste diversion from landfill and reinforced our commitment to circularity and sustainable operations.

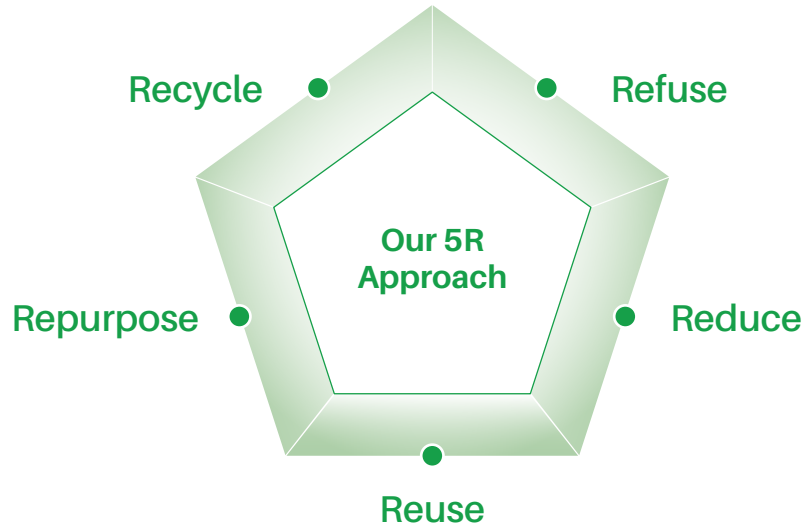
Advancing Circular Economy Principles

We continued to embed circular economy practices across our operations and product value chain by embedding resource efficiency, waste minimisation and lifecycle thinking in our business decision-making.

Our 5R Approach

Guided by the principles of **Refuse, Reduce, Reuse, Repurpose**, and **Recycle**, we have implemented structured mechanisms to minimise waste generation at source and maximise resource recovery across operations.

During FY 2025-26, we further strengthened environmentally responsible collection, disposal and recycling practices, including the management of electronic waste in accordance with applicable regulatory requirements and Extended Producer Responsibility (EPR) guidelines issued by the Central Pollution Control Board (CPCB).



The 5R approach was advanced through process optimisation, lean manufacturing practices and improved material utilisation, while maintaining Zero Waste to Landfill certification across our facilities. We also expanded sustainable packaging initiatives and incorporated circularity considerations into product design by focusing on durability, energy efficiency and responsible material selection.

Supported by ESG data monitoring and regular performance reviews, these initiatives enhanced material productivity, increased recycling and recovery rates and strengthened responsible product lifecycle management.



KPI	GRI / BRSR Mapping	FY 2024-25	FY 2025-26
Total waste generated (tonnes)	GRI 306-3 / BRSR P6	2142.52	1358.71
Reduction in total waste generated (%)	GRI 306-3 / BRSR P6	(10.51) (w.r.t FY 23-24)	(36.58) (w.r.t FY 24-25)
Recycling rate (% of total waste)	GRI 306-4 / BRSR P6	97.82%	85.86%
Waste diverted from landfill (%)	GRI 306-4	>99%	>99%
Waste intensity (kg per unit production / per ₹ crore revenue)	GRI 306-3 / BRSR P6	0.00000004	0.00000003

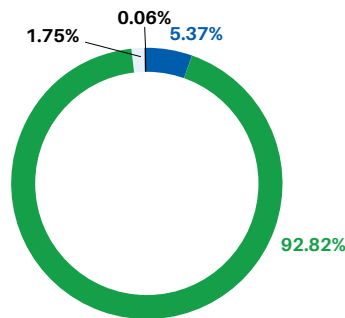
Hazardous and Non-Hazardous Waste Management

We follow a structured and regulatory-compliant approach to the segregation, storage, treatment and disposal of both hazardous and non-hazardous waste.

Waste is segregated at source through clearly identified storage infrastructure. Hazardous waste is stored in dedicated facilities designed to meet regulatory and safety requirements, while recyclable materials are channelled to authorised recyclers for recovery and reuse.

Organic waste is composted wherever feasible and residual waste is managed in accordance with municipal regulations. Hazardous waste is disposed of through authorised Treatment, Storage and Disposal Facilities (TSDFs) or co-processing routes to ensure environmentally responsible management.

In parallel, process optimisation initiatives, improved material utilisation, strengthened quality controls, preventive maintenance programmes and selective automation projects have helped reduce waste generation at source and improve resource efficiency across operations.



- Hazardous waste generated
- Non-hazardous waste generated
- Plastic waste generated
- E-waste generated

Case Study: Powder Coating waste reduction

Initiative

We redesigned powder coating hanger configurations to optimise component positioning during the coating process. This process improvement enhanced powder utilisation efficiency and reduced material losses without compromising product quality or operational performance.

Impact

- Achieved an approximate 7% reduction in powder waste
- Reduced hazardous waste generation
- Improved raw material efficiency
- Enhanced overall operational and environmental performance

Outcome

This initiative highlights the value of continuous improvement and lean manufacturing practices in driving sustainability outcomes. By optimising an existing process through a simple design modification, we were able to minimise waste generation, improve material productivity and strengthen environmental performance across operations.



E-waste Management

As a responsible manufacturer, we maintain a comprehensive e-waste management framework covering collection, segregation, storage, recycling and compliance monitoring.

E-waste generated from operations and end-of-life products is systematically identified, collected through designated channels and stored in secure, labelled areas in accordance with applicable regulatory requirements. We collaborate with CPCB-authorized recyclers and certified waste management agencies to ensure environmentally sound dismantling, treatment and recycling of electronic waste.

Our approach supports compliance with Extended Producer Responsibility (EPR) requirements while improving material recovery and reducing environmental impacts associated with electronic waste. Supported by ESG data systems, periodic audits and stakeholder awareness initiatives, this framework improves traceability across the waste management process and reinforces our commitment to responsible product lifecycle management and circular economy principles.

Water Management

At Bajaj Electricals, responsible water stewardship is an integral part of our environmental sustainability strategy. We adopt a comprehensive approach focused on reducing freshwater consumption, enhancing water-use efficiency, maximising recycling and reuse and strengthening water replenishment initiatives. Through continuous monitoring, process optimisation and investments in water management infrastructure, we are advancing our journey towards long-term water resilience and net water positivity.

KPI	GRI / BRSR Mapping	FY 2024-25	FY 2025-26
Water consumption (kL / m ³)	GRI 303-5 / BRSR P6	43,837.94	49185.69
% change in total water consumption	GRI 303-5	(9.61) (w.t.i.FY 2023-24)	12.20 (w.t.i-FY 2024-2025)
Total water recycled and reused (kL)	GRI 303-3 / BRSR P6	10248.4	9548.53

0.82 MT

E-waste generated





Water Conservation

We continued to improve water efficiency across manufacturing facilities and operational locations through process optimisation, efficient resource management practices and the deployment of water-saving technologies.

Regular water balance assessments and performance reviews help identify high-consumption areas and opportunities for improvement. These insights drive targeted conservation initiatives that support reductions in water intensity and enhance overall resource efficiency across operations.



Rainwater Harvesting

To strengthen water security and support groundwater recharge, we continue to implement rainwater harvesting initiatives across our facilities. These efforts form an integral part of our water stewardship strategy, helping augment local water resources, improve water resilience and achieve long-term water replenishment objectives.



Water Monitoring system

We leverage integrated monitoring systems to track water consumption, recycling rates, treatment efficiency and discharge levels in real time across our operations. Combined with regular reviews and audits, these systems provide actionable insights, enable timely interventions and support informed, data-driven decision-making.

Wastewater Treatment

We maintain a robust wastewater management framework focused on effective treatment, regulatory compliance and environmental protection. Wastewater generated from manufacturing operations and utility processes is collected and treated through dedicated systems to meet prescribed standards before discharge or reuse. Continuous monitoring of effluent quality, treatment efficiency and discharge levels enable responsible water management, minimises environmental risks and supports regulatory compliance.

In-House Treatment Infrastructure

To strengthen water stewardship across our operations, we operate in-house Effluent Treatment Plants (ETPs) and Sewage Treatment Plants (STPs) at manufacturing facilities and R&D centre. These facilities enable the treatment, safe discharge and reuse of industrial effluents and domestic wastewater, supporting regulatory compliance while reducing dependence on freshwater resources.

100%

manufacturing facility Zero liquid discharge

Zero

Non-compliance incidents related to wastewater discharge

Water Recycling and Zero Liquid Discharge

We continue to advance water circularity through wastewater recycling and the progressive implementation of Zero Liquid Discharge (ZLD) practices across all our manufacturing facilities. Treated water is reused for utility operations and other non-potable applications, reducing freshwater withdrawals and minimising wastewater discharge. Supported by continuous monitoring and process optimisation, these initiatives have increased water recycling levels, improved water use efficiency and advanced our long-term water stewardship objectives.



KPI	GRI / BRSR Mapping	FY 2024-25	FY 2025-26
Number of operational STPs	GRI 303-1 / BRSR P6	5	5
Number of operational ETPs	GRI 303-1 / BRSR P6	3	3
% of manufacturing sites with ETPs	GRI 303-1 / BRSR P6	75	75
% of manufacturing sites with STPS	GRI 303-1 / BRSR P6	100	100
Number of Zero Liquid Discharge (ZLD) facilities	GRI 303-1 / BRSR P6	4	4

Case Study: Wastewater Reduction through Cascading Water Reuse

Initiative

We implemented a cascading water reuse system in the Paint Shop Pre-Treatment (PT) Line, enabling water from one treatment stage to be reused in preceding stages.

Impact

- Reduced freshwater consumption
- Lowered wastewater generation
- Improved water reuse and resource efficiency
- Strengthened sustainable water management practices

Outcome

By integrating water reuse into our process operations, we reduced our water footprint while enhancing resource efficiency and environmental performance.

Way Forward

- Advance our net-zero journey through enhanced emissions management and low-carbon technologies
- Increase renewable energy adoption and strengthen energy efficiency across operations
- Progress towards water positivity through water conservation, recycling, reuse and ZLD initiatives
- Deepen circular economy practices through waste reduction, resource efficiency and sustainable packaging
- Embed sustainability and lifecycle thinking into product design and innovation
- Strengthen responsible sourcing and environmental performance across the value chain
- Leverage digital ESG systems and risk management frameworks to drive continuous improvement and resilience.

Biodiversity Conservation

Through afforestation, green cover enhancement and ecosystem restoration initiatives, we seek to strengthen ecological resilience, support carbon sequestration and contribute to healthier local ecosystems. Biodiversity considerations are integrated within our Environmental Management System and risk management processes, enabling us to proactively manage environmental impacts across our operational footprint and value chain.

Enhancing Green Cover and Ecological Restoration

We have expanded our afforestation efforts through the tree plantation. These initiatives are expected to contribute to carbon sequestration, improve air quality, strengthen soil health and support local biodiversity. We also continued to undertake green belt development, landscaping and habitat enhancement initiatives across our facilities and surrounding communities.



Corporate Information



Board of Directors

Shekhar Bajaj
Chairman

Sanjay Sachdeva
Managing Director & CEO

Pooja Bajaj
Executive Director

Nirav Bajaj
Non-Executive Director

Shailesh Haribhakti
Independent Director

Sudarshan Sampathkumar
Independent Director

Vikram Hosangady
Independent Director

Swati Salgaocar
Independent Director

Saurabh Kumar
Independent Director

Pramod Agrawal
Independent Director

Chief Financial Officer

Ashween Anand

Chief Compliance Officer & Company Secretary

Prashant Dalvi

Auditors

S R B C & Co LLP
Chartered Accountants

Secretarial Auditors

Makarand M. Joshi & Co.
Practicing Company Secretaries

Cost Auditors

R. Nanabhoy & Co.
Cost Accountants

Bankers

State Bank of India | Bank of India |
ICICI Bank Limited | Yes Bank Limited |
HDFC Bank Limited | IDBI Bank Limited

Registered Office

Mulla House, 51, M.G Road,
Fort, Mumbai 400 001
CIN: L31500MH1938PLC009887

Corporate Office

26th & 27th Floor, One Unity Center,
Senapati Bapat Marg, Prabhadevi
West, Mumbai 400013

Factories

Chhatrapati Sambhajnagar Units |
Chakan Unit | Nashik Unit

Branch Offices

Ahmedabad | Bangalore |
Bhubaneswar | Chandigarh | Chennai |
Cochin | Delhi | Guwahati | Hyderabad |
Indore | Jaipur | Kolkata | Lucknow |
Mumbai | Nagpur | Patna | Pune |
Raipur | Ranchi

Depots / Warehouse

Ahmedabad | Bangalore |
Bhubaneswar | Pune | Indore |
Coimbatore | Guwahati | Hyderabad |
Jaipur | Kolkata | Lucknow | Mumbai |
Nagpur | Noida | Patna | Zirakpur

Central Warehouses

Hyderabad | Gurgaon | Tepla |
Mumbai | Vapi

Overseas Representative / Liaison Offices

China | Dubai



Notice of the Annual General Meeting

Notice is hereby given that the Eighty-seventh (87th) Annual General Meeting ("AGM") of the members of Bajaj Electricals Limited (the "Company") will be held on Thursday, August 6, 2026, at 03:00 PM (IST) via Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

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

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

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

"RESOLVED THAT dividend at the rate of ₹ 3.00 (Rupees Three only) per equity share of ₹ 2/- (Rupees Two only) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2026 and the same be paid out of free reserves of the Company."

- To appoint Mr. Sanjay Sachdeva (DIN: 11017868), who retires by rotation, as a Director and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Sanjay Sachdeva (DIN: 11017868), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.

SPECIAL BUSINESS

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

"RESOLVED THAT, pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013, and rules made thereunder (including any statutory amendment(s), modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), the remuneration of ₹ 2,18,000/- (Rupees Two Lakh Eighteen Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses, as approved by the Board upon recommendation of the Audit Committee, to be paid to Messrs R. Nanabhoy & Co., Cost Accountants (Firm Registration No.000010), as Cost Auditors of the

Company for conducting the cost audit for the financial year ending March 31, 2027, be and is hereby ratified, confirmed, and approved."

- To approve borrowing by way of issue of securities and, in this regard, to consider and, if thought fit, pass the following resolution as a **Special Resolution**:

"RESOLVED THAT, pursuant to Sections 42 and 71 of the Companies Act, 2013 (the "Act"), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, and all other applicable provisions of the Act and the Rules made thereunder, as may be applicable, and other relevant guidelines and regulations issued by the Securities and Exchange Board of India or any other prevailing law (including any statutory amendment(s), modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), and in terms of the Articles of Association of the Company, the approval of the members of the Company be accorded to authorise the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include, unless the context otherwise requires, any committee of the Board or any director(s) or officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) to borrow, from time to time, by way of securities including but not limited to secured/unsecured redeemable Non-Convertible Debentures ("NCDs") and/or Commercial Papers ("CPs") to be issued on a private placement basis, in domestic and/or international markets, in one or more series/ tranches aggregating up to an amount not exceeding ₹ 500 crore (Rupees Five Hundred Crore only), issuable/redeemable at discount/par/premium, under one or more shelf disclosure documents, during the period of one year from the date of this Annual General Meeting, on such terms and conditions as the Board may, from time to time, determine and consider proper and most beneficial to the Company including decisions regarding when the said NCDs and/or CPs be issued, the consideration for the issue, utilisation of the issue proceeds and all matters connected with or incidental thereto; provided that the said borrowings shall be within the overall borrowing limit of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts, deeds, matters and things, and to take all such steps as may be necessary, proper, or expedient to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

By Order of the Board of Directors
of **Bajaj Electricals Limited**

Prashant A. Dalvi

Chief Compliance Officer & Company Secretary
ICSI Membership No. A51129
Navi Mumbai, May 15, 2026

Registered Office:

Mulla House, 51 Mahatma Gandhi Road,
Fort, Mumbai - 400 001, India.
CIN: L31500MH1938PLC009887
Website: www.bajajelectricals.com
E-mail: legal@bajajelectricals.com
Tel.:+91 22 6149 7000

NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act"), setting out material facts concerning the business under Item Nos. 4 to 5 of the accompanying Notice, is annexed hereto. The Explanatory Statement also contains the relevant details of the Directors as required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard - 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India ("ICSI").
2. The Ministry of Corporate Affairs, Government of India ("MCA") vide General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022, 10/2022, 09/2023, 09/2024, 03/2025 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023, and September 19, 2024, September 22, 2025, respectively ("MCA Circulars"), has allowed the conducting of Annual General Meetings ("AGM") by companies through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility up to September 30, 2026, in accordance with the requirements provided in paragraphs 3 and 4 of MCA General Circular No. 20/2020. The Securities and Exchange Board of India ("SEBI") also, vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/DDHS/P/CIR/2023/0164 dated October 6, 2023, and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circulars"), has provided certain relaxations from compliance with specific provisions of the SEBI Listing Regulations. In compliance with these circulars, provisions of the Act, and the SEBI Listing Regulations, the 87th AGM of the Company is being conducted through VC/ OAVM, which does not require the physical presence of members at a common venue. The deemed venue for the 87th AGM shall be the Registered Office of the Company.
3. In terms of the MCA Circulars, physical attendance of the members has been dispensed with, and therefore, there is no requirement for the appointment of proxies. Accordingly, the facility of appointment of proxies by members under Section 105 of the Act will not be available for the 87th AGM. However, pursuant to Sections 112 and 113 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-Voting, for participation in the 87th AGM through VC/OAVM facility, and for e-Voting during the 87th AGM.
4. In terms of the MCA Circulars and relevant circulars issued by SEBI, the Notice of the 87th AGM and the Annual Report for the financial year ended March 31, 2026 are being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depository Participants ("DPs"), and will also be available on the website of the Company at www.bajajelectricals.com, on the website of BSE Limited at www.bseindia.com, on the website of the National Stock Exchange of India Limited at www.nseindia.com, and also on the website of MUFG Intime India Private Limited ("MUFGIntime") at <https://in.mpms.mufg.com/>. Since the 87th AGM will be held through VC/ OAVM facility, hence the Route Map is not annexed in this Notice.
5. Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, SS-2 issued by the ICSI, and Regulation 44 of the SEBI Listing Regulations read with MCA Circulars, the Company is providing a remote e-Voting facility to its members in respect of the business to be transacted at the 87th AGM, and a facility for those members participating in the 87th AGM to cast their vote through the e-Voting system. For this purpose, MUFGIntime shall provide a facility for voting and participation through the VC/OAVM facility.
6. Members may join the 87th AGM through the VC/OAVM facility by following the procedure mentioned below, which shall be kept open for the members from 2:15 PM IST, i.e., 45 minutes before the time scheduled to start the 87th AGM.
7. Attendance of the members participating in the 87th AGM through the VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. An electronic copy of the Annual Report for the financial year ended March 31, 2026, along with the Notice of the 87th AGM of the Company, inter alia, indicating the process and manner of e-Voting, is being sent to all the members whose email addresses are registered with the Company/ DPs for communication purposes, unless any member has requested a hard copy of the same. In case any member is desirous of obtaining a hard copy of the Annual Report for the financial year ended March 31, 2026, and the Notice of the 87th AGM of the Company, they may send a request to the Company's email address at legal@bajajelectricals.com, mentioning their Folio No./DP ID and Client ID. Members whose email addresses are not registered with the Company or with their respective DP and who wish to receive the Notice of the 87th AGM and the Annual Report for the financial year ended March 31, 2026, as well as all other communications sent by the Company from time to time, can get their email addresses registered by following the steps given below:
 - a) Those Members, who are holding shares in physical form and have not updated their e-mail IDs with the Company, are requested to update the same by submitting a duly filled and signed Form ISR-1 along with a self-attested copy of the PAN Card, and self-attested copy of any document (eg.: Aadhaar Card, Driving License, Voter Identity Card, Passport) in support of the address of the Member, to MUFGIntime at 'MUFG Intime India Private Limited, C-101, Embassy 247, L. B. S. Marg, Vikhroli (West), Mumbai - 400 083.
 - b) Those Members, who are holding shares in demat form are requested to register/update their email addresses with their respective DPs.
9. The dividend for the financial year ended March 31, 2026, as recommended by the Board of Directors, if approved/ declared by the members at the AGM, shall be deposited into a separate bank account on or before Monday, August 10, 2026 for making payment of dividend to those Members whose names appear in the Register of Members as at the close of business hours on Friday, July 17, 2026 ("Record Date"). In respect of the shares held in dematerialised form, the dividend will be paid to the Members whose names are furnished by the Depositories as beneficial owners as at the close of business hours on the said Record Date.

10. Members holding shares in electronic form are hereby informed that the bank particulars registered with their respective DPs, with whom they maintain their demat accounts, will be used by the Company for the payment of dividends
11. SEBI vide its Master Circular No. SEBI/HO/MIRSD/ POD-1/P/ CIR/2024/37 dated May 7, 2024 read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, has mandated that with effect from April 1, 2024, dividend to security holders who are holding securities in physical form, shall be paid only through electronic mode. Such payment shall be made only after the shareholders furnish their PAN, contact details (postal address with PIN and mobile number), Bank Account details & Specimen Signature ("KYC").
12. Members holding shares in physical form are required to submit their KYC details as per the circulars issued by SEBI in this regard. In respect of physical folios wherein KYC details are not updated before the cut-off date, the dividend will be held back by the Company. Members may please note that the dividends will get credited to their bank account only after the KYC details are updated in the folio.
13. Members holding shares in dematerialised mode are requested to register complete bank account details with their DPs.
14. Transfer of Unclaimed Dividend Amounts to the Investor Education and Protection Fund ("IEPF"):
- Pursuant to the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends that are unpaid or unclaimed for a period of 7 (seven) years from the date of their transfer are required to be transferred by the Company to the IEPF, administered by the Central Government. Further, according to the said IEPF Rules, shares in respect of which dividends have not been claimed by the shareholders for 7 (seven) consecutive years or more shall also be transferred to the demat account of the IEPF Authority.
 - During the Financial Year 2025-26, the Company has transferred the following unclaimed dividends and unclaimed shares to the IEPF:
- | Particulars | Dividend | No. of Shares |
|---------------------------|----------------|---------------|
| Final Dividend FY 2017-18 | ₹ 13,29,366.50 | 4,963 |
- The dividend amount and shares transferred to the IEPF can be claimed by the concerned members from the IEPF Authority after complying with the procedure prescribed under the IEPF Rules. Details of the unclaimed dividends are also available on the Company's website at www.bajajelectricals.com, and these details have also been uploaded to the website of the IEPF Authority, accessible through the link www.iepf.gov.in.
15. SEBI has mandated the updating of PAN, contact details, bank account details, and specimen signature, against each folio/demat account. PAN is also required to be updated for participating in the securities market, deleting the name of a deceased shareholder, and the transmission/ transposition of shares. As per the applicable SEBI Circular, PAN details must be compulsorily linked to Aadhaar details by the date specified by the Central Board of Direct Taxes. Members are requested to submit their PAN, or intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name, email address, contact numbers, specimen signature (as applicable), etc., to their DP in the case of holdings in dematerialised form or to the Company's RTA, MUFGLntime, through Form ISR-1, Form ISR-2, and Form ISR-3 (as applicable) available on the Company's website at www.bajajelectricals.com and on the website of MUFGLntime at <https://in.mpms.mufg.com/>.
15. Members may note that SEBI, vide its Circular no. SEBI/HO/ MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated that listed companies issue securities in dematerialised form only while processing certain prescribed service requests. Further, SEBI, vide its circular No. SEBI/HO/ MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated May 18, 2022, has simplified the procedure and standardised the format of documents for the transmission of securities. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, as the case may be, the formats of which are available on the Company's website at www.bajajelectricals.com and on the website of MUFGLntime at <https://in.mpms.mufg.com/>. Members are requested to note that any service request will only be processed after the folio is KYC Compliant.
17. SEBI, vide its notification dated January 24, 2022, has mandated that all requests for the transfer of securities, including transmission and transposition requests, shall be processed only in dematerialised form. In view of this and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, members are advised to dematerialise their holdings.
18. Members may note that, in terms of the SEBI Listing Regulations, equity shares of the Company can only be transferred in dematerialised form.
19. In accordance with the provisions of Section 72 of the Act and SEBI circulars, the facility for nomination is available for the members of the Company 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 Form No. ISR-3 or Form No. SH-14, as the case may be. The said forms are available on the Company's website at www.bajajelectricals.com. Members are requested to submit the said details to their respective DP, in the case the shares are held by them in dematerialised form and to the Company/MUFGLntime, in the case the shares are held by them in physical form.
20. Documents referred to in the accompanying Notice of the 87th AGM and the Explanatory Statement shall be made available at the commencement of the meeting and shall remain open and accessible to the members during the continuance of the 87th AGM. During the 87th AGM, members may access the scanned copy of these documents upon logging in to the MUFGLntime e-Voting system at <https://instavote.linkintime.co.in/>.
21. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of

the Act shall be made available at the commencement of the meeting and shall remain open and accessible to the members during the continuance of the 87th AGM. During the 87th AGM, members may access the scanned copy of these documents upon logging in to the MUFGIntime e-Voting system at <https://instavote.linkintime.co.in/>.

22. Details as required under Regulation 36 of the SEBI Listing Regulations and SS-2 issued by ICSI, in respect of the Director seeking re-appointment at the 87th AGM, are provided in the Annexure herewith and form an integral part of this Notice. Requisite declarations have been received from the Director seeking re-appointment.

23 Instructions for Income Tax compliances with respect to dividend:

- a) The Finance Act, 2020 has abolished dividend distribution tax (DDT). Accordingly, effective from April 1, 2020, dividend income will be taxable in the hands of shareholders. Hence, the Company is required to deduct tax at source ("TDS") from the amount of dividend paid to shareholders at the prescribed rates. The detailed TDS rates and required documents for claiming non-deduction/lower deduction of TDS are uploaded in the website of the company at: www.bajajelectricals.com.

- b) A separate email communication has been sent to the members, informing them of the relevant procedure to be adopted and documents to be submitted for availing the applicable tax rate. This communication, along with drafts of the exemption forms and other documents, has been made available on the Company's website at www.bajajelectricals.com.

- c) To avail the benefit of non-deduction/lower deduction of TDS kindly submit the required documents on or before July 17, 2026:

or

The forms/documents (duly completed and signed) for claiming tax exemption are required to be uploaded on the url: <https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html>.

- d) The forms for tax exemption can be downloaded from MUFG Intime's website. The URL for the same is: <https://web.in.mpms.mufg.com/client-downloads.html>.

- On this page select the General tab. All the forms are available under the head "Form 15G/15H/10F"

- e) The upload of forms/documents (duly completed and signed) on the abovementioned URL of MUFG Intime India Private Ltd should be done on or before July 17, 2026 to enable the Company to determine and deduct appropriate TDS / Withholding Tax.

- f) Incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication on the tax determination/ deduction shall be considered after July 17, 2026.

- g) All communications/ queries in this respect should be addressed to our RTA, MUFG Intime India Private Limited to: rnt.helpdesk@in.mpms.mufg.com.

24. The Board of Directors has appointed Messrs Makarand M. Joshi & Co., Practising Company Secretaries (ICSI UIN: P2009MH007000) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

25. The results declared along with the Scrutinizer's Report will be submitted to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") and placed on the Company's website at www.bajajelectricals.com within the prescribed time line from the 87th Annual General Meeting.

26. **The contact details for Registrar and Transfer Agent:** MUFG Intime India Private Limited (Formerly known as Link Intime India Pvt. Ltd.), Tel. No.: 022-4918 6000. Write at: rnt.helpdesk@in.mpms.mufg.com

27. **General instructions for accessing and participating in the meeting through the VC/OAVM facility and voting through electronic means, including remote e-Voting:**

A. Voting Through Electronic Means

In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and the provisions of Regulation 44 of the SEBI Listing Regulations, the members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by MUFGIntime on all Resolutions set forth in this Notice.

The remote e-voting period commences on August 2, 2026 (9:00 A.M. IST) and ends on August 5, 2026 (5:00 P.M. IST). During this period members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of July 30, 2026, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by MUFGIntime for voting thereafter. Once the vote on resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

Pursuant to SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and DPs only. Shareholders are advised to update their mobile number and email ID in their demat accounts to access e-Voting facility. Remote e-Voting Instructions for shareholders.

Further, In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be redirected to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsd.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsd.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- c) Enter the last 4 digits of your bank account / generate 'OTP'
- d) Post successful registration, user will be provided with Login ID and password.
- e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 3 - NSDL e-voting website

- a) Visit URL: <https://www.evoting.nsd.com>
- d) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
- d) Post successful authentication, you will be redirected to NSDL depository website wherein

you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com>.
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
- b) Enter existing username, Password & click on "Login".
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website

- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on “MUFG InTime” or “e-voting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- b) Enter details as under:
 - 1) User ID: Enter User ID
 - 2) Password: Enter existing Password
 - 3) Enter Image Verification (CAPTCHA) Code
 - 4) Click “Submit”.

(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. JN123456) and 8 digit Client ID (eg. 123-45678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No Folio no registered with the Company

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:
 1. User ID: Enter User ID
 2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP) / Company shall use the sequence number provided to you, if applicable.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. JN123456) and 8 digit Client ID (eg. 123-45678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No Folio no registered with the Company

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders, holding shares in **NSDL form**, shall provide ‘point 4’ above.
 - Shareholders, holding shares in **CDSL form**, shall provide ‘point 3’ or ‘point 4’ above.
 - Shareholders, holding shares in **physical form** but have not recorded ‘point 3’ and ‘point 4’, shall provide their Folio number in ‘point 4’ above
5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click “Submit” (You have now registered on InstaVote).
Post successful registration, click on “Login” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.
- B. Select ‘View’ icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- D. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 - Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 - Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on "Investor Mapping" tab under the Menu section
- C. Map the Investor with the following details:
 1. 'Investor ID' - Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 2. 'Investor's Name - Enter Investor's Name as updated with DP.
 3. 'Investor PAN' - Enter your 10-digit PAN.
 4. 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be - DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 - Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.

- c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

- d) Enter "16-digit Demat Account No."
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- q) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see "Notification for e-voting".
- c) Select "View" icon for "Company's Name / Event number".
- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 - 4918 6000.

IndividualShareholdersholdingsecuritiesindematmode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on "Login" under 'SHARE HOLDER' tab.
- Further Click on "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg. 123-45678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No Folio no registered with the Company

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

B. Instructions for attending the AGM through VC/ OAVM

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

- Visit URL: <https://instameet.in.mpms.mufg.com> & click on "Login".
- Select the "Company Name" and register with your following details:
- Select Check Box - **Demat Account No. / Folio No. / PAN**
 - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - **Demat Account No.** and enter the **16-digit demat account number.**
 - Shareholders holding shares in physical form shall select check box - Folio No. and enter the **Folio Number registered with the company.**
 - Shareholders shall select check box - **PAN** and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - **Mobile No:** Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

- **Email ID:** Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

C Instructions for Shareholders/Members to register themselves as Speakers during Annual General Meeting

- Members who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request on or before July 30, 2026, mentioning their name, demat account number/folio number, e-mail ID, mobile number, questions to ask, if any, at: legal@bajajelectricals.com.
- Only those Members who have registered themselves as a speaker will be allowed to express their views/ ask questions during the meeting
- Members will get confirmation on first cum first basis. First 10 Speakers registered with the Company will only be allowed to speak at the AGM for a duration upto 3 minutes each.
- Members will receive "speaking serial number" once they mark attendance for the meeting.
- Members are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.
- Please remember your speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.
- Please note that the Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

The Members who do not wish to speak during the AGM but have queries may send their queries in advance on or before July 30, 2026 mentioning their name, demat account number/folio number, e-mail ID, mobile number at: legal@bajajelectricals.com. These queries will be replied to by the Company suitably by e-mail.

For a smooth experience of viewing the AGM proceedings of MUFG Intime India Private Limited (Formerly known as Link Intime India Pvt. Ltd.), InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance.

Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html>. In case shareholders/members have any queries regarding login, they may send an e-mail to instameet@in.mpms.mufg.com or contact on: - Tel: 022-4918 6000 / 4918 6175.

D. Instructions for shareholders to Inspect Document during the General Meeting through InstaMeet:

During the AGM session, shareholders shall click the "Inspect Documents" button which will be appearing on the VC meeting screen. By clicking the same you shall be able to view/ inspect documents available for inspection during the AGM.

E. Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- On the Shareholders VC page, click on link "Cast your vote".
- Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.
- Click on 'Submit'.
- After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/ Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk: Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 - 4918 6000 / 4918 6175.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 4

At its meeting held on May 15, 2026, the Board of Directors has, on the recommendation of the Audit Committee, approved the appointment of Messrs R. Nanabhoy & Co., Cost Accountants (Firm Registration Number: 000010), to conduct the audit of the cost records of the Company on a remuneration of ₹ 2,18,000/- (Rupees Two Lakh Eighteen Thousand only) (excluding all applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit) for the financial year ending March 31, 2027.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the members of the Company. Accordingly, ratification by the members is sought for the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027 by passing an Ordinary Resolution as set out at Item No. 4 of this Notice.

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

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

Item no. 5

In terms of Section 42 of the Companies Act, 2013 (the "Act") read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the "Rules"), a company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe has been previously approved by the members of the company by a special resolution. In the case of an offer or invitation for the offer of non-convertible debentures, the company can pass a special resolution once a year for all the offers or invitations to be made for such debentures during the year.

In order to augment resources for, inter alia, ongoing capital expenditure, long-term working capital/short-term working capital, and for general corporate purposes, the Company may offer or invite subscription for securities including but not limited to secured/unsecured redeemable Non-Convertible Debentures and/or Commercial Papers, in one or more series/tranches on a private placement basis, in domestic and/or international markets, issuable/redeemable at discount/par/premium.

The Company seeks to pass an enabling resolution to borrow funds from time to time by offer of securities including but not limited to Non-Convertible Debentures and/or Commercial Papers for an amount not exceeding ₹ 500 crore (Rupees Five Hundred Crore only), at a discount, at par, or at a premium, and at such interest as may be appropriate considering the prevailing money market conditions at the time of borrowing.

The details of the Paid-up Capital & Free Reserves and Outstanding Borrowings are as under:

(₹ in crore, except for EPS)		
Particulars	As at 31-Mar-26	As at 31-Mar-25
Paid-up Capital and Free Reserves	758.46	866.26
Outstanding Borrowings	Nil	Nil

The approval sought for the offer of securities including but not limited to Non-Convertible Debentures and/or Commercial Papers, shall be within the overall borrowing limit of the Company in terms of Section 180 of the Act. Subject to the approval of the members, the Board of Directors of the Company has approved the aforesaid proposal vide its resolution dated May 15, 2026.

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

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

By Order of the Board of Directors
of **Bajaj Electricals Limited**

Prashant A. Dalvi

Chief Compliance Officer & Company Secretary
ICSI Membership No. A51129
Navi Mumbai, May 15, 2026

Registered Office:

Mulla House, 51 Mahatma Gandhi Road,
Fort, Mumbai - 400 001, India.

CIN: L31500MH1938PLC009887

Website: www.bajajelectricals.com

E-mail: legal@bajajelectricals.com

Tel.: +91 22 6149 7000

Annexure

DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards-2 on General Meetings]

Name of the Director	Mr. Sanjay Sachdeva
DIN	11017868
Date of Birth	July 01, 1965
Age	60 years
Date of first appointment on the Board	April 15, 2025
Qualifications	An Electrical Engineer from the Indian Institute of Technology (IIT Delhi) and Master's degree in Management from the Indian Institute of Management, Calcutta.
Brief Profile including expertise in specific functional areas	For detailed profile, please refer Company's website: https://www.bajajelectricals.com/pages/investors
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	Please refer to the skills, expertise, and competence matrix of the Board of Directors, available on the Company's website at https://www.bajajelectricals.com/pages/investors .
Terms and conditions of appointment / re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Mr. Sanjay Sachdeva who was re-appointed as the Managing Director & Chief Executive Officer by the shareholders on June 18, 2025, by way of Postal Ballot, is liable to retire by rotation.
Details of remuneration last drawn (in FY 2025-26)	₹ 5.53 crore
Details of remuneration sought to be paid	Pursuant to the approval granted by the shareholders on June 18, 2025, by way of Postal Ballot, as detailed in the notice of said postal ballot available on the Company's website at: https://www.bajajelectricals.com/pages/investors .
Directorships in other Companies (excluding foreign companies)#	Nil
Membership/ Chairpersonship of Committees in other listed companies#	Nil
Listed entities from which the Director has resigned from Directorship in last 3 (three) years#	Nil
No. of Board Meetings attended during the year 2025-26 (up to the date of this Notice)	FY 2025-26 - 100% (6 / 6) FY 2026-27 - 100% (1 / 1)
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	None
No. of shares held:	Nil
(a) Own	Nil
(b) For other persons on a beneficial basis	
Justification for choosing the appointee for appointment as an Independent Director	Not Applicable.

#Refers to directorships/committee positions as of March 31, 2026.

Board's Report

Dear Members,

The Board of Directors is pleased to present the Company's 87th Annual Report (Integrated) and the Company's audited financial statements for the financial year ended March 31, 2026.

FINANCIAL SUMMARY AND HIGHLIGHTS

The highlights of the Standalone Financial Results are as under:

(₹ in crore, except for EPS)

Particulars	FY 2025-26	FY 2024-25
Revenue from Operations & Other Income	4,524.34	4,883.21
Profit before Finance Cost, Depreciation and Exceptional Items	213.49	362.23
Less: Finance Cost	56.21	69.85
Less: Depreciation	141.52	144.07
Profit/(Loss) before Taxes before Exceptional Items	15.77	148.31
Less: Exceptional Items	(91.15)	21.37
Profit/(Loss) before Taxes after Exceptional Items	(75.38)	169.68
Less: Provision for Tax expenses	1.88	36.25
Profit/(Loss) after Tax	(77.26)	133.42
Add: Other Comprehensive Income/(Loss)	0.98	1.57
Total Comprehensive Income/(Loss)	(76.28)	135.00
Opening Balance in Retained Earnings	383.51	278.95
Add: Total Comprehensive Income transferred to Retained Earnings	(76.28)	135.00
Add: Transferred to retained earnings for vested cancelled options	3.07	4.13
Dividend Paid	(34.61)	(34.57)
Balance available for appropriation	275.70	383.51
Basic EPS before exceptional items (₹)	(0.78)	9.64
Diluted EPS before exceptional items (₹)	(0.78)	9.63
Basic EPS after exceptional items (₹)	(6.70)	11.57
Diluted EPS after exceptional items (₹)	(6.70)	11.56

The highlights of the Consolidated Financial Results are as under:

(₹ in crore, except for EPS)

Particulars	FY 2025-26	FY 2024-25
Revenue from Operations & Other Income	4,524.34	4,883.21
Profit/(Loss) before Taxes	(75.38)	169.68
Share of Profit/(Loss) of associates & joint ventures	(13.60)	-
Profit/(Loss) before Taxes	(88.98)	169.68
Less: Provision for Tax expenses	1.88	36.25
Profit/(Loss) for the period	(90.86)	133.42
Basic EPS before exceptional items (₹)	(1.96)	9.64
Diluted EPS before exceptional items (₹)	(1.96)	9.63
Basic EPS after exceptional items (₹)	(7.88)	11.57
Diluted EPS after exceptional items (₹)	(7.88)	11.56

The financial results of the Company are elaborated in the Management Discussion and Analysis Report, which forms part of this Annual Report.

RESULTS OF OPERATIONS, SEGMENT WISE PERFORMANCE AND THE STATE OF COMPANY'S AFFAIRS

During the financial year 2025-26:

- Revenue from operations on a standalone basis decreased to ₹4,462.16 crore as against ₹4,828.43 crore in the previous year, reflecting a degrowth of 7.6%.
- Revenue from the Consumer Product Segment decreased by 12.2% to ₹3,342.65 crore.
- Revenue from Lighting Solutions Segment increased by 9.5% to ₹1,119.51 crore.
- Exports for the year amounted to ₹100.50 crore.
- Employee cost as a percentage to revenue from operations increased to 8.8% (₹391.09 crore) as against 7.9% (₹379.99 crore) in the previous year.
- Other expenses as a percentage to revenue from operations increased to 18.4% (₹822.65 crore) as against 16.7% (₹806.86 crore) in the previous year.
- The Profit/(Loss) After Tax for the current year stood at ₹(77.26) crore as against ₹133.42 crore in the previous year.
- On a consolidated basis, we achieved the revenue of ₹4,462.16 crore as against ₹4,828.43 crore in the previous year, indicating a degrowth of 7.6%. The consolidated net profit/(loss) for the year stood at ₹(90.86) crore as against ₹133.42 crore in the previous year.

As on March 31, 2026, the carrying value of property, plant and equipment, investment property, capital work-in-progress, intangible assets under development, other intangible assets, and leased assets stood at ₹747.09 crore. Net capital expenditure during the year amounted to ₹190.90 crore (₹5.04 crore in the previous year).

The Company's cash and cash equivalents as on March 31, 2026 stood at ₹222.31 crore. The Company manages its cash and cash flow processes diligently, with active involvement across all functions. It continues to focus on the prudent management of working capital. Receivables, inventories, and other working capital parameters were closely monitored and kept under strict control.

Foreign exchange transactions were partly hedged, and there were no materially significant uncovered exchange rate risks in relation to the Company's imports and exports. The Company recognises mark-to-market gains or losses at each quarter end, in accordance with the requirements of Ind AS 21.

There has been no change in the nature of the Company's business during the year under review. Detailed information regarding the operations of the various business segments of the Company is provided in the Management Discussion and Analysis Report, which forms part of this Report.

TRANSFER TO RESERVES

The Company has not transferred any amount to the General Reserve during the financial year 2025-26.

DIVIDEND & DIVIDEND DISTRIBUTION POLICY

On the occasion of the completion of 100 years of the Bajaj Group, the Board of Directors has decided to maintain the dividend rate at the same level as that of the previous year and is pleased

to recommend a dividend of 150% (₹3.00 per equity share) on 11,53,90,713 equity shares of ₹2 each for the financial year 2025-26, to be paid out of free reserves. The total dividend outgo amounts to ₹34.62 crore (previous year: ₹34.61 crore).

The dividend on equity shares, shall be subject to the approval of the Members at the 87th Annual General Meeting ("AGM") of the Company, scheduled to be held on Thursday, August 6, 2026, and shall be deposited into a separate bank account on or before Monday, August 10, 2026, for making payment of dividend to those Members whose names appear in the Register of Members as at the close of business hours on Friday, July 17, 2026 ("Record Date"). In respect of the shares held in dematerialised form, the dividend will be paid to the Members whose names are furnished by the Depositories as beneficial owners as at the close of business hours on the said Record Date. The said dividend will be subject to deduction of tax at source at prescribed rates pursuant to the Income Tax Act, 1961. For further details on taxability, please refer to the Notice of the ensuing 87th AGM.

Equity shares that may be allotted upon the exercise of stock options granted under the Company's 'Employee Stock Option Plan 2015' and 'Performance Stock Option Plan 2023' (collectively, the "Stock Option Schemes"), before the Record Date, shall rank pari passu with the existing equity shares and shall be entitled to receive the dividend.

The Board of Directors, at its meeting held on May 17, 2022, last amended the Dividend Distribution Policy of the Company. As per the amended policy and subject to the parameters and circumstances outlined therein, the Board endeavours to maintain a dividend payout ratio in the range of 20% to 40% of the Company's Profit After Tax (PAT) on a standalone basis. The dividend recommended is in accordance with the Company's Dividend Distribution Policy.

The Dividend Distribution Policy, containing the disclosures as required under Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") is available on the Company's website at:

<https://www.bajajelectricals.com/pages/investors>.

CHANGES IN SHARE CAPITAL

The paid-up equity share capital of the Company as on March 31, 2026, stood at ₹23,07,81,426.

Allotment under the Company's Stock Option Schemes

During the financial year 2025-26, the paid-up equity share capital increased on account of the allotment of 48,460 equity shares of ₹2 each to eligible employees upon exercise of stock options granted under the Company's stock option schemes. These shares have been considered, on a weighted average basis, for the purpose of computation of Earnings Per Share (EPS).

Shares with Differential Voting Rights

The Company has not issued any shares with differential voting rights during the year under review. Accordingly, no disclosure is required under Section 67(3)(c) of the Companies Act, 2013 ("the Act") in respect of voting rights not exercised directly by employees of the Company, as the provisions of the said section are not applicable to the Company.

Listing of Equity Shares

The equity shares of the Company continue to be listed on BSE Limited and National Stock Exchange of India Limited

(collectively referred to as the “Stock Exchanges”). The annual listing fees for the financial year 2026-27 have been duly paid to the Stock Exchanges.

DEPOSITORY SYSTEM

The Company’s shares are compulsorily tradable in electronic form. As on March 31, 2026, 99.80% of the Company’s total paid-up capital, representing 11,51,59,623 equity shares, were held in dematerialised form.

In terms of amended Regulation 40 of the SEBI Listing Regulations, effective April 1, 2019, transfer of securities in physical form are not processed unless the securities are held in the dematerialised mode with a Depository Participant.

The Securities and Exchange Board of India (“SEBI”), vide Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 2, 2025, on “Ease of Doing Investment – Special Window for Transfer and Dematerialisation of Physical Securities”, introduced a special window for re-lodgement of transfer deeds that were lodged prior to April 1, 2019 and were rejected, returned or kept pending due to deficiencies in documentation, process or otherwise. The special window was initially made available for a period of six months from July 7, 2025 to January 6, 2026. Subsequently, SEBI, vide Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026, extended the said special window for a further period of one year from February 5, 2026 to February 4, 2027. Investors are advised to refer to the aforesaid circulars and take necessary action, wherever applicable.

With effect from January 24, 2022, SEBI has mandated that listed companies shall issue securities only in dematerialised form while processing investor service requests such as issuance of duplicate securities certificates, claim from unclaimed suspense account, renewal/exchange of securities certificates, endorsement, subdivision/splitting of securities certificates, consolidation of securities certificates/folios, transmission and transposition.

Further, with effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service request. Accordingly, securities will be credited directly to the shareholder’s demat account upon submission of valid demat account details along with the latest Client Master List (not older than 2 months), Demat Conversion Request Form for NSDL/ Demat Request form for CDSL and Latest Client Master List, both attested by Depository Participant, besides mandatory documents for the subject service requests subject to folio being KYC Compliant. 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: <https://www.bajajelectricals.com/pages/investors> and on the RTA’s website at: <https://web.in.mpms.mufg.com/client-downloads.html>.

In view of the above and to avail the benefits of the depository system as well as to safeguard against fraud, Members holding shares in physical form are encouraged to dematerialise their holdings through either National Securities Depository Limited or Central Depository Services (India) Limited.

DEPOSITS

During the financial year 2025-26, the Company did not accept any deposits within the meaning of Chapter V of the Act. Accordingly, no disclosure or reporting is required in respect of deposits covered under the provisions of the Act.

CREDIT RATING

The Company’s credit rating profile is summarised below:

Instrument	Rating Agency	Rating
Bank Loan Facilities (Long-term)	CRISIL Ratings Limited	CRISIL AA-/Stable
Bank Loan Facilities (Short-term)	CRISIL Ratings Limited	CRISIL A1+

RELATED PARTY TRANSACTIONS

In line with the requirements of the Act and the SEBI Listing Regulations, the Company has formulated a Policy on Materiality of Related Party Transactions (“RPT Policy”), which is available on the Company’s website at:

<https://www.bajajelectricals.com/pages/investors>.

This RPT Policy is intended to ensure that appropriate reporting, approval, and disclosure processes are in place for all transactions between the Company and its related parties.

All related party transactions entered into during the year under review were in the ordinary course of business and at arm’s length and were in accordance with the provisions of the Act and the SEBI Listing Regulations. No material related party transactions, i.e., transactions exceeding ₹1,000 crore or 10% of the annual consolidated turnover, whichever is lower, as per the last audited financial statements, were entered into during the financial year. Accordingly, the disclosure of related party transactions in Form AOC-2, as required under Section 134(3)(h) of the Act, is not applicable. Further, there were no material related party transactions during the year under review with Promoters, Directors, or Key Managerial Personnel that could have a potential conflict with the interests of the Company at large.

The related party transactions are disclosed in the notes to the financial statements. Members’ attention is drawn to Note No. 38 of the standalone financial statements, which sets out the related party disclosures.

The disclosure in respect of loans and advances pursuant to Regulation 34(3), read with Clause 2 of Part A of Schedule V of the SEBI Listing Regulations, in compliance with the applicable accounting standards on related party disclosures, is not applicable, as the Company does not have any holding or subsidiary company.

During the year under review, the following person(s)/entity(ies) belonging to the promoter/promoter group held 10% or more of the paid-up equity share capital of the Company:

Name of the person/entity	Shareholding (%)
Jamninal Sons Private Limited	19.54
Bajaj Holdings and Investment Limited	16.58

Disclosure of transactions pursuant to Regulation 34(3), read with Clause 2A of Part A of Schedule V of the SEBI Listing Regulations, is attached as **Annexure A** and forms part of this Report.

PARTICULARS OF LOANS AND ADVANCES, GUARANTEES OR INVESTMENTS

Pursuant to the provisions of Section 186 of the Act and the rules framed thereunder, the particulars of loans given, investments made, guarantees given, and securities provided by the Company, if any, are disclosed in the notes to the standalone financial statements.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There have been no significant and/or material orders passed by any regulators, courts, or tribunals that would impact the going concern status of the Company or its operations in the future.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATES AND THE DATE OF THIS REPORT

There have been no material changes or commitments affecting the financial position of the Company that occurred between the end of the financial year, i.e., March 31, 2026, and the date of this Board's Report, i.e., May 15, 2026.

APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

No application has been made under the Insolvency and Bankruptcy Code, 2016, against the Company. Therefore, the requirement to disclose details of any application made or proceeding pending under the Insolvency and Bankruptcy Code, 2016, during the financial year, along with their status as at the end of the financial year, is not applicable.

DIFFERENCE BETWEEN THE AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE-TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING A LOAN FROM BANKS OR FINANCIAL INSTITUTIONS, ALONG WITH THE REASONS THEREOF

During the financial year, there was no instance of a one-time settlement with banks or financial institutions. Therefore, the requirement to disclose the details of the difference between the amount of the valuation done at the time of the one-time settlement and the valuation done while taking a loan from the banks or financial institutions, along with the reasons therefor, is not applicable.

CORPORATE SOCIAL RESPONSIBILITY

The Company has a Policy on Corporate Social Responsibility and has constituted a Corporate Social Responsibility (CSR) & Environmental, Social, and Governance (ESG) Committee ("CSR & ESG") as required under the Act to implement various CSR activities. The CSR & ESG Committee is comprised of Ms. Pooja Anant Bajaj, who serves as the Chairperson of the Committee, with Mr. Shekhar Bajaj, Mr. Sudarshan Sampathkumar, and Mr. Saurabh Kumar as the members of the said Committee.

The CSR policy is available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

Further details regarding the CSR & ESG Committee are provided in the Corporate Governance Report, which forms part of this Report. The Company has implemented various CSR projects directly and/or through implementing partners, and the said projects undertaken by the Company are in accordance with its CSR Policy and Schedule VII of the Act. The Report on CSR activities, as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, is provided in **Annexure B**, which forms a part of this Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

The Board of Directors is pleased to share the Company's 4th Business Responsibility and Sustainability Report ("BRSR") for the FY 2025-26.

BRSR includes details on performance against the 9 (nine) principles of the National Guidelines on Responsible Business Conduct and a report under each principle, which is divided into essential and leadership indicators.

The BRSR is in the format prescribed by SEBI and is aligned with the nine principles of the National Guidelines for Responsible Business Conduct ("NGRBC") notified by the Ministry of Corporate Affairs, Government of India.

The BRSR has been hosted on the Company's website. It can be accessed at <https://www.bajajelectricals.com/pages/investors>.

A physical copy of the BRSR will be made available to any shareholder upon request.

CORPORATE GOVERNANCE

Maintaining high standards of Corporate Governance has been fundamental to the business of the Company since its inception. As per Regulation 34(3) read with Schedule V of the SEBI Listing Regulations, a separate section on corporate governance practices followed by the Company, together with the following declarations/certifications, forms an integral part of its Corporate Governance Reporting:

- A declaration signed by Mr. Sanjay Sachdeva, Managing Director & Chief Executive Officer, stating that the members of the Board of Directors and senior management personnel have affirmed compliance with the Company's Code of Conduct.
- A compliance certificate from the Company's Secretarial Auditors confirming compliance with the conditions of Corporate Governance.
- A certificate of Non-Disqualification of Directors from the Secretarial Auditors of the Company.
- A certificate from the CEO and CFO of the Company, inter alia, confirming the correctness of the financial statements and cash flow statements, adequacy of the internal control measures, and reporting of matters to the Audit Committee.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report on the operations of the Company, as required under the SEBI Listing Regulations, is provided in a separate section and forms a part of this Report.

ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) and Section 92(3) of the Act, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company for the financial year ended March 31, 2026, can be accessed at: <https://www.bajajelectricals.com/pages/investors>.

VIGIL MECHANISM

Pursuant to the provisions of Section 177(9) of the Act and Regulation 22 of the SEBI Listing Regulations, the Company has adopted a Whistle Blower Policy to report genuine concerns or grievances regarding any poor or unacceptable practices and any instances of misconduct, ensuring adequate safeguards against the victimisation of persons who may utilise such a mechanism.

Further details of the vigil mechanism are given in the Report on Corporate Governance, which forms part of this Report. No person has been denied access to the Chairman of the Audit Committee.

The Whistle Blower Policy is available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>

EMPLOYEES STOCK OPTION SCHEME

The Company has implemented Employee Stock Option Plan-2015 and Performance Stock Option Plan- 2023 (collectively, the "Stock Option Schemes"), in accordance with the SEBI (Share Based Employee Benefits) Regulations, 2014, read with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEBSE Regulations"), as a measure to reward and motivate employees, as well as to attract and retain talent.

During the financial year under review, under the ESOP-2015, no stock options were granted to employees, and under the PSOP-2023, 98,674 options were granted to eligible employees at the face value of ₹2 each.

There were no changes to the Company's Stock Option Schemes during the financial year.

Details of options vested, exercised, and cancelled are provided in the notes to the standalone financial statements.

In line with Regulation 14 of the SEBI SBEBSE Regulations, a statement providing complete details as of March 31, 2026, is available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>

The Company has obtained a Certificate from the Secretarial Auditors confirming that the Company's Stock Option Schemes have been implemented in accordance with the SEBI SBEBSE Regulations. This Certificate will be available for inspection through electronic means by writing to the Company at legal@bajajelectricals.com from the date of circulation of the AGM Notice until the date of the AGM, i.e., Thursday, August 6, 2026.

EMPLOYEE WELFARE TRUSTS

The Company has the following irrevocable Employee Welfare Trusts, namely:

- (i) Bajaj Electricals Limited Employees' Welfare Fund No. 1;
- (ii) Bajaj Electricals Limited Employees' Welfare Fund No. 2;
- (iii) Bajaj Electricals Limited Employees' Welfare Fund No. 3;
- (iv) Bajaj Electricals Limited Employees' Welfare Fund No. 4; and
- (v) Bajaj Electricals Limited Employees' Housing Welfare Fund, (collectively, the "Employee Welfare Trusts").

The benefits of these Employee Welfare Trusts extend to all employees of the Company, including those of Bajel Projects Limited ("Bajel"), formerly the EPC division of the Company and now a separate legal entity following its demerger.

Following the demerger, the managements of the Company and Bajel have jointly realigned the governance and operational framework of the Employee Welfare Trusts to safeguard employee interests and ensure effective administration. It has been mutually agreed that the Employee Welfare Trusts-related expenditure shall be shared between the two entities in the ratio of 67.03:32.93, based on their respective net worth prior to the demerger. The Governing Bodies of the Employee Welfare Trusts have also been reconstituted with proportionate representation from both entities, and all key decisions shall be made jointly, with an agreed mechanism in place to resolve any differences.

Since joint control has been established for accounting purposes, the Employee Welfare Trusts have been consolidated as a joint venture in the consolidated financial statements.

SUBSIDIARY, JOINT VENTURE, AND ASSOCIATE

The Policy for Determining Material Subsidiary, as approved by the Board, can be accessed on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

As on March 31, 2026, the Company has one associate company, viz. Hind Lamps Private Limited, erstwhile Hind Lamps Limited, ("Hind Lamps") and the following five irrevocable Employee Welfare Trusts, which have been recognised as Joint Ventures for the purpose of consolidation in the Company's consolidated financial statements:

- (i) Bajaj Electricals Limited Employees' Welfare Fund No. 1 ("BELEWF1");
- (ii) Bajaj Electricals Limited Employees' Welfare Fund No. 2 ("BELEWF2");
- (iii) Bajaj Electricals Limited Employees' Welfare Fund No. 3 ("BELEWF3");
- (iv) Bajaj Electricals Limited Employees' Welfare Fund No. 4 ("BELEWF4"); and
- (v) Bajaj Electricals Limited Employees' Housing Welfare Fund ("BELEHWF").

Details of and Financial Performance of the Company's Associate Company and Joint Ventures of the Company:

Name	% of Shareholding of the Company as on March 31, 2026	Status	Total Income during FY 2025-26	Total Income during FY 2024-25	Profit/Loss during FY 2025-26	Profit/Loss during FY 2024-25
Hind Lamps	19.00%	Associate	3.89	4.19	0.0001	0.03
BELEWF1	67.07%	Joint Venture	0.66	0.53	(6.39)	(1.19)
BELEWF2	67.07%	Joint Venture	0.72	0.91	(13.89)	(1.22)
BELEWF3	67.07%	Joint Venture	1.63	1.83	(15.79)	0.60
BELEWF4	67.07%	Joint Venture	0.93	1.50	(10.06)	5.09
BELEHWF	67.07%	Joint Venture	0.31	0.15	(0.32)	(0.03)

Pursuant to the provisions of Section 129(3) of the Act, a report on the performance and financial position of the subsidiary, associate, and joint ventures is included in the Consolidated Financial Statements. Their contribution to the overall performance of the Company in Form AOC-1 is given in **Annexure C**, which forms part of this Report.

In accordance with the fourth proviso to Section 136(1) of the Act, the Annual Report of the Company, containing the Standalone and Consolidated Financial Statements, is available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

Further, as per the fifth proviso to the said Section, the annual accounts of the joint ventures and associate of the Company are also available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

Any member interested in obtaining a copy of the aforesaid documents may write to the Chief Compliance Office & Company Secretary at the Company's Registered Office. These documents will also be available for examination by the shareholders at the Company's Registered Office during working days (except Saturday, Sunday, Public Holidays, and National Holidays), between 11.00 a.m. and 01.00 p.m.

During the financial year ended March 31, 2026, there was no addition or deletion to the list of associate or joint ventures of the Company.

FINANCIAL STATEMENTS

The audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, prepared in accordance with the applicable provisions of the Act and in compliance with Schedule III thereto, the Indian Accounting Standards (Ind AS), and the SEBI Listing Regulations, forms part of this Report.

CONSOLIDATED FINANCIAL STATEMENTS

The audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, which include the audited financial statements of the associate company and the joint ventures, prepared in compliance with the applicable provisions of the Act, the Indian Accounting Standards (Ind AS), and the SEBI Listing Regulations, also forms part of this Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Appointments/Re-appointments and Director Retiring by Rotation

- **Sad demise of Mr. Madhur Bajaj**

Mr. Madhur Bajaj (DIN: 00014593), Non-Executive Non-Independent Director - Promoter of the Company, passed away on April 11, 2025.

- **Appointment of Mr. Sanjay Sachdeva as the Managing Director & Chief Executive Officer for a term of three (3) years, with effect from April 15, 2025**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors had, at its Meeting held on March 28, 2025, approved the appointment of Mr. Sanjay Sachdeva (DIN: 11017868) as an additional director (in the category of executive/whole-time director) with the designation and title of 'Managing Director & Chief Executive Officer', liable to retire by rotation, for a term of 3 years with effect from April 15, 2025 up to April 14, 2028. Further, Mr. Sanjay Sachdeva was also designated as the Key Managerial Personnel (KMP) for all purposes as enumerated under the provisions of the Act and the SEBI Listing Regulations, in place of Mr. Shekhar Bajaj, who was temporarily designated as the KMP, from April 15, 2025.

The shareholders via postal ballot notice dated March 28, 2025, passed on June 18, 2025, had approved the appointment of Mr. Sanjay Sachdeva as the Managing Director & Chief Executive Officer, liable to retire by rotation, for a term of 3 years with effect from April 15, 2025 up to April 14, 2028.

- **Appointment of Mr. Nirav Nayan Bajaj as the non-executive non-independent director:**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors had, at its Meeting held on May 12, 2025, approved the appointment of Mr. Nirav Nayan Bajaj (DIN: 08472468), as the Additional Director in the category of Non-Executive Non Independent Director, liable to retire by rotation, with effect from May 12, 2025, subject to the approval of the shareholders at the 86th Annual General Meeting ("86th AGM") of the Company.

The shareholders at their 86th AGM held on August 7, 2025, had approved the appointment of Mr. Nirav Nayan Bajaj as the Non-Executive Non-Independent Director, liable to retire by rotation, with effect from May 12, 2025.

- **Mr. Rajiv Bajaj's decision about not seeking reappointment**

Mr. Rajiv Bajaj (DIN: 00018262) had conveyed his decision not to seek re-appointment to the Board. Accordingly, he vacated his office as a Non-Executive Non-Independent Director upon the conclusion of the 86th AGM, with effective from close of business hours of August 7, 2025.

- **Appointment of Mr. Pramod Agrawal as an Independent Director for a term of five (5) consecutive years from February 9, 2026.**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its Meeting held on February 9, 2026, had approved the

appointment of Mr. Pramod Agrawal (DIN:00279727) as an additional director with the designation Non-executive Independent Director, not liable to retire by rotation, with effect from February 9, 2026, for a term of five consecutive years, commencing from February 9, 2026, subject to the approval of the shareholders.

The shareholders via postal ballot notice dated February 9, 2026, passed on April 30, 2026, had approved the appointment of Mr. Pramod Agrawal Non-executive Independent Director, not liable to retire by rotation, for a term of five consecutive years, commencing from February 9, 2026.

- **Director coming up for retirement by rotation**

In accordance with the provisions of Section 152 of the Act and the Company's Articles of Association, Mr. Sanjay Sachdeva (DIN:11017868) is liable to retire by rotation at the forthcoming AGM.

The Board recommends re-appointments of Mr. Sanjay Sachdeva for the consideration of the Members of the Company at the forthcoming AGM. The relevant details, including his profile, are included separately in the Notice of AGM and Report on Corporate Governance of the Company, which forms a part of this Report.

As on the date of this Report, the Board of Directors of the Company comprises of ten (10) members, of which seven (7) are Non-Executive Directors (NEDs), including one (1) Woman Director. NEDs constitute 70% of the Board's strength. Among these, six (6) are Independent Directors, accounting for 60% of the total Board composition. The structure of the Board is in compliance with the requirements of Regulation 17 of the SEBI Listing Regulations and the applicable provisions of the Act.

Independent Directors

All Independent Directors of the Company have submitted declarations under Section 149(7) of the Act, confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act, and Regulation 16(1)(b), along with other applicable provisions, of the SEBI Listing Regulations.

In accordance with Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have also affirmed that they are not aware of any circumstance or situation that exists or is reasonably anticipated to arise, which could impair their ability to discharge their duties with objective, independent judgment and without any external influence.

The Independent Directors hold office for a fixed term of five years and are not liable to retire by rotation. Further, all Independent Directors have valid registrations in the Independent Directors' databank maintained by the Indian Institute of Corporate Affairs, as required under Rule 6(1) of the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

In the opinion of the Board, all Independent Directors fulfil the conditions of independence specified in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. The terms and conditions of appointment of the Independent Directors are available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>. Further, in the opinion of the Board, the Independent Directors also possess the attributes of integrity, expertise and experience as required to be disclosed under Rule 8(5) (iia) of the Companies (Accounts) Rules, 2014.

In line with the requirements of the SEBI Listing Regulations, the Company has implemented a structured familiarisation programme to orient Independent Directors regarding their roles, responsibilities, the Company's business operations, the industry landscape, and the regulatory environment. Details of the familiarisation programme are provided in the Corporate Governance Report and are also available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

Key Managerial Personnel

During the financial year, there were the following changes in the Key Managerial Personnel of the Company:

- The Board of Directors, at its meeting held on October 31, 2025, noted and accepted the resignation of Mr. E C Prasad as the Chief Financial Officer and Key Managerial Personnel of the Company with effect from the close of business hours on January 26, 2026. Subsequently, at his request and on account of completion of handover of responsibilities, Mr. E C Prasad was relieved by the Board of Directors from the office of the Chief Financial Officer and Key Managerial Personnel of the Company with effect from the close of business hours on December 31, 2025.
- Based on the recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors had, at its Meeting held on March 16, 2026, approved the designation of Mr. Suketu Shah, Vertical Head - Accounts (Lighting) & Investor Relationships, as the Interim Chief Financial Officer and Key Managerial Personnel of the Company with effect from March 16, 2026.
- Based on the recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors had, at its Meeting held on May 15, 2026, approved the appointment of Ms. Ashween Anand as the Chief Financial Officer and Key Managerial Personnel of the Company with effect from May 16, 2026.
- In light of the appointment of Ms. Ashween Anand as the Chief Financial Officer and Key Managerial Personnel of the Company, as disclosed above, Mr. Suketu Shah had resigned from his position of the Interim Chief Financial Officer and Key Managerial Personnel of the Company, from the close of the business hours of May 15, 2026.

As on March 31, 2026 and as on the date of this Report, the following executives are designated as Key Managerial Personnel of the Company in accordance with the provisions of Sections 2(51) and 203 of the Act, read with the applicable rules made thereunder:

- Mr. Sanjay Sachdeva - Managing Director & Chief Executive Officer
- Mr. Prashant Dalvi - Chief Compliance Officer & Company Secretary
- Mr. Suketu Shah - Interim Chief Financial Officer.

NUMBER OF MEETINGS OF THE BOARD

During the financial year 2025-26, six meetings of the Board of Directors were held. The gap between any two consecutive meetings was within the limits prescribed under the Act and the SEBI Listing Regulations. The details of the meetings held during the year, along with the attendance of Directors, are provided in the Corporate Governance Report, which forms a part of this Report.

COMMITTEES OF THE BOARD

As on March 31, 2026, the Board of Directors had constituted the following Committees to ensure focused governance and oversight in key areas:

- a) Audit Committee;
- b) Nomination and Remuneration Committee;
- c) Stakeholders' Relationship Committee;
- d) Risk Management Committee;
- e) CSR & ESG Committee;
- f) Finance Committee.

Each Committee functions in accordance with its respective terms of reference which are in line with the applicable provisions of the Act and SEBI Listing Regulations and are duly approved by the Board of Directors.

The composition of these Committees, the number of meetings held during the year, and attendance of members at such meetings are provided in detail in the Corporate Governance Report, which forms a part of this Report.

BOARD EVALUATION

Pursuant to the applicable provisions of the Act and the SEBI Listing Regulations, the Board carried out the annual performance evaluation of its own performance, that of its Committees, and of the individual Directors. This evaluation was conducted through a structured process of individual and collective feedback from the Directors.

The evaluation process covered various aspects including the effectiveness of the Board's functioning, its composition, the level of engagement, the quality of discussions, decision-making, and the performance of the Committees and individual Directors.

The manner in which the evaluation was carried out, along with the criteria used for assessment, is detailed in the Corporate Governance Report, which forms a part of this Report.

The Board of Directors expressed satisfaction with the overall evaluation process and the performance of the Board, its Committees, and individual Directors.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Board of Directors has adopted a comprehensive Nomination and Remuneration Policy ("NRC Policy"), which serves as a guiding framework for the appointment and remuneration of Directors, Key Managerial Personnel (KMP), Senior Management, and other employees of the Company.

The NRC Policy sets out the guiding principles, philosophy, and framework for determining the remuneration of Executive and Non-Executive Directors (including sitting fees and commission), Key Managerial Personnel (KMP), Senior Management, and other employees. It also covers provisions relating to Board diversity, the criteria for assessing the qualifications, positive attributes, and independence of Directors, as well as the framework for the appointment and performance evaluation of KMP and Senior Management.

This Policy is formulated and reviewed by the Nomination and Remuneration Committee and is considered by the Board of Directors while evaluating potential candidates for various leadership and key roles within the Company.

The NRC Policy is available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

REPORTING OF FRAUD

During the financial year 2025-26, there were no instances of fraud reported by the Company's Statutory Auditors, Cost Auditor, or Secretarial Auditor under Section 143(12) of the Act read with Rule 13 of the Companies (Audit and Auditors) Rules, 2014, which were required to be disclosed to the Audit Committee or the Board of Directors of the Company.

RISK AND INTERNAL CONTROLS ADEQUACY

The Company has implemented comprehensive internal control systems aligned with the nature, scale, and complexity of its operations. These systems are designed to ensure the orderly and efficient conduct of business, compliance with statutory and regulatory requirements, adherence to internal policies, safeguarding of assets, prevention and detection of frauds and errors, and the accuracy and completeness of accounting records, thereby enabling the timely preparation of reliable financial information.

The adequacy and effectiveness of these controls are periodically assessed by the Statutory Auditors and Internal Auditors across all operational locations, including offices, manufacturing facilities, and key business processes. The auditors evaluate the effectiveness of the control framework, covering internal financial controls, operational controls, entity-level controls, and the overall risk management framework.

Significant audit findings, along with management responses and the status of their implementation, are placed before and reviewed by the Audit Committee of the Board. The Audit Committee also exercises oversight over the Company's internal control environment, including well-defined policies, standard operating procedures, and the use of automated systems to enhance control effectiveness.

Based on the report of the Statutory Auditors, the internal financial controls with reference to the standalone financial statements were found to be adequate and operating effectively during the financial year under review.

RISK MANAGEMENT

The Company has established an Enterprise Risk Management (ERM) framework in accordance with Regulation 21 of the SEBI Listing Regulations and applicable provisions of the Act. The framework enables systematic identification, assessment, prioritisation, and mitigation of risks across the organisation and is integrated with the Company's strategic and operational objectives. The Company evaluates risks based on their likelihood and impact and ensures that appropriate risk response strategies and mitigation measures.

The Risk Management Committee of the Board oversees the implementation of the risk management framework and periodically reviews key enterprise risks, including strategic, operational, financial, cybersecurity and compliance risks, along with mitigation plans presented by the management.

The Company continues to strengthen its risk management processes by incorporating evolving risk factors, including

emerging risks, and enhancing its monitoring and reporting mechanisms to build organisational resilience.

A detailed discussion on key risks and opportunities, along with mitigation strategies, is provided in the Management Discussion and Analysis section, forming an integral part of this Report.

The Board is of the opinion that the Company's risk management framework is robust and adequate to address the risks associated with its business operations.

AUDIT COMMITTEE, AUDITORS AND AUDITOR'S REPORT

Audit Committee

The Audit Committee of the Board of Directors comprises of three Independent Directors, namely Mr. Shailesh Haribhakti, as the Chairman of the Committee, and Mr. Sudarshan Sampathkumar, and Mr. Vikram Hosangady, as its members. During the financial year, all recommendations made by the Audit Committee were accepted by the Board of Directors.

More details pertaining to the Audit Committee like its terms of reference, roles and responsibilities, as well as the number of meetings held and the attendance of the Members therein, are provided in detail in the Corporate Governance Report, which forms a part of this Report.

Auditors And Auditor's Report

I. Statutory Auditors

At the 83rd Annual General Meeting ("83rd AGM") of the Company held on August 12, 2022, the Members approved the re-appointment of Messrs S R B C & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 324982E/E300003), as the Statutory Auditors of the Company for a second term of five (5) consecutive years, commencing from the conclusion of the 83rd AGM until the conclusion of the 88th Annual General Meeting to be held in the year 2027.

The Statutory Auditors' Report on the financial statements of the Company for the financial year ended March 31, 2026, forms part of this Annual Report. The Report does not contain any qualification, reservation, adverse remark or disclaimer.

II. Cost Auditors

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain the cost records in respect of its manufacturing activities, and such records are duly maintained.

For the financial year 2025-26, Messrs R. Nanabhoy & Co., Cost Accountants (Firm Registration No. 000010), carried out the audit of the cost records maintained by the Company for applicable businesses. The Company has received a certificate from Cost Auditors' confirming their eligibility under Section 141 read with Section 148(3) of the Act and Rule 6(5) of the Companies (Cost Records and Audit) Rules, 2014, for its appointment as Cost Auditors.

Based on the recommendation of the Audit Committee, the Board of Directors has re-appointed Messrs R. Nanabhoy & Co., Cost Accountants, as the Cost Auditors of the Company for the financial year 2026-27. The remuneration payable to the Cost Auditors is subject to ratification by the Members at the ensuing 87th AGM, as required under Section 148(3)

of the Act. Accordingly, a resolution seeking Members' ratification for the remuneration payable to the Cost Auditors is included in Item No. 4 of the Notice convening the AGM.

The details of the Cost Auditors and cost audit conducted by them for financial year 2024-25 are furnished below:

Name of Cost Auditor	Messrs R. Nanabhoy & Co., Cost Accountants
ICWA Membership No.	7464
Firm Registration No.	000010
Address	Jer Mansion, 70, August Kranti Marg, Mumbai 400036
Due date of filing of Cost Audit Report	September 30, 2025
Actual date of filing	September 4, 2025

In accordance with the provisions of Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost records, and accordingly, such accounts and records have been duly maintained.

III. Secretarial Auditors

At the 86th Annual General Meeting ("86th AGM") of the Company held on August 7, 2025, the Members approved the appointment of Messrs Makarand M. Joshi & Co., Practicing Company Secretaries, (Firm Registration No.P2009MH007000 and Peer review No.6832/2025), as the Secretarial Auditors of the Company to hold office for a period of 5 consecutive years commencing from the conclusion of the 86th Annual General Meeting till the conclusion of the 91st Annual General Meeting of the Company to be held for the financial year ended March 31, 2030.

The Secretarial Audit Report in Form MR-3 is attached as **Annexure D** and forms part of this Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

Transfer of Unpaid/Unclaimed Dividend to Investor Education and Protection Fund

Pursuant to the provisions of Sections 124 and 125 of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), as amended, an amount of ₹13,29,366.50, being unpaid and/or unclaimed dividend pertaining to the FY 2017-18, was transferred during the year to the Investor Education and Protection Fund ("IEPF").

Transfer of Shares to IEPF

In accordance with the provisions of Section 124 of the Act, read with the IEPF Rules, 4,963 equity shares of ₹2 each, in respect of which dividend remains unclaimed / unpaid by/to the shareholder/s for a period of seven consecutive years or more, pertaining to the FY 2017-18, were transferred by the Company to the IEPF during the year.

The details of such shares transferred is also available on the Company's website at: <https://www.bajajelectricals.com/pages/investors> and is also uploaded on the website of IEPF.

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

The information relating to conservation of energy, technology absorption, and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, is attached as **Annexure E**, which forms a part of this Report.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company takes immense pride in the passion, capability, and unwavering commitment demonstrated by its people across every corner of the business. Our employees are not just contributors — they are the driving force behind our progress, shaping a workplace where purpose, performance, and collective ambition consistently move hand in hand. With this belief at the core, the Company has invested deeply in building a strong talent pipeline and nurturing future ready leadership through thoughtful and sustained succession planning initiatives that ensure continuity, stability, and long term organisational strength.

We continue to evolve our performance management and learning ecosystems, amplifying them with dynamic, future focused training programmes designed to unlock potential at every level of the organisation. These programmes increasingly incorporate digital learning tools, cross functional immersion opportunities, and experiential development formats, ensuring employees are equipped with the skills and mindset required to succeed in a rapidly changing business environment. Alongside capability building, we have strengthened our cultural pillars through vibrant, meaningful employee engagement initiatives that spark innovation, encourage collaboration, and empower individuals to lead with confidence, agility, and curiosity. Open and transparent communication was reinforced via leadership town halls, all hands meetings, and direct engagement by senior leadership with new comers in the Company.

Further, the year witnessed several advanced welfare oriented and people centric initiatives aimed at enhancing the overall employee experience. Comprehensive wellbeing and insurance benefits were expanded with improved medical coverage, preventive healthcare initiatives, and employer sponsored OPD and health check up programmes, alongside proactive health and safety measures. The Company also fostered social connection, inclusion, belonging, and work life balance through wellness activities, cultural celebrations, family engagement events, and sports initiatives, while supporting financial wellbeing through structured education programmes on long term savings and pension planning.

Collectively, these initiatives, highlighted across various Capitals in the Annual Report and detailed further in the Management Discussion and Analysis, reflect our aspiration to create a workplace that grows stronger, more agile, more inspired, and more people centric each year.

Employee and industrial relations across the organisation have remained cordial throughout the year.

PARTICULARS OF EMPLOYEES

Disclosures relating to remuneration and other details, as required under the provisions of Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is attached as **Annexure F**, which forms a part of this Report.

Further, in accordance with the provisions of Sections 197(12) and 136(1) of the Act, read with the said Rules, the statement containing the names and other particulars of employees drawing remuneration in excess of the limits prescribed under the aforesaid Rules is available for inspection by the members during business hours at the Registered Office of the Company. Any member interested in obtaining a copy thereof may write to the Chief Compliance Officer & Company Secretary at: legal@bajajelectricals.com.

KEY INITIATIVES WITH RESPECT TO STAKEHOLDER RELATIONSHIP, CUSTOMER RELATIONSHIP, ENVIRONMENT, SUSTAINABILITY, HEALTH, SAFETY AND WELFARE OF EMPLOYEES

The key initiatives undertaken by the Company with respect to stakeholder relationship, customer relationship, environment, sustainability, health, and safety are detailed separately under the respective Capitals in this Annual Report.

The Company's Environment, Health and Safety Policy and Human Rights Policy is available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

PROTECTION OF WOMEN AT THE WORKPLACE

The Company upholds a zero-tolerance policy toward sexual harassment at the workplace and remains committed to providing a safe, respectful, and inclusive working environment for all employees.

In compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"), and the Rules framed thereunder, the Company has formulated and implemented a Policy on the prevention, prohibition and redressal of complaints relating to sexual harassment of women at the workplace.

This Policy applies to all women employees, whether permanent, temporary, or contractual. It has been made accessible to all employees via the Company's internal portal and has been widely disseminated to ensure awareness across the organisation.

In accordance with the requirements of the POSH Act, an Internal Complaints Committee (ICC) has been duly constituted to address and resolve such complaints.

The status of complaints under Section 22 of the POSH Act, as on March 31, 2026, is as follows:

Particulars	Number
Number of complaints pending at the beginning of the financial year	Nil
Number of complaints filed/received during the financial year	Nil
Number of complaints disposed of within the same year	Not applicable
Number of complaints pending at the end of the financial year	Not applicable
Number of Sexual Harassment Complaints pending beyond 90 days.	Not applicable

COMPLIANCE WITH MATERNITY BENEFIT

The Company has in place a Maternity Benefit Policy in line with the requirements of the Maternity Benefit Act, 1961, and the provisions of Chapter VI of the Code on Social Security,

2020 (upon its official enforcement) (collectively, the "Maternity Benefit Provisions"). During the year under review, the Company complied with the applicable Maternity Benefit Provisions.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm that:

- a. in the preparation of the Annual Accounts for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. they have selected such accounting policies and applied them consistently and made judgements 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/loss of the Company for that period;
- c. 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 frauds and other irregularities;
- d. they have prepared the annual accounts on a going concern basis;
- e. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

OTHER DISCLOSURES / CONFIRMATIONS

- a. None of the Chairman, the Managing Director & Chief Executive Officer, or the Executive Director of the Company received any remuneration or commission from any of the subsidiaries of the Company.
- b. The Company has not issued any sweat equity shares to its directors or employees.
- c. The Company has not failed to implement any corporate action during the year under review.
- d. The disclosure pertaining to an explanation for any deviation or variation in connection with certain terms of a public issue, rights issue, preferential issue, etc. is not applicable to the Company.
- e. The Company's securities were not suspended during the year under review.
- f. There was no revision of financial statements and Board's Report of the Company during the year under review.

ANNEXURES

- a. Disclosures of transactions pursuant to the provisions of Regulation 34(3) read with clause 2A of Part A of Schedule V of the SEBI Listing Regulations - **Annexure A**;
- b. Annual Report on CSR Activities - **Annexure B**;
- c. Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures - **Annexure C**;
- d. Secretarial Audit Report - **Annexure D**;
- e. Report on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo - **Annexure E**; and
- f. Disclosures under Section 197(12) of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 - **Annexure F**.

APPRECIATION AND ACKNOWLEDGEMENT

The Directors place on record their profound appreciation for the unwavering commitment, diligence, and dedicated efforts of employees across all levels of the organisation, whose contributions have been instrumental in the Company's continued progress and success.

The Board also conveys its sincere gratitude for the steadfast support, trust, and cooperation extended by the Company's suppliers, distributors, business partners, and all other stakeholders associated with it as valued trading partners. The Company regards them as integral partners in its growth journey and acknowledges their significant role in sharing and contributing to the rewards of its sustained growth. The Company remains committed to fostering and strengthening enduring relationships with its trade partners, built on the principles of mutual benefit, respect, trust, and collaboration, while consistently safeguarding consumer interests.

The Directors further take this opportunity to express their heartfelt thanks to all Shareholders, Clients, Vendors, Bankers, Government and Regulatory Authorities, and Stock Exchanges for their continued confidence, encouragement, and invaluable support.

For and on behalf of
the Board of Directors of **Bajaj Electricals Limited**

Navi Mumbai
May 15, 2026

Shekhar Bajaj
Chairman
DIN: 00089358

Annexure A

DISCLOSURES OF TRANSACTIONS OF THE COMPANY WITH ANY PERSON OR ENTITY BELONGING TO THE PROMOTER/PROMOTER GROUP WHICH HOLD(S) 10% OR MORE SHAREHOLDING IN THE COMPANY PURSUANT TO THE PROVISIONS OF REGULATION 34(3) AND 53(F) READ WITH CLAUSE 2A OF PART A OF SCHEDULE V OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

(Amount: ₹ in lakh)

Name of the person or entity	Nature of Transaction	FY 2025-26		FY 2024-25	
		Transaction Value for the Year	Outstanding receivable / (payable) carried in the Balance Sheet	Transaction Value for the Year	Outstanding receivable / (payable) carried in the Balance Sheet
Jamnalal Sons Private Limited	Rent paid	56.64	(2.77)	54.28	-
	Rent deposit advanced	-	200.00	-	200.00
	Reimbursement of expenses	7.36	-	5.38	-
	Dividend paid	676.45	-	676.45	-
	Sales	8.19	-	-	-
Bajaj Holdings and Investment Limited	Dividend paid	574.11	-	574.11	-

For and on behalf of
the Board of Directors of **Bajaj Electricals Limited**

Shekhar Bajaj
Chairman
DIN: 00089358

Navi Mumbai
May 15, 2026

Annexure B

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITIES (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2025-26

1. Brief outline on CSR Policy of the Company:

The Corporate Social Responsibility (CSR) policy of the Bajaj Group is deeply rooted in the visionary philosophy of its Founding Father, late Shri Jamn Lal Bajaj. Guided by the principle of Trusteeship, the Company believes in utilizing business as a tool for societal welfare and common good, placing emphasis on the collective benefit over individual gain. This philanthropic ethos, established over a century ago, has endured through successive generations, propelling the Company to greater heights of success and esteem. Beyond conventional measures of corporate achievement, the Bajaj Group views true progress as synonymous with the positive impact it makes on people's lives. Through strategic social investments, the Company addresses community needs in areas such as health, education, environment conservation, infrastructure, and disaster response. Recognizing society as a critical stakeholder, the Company's CSR policy reflects its commitment to ethical business practices, environmental stewardship, and enhancing the well-being of all stakeholders, especially the marginalized and underprivileged. Additionally, the policy underscores

the Company's dedication to regulatory compliance and diligent adherence to all CSR-related laws and regulations.

CSR Policy: A detailed CSR Policy was last amended by the Company on May 25, 2021, with approvals of the CSR Committee and Board of Directors. The Policy, inter alia, covers the following:

- Philosophy
- Preamble / Objective of the CSR Policy
- Vision
- Corporate Social Responsibility Committee
- Responsibilities of the Board
- CSR Programmes/Projects
- Implementation and Monitoring
- Engagement of International Organisations
- CSR Annual Action Plan
- Information Dissemination

The CSR Policy is placed on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

2. Composition of CSR Committee*:

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
Mrs. Pooja Anant Bajaj	Chairperson - Executive Director	2	2/2
Mr. Shekhar Bajaj	Member - Executive Chairman		2/2
Mr. Sudarshan Sampathkumar	Member - Independent Director		2/2
Mr. Saurabh Kumar	Member - Independent Director		2/2

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

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

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

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
		Nil	

6. Average net profit of the Company as per Section 135(5): ₹22,790.73 lakh.

7. a. Two percent of average net profit of the Company as per section 135(5): ₹455.81 lakh
b. Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
c. Amount required to be set off for the financial year, if any: Nil
d. Total CSR obligation for the financial year (7a+7b-7c): ₹ 455.81 lakh
8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (₹ in lakh)	Amount Unspent (₹ in lakh)				
	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
237.75	218.06	April 22, 2026	Not Applicable	Nil	Not Applicable

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

Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (₹ in lakh)	Amount spent in the current financial year (₹ in lakh)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ in lakh)	Mode of Implementation - Direct (Yes/No)	Mode of implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
1	Project: Environmental Rejuvenation and Restoration	Environmental Sustainability	Yes	Rajasthan & Maharashtra	Jodhpur, Udaipur, Jaisalmer, Baran & Other Location	2025-2028	191.43	127.50	63.93	No	Bajaj Electricals Foundation	CSR00003537
2	Carbon offset	Environmental Sustainability	Yes	Maharashtra, Rajasthan	Jawahar & Karauli	2025-2027	28.50	15.65	12.85	No	Bajaj Electricals Foundation	CSR00003537
3	Solar Electrification	Environmental Sustainability	Yes	Rajasthan	Sikar & Jaisalmer	2025-2026	145.00	44.43	100.57	No	Bajaj Electricals Foundation	CSR00003537
4	Upcycle	Environmental Sustainability	Yes	Meghalaya & Tamil Nadu	Shirol & Chennai	2025-2026	50.00	12.8	37.2	No	Bajaj Electricals Foundation	CSR00003537
5	Kalakriti	Arts and Culture	Yes	Maharashtra	Mumbai	2025-2026	20.00	16.5	3.5	No	Bajaj Electricals Foundation	CSR00003537
6	Rural Women Entrepreneurship	Women Empowerment	No	Bihar	Nalanda, Bhagalpur, Siwan	2025-2026	10.00	10.00	0.00	No	Bajaj Electricals Foundation	CSR00003537
Total							444.93	226.87	218.06			

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

Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent in the current financial year (₹ in lakh)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
Not Applicable									

- (d) Amount spent in Administrative Overheads: ₹ 10.88 lakh
(e) Amount spent on Impact Assessment, if applicable: Not Applicable
(f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ 237.75 lakh

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

Sr. no.	Particulars	Amount (₹ in lakh)
(i)	Two percent of average net profit of the company as per section 135(5)	455.81
(ii)	Total amount spent for the Financial Year	237.75
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Not Applicable
(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)]	Not Applicable

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

Sr. no.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (₹ in lakh)	Amount spent till the start of reporting Financial Year (₹ in lakh)	Amount spent in the reporting Financial Year (₹ in lakh)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any (₹ in lakh)	Amount remaining to be spent in succeeding financial years (₹ in lakh)
(1)	(2)	(3)	(4)	(5)	(6)	(7)
1.	2023-24	117.78	80.74	37.06	Nil	Nil
2.	2024-25	210.84	Nil	204.94	Nil	5.90

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

Sr. no.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project Duration	Total amount allocated for the project (₹ in lakh)	Amount spent on the project in the reporting Financial Year (₹ in lakh)	Cumulative amount spent at the end of reporting Financial Year (₹ in lakh)	Status of the project - Completed / Ongoing
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
1	SV/23-24/012	Scholarship Program	2023 - 2024	2023 - 2027	18.36	12.24	18.36	Completed
2	GI/23-24/010	Urban Forestation	2023 - 2024	2023 - 2027	44.05	2.03	44.04	Completed
3	GI/23-24/012	Solar Electrification Project	2023 - 2024	2023 - 2027	46.94	1.61	46.94	Completed
4	TC/23-24/010	Railway Police - oral cancer screening and tobacco cessation	2023 - 2024	2023 - 2027	21.05	2.10	21.05	Completed
5	TC/23-24/011	Mobile Van for tobacco cessation	2023 - 2024	2023 - 2027	28.31	1.35	28.31	Completed
6	TC/23-24/012	Setting up of Tobacco Cessation Center	2023 - 2024	2023 - 2027	22.11	11.06	22.11	Completed
7	TC/23-24/013	Tobacco cessation centre	2023 - 2024	2023 - 2027	38.00	5.67	38.00	Completed
8	GI/24-25/016	Carbon Offset Projects	2024 - 2025	2024 - 2028	289.06	170.63	5.90	Ongoing
9	GI/24-25/014	Urban Forestation and Tree Plantation/ Environmental awareness	2024 - 2025	2024 - 2028	62.41	12.54	62.41	Completed

Sr. no.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project Duration	Total amount allocated for the project (₹ in lakh)	Amount spent on the project in the reporting Financial Year (₹ in lakh)	Cumulative amount spent at the end of reporting Financial Year (₹ in lakh)	Status of the project - Completed / Ongoing
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
10	AC/24-25/005	Sadanand, Kalanand and Balanand	2024 - 2025	2024 - 2028	25.00	3.75	25.00	Completed
11	GI/24-25/015	Swasth Ghar Improved Cook Stove Project	2024 - 2025	2024 - 2028	20.00	3.74	20.00	Completed
12	GI/24-25/017	Empowering Women through Plastic Upcycling	2024 - 2025	2024 - 2028	12.44	7.28	12.44	Completed
13	NI/24-25/005	Rural Women Entrepreneurship: JDBP Award Winner	2024 - 2025	2024 - 2028	10.00	7.00	10.00	Completed

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year - Nil

(asset-wise details)

- Date of creation or acquisition of the capital asset(s). - Not Applicable
- Amount of CSR spent for creation or acquisition of capital asset. - Not Applicable
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. - Not Applicable
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). - Not Applicable

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

Navi Mumbai, May 15, 2026

Sanjay Sanjay Sachdeva
Managing Director & CEO
(DIN: 11017868)

Shekhar Bajaj
Chairman
(DIN: 00089358)

Pooja Anant Bajaj
Chairperson of CSR Committee
(DIN: 08254455)

Annexure C

FORM AOC-1

[Pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statement of subsidiary, associate, and joint venture:

Part A: Subsidiary

Sr. no.	Particulars	
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	
2.	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	
3.	Share capital	
4.	Reserves & surplus	
5.	Total assets	
6.	Total liabilities	
7.	Investments	Not Applicable
8.	Turnover	
9.	Profit before taxation	
10.	Provision for taxation	
11.	Profit after taxation	
12.	Proposed dividend	
13.	% of shareholding of the Company in the subsidiary	

Names of subsidiaries which are yet to commence operation: Not Applicable.

Names of subsidiaries which have been liquidated or sold during the year: Not Applicable.

Part B: Associate and Joint Venture

Sr. no.	Particulars	Hind Lamps Limited (Associate)	Bajaj Electricals Limited Employees' Welfare Fund No. 1 (Joint Venture)	Bajaj Electricals Limited Employees' Welfare Fund No. 2 (Joint Venture)	Bajaj Electricals Limited Employees' Welfare Fund No. 3 (Joint Venture)	Bajaj Electricals Limited Employees' Welfare Fund No. 4 (Joint Venture)	Bajaj Electricals Limited Employees' Welfare Fund (Joint Venture)
1.	Date on which the associate or joint venture was associated or acquired	January 7, 1952	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025
2.	Latest audited Balance Sheet date	March 31, 2026	March 31, 2026	March 31, 2026	March 31, 2026	March 31, 2026	March 31, 2026
3.	Shares of associate/ joint venture held by the Company on the year end:						
	Number of equity shares	1140000	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
	Amount of investment in associate / joint venture	Nil	Nil	Nil	Nil	Nil	Nil
	Extent of holding %	19.00	67.07	67.07	67.07	67.07	67.07
4.	Description of how there is significant influence	Refer Note 1 below			Refer Note 2 below		
5.	Reason why the associate/joint venture is not consolidated	Impaired post demerger	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable

Sr. no.	Particulars	Hind Lamps Limited (Associate)	Bajaj Electricals Limited Employees' Welfare Fund No. 1 (Joint Venture)	Bajaj Electricals Limited Employees' Welfare Fund No. 2 (Joint Venture)	Bajaj Electricals Limited Employees' Welfare Fund No. 3 (Joint Venture)	Bajaj Electricals Limited Employees' Welfare Fund No. 4 (Joint Venture)	Bajaj Electricals Limited Employees' Welfare Fund (Joint Venture)
6.	Net worth attributable to Shareholding as per latest audited Balance Sheet	₹24.39 lakh	₹3,152.54 lakh	₹3,152.91 lakh	₹3,207.39 lakh	₹3,729.42 lakh	₹263.35 lakh
7.	Profit/ (Loss) for the year / Total comprehensive income	₹(0.003) Lakh	₹(428.49) Lakh	₹(931.68) Lakh	₹(1,059.26) Lakh	₹(675.31) Lakh	₹(21.29) Lakh
	Considered in Consolidation	Not applicable	₹(428.49) Lakh	₹(931.68) Lakh	₹(1,059.26) Lakh	₹(675.31) Lakh	₹(21.29) Lakh
	Not Considered in Consolidation	₹(0.003) Lakh	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable

Note 1: As per Section 2(6) of the Act, "associate company", in relation to another company, means a company in which that other company has a significant influence, but which is not a subsidiary of the Company having such influence and includes a joint venture company. For the purposes of this clause, "significant influence" means control of at least 20% of total share capital, or of business decisions under an agreement. Since the Company is in a position to influence the operating and financial policies of this company, its financial statements are consolidated with the Company's financial statements.

Note 2: Joint control has been established over these Employee Welfare Trusts for accounting purposes. Accordingly, the Employee Welfare Funds / Trusts have been consolidated as Joint Ventures in the consolidated financial statements.

Names of associates or joint ventures which are yet to commence operations: Nil.

Names of associates or joint ventures which have been liquidated or sold during the year: Nil.

For and on behalf of the Board of Directors of **Bajaj Electricals Limited**

Shailesh Haribhakti
Chairman – Audit Committee
DIN: 00007347

Sanjay Sachdeva
Managing Director & CEO
DIN: 11017868

Shekhar Bajaj
Chairman
DIN: 00089358

Navi Mumbai
May 15, 2026

Suketu Shah
Chief Financial Officer

Prashant Dalvi
Chief Compliance Officer &
Company Secretary
ICSI Membership No. A51129

Annexure D

FORM NO. MR.3

SECRETARIAL AUDIT REPORT

for the Financial Year ended March 31, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule no. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Bajaj Electricals Limited
Mulla House, 2nd Floor, 51 Mahatma
Gandhi Road, Fort, Stock Exchange,
Mumbai- 400001, Maharashtra, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Bajaj Electricals Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Auditor's Responsibility:

Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards issued by The Institute of Company Secretaries of India. The Auditing Standards requires that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

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

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

- (i) The Companies Act, 2013 ('the Act') and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (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;
 - (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); and
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 erstwhile 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) As identified, no law is specifically applicable to the Company.

We 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder (Hereinafter referred as "**Listing Regulations**").

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provision of the Act and Listing Regulations.

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 except in case where meeting is convened at a shorter notice for which necessary approvals obtained as per applicable provisions 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.

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

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

We further report that during the audit period; the Company has issued and allotted 29,750 under Employee Stock Option Plan - 2015 and 18,710 equity shares under Performance Stock Option Plan - 2023.

For **Makarand M. Joshi & Co.**

Company Secretaries

ICSI UIN: P2009MH007000

Peer Review Cert. No.: 6832/2025

Makarand Joshi

Partner

FCS No. 5533

CP No. 3662

UDIN: F005533H000378774

Date: May 15, 2026

Place: Mumbai

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

'Annexure A'

To
The Members,
Bajaj Electricals Limited
Mulla House, 2nd Floor, 51 Mahatma
Gandhi Road, Fort, Stock Exchange,
Mumbai- 400001, Maharashtra, India.

Our Secretarial Audit Report for the financial year ended March 31, 2026 of even date is to be read along with this letter.

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

For **Makarand M. Joshi & Co.**
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6832/2025

Makarand Joshi
Partner
FCS No. 5533
CP No. 3662
UDIN: F005533H000378774

Date: May 15, 2026
Place: Mumbai

Annexure E

REPORT ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

[Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

A. Conservation of Energy

- i. The steps taken or impact on conservation of energy: The Company continues to promote the use of renewable energy across its plants. During the year, solar energy usage was as follows:
- Chakan unit: 5,31,794 KWh
 - Nashik unit: 9,24,411 KWh
 - Chhatrapati Sambhajinagar NST units: 4,70,529 KWh
 - Chhatrapati Sambhajinagar PC units: 2,87,470 KWh
- ii. The steps taken by the Company for utilizing alternate sources of energy:
- At Chakan unit, 605 kWp rooftop solar panels are installed.
 - At Nashik unit, 806.05 kWp rooftop solar panels are installed.
 - At Chhatrapati Sambhajinagar NST unit, 437 kWp rooftop solar panels are installed.
 - At Chhatrapati Sambhajinagar PC unit, 250 kWp rooftop solar panels are installed for PC unit.
- iii. The capital investment on energy conservation equipments: No major capital expenditure was incurred during FY 2025-26 on energy conservation equipment.
- iv. Total energy consumption and energy consumption per unit of production:
- The total energy consumption at the Chakan Unit was 20,38,427 kWh, with an energy consumption of 0.49/fan and 0.87/LED kWh per unit of production.
 - The total energy consumption at the Nashik Unit was 28,17,667 KWh, with an energy consumption of kWh per unit of production mentioned below:

Product Category	Consumption kWh	kWh Per Unit
Storage Water Heater	21,13,250	5.783
Instant water heater	56,353	1.866
Mixer	2,25,413	0.473
Hand Blender	28,177	0.257
LED	3,66,297	0.027
Steam Iron	28,177	0.598
Total	28,17,667	

- The total energy consumption at the Chhatrapati Sambhajinagar (NST) Unit was 7,50,347 kWh, with an energy consumption of 2.84 kWh per unit of production.
 - The total energy consumption at the Chhatrapati Sambhajinagar (PC) Unit was 2,97,425 kWh, with an energy consumption of 3.49 kWh per unit of production.
- v. Impact of the energy conservation measures for reduction of energy consumption and consequent impact on the cost of production of goods:
- At Chakan unit, savings of around ₹ 67.62 lakhs were realized in the fan manufacturing line, with a cost reduction of ₹ 2.07 per unit.
 - At the Nashik unit, energy conservation measures led to savings of approximately ₹ 63 lakhs, resulting in a cost reduction of ₹ 13 per storage water heater.
 - At Chhatrapati Sambhajinagar units, savings of approximately ₹ 94.75 lakhs were achieved, translating to a cost reduction of ₹ 22 per unit in the NST plant and ₹ 42 per unit in the PC plant.

B. Technology Absorption

- i. The efforts made towards technology absorption: The Company continued its focus on technology absorption through various automation and digitalization initiatives aimed at enhancing operational efficiency and process control. Key initiatives included implementation of online monitoring systems for factory performance parameters such as production and efficiency, along with workflow automation in critical processes such as material master creation, BOM creation/modification, and pricing approvals.
- ii. The benefits derived like product improvement, cost reduction, product development or import substitution: Various cost-saving projects were undertaken in collaboration with the R&D team and external

consultants, including Value Analysis & Value Engineering (VAVE), process improvements, alternate supplier development and outsourcing of circle cutting operations at the Nashik unit. These initiatives resulted in meaningful cost savings, improved yields and strengthened process efficiencies.

- iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): No technology was imported during FY 2025-26, In FY 24-25 Company imported an automated LED Bulb Manufacturing Assembly Line and Packaging Line at the Nashik unit.
- iv. The expenditure incurred on Research and Development (R&D):

(Amount: ₹ in lakh)

Product Category	Amount
(a) Capital	2,016.11
(b) Recurring	5,014.08
(c) Total	7,030.20
(d) Total R&D expenditure as a percentage of turnover (in %)	1.58%

C. Foreign Exchange Earnings and Outgo

The foreign exchange earned in terms of actual inflows and the foreign exchange outgo during the year in terms of actual outflows during the year.

(Amount: ₹ in lakh)

Product Category	Amount
Earned (Export)	10,127.37
Used (Import)	10,699.57

For and on behalf of
the Board of Directors of **Bajaj Electricals Limited**

Shekhar Bajaj
Chairman
DIN: 00089358

Navi Mumbai
May 15, 2026

Annexure F

INFORMATION PURSUANT TO THE PROVISIONS OF SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sr. No.	Requirements	Particulars																																							
1.	Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year	<table border="1"> <thead> <tr> <th style="text-align: center;">Name of the Director</th> <th style="text-align: center;">Category</th> <th style="text-align: center;">Ratio to median Remuneration</th> </tr> </thead> <tbody> <tr> <td>Mr. Shekhar Bajaj</td> <td>Executive</td> <td>36.87 : 1</td> </tr> <tr> <td>Mr. Sanjay Sachdeva*</td> <td></td> <td>35.44 : 1</td> </tr> <tr> <td>Mrs. Pooja Anant Bajaj</td> <td></td> <td>1.45 : 1</td> </tr> <tr> <td>Mr. Nirav Bajaj*</td> <td>Non-Executive</td> <td>0.64 : 1</td> </tr> <tr> <td>Mr. Madhur Bajaj*</td> <td></td> <td>N.A.</td> </tr> <tr> <td>Mr. Rajiv Bajaj*</td> <td></td> <td>0.13 : 1</td> </tr> <tr> <td>Mr. Shailesh Haribhakti</td> <td>Independent</td> <td>1.60 : 1</td> </tr> <tr> <td>Mr. Sudarshan Sampathkumar</td> <td></td> <td>1.86 : 1</td> </tr> <tr> <td>Ms. Swati Salgaocar</td> <td></td> <td>0.86 : 1</td> </tr> <tr> <td>Mr. Vikram Hosangady</td> <td></td> <td>1.60 : 1</td> </tr> <tr> <td>Mr. Saurabh Kumar</td> <td></td> <td>0.86 : 1</td> </tr> <tr> <td>Mr. Pramod Agrawal*</td> <td></td> <td>0.16 : 1</td> </tr> </tbody> </table>	Name of the Director	Category	Ratio to median Remuneration	Mr. Shekhar Bajaj	Executive	36.87 : 1	Mr. Sanjay Sachdeva*		35.44 : 1	Mrs. Pooja Anant Bajaj		1.45 : 1	Mr. Nirav Bajaj*	Non-Executive	0.64 : 1	Mr. Madhur Bajaj*		N.A.	Mr. Rajiv Bajaj*		0.13 : 1	Mr. Shailesh Haribhakti	Independent	1.60 : 1	Mr. Sudarshan Sampathkumar		1.86 : 1	Ms. Swati Salgaocar		0.86 : 1	Mr. Vikram Hosangady		1.60 : 1	Mr. Saurabh Kumar		0.86 : 1	Mr. Pramod Agrawal*		0.16 : 1
Name of the Director	Category	Ratio to median Remuneration																																							
Mr. Shekhar Bajaj	Executive	36.87 : 1																																							
Mr. Sanjay Sachdeva*		35.44 : 1																																							
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Mr. Madhur Bajaj*		N.A.																																							
Mr. Rajiv Bajaj*		0.13 : 1																																							
Mr. Shailesh Haribhakti	Independent	1.60 : 1																																							
Mr. Sudarshan Sampathkumar		1.86 : 1																																							
Ms. Swati Salgaocar		0.86 : 1																																							
Mr. Vikram Hosangady		1.60 : 1																																							
Mr. Saurabh Kumar		0.86 : 1																																							
Mr. Pramod Agrawal*		0.16 : 1																																							
2.	Percentage increase / (decrease) in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	<table border="1"> <thead> <tr> <th style="text-align: center;">Name of the Director, Chief Financial Officer, Chief Executive Officer, Company Secretary</th> <th style="text-align: center;">Percentage increase / (decrease) in remuneration</th> </tr> </thead> <tbody> <tr> <td>Mr. Shekhar Bajaj</td> <td>(25.92)</td> </tr> <tr> <td>Mr. Sanjay Sachdeva*</td> <td>N.A.</td> </tr> <tr> <td>Mrs. Pooja Anant Bajaj</td> <td>118.19</td> </tr> <tr> <td>Mr. Nirav Bajaj*</td> <td>N.A.</td> </tr> <tr> <td>Mr. Madhur Bajaj*</td> <td>N.A.</td> </tr> <tr> <td>Mr. Rajiv Bajaj*</td> <td>(66.67)</td> </tr> <tr> <td>Mr. Shailesh Haribhakti</td> <td>(15.25)</td> </tr> <tr> <td>Mr. Sudarshan Sampathkumar</td> <td>(12.12)</td> </tr> <tr> <td>Ms. Swati Salgaocar</td> <td>(12.90)</td> </tr> <tr> <td>Mr. Vikram Hosangady</td> <td>(15.25)</td> </tr> <tr> <td>Mr. Saurabh Kumar</td> <td>(12.90)</td> </tr> <tr> <td>Mr. Pramod Agrawal*</td> <td>N.A.</td> </tr> <tr> <td>Mr. E C Prasad (CFO)*</td> <td>39.10</td> </tr> <tr> <td>Mr. Prashant Dalvi (CS)</td> <td>50.80</td> </tr> <tr> <td>Mr. Suketu Shah (Interim CFO)*</td> <td>N.A.</td> </tr> </tbody> </table>	Name of the Director, Chief Financial Officer, Chief Executive Officer, Company Secretary	Percentage increase / (decrease) in remuneration	Mr. Shekhar Bajaj	(25.92)	Mr. Sanjay Sachdeva*	N.A.	Mrs. Pooja Anant Bajaj	118.19	Mr. Nirav Bajaj*	N.A.	Mr. Madhur Bajaj*	N.A.	Mr. Rajiv Bajaj*	(66.67)	Mr. Shailesh Haribhakti	(15.25)	Mr. Sudarshan Sampathkumar	(12.12)	Ms. Swati Salgaocar	(12.90)	Mr. Vikram Hosangady	(15.25)	Mr. Saurabh Kumar	(12.90)	Mr. Pramod Agrawal*	N.A.	Mr. E C Prasad (CFO)*	39.10	Mr. Prashant Dalvi (CS)	50.80	Mr. Suketu Shah (Interim CFO)*	N.A.							
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3.	Percentage increase in the median remuneration of employees in the financial year	11.52%																																							
4.	Number of permanent employees on the rolls of Company	1,500																																							
5.	Average percentile increase / (decrease) 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.	<ul style="list-style-type: none"> - Average increase/(decrease) in remuneration of Managerial Personnel - (33.10)% - Average increase/(decrease) in remuneration of employees other than the Managerial Personnel - 11.61% <p>The Managerial Personnel compensation is linked to Profit Before Tax and linked to the performance of the Company.</p>																																							

Sr. No.	Requirements	Particulars
6.	Affirmation that the remuneration is as per the remuneration policy of the Company	The remuneration is as per the Nomination and Remuneration Policy for the Directors, Key Managerial Personnel and Other Employees of the Company, formulated pursuant to the provisions of Section 178 of the Companies Act, 2013.

***Notes:**

1. Mr. Sanjay Sachdeva was appointed as the Managing Director & Chief Executive Officer with effect from April 15, 2025.
2. Mr. Nirav Bajaj was appointed as a non-executive non-independent director with effect from May 12, 2025.
3. Mr. Madhur Bajaj passed away on April 11, 2025.
4. Mr. Rajiv Bajaj, decided to vacate his office as a non-executive non-independent director of the Company with effective from close of business hours of August 7, 2025.
5. Mr. Pramod Agrawal was appointed as an independent director of the Company with effect from February 9, 2026.
6. Mr. E C Prasad, Chief Financial Officer and Key Managerial Personnel of the Company, resigned with effect from December 31, 2025.
7. Mr. Suketu Shah, was appointed as the Interim Chief Financial Officer and Key Managerial Personnel of the Company with effect from March 16, 2026.

For and on behalf of
the Board of Directors of **Bajaj Electricals Limited**

Navi Mumbai
May 15, 2026

Shekhar Bajaj
Chairman
DIN: 00089358

Report on Corporate Governance

“Business should be pursued with a view to benefit the poor, not just to become a millionaire or a billionaire.”

- Jamnalal Bajaj

The Directors present the Company’s Report on Corporate Governance for the financial year ended March 31, 2026, in terms of Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE

Ethical values are the foundation of the Company’s governance philosophy, which, over the past eight decades of the Company’s existence, has become a part of its culture. We are proud to belong to a company whose visionary founders laid the foundation stone for good governance long ago and made it an integral principle of the business. We strongly believe that in business, there is something more important than just the top line and the bottom line; hence, each of us needs to strive towards producing our very best in all we do, so that we not only fulfil the needs of each and every consumer but also far exceed their expectations. This is what has set us apart, and this may be the very reason that we have been able to enjoy a very special relationship with our consumers. After all, when you strive, with every sinew, to be the best you can be, it will show.

Corporate Governance is about commitment to values and ethical business conduct. Our actions are governed by our values and principles, which are reinforced at all levels within the Company. We are committed to doing things the right way, which means making business decisions and acting in a manner that is ethical and in compliance with applicable legislation.

The Company emphasises the need for complete transparency and accountability in all its dealings to protect stakeholders’ interests. The governance framework encourages the efficient utilisation of resources and accountability for stewardship. The Board considers itself the custodian of trust and acknowledges its responsibilities towards stakeholders for sustainably and responsibly creating wealth.

GOVERNANCE STRUCTURE

The Corporate Governance structure of the Company is as follows:

Board of Directors: The Board is entrusted with the ultimate responsibility for the management, direction, and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective, and independent views to the Company’s management while discharging its responsibilities. This ensures that the management adheres to ethics, transparency, and disclosure.

Committees of the Board: The Board has constituted the following Committees: Audit Committee, Nomination and Remuneration Committee, Stakeholders’ Relationship Committee, Risk Management Committee, Corporate Social Responsibility Committee, and Finance Committee. Each of these committees is mandated to operate within a given framework.

Executive Chairman: The primary role of the Executive Chairman is to provide leadership to the Board in achieving the goals of the

Company. He is responsible for transforming the Company into a world-class organisation. Among other duties, he is responsible for the functioning of the Board and for ensuring that all relevant issues are placed before the Board. Additionally, he ensures that all Directors are encouraged to provide their expert guidance on the issues raised in the meetings of the Board. He is also responsible for formulating the corporate strategy along with other members of the Board.

Managing Director & Chief Executive Officer: The Managing Director & Chief Executive Officer contributes to the strategic management of the Company’s businesses within the Board-approved direction and framework. He assumes overall responsibility for the strategic management of business and corporate functions, including its governance processes and top management effectiveness.

Non-Executive Directors including Independent Directors: Non-Executive Directors play a critical role in balancing the functioning of the Board by providing independent judgments on various issues raised in the Board meetings, such as the formulation of business strategies, monitoring of performances, etc.

Senior Management: The primary function of Senior Management is the strategic management of the Company’s businesses within the direction and framework approved by the Board. It ensures that effective systems are in place for appropriate reporting to the Board on important matters. Senior Management, headed by the Executive Chairman and the Managing Director & Chief Executive Officer, comprises functional heads who manage the day-to-day affairs of the Company.

BOARD OF DIRECTORS

The Company’s Board comprises people of eminence and repute who bring the required skills, competence, and expertise that enable them to make effective contributions to the Board and its Committees.

The Board safeguards the business and stakeholders’ interests. The Non-Executive Directors, including the Independent Directors, are well-qualified, experienced, and renowned individuals from the fields of industry, manufacturing, general corporate management, finance, law, corporate strategy, technical expertise, marketing, and other allied backgrounds. The Board Members actively participate in Board and Committee Meetings and provide valuable guidance to the Management on various aspects of business, governance, and compliance, among others. The Board’s guidance provides foresight, enhances transparency, and adds value to decision-making. The Company is managed by the Board in coordination with the senior management team.

None of the Non-Executive Directors have attained the age of seventy-five (75) years.

Composition and Category of the Board as of March 31, 2026

As per Regulation 17(1)(b) of the SEBI Listing Regulations, where the Chairman is an executive or a promoter, at least one half of the Board of the Company should consist of independent directors.

The composition and strength of the Board are reviewed from time to time to ensure that it remains aligned with statutory and business requirements.

During the financial year 2025-26, the following appointments and conclusions of tenure occurred within the Company:

- Mr. Madhur Bajaj, a Non-Executive Non-Independent Director, passed away on April 11, 2025.
- Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its Meeting held on March 28, 2025, had approved the appointment of Mr. Sanjay Sachdeva (DIN: 11017868) as an additional director (in the category of executive/whole-time director) with the designation and title of 'Managing Director & Chief Executive Officer', liable to retire by rotation, for a term of 3 years with effect from April 15, 2025 up to April 14, 2028. Further, effective April 15, 2025, Mr. Sanjay Sachdeva was also designated as the Key Managerial Personnel (KMP) for all purposes as enumerated under the provisions of the Act and the SEBI Listing Regulations, in place of Mr. Shekhar Bajaj, who was temporarily designated as the KMP.

The shareholders via postal ballot notice dated March 28, 2025, passed on June 18, 2025, had approved the appointment of Mr. Sanjay Sachdeva as the Managing Director & Chief Executive Officer, liable to retire by rotation, for a term of 3 years with effect from April 15, 2025 up to April 14, 2028.

- Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its Meeting held on May 12, 2025, had approved the appointment of Mr. Nirav Nayan Bajaj (DIN: 08472468), as the Additional Director in the category of Non-Executive Non Independent Director, liable to retire by rotation, with effect from May 12, 2025, subject to the approval of the shareholders at the 86th Annual General Meeting of the Company.

The shareholders at the 86th AGM held on August 7, 2025, had approved the appointment of Mr. Nirav Nayan Bajaj as the Non-Executive Non Independent Director, liable to retire by rotation, with effect from May 12, 2025.

- Mr. Rajiv Bajaj, Non-Executive Director, who retired by rotation at the 86th Annual General Meeting held on August 7, 2025, had expressed his intention not to seek re-appointment, and accordingly he had ceased to be a Director w.e.f. conclusion of the 86th AGM.
- Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its Meeting held on February 9, 2026, had approved the appointment of Mr. Pramod Agrawal (DIN:00279727) as an additional director with the designation Non-executive Independent Director, not liable to retire by rotation, with effect from February 9, 2026, for a term of five consecutive years, commencing from February 9, 2026, subject to the approval of the shareholders.

The shareholders via postal ballot notice dated February 9, 2026, passed on April 30, 2026, had approved the appointment of Mr. Pramod Agrawal Non-executive Independent Director, not liable to retire by rotation, for a term of five consecutive years, commencing from February 9, 2026.

There were no instances of an independent director resigning before the expiry of his or her tenure during the year under review.

The Board of Directors, as at the end of March 31, 2026, comprised ten (10) Directors: two (2) Executive Directors - Promoter and Promoter Group, including one Woman Director, one (1) Executive Director - other than Promoter and Promoter Group, one (1) Non-Executive - Non-Independent Director - Promoter Group, and six (6) Non-Executive - Independent Directors, including one (1) Independent Woman Director. Accordingly, it has the following composition:

Category of Directors	No. of Directors	%
Executive Directors	3	30
Non-Executive - Non-Independent Director	1	10
Non-Executive Independent Directors	6	60

The Chairman of the Board is an Executive Director belonging to the Promoter and Promoter Group. Independent Directors constitute more than half of the total Board strength.

Board Diversity

Over the years, the Company has been fortunate to have eminent persons from diverse fields to serve as Directors on its Board. Pursuant to the SEBI Listing Regulations, the Nomination and Remuneration Policy of the Company ensures diversity of the Board. The Policy is available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

The Directors are individuals of distinguished standing and repute in diverse fields such as business, industry, finance, economics, law, and corporate governance. They bring with them a wealth of experience, expertise, and varied skill sets that significantly contribute to the effectiveness of the Board and the sustained growth of the Company, while safeguarding the best interests of all stakeholders.

They actively participate in the meetings of the Board and its Committees, offering valuable insights, strategic guidance, and expert counsel to both the Board and the Management on matters relating to business operations, governance, regulatory compliance, and long-term strategy. Their constructive engagement plays a pivotal role in enhancing transparency, strengthening governance standards, and enriching the quality of the Board's decision-making process.

The appointment of Directors is based solely on merit, competence, and integrity, without any discrimination on the grounds of race, colour, religion, gender, or nationality. The present composition of the Board is well aligned with these principles and continues to meet the stated objectives effectively.

Directors' Profile

The brief profiles of all the members of the Board are available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

Core skills/expertise/competencies

As stipulated under Schedule V of the SEBI Listing Regulations, the core skills, expertise, and competencies required in the context of the business and sector for effective function, as well as those possessed by the Board, have been identified by the Board of Directors.

As a green initiative, a chart/matrix of these core skills, expertise, and competencies, along with the names of directors who possess them, has been placed on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

Board meetings

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company. Board meetings are pre-scheduled, and a tentative annual calendar of board meetings is circulated to the

directors well in advance to enable them to plan their schedules accordingly. In case of business exigencies, approval is sought from the Board through circular resolutions, which are then noted at the subsequent Board meeting.

The notice and detailed agenda, along with the relevant notes and other material information, are sent in advance to each director and, in exceptional cases, tabled at the meeting with the approval of the Board. This ensures timely and informed decisions by the Board. The Board reviews the performance of the Company vis-à-vis the budgets/targets.

Number of meetings of the Board

During the financial year 2025-26, the Board met 6 (six) times, viz. May 12, 2025, August 7, 2025, September 23, 2025, October 31, 2025, February 9, 2026 and March 16, 2026. The gap between any two meetings has been less than one hundred and twenty days.

Attendance record of directors

Composition of the Board and attendance record of directors for the financial year 2025-26:

Name of the Director	Category	Relationship with other directors	No. of Board meetings attended out of the total eligible meetings	Whether attended last annual general meeting (AGM)
Mr. Shekhar Bajaj	Executive Chairman	Father-in-law of Ms. Pooja Anant Bajaj	6 / 6	Yes
Mr. Sanjay Sachdeva*	Managing Director & Chief Executive Officer	-	6 / 6	Yes
Ms. Pooja Anant Bajaj	Executive Director	Daughter-in-law of Shekhar Bajaj	6 / 6	Yes
Mr. Madhur Bajaj*	Non-executive Non- Independent	Brother of Mr. Shekhar Bajaj	Not Applicable	Not Applicable
Mr. Nirav Nayan Bajaj*	Non-executive Non- Independent	-	5 / 6	Yes
Mr. Rajiv Bajaj*	Non-executive Non- Independent	-	1 / 2	No
Mr. Shailesh Haribhakti	Non-executive Independent	-	6 / 6	Yes
Mr. Sudarshan Sampathkumar	Non-executive Independent	-	6 / 6	Yes
Ms. Swati Salgaocar	Non-executive Independent	-	6 / 6	Yes
Mr. Vikram Hosangady	Non-executive Independent	-	6 / 6	Yes
Mr. Saurabh Kumar	Non-executive Independent	-	6 / 6	Yes
Mr. Pramod Agrawal*	Non-executive Independent	-	1 / 2	Not Applicable

*Notes:

- Mr. Madhur Bajaj, a Non-Executive Non-Independent Director, passed away on April 11, 2025.
- Mr. Sanjay Sachdeva was appointed as the Managing Director & Chief Executive Officer of the Company, w.e.f. April 15, 2025.
- Mr. Nirav Nayan Bajaj was appointed as a Non-Executive Non-Independent Director of the Company w.e.f. May 12, 2025.
- Mr. Rajiv Bajaj, a Non-Executive Non-Independent Director, who retired by rotation at the 86th Annual General Meeting held on August 7, 2025, had expressed his intention not to seek re-appointment, and ceased to be a Director w.e.f. August 7, 2025.
- Mr. Pramod Agrawal was appointed as a Non-Executive Independent Director - Additional Director on the Board of the Company w.e.f. February 9, 2026, subject to the approval of the Shareholders of the Company.

Information placed before the Board

The Company provides the information as set out in Regulation 17, read with Part A of Schedule II, of the SEBI Listing Regulations to the Board and the Board Committees, to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective meetings or through presentations and discussions during the meetings.

Post meeting mechanism

The important decisions taken at the Board/Committee meetings are communicated to the concerned department/division.

Board support

The Company Secretary attends the Board meetings and advises the Board on compliance with applicable laws and governance.

Duties and functions of the Board

The duties of the Board of Directors have been enumerated in the SEBI Listing Regulations, as well as Section 166 (read with Schedule IV) of the Companies Act, 2013 (the "Act") — Schedule IV is specifically for Independent Directors. There is a clear demarcation of responsibility and authority amongst the Board of Directors.

Meeting of Independent Directors

During the financial year 2025-26, the independent directors met on March 16, 2026, inter alia, to discuss: (i) the evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole; (ii) the evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors; (iii) the evaluation of the quality, content, and timeliness of the flow of information between the Management and the Board, which is necessary for the Board to effectively and reasonably perform its duties; and (iv) other related matters. All the eligible independent directors attended this meeting.

Directorships and Memberships of Committees

Number of directorships/committee positions of directors as on March 31, 2026:

Name of the director	Directorships			Committee positions held in listed and unlisted public limited companies	
	In equity listed companies	In unlisted public limited companies	In private limited companies	As Member (including as Chairman)	As Chairman
Mr. Shekhar Bajaj	5	2	7	4	3
Mr. Sanjay Sachdeva*	1	0	0	-	-
Ms. Pooja Anant Bajaj	1	0	1	1	0
Mr. Madhur Bajaj*	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Mr. Nirav Nayan Bajaj*	2	2	2	1	0
Mr. Rajiv Bajaj*	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Mr. Shailesh Haribhakti	5	5	9	10	5
Mr. Sudarshan Sampathkumar	2	0	0	2	1
Ms. Swati Salgaocar	2	0	10	-	-
Mr. Vikram Hosangady	5	0	0	5	2
Mr. Saurabh Kumar	1	0	1	-	-
Mr. Pramod Agrawal*	5	1	0	4	1

*Notes:

- Mr. Madhur Bajaj, a Non-Executive Non-Independent Director, passed away on April 11, 2025.
- Mr. Sanjay Sachdeva was appointed as the Managing Director & Chief Executive Officer of the Company, w.e.f. April 15, 2025.
- Mr. Nirav Nayan Bajaj was appointed as a Non-Executive Non-Independent Director of the Company w.e.f. May 12, 2025.
- Mr. Rajiv Bajaj, a Non-Executive Non-Independent Director, who retired by rotation at the 86th Annual General Meeting held on August 7, 2025, had expressed his intention not to seek re-appointment, and ceased to be a Director w.e.f. August 7, 2025.
- Mr. Pramod Agrawal was appointed as a Non-Executive Independent Director - Additional Director on the Board of the Company w.e.f. February 9, 2026, subject to the approval of the Shareholders of the Company.

Note:

None of the directors hold office as a director, including as an alternate director, in more than twenty companies at the same time. None of them has directorships in more than ten public companies. For reckoning the limit of public companies, directorships of private companies that are either holding or subsidiary company of a public company are included and directorships in dormant companies are excluded. No Independent Director holds any alternate directorship.

As per declarations received, none of the directors serves as an independent director in more than seven equity listed companies. Further, the Managing Director and Executive Director of the Company does not serve as an independent director in more than three equity listed companies and in fact not even in a single entity. For reckoning the limit of listed entities on which a person is a director / independent director shall be cumulative of those whose equity shares are listed on a stock exchange and 'high value debt listed entities'.

None of the directors was a member of more than ten committees, nor a chairperson in more than five committees across all companies in which he/she was a director.

For the purpose of considering the limit of the committees on which a director can serve, all public limited companies, whether listed or not, have been included and all other companies including private limited companies, foreign companies and companies under Section 8 of the Act have been excluded. Only audit committee and stakeholders' relationship committee are considered for the purpose of reckoning committee positions.

Directorships in equity listed companies

Name of equity listed entities where directors of the Company held directorships as on March 31, 2026:

Name of the director	Name of listed entities	Category
Mr. Shekhar Bajaj	Bajaj Electricals Limited	Chairman, Executive Director, related to Promoter
	Bajel Projects Limited	Chairman, Non-Executive - Non-Independent Director, related to Promoter
	Hercules Investments Limited	Chairman, Non-Executive, Non-Independent Director, related to Promoter
	Bajaj Holdings & Investments Limited	Chairman, Non-Executive, Non-Independent Director, related to Promoter
	Indef Manufacturing Limited	Non-Executive Director
Mr. Sanjay Sachdeva*	Bajaj Electricals Limited	Managing Director & Chief Executive Officer
Ms. Pooja Anant Bajaj	Bajaj Electricals Limited	Executive Director
Mr. Madhur Bajaj*	Not Applicable	Not Applicable
Mr. Nirav Nayan Bajaj*	Bajaj Electricals Limited	Non-Executive, Non-Independent Director
	Mukand Limited	Whole Time Director
Mr. Rajiv Bajaj*	Not Applicable	Not Applicable
Mr. Shailesh Haribhakti	Bajaj Electricals Limited	Non-Executive, Independent Director
	Adani Power Limited	Non-Executive, Independent Director
	Swiggy Limited	Non-Executive, Independent Director
	TVS Motor Company Limited	Non-Executive, Independent Director
	Protean Egov Technologies Limited	Chairman, Non-Executive - Non-Independent Director
Mr. Sudarshan Sampathkumar	Bajaj Electricals Limited	Non-Executive, Independent Director
	Bajel Projects Limited	Non-Executive, Independent Director
Ms. Swati Salgaocar	Bajaj Electricals Limited	Non-Executive, Independent Director
	Siemens Energy India Limited	Non-Executive, Independent Director
Mr. Vikram Hosangady	Bajaj Electricals Limited	Non-Executive, Independent Director
	Indef Manufacturing Limited	Non-Executive, Independent Director
	MRF Limited	Non-Executive, Independent Director
	Chemplast Sanmar Limited	Non-Executive, Independent Director
	Rane (Madras) Limited	Non-Executive, Independent Director
Mr. Saurabh Kumar	Bajaj Electricals Limited	Non-Executive, Independent Director
Mr. Pramod Agrawal*	Bajaj Electricals Limited	Non-Executive, Independent Director
	Tata Steel Limited	Non-Executive, Independent Director
	Trident Limited	Non-Executive, Independent Director
	The Tata Power Company Limited	Non-Executive, Independent Director
	Century Plyboards (India) Limited	Non-Executive, Independent Director

*Notes:

1. Mr. Madhur Bajaj, a Non-Executive Non-Independent Director, passed away on April 11, 2025.
2. Mr. Sanjay Sachdeva was appointed as the Managing Director & Chief Executive Officer of the Company, w.e.f. April 15, 2025.
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4. Mr. Rajiv Bajaj, a Non-Executive Non-Independent Director, who retired by rotation at the 86th Annual General Meeting held on August 7, 2025, had expressed his intention not to seek re-appointment, and ceased to be a Director w.e.f. August 7, 2025.
5. Mr. Pramod Agrawal was appointed as a Non-Executive Independent Director - Additional Director on the Board of the Company w.e.f. February 9, 2026, subject to the approval of the Shareholders of the Company.

D&O Insurance

The Company has taken Directors and Officers Insurance (D&O) for all its directors and senior management members, covering amounts and risks as determined by the Board.

Familiarisation Programme for Independent Directors

At the time of appointing an Independent Director, a formal letter of appointment is given to them, which, inter alia, explains the roles, functions, duties, and responsibilities expected of them as a Director of the Company. The Director is also thoroughly briefed on the compliances required under the Act, the SEBI Listing Regulations, and other statutes, and an affirmation is obtained. The Chairman and the Managing Director & Chief Executive Officer also have one-to-one discussions with the newly appointed Director to familiarise them with the Company's operations. Additionally, as part of the agenda of Board/Committee meetings, presentations are regularly made to the Independent Directors, covering various matters including the Company's and its associates' and joint venture companies' operations, industry and regulatory updates, strategy, finance, risk management framework, and the roles, rights, and responsibilities of the Independent Directors under various statutes, among other relevant topics.

Details of the familiarisation programme for Directors are available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

Plans for orderly succession for appointments

The Company believes that sound succession plans for the senior leadership are very important for creating a robust future for the Company. The Nomination and Remuneration Committee works along with the Human Resources team of the Company to develop a structured leadership succession plan.

Opinion of the Board

The Board hereby confirms that, in its opinion, the independent directors on the Board fulfil the conditions specified in the SEBI Listing

Regulations and the Act and are independent of the management. A formal letter of appointment given to independent directors as provided in the Act has been issued and disclosed on website of the Company at: <https://www.bajajelectricals.com/pages/investors>.

COMMITTEES OF THE BOARD

The Board of Directors has constituted Board Committees to deal with specific areas and activities which concern the Company and require closer review. The Board Committees are formed with the approval of the Board, and they function under their respective Charters. These Committees play an important role in the overall management of the day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals and take necessary steps to perform the duties entrusted to them by the Board. The minutes of the Committee meetings are presented to the Board for review.

(A) Audit Committee

The Audit Committee is entrusted with the responsibility of supervising the Company's financial reporting process and internal controls. The composition, quorum, powers, role, and scope are in accordance with Section 177 of the Act and the provisions of Regulation 18 of the SEBI Listing Regulations. As of March 31, 2026, the Audit Committee was composed of three Directors, namely Mr. Shailesh Haribhakti as the Chairperson, with Mr. Sudarshan Sampathkumar and Mr. Vikram Hosangady as its members. The Company Secretary acts as the convener of the Committee.

All members of the Audit Committee are financially literate and bring expertise in finance, taxation, economics, legal, risk, and international finance. The Committee functions in accordance with its terms of reference, which define its authority, responsibilities, and reporting functions. The Company Secretary acts as the convener of the Audit Committee.

Meetings and Attendance

The Audit Committee met 5 (five) times during the financial year 2025-26. The maximum gap between two meetings was not more than 120 days. The Committee met on May 12, 2025, August 7, 2025, October 31, 2025, February 9, 2026 and March 16, 2026. The requisite quorum was present at all meetings. The Chairperson of the Audit Committee was present at the last AGM of the Company held on August 7, 2025.

The attendance of the Audit Committee members:

Sr. No.	Name of Directors	Position	Category	No. of meetings attended out of the total eligible meetings
1	Mr. Shailesh Haribhakti	Chairperson	Independent Director	5 / 5
2	Mr. Sudarshan Sampathkumar	Member	Independent Director	5 / 5
3	Mr. Vikram Hosangady	Member	Independent Director	5 / 5

Terms of reference and functions of Audit Committee

The terms of reference of the Audit Committee as stated below are in line with what is mandated in Regulation 18 of the SEBI Listing Regulations and Section 177 of the Act:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgment by management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.
 - e. Compliance with listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Modified Opinion(s) in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval including the financial statements, in particular, the investments made by unlisted subsidiary(ies);
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of the related party transactions;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
21. To review the utilization of loans, advances or both in the subsidiary company(ies) which shall not exceed ₹100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;
22. Consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee) submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses;
5. Appointment, removal and terms of remuneration of the Chief Internal Auditor;

6. Statement of deviations:
 - a. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI Listing Regulations, 2015; and
 - b. annual statement of funds utilized for purposes other than those stated in the offer document / prospectus /notice in terms of Regulation 32(7) of SEBI Listing Regulations, 2015.
7. Compliance with the provisions of Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015 at least once in a financial year and verify that the systems for internal control are adequate and are operating effectively.

Internal Controls and Governance Processes

The Company continuously invests in strengthening its internal controls and processes. The Audit Committee formulates a detailed audit plan for the year for the internal auditor. The Internal Auditors attend the meetings of the Audit Committee, submit their recommendations, and provide a roadmap for the future.

(B) Nomination and Remuneration Committee

As of March 31, 2026, the Nomination and Remuneration Committee was composed of four directors, namely Mr. Sudarshan Sampathkumar as the Chairperson, with Mr. Shekhar Bajaj, Mr. Shailesh Haribhakti, and Mr. Vikram Hosangady as its members. The Company Secretary acts as the convener of the Committee.

Meetings and Attendance

The Nomination and Remuneration Committee met 5 (five) times during the financial year 2025-26. The Committee met on May 12, 2025, August 7, 2025, October 31, 2025, February 9, 2026 and March 16, 2026. The requisite quorum was present at all meetings. The Chairperson of the Nomination and Remuneration Committee was present at the last AGM of the Company held on August 7, 2025.

The attendance of the Nomination and Remuneration Committee members:

Sr. No.	Name of Directors	Position	Category	No. of meetings attended out of the total eligible meetings
1	Mr. Sudarshan Sampathkumar	Chairperson	Independent Director	5 / 5
2	Mr. Shekhar Bajaj	Member	Executive Chairman	5 / 5
3	Mr. Shailesh Haribhakti	Member	Independent Director	5 / 5
4	Mr. Vikram Hosangady	Member	Independent Director	5 / 5

Terms of reference and functions of Nomination and Remuneration Committee

The broad terms of reference of the Nomination and Remuneration Committee, as stated below, are in compliance with Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations:

1. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal, and shall specify the manner for effective evaluation of performance of Board, its Committees, Chairperson and individual directors to be carried out by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.
2. To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
3. While formulating the policy, to ensure that:
 - a. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
 - b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - c. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.
4. To take into account financial position of the Company, trend in the industry, appointees qualifications, experience, past performance, past remuneration, etc., and bring about objectivity in determining the remuneration package while striking a balance between the interest of the Company and the shareholders while approving the remuneration payable to managing director, whole time director or manager.
5. To lay down / formulate the evaluation criteria for performance evaluation of independent directors and the Board.
6. To devise a policy on Board diversity.
7. To ensure 'Fit & Proper' status of the proposed/ existing directors.

8. To recommend to Board, whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
9. To review and approve the remuneration and change in remuneration payable to whole-time directors.
10. To recommend to Board, all remuneration payable to senior management (i.e., members of the core management team one level below the chief executive officer/managing director/whole time director and shall specifically include Company Secretary and Chief Financial Officer).
11. To act as the Compensation Committee under SEBI (Share Based Employee Benefits) Regulations, 2014 (including amendment thereof) to determine the quantum of Employee Stock Options to be granted to the employees under Company's ESOP Plans; determine eligibility for grant of ESOPS; decide the procedure for making a fair and reasonable adjustment in case of corporate actions; procedure and terms for the grant, vest and exercise of Employee Stock Option; procedure for cashless exercise of Employee Stock Options, etc.
12. To undertake specific duties as may be prescribed by the Board from time to time.

Performance Evaluation

Pursuant to the provisions of the Act and the SEBI Listing Regulations, the Board has carried out the annual evaluation of its own performance, as well as that of its Committees and Directors individually. A structured questionnaire was prepared, covering various aspects of the Board's functioning such as the adequacy of the composition of the Board and its Committees, Board culture, and the execution and performance of specific duties, obligations, and governance.

The performance evaluation of independent directors was conducted by the entire Board, excluding the director being evaluated. A separate exercise was undertaken to evaluate the performance of individual Directors. The Chairman of the Board of Directors interacted with all Directors individually to

get an overview of the functioning of the Board/Committees, inter alia, on the following broad criteria: attendance and level of participation in meetings of the Board and committees, independence of judgment exercised by independent directors, interpersonal relationships, and so on. The detailed criterion for such an evaluation is available on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

The performance evaluation of the Non-Independent Directors and the Board as a whole was conducted by the Independent Directors. The performance evaluation of the Executive Chairman of the Company was also carried out by the Independent Directors, taking into account the views of the Executive and Non-Executive Directors.

A consolidated summary of the ratings given by each Director was then prepared. The report on the performance evaluation was discussed and noted by the Board.

Based on the inputs received from the Directors, an action plan is being drawn up in consultation with the Directors to encourage their greater engagement with the Company.

(C) Stakeholders' Relationship Committee

The Stakeholders Relationship Committee was composed of three directors, namely Mr. Sudarshan Sampathkumar as the Chairperson, with Mr. Shekhar Bajaj and Ms. Pooja Anant Bajaj as its members. The composition of the Committee conforms to the requirements of the SEBI Listing Regulations and the Act. The Company Secretary acts as the convener of the Committee.

Mr. Prashant Dalvi, Chief Compliance Officer & Company Secretary, has been designated as the Compliance Officer of the Company. He has also been appointed as the Nodal Officer in line with statutory requirements.

Meetings and Attendance

The Stakeholders' Relationship Committee met 4 (four) times during the financial year 2025-26. The Committee met on May 29, 2025, September 1, 2025, November 24, 2025 and March 6, 2026. The requisite quorum was present at all meetings. The Chairperson of the Stakeholders' Relationship Committee was present at the last AGM of the Company held on August 7, 2025.

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

Sr. No.	Name of Directors	Position	Category	No. of meetings attended out of the total eligible meetings
1	Mr. Sudarshan Sampathkumar	Chairperson	Independent Director	4 / 4
2	Mr. Shekhar Bajaj	Member	Executive Chairman	4 / 4
3	Ms. Pooja Anant Bajaj	Member	Executive Director	4 / 4

Terms of reference

The terms of reference of Stakeholders' Relationship Committee are as under:

1. To resolve the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new / duplicate certificates, general meetings, etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the Company.
5. Issue and allotment of equity and/or preference shares.
6. Issue of new share certificate on allotment.
7. Issue of duplicate / split / consolidated share certificates.
8. To settle any question, difficulty or doubts of the shareholders that may arise with regard to the issue and allotment of shares.
9. Reference to the Board of Directors in case of any question, doubts or difficulty in respect of issue, allotment, transfer of shares and any shareholders grievances, if necessary.

The Corporate Secretarial Department of the Company and the Registrar and Share Transfer Agent, MUFG Intime India Private Limited (erstwhile known as Link Intime India Private Limited), attend to all grievances of shareholders received directly or through SEBI, Stock Exchanges, the Ministry of Corporate Affairs, the Registrar of Companies, etc. The minutes of Stakeholders' Relationship Committee meetings are circulated to and noted by the Board.

Continuous efforts are made to ensure that grievances are resolved more quickly to the complete satisfaction of the investors. Shareholders are requested to furnish their updated telephone numbers and e-mail addresses to facilitate prompt action.

Details of Shareholders' complaints received, resolved, and pending during the financial year 2025-26 are as follows:

Investors Complaints	No. of Complaints
Pending at the beginning of the year	0
Received during the year	7
Disposed-off during the year	6
Remaining unresolved at the end of the year	1

(D) Risk Management Committee

Upon induction of Mr. Sanjay Sachdeva, Managing Director & Chief Executive Officer, the Risk Management Committee was reconstituted, with effect from August 7, 2025, with Mr. Shekhar Bajaj as the Chairperson, and Mr. Sanjay Sachdeva, Mr. Sudarshan Sampathkumar, Ms. Swati Salgaocar, Mr. E C Prasad (Chief Financial Officer), and Mr. Rishiraj Haldankar (Head of Department - Audit) as its members, composed of four Directors and two management personnel.

Further upon the resignation of Mr. E C Prasad, Chief Financial Officer, effective from January 1, 2026, the Risk Management Committee was reconstituted with Mr. Shekhar Bajaj as the Chairperson, and Mr. Sanjay Sachdeva, Mr. Sudarshan Sampathkumar, Ms. Swati Salgaocar, and Mr. Rishiraj Haldankar (Head of Department - Audit) as its members, composed of four Directors and one management personnel. The composition of the Committee conforms to the SEBI Listing Regulations, with the majority of members being Directors of the Company. The Company Secretary acts as the convener of the Committee.

During the financial year 2025-26, the Committee met 2 (two) times, i.e. on October 7, 2025, and March 30, 2026. The requisite quorum was present at all meetings. The gap between any two meetings was less than two hundred and ten days.

The attendance of the Risk Management Committee members is as follows:

Sr. No.	Name of Directors	Position	Category	No. of meetings attended out of the total eligible meetings
1	Mr. Shekhar Bajaj	Chairperson	Executive Chairman	2 / 2
2	Mr. Sanjay Sachdeva	Member	Managing Director & Chief Executive Officer	2 / 2
3	Mr. Sudarshan Sampathkumar	Member	Independent Director	2 / 2
4	Ms. Swati Salgaocar	Member	Independent Director	2 / 2
5	Mr. E C Prasad	Member	Management Personnel	1 / 1
6	Mr. Rishiraj Haldankar	Member	Management Personnel	2 / 2

Terms of reference

The terms of reference of Risk Management Committee are as under:

1. To identify, assess, mitigate and monitor the existing as well as potential risks to the Company (including risks associated with cyber security and financial risk), to recommend the strategies to the Board to overcome them and review key leading indicators in this regard.
2. To periodically review and approve the Risk Management framework including the risk management processes and practices of the Company.
3. To evaluate significant risk exposures of the Company and assess management's actions to mitigate the exposures in a timely manner.
4. To develop and implement action plans to mitigate the risks.
5. To coordinate its activities with the Audit Committee in instances where there is any overlap with audit activities (e.g. internal or external audit issue relating to risk management policy or practice).
6. To oversee at such intervals as may be necessary, the adequacy of Company's resources to perform its risk management responsibilities and achieve its objectives.
7. To review and periodically assess the Company's performance against the identified risks of the Company.
8. To review and periodically reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

9. To regularly review and update the current list of material business risks.
10. To make regular reports to the Board, including with respect to risk management and minimization procedures.
11. To perform such other activities related to the Risk Management Plan as requested by the Board or to address issues related to any significant, subject within its term of reference.

The role and responsibilities of the risk management committee shall include such other items as may be prescribed by applicable law or the Board in compliance with applicable law, from time to time.

(E) CSR & ESG Committee

The Corporate Social Responsibility (CSR) and Environment, Social and Governance (ESG) Committee ("CSR & ESG Committee") was constituted to undertake various activities as envisaged in the Company's Corporate Social Responsibility Policy. Effective from March 9, 2026, with a view to further strengthening the Committee's mandate and aligning it with evolving ESG practices and stakeholder expectations, the management proposed certain amendments to the Charter, and the revised charter was approved by the Board of Directors vide its resolution dated March 9, 2026, passed by way of circulation.

As of March 31, 2026, the CSR & ESG Committee was composed of four Directors, namely Ms. Pooja Anant Bajaj as the Chairperson, with Mr. Shekhar Bajaj, Mr. Sudarshan Sampathkumar, and Mr. Saurabh Kumar as its members. The Company Secretary acts as the convener of the Committee.

During the financial year 2025-26, the Committee met 2 (two) times, on May 12, 2025, and March 16, 2026. The requisite quorum was present at all meetings.

The attendance of the CSR & ESG Committee members is as follows:

Sr. No.	Name of Directors	Position	Category	No. of meetings attended out of the total eligible meetings
1	Ms. Pooja Anant Bajaj	Chairperson	Executive Director	2 / 2
2	Mr. Shekhar Bajaj	Member	Executive Chairman	2 / 2
3	Mr. Sudarshan Sampathkumar	Member	Independent Director	2 / 2
4	Mr. Saurabh Kumar	Member	Independent Director	2 / 2

(F) Finance Committee

The Company has a Finance Committee which oversees matters related to the borrowings of the Company, if any, including fund-based and non-fund-based limits for business and working capital requirements, reviews the Company's insurance program, and authorises or withdraws authority given to officers of the Company to open, operate, or close bank accounts, in addition to other powers granted by the Board from time to time.

Upon induction of Mr. Sanjay Sachdeva, Managing Director & Chief Executive Officer, the Finance Committee was reconstituted, effective from August 7, 2025, adding him as a new member of the Committee. As of March 31, 2026, the Finance Committee was composed of 4 (four) directors, namely Mr. Shekhar Bajaj as the Chairperson, and

Mr. Sanjay Sachdeva, Ms. Pooja Anant Bajaj and Mr. Sudarshan Sampathkumar as its members. The Company Secretary acts as the convener of the Committee.

No meetings of the Finance Committee were held during the year under review.

SENIOR MANAGEMENT

As of March 31, 2026, the senior management personnel of the Company comprised of Mr. Shekhar Bajaj, Executive Chairman; Mr. Sanjay Sachdeva, Managing Director & Chief Executive Officer; Ms. Pooja Anant Bajaj, Executive Director; Mr. Vishal Chaddha, Chief Operating Officer - Consumer Products; Mr. Rajesh Naik, Chief Operating Officer - Lighting Solutions; Mr. Anand Joshi, Chief Technology Officer; Mr. Suman Kumar Ghosh, Chief Human Resource Officer; Mr. Milind Korgaonkar, Chief Information Officer;

Mr. Rahul Pundir, Chief Supply Chain Officer; Mr. Suketu Shah, Interim Chief Financial Officer; and Mr. Prashant Dalvi, Chief Compliance Officer & Company Secretary.

During the year under review:

- Mr. Sanjay Sachdeva was appointed as the Managing Director & Chief Executive Officer for a term of three (3) years, effective from April 15, 2025.
- Mr. Milind Korgaonkar, Chief Information Officer, was designated as a Senior Management Personnel in the Board Meeting held on August 7, 2025, with immediate effect.
- Mr. E C Prasad, Chief Financial Officer, resigned from the Company w.e.f. December 31, 2025, to explore an external professional opportunity.
- Mr. Rahul Pundir joined the Company as the Chief Supply Chain Officer, w.e.f. March 2, 2026, and designated as a Senior Management Personnel in the Board Meeting held on March 16, 2026 with immediate effect.
- Mr. Suketu Shah, Vertical Head - Accounts (Lighting) & Investor Relationships, was appointed as the Interim Chief Financial Officer and Key Managerial Personnel of the Company in the Board Meeting held on March 16, 2026 with immediate effect.

GOVERNANCE CODES

Code of conduct for Directors and Senior Management

The Company has adopted a Code of Conduct (the "Code"), which is applicable to the Board of Directors and senior management of the Company. The Board of Directors and members of the senior management team are required to affirm compliance with this Code on an annual basis. A declaration signed by the Managing Director & Chief Executive Officer of the Company to this effect is placed at the end of this report. The Code requires Directors and employees to act honestly, fairly, ethically, and with integrity, and to conduct themselves in a professional, courteous, and respectful manner.

The Code is displayed on the Company's website: <https://www.bajajelectricals.com/pages/investors>.

Disclosure on conflict of interests

Each Director informs the Company on an annual basis about the Board and Committee positions they occupy in other companies, including as Chairman, and notifies of any changes during the year. The members of the Board, while discharging their duties, avoid conflicts of interest in the decision-making process. The members of the Board restrict themselves from participating in any discussions and voting on transactions in which they have a concern or interest.

Insider Trading Code

The Company has adopted a 'Code of Conduct to Regulate, Monitor, and Report Trading by Designated Persons and their Immediate Relatives' ("the IT Code") in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended ("PIT Regulations"). The IT Code is applicable to promoters, members of the promoter group, all Directors, and such designated persons who are expected to have access to unpublished price sensitive information relating to the Company. The Company Secretary is the Compliance Officer for monitoring adherence to the said PIT Regulations. The Company has also formulated 'The Code of Practices and Procedures for Fair Disclosure of

Unpublished Price Sensitive Information (UPSII)' ("Fair Disclosure Code") in compliance with the PIT Regulations.

This Fair Disclosure Code is displayed on the Company's website: <https://www.bajajelectricals.com/pages/investors>.

REMUNERATION POLICY

The Board, on the recommendation of the Nomination and Remuneration Committee, has framed a Nomination and Remuneration Policy ('the Policy'), which provides for: a) selection, appointment, and removal of personnel; b) remuneration strategies; c) evaluation of performance; and d) promoting board diversity. The Policy is directed towards rewarding performance, based on a review of achievements. It aims to attract and retain high caliber talent. The Policy is displayed on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

Criteria for recommendation of remuneration

a) Non-Executive Directors remuneration:

The remuneration of Non-Executive Directors is determined within the limits prescribed under Section 197 of the Act, read with the Rules framed thereunder, and the SEBI Listing Regulations. The Non-Executive Directors of the Company receive remuneration by way of sitting fees for attending the Board and Committee meetings and commission, as detailed below:

- I. Sitting fees of ₹100,000 for each meeting of the Board and Audit Committee, and ₹50,000 for each meeting of other Committees attended by the Director, as approved by the Board within the overall limits prescribed under the Act.
- II. Payment of commission on an annual basis of ₹100,000 for each meeting of the Board and Audit Committee attended by the Director, subject to the ceiling of 1% of the net profit of the Company as prescribed under the Act and approved by the Members at the Eighty Fifth (85th) AGM held on August 6, 2024.
- III. Reimbursement of travelling and other related expenses incurred by the Non-Executive Directors for attending Board and Committee meetings.
- IV. Independent Directors and any employee/director of the Company, who is a promoter or belongs to the promoter group, are not entitled to participate in the ESOPs of the Company.

The service contract, notice period, and severance fees are not applicable to Non-Executive Directors.

b) Executive Directors' remuneration:

The appointment and remuneration of the Executive Directors, namely the Executive Chairman, the Managing Director & Chief Executive Officer, and the Executive Director, are governed by the recommendations of the Nomination and Remuneration Committee and the resolutions passed by the Board and the Shareholders of the Company. The terms and conditions of appointment and the remuneration payable to:

- I. Mr. Shekhar Bajaj, Executive Chairman, as approved by the Members of the Company through a special resolution dated October 12, 2022, passed by postal ballot, can be accessed at the following weblink: <https://www.bajajelectricals.com/pages/investors>.

- II. Mr. Sanjay Sachdeva, Managing Director & Chief Executive Officer, as approved by the Members of the Company through a special resolution dated March 28, 2025, passed by postal ballot, can be accessed at the following weblink: <https://www.bajajelectricals.com/pages/investors>.
- III. Ms. Pooja Anant Bajaj, Executive Director, as approved by the Members of the Company at their 85th Annual General Meeting through a special resolution, can be accessed at the following weblink: <https://www.bajajelectricals.com/pages/investors>.

The remuneration package for Executive Directors comprises salary, commission, perquisites and allowances, contributions to the provident fund, and other retirement benefits as approved by the shareholders at the general meetings. Annual increments, linked to performance, are decided by the Nomination and Remuneration Committee and recommended to the Board for approval. The Company does not have stock option plans for promoter executive directors/non-executive directors, and only non-promoter executive directors are eligible for stock option plans.

During the financial year 2025-26, the Company did not advance any loans to any of the directors.

The tenure of office for the Executive Chairman, the Managing Director & Chief Executive Officer, and the Executive Director is not more than five years from their respective dates of appointment and can be terminated by either party by giving three months' written notice. There is no separate provision for the payment of severance fees.

c) Remuneration Criteria for the Key Managerial Personnel (KMP) and other employees:

Remuneration for KMP and other employees largely consists of basic salary, perquisites, allowances, and performance

incentives. The components of total remuneration vary for different grades and are governed by industry patterns, qualifications and experience of the employee, responsibilities handled by them, their annual performance, etc. The performance pay policy links the performance pay of each employee to their individual, business unit, and overall company performance on parameters aligned with the Company's objectives.

REMUNERATION OF DIRECTORS

Remuneration drawn by the Directors during the financial year 2025-26

The remuneration paid to the Directors was in accordance with the provisions of the Act and was duly approved by the Members of the Company. During the year, there were no other pecuniary relationships or transactions between the Non-Executive Directors and the Company. The remuneration paid to the Non-Executive Directors did not exceed the threshold specified in Regulation 17(6)(ca) of the SEBI Listing Regulations, and no approval of the shareholders by way of a special resolution was required. Further, the remuneration of the Executive Chairman, the Managing Director & Chief Executive Officer, and the Executive Director was paid as per the terms of their respective appointments, approved by the shareholders through special resolutions under Sections 196, 197, 198, 203, Schedule V, and other applicable provisions of the Act and the SEBI Listing Regulations.

During the year under review i.e. 2025-26, the Company also obtained approval of Payment of Remuneration to Directors in Case of Absence or Inadequacy of Profits.

The remuneration drawn by the Directors during the year is set out below:

Executive Directors

(Amount: ₹ in lakh)

Name of Directors	Salary and Allowances	Perquisites	Retiral Benefits	Commission payable	Total	Number of equity shares and convertible Instruments (including stock options) held as of March 31, 2026
Mr. Shekhar Bajaj	320.85	118.22	84.79	51.84	575.71	18,14,639
Mr. Sanjay Sachdeva*	496.58	15.10	22.20	19.44	553.32	30,450
Ms. Pooja Anant Bajaj	21.35	0.40	0.95	-	22.69	15,41,875

*Note: Mr. Sanjay Sachdeva was appointed as the Managing Director & Chief Executive Officer w.e.f. April 15, 2025.

Non-Executive Directors

Name of the Non-Executive Director(s)	Sitting Fees (₹)	Commission provided for financial year 2025-26 (₹)	Total (₹)	Number of equity shares and convertible instruments held as of March 31, 2026
Mr. Madhur Bajaj*	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Mr. Rajiv Bajaj*	1,00,000	1,00,000	2,00,000	Not Applicable
Mr. Nirav Nayan Bajaj*	5,00,000	5,00,000	10,00,000	2,82,507
Mr. Shailesh Haribhakti	14,00,000	11,00,000	25,00,000	Nil
Mr. Sudarshan Sampathkumar	18,00,000	11,00,000	29,00,000	Nil
Ms. Swati Salgaocar	7,50,000	6,00,000	13,50,000	Nil

Name of the Non-Executive Director(s)	Sitting Fees (₹)	Commission provided for financial year 2025-26 (₹)	Total (₹)	Number of equity shares and convertible instruments held as of March 31, 2026
Mr. Vikram Hosangady	14,00,000	11,00,000	25,00,000	Nil
Mr. Saurabh Kumar	7,50,000	6,00,000	13,50,000	Nil
Mr. Pramod Agrawal*	1,50,000	1,00,000	2,50,000	Nil

***Notes:**

1. Mr. Madhur Bajaj, a Non-Executive Non-Independent Director, passed away on April 11, 2025.
2. Mr. Sanjay Sachdeva was appointed as the Managing Director & Chief Executive Officer of the Company, w.e.f. April 15, 2025.
3. Mr. Nirav Nayan Bajaj was appointed as a Non-Executive Non-Independent Director of the Company w.e.f. May 12, 2025.
4. Mr. Rajiv Bajaj, a Non-Executive Non-Independent Director, who retired by rotation at the 86th Annual General Meeting held on August 7, 2025, had expressed his intention not to seek re-appointment, and ceased to be a Director w.e.f. August 7, 2025.
5. Mr. Pramod Agrawal was appointed as a Non-Executive Independent Director - Additional Director on the Board of the Company w.e.f. February 9, 2026, subject to the approval of the Shareholders of the Company.

SUBSIDIARY COMPANIES

The Company has a Policy for determining Material Subsidiaries, which is in line with the SEBI Listing Regulations. This policy has been uploaded to the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

As the Company does not have any subsidiary or material subsidiary, the requirements relating to the placement of minutes of the board meetings of subsidiary companies before the Board of Directors on a quarterly basis, and the requirements relating to the composition of the Board of Directors of an unlisted material subsidiary, are not applicable to the Company.

GENERAL BODY MEETINGS

Details of the last three AGMs held:

AGM	Financial Year	Date and Time	Venue	Details of Special Resolution Passed
84th	2022-23	Thursday, August 10, 2023, at 3.00 P.M. (IST)	Meeting through Video Conferencing / Other Audio Visual Means that was anchored at the registered office of the company at 45-47, Veer	<ol style="list-style-type: none"> a. Borrowing by way of Issue of Securities. b. Appointment of Mr. Sudarshan Sampathkumar as an Independent Director.
85th	2023-24	Tuesday, August 6, 2024, at 3.00 P.M. (IST)	Nariman Road, Mumbai-400001 (the deemed venue)	<ol style="list-style-type: none"> a. Appointment of Ms. Pooja Bajaj as a Whole-time Director of the Company, with the designation and title of 'Executive Director', and to approve the remuneration payable to her. b. To approve the payment of remuneration to Non-Executive Directors. c. Borrowing by way of Issue of Securities.
86th	2024-25	Thursday, August 7, 2025, at 03:00 PM (IST)		<ol style="list-style-type: none"> a. To approve borrowing by way of issue of securities b. To approve Limits of Borrowing under Section 180(1)(c) of the Act. c. To approve providing security under Section 180(1)(a) of the Act in connection with the borrowings of the Company

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

Details of special resolutions passed through postal ballot during FY 2025-26:

- a. The Company sought the approval of its shareholders on specific matters through special resolutions passed by postal ballot by utilizing a remote e-voting process. The notice of this postal ballot, dated March 28, 2025, was circulated to all the shareholders of the Company as on the record date. Remote e-voting began on Tuesday, May 20, 2025, at 09:00 A.M. (IST), and concluded on Wednesday, June 18, 2025, at 05:00 P.M. (IST). On the final day of remote e-voting, i.e. June 18, 2025, the resolutions were passed

with the necessary majority, and the outcome was declared on June 18, 2025. Please see the information below for a description of the resolution and details on the voting pattern.

Sr. No.	Description of Resolution and Type of resolution	Number of Votes			
		For	%	Against	%
1.	To appoint Mr. Sanjay Sachdeva (DIN 11017868) as a Director of the Company – Ordinary Resolution	10,05,99,412	99.9538	46,512	0.0462
2.	To appoint Mr. Sanjay Sachdeva (DIN 11017868) as the Managing Director & Chief Executive Officer of the Company and to approve the remuneration payable to him – Special Resolution	9,98,28,905	99.1890	8,16,268	0.8110

Procedure for the postal ballot: The aforementioned Postal Ballot was conducted solely through the Remote E-Voting process in accordance with the regulations set forth in Sections 108 and 110, as well as other applicable provisions of the Act and its corresponding Rules. Mr. Omkar Dindorkar of M/s. MMJB & Associates LLP, Practising Company Secretaries (ACS: 43029 & COP No. 24580), was appointed as the Scrutinizer, for conducting the above Postal Ballot through the Remote E-Voting process fairly and transparently.

Details of the special resolution proposed to be conducted through postal ballot: There are no special resolutions proposed to be conducted through a postal ballot.

MEANS OF COMMUNICATION TO SHAREHOLDERS

- (i) The unaudited quarterly/half-yearly results are announced within forty-five (45) days of the quarter's end. The audited annual results are announced within sixty (60) days from the financial year's end, as required by the SEBI Listing Regulations.
- (ii) The approved financial results are sent to the Stock Exchanges immediately and published in the 'Free Press Journal' (an English newspaper) and 'Navshakti' (a local language Marathi newspaper), within forty-eight (48) hours of their approval. Currently, these are not sent separately to shareholders.
- (iii) The Company's financial results and official press releases are displayed on the Company's website at: https://www.bajajelectricals.com/pages/investors#shopify-section-template--24181932359980_investor_stock_data_tYakhk.
- (iv) All financial and other significant official news releases and documents under the SEBI Listing Regulations, including presentations made to institutional investors or analysts, are communicated to the concerned stock exchanges and also placed on the Company's website.
- (v) The quarterly results, shareholding patterns, quarterly compliances, and all other corporate communications to the Stock Exchanges, namely BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), are filed electronically. The Company has complied with filing submissions through BSE's BSE Listing Centre. Similarly, this information is also filed electronically with NSE through NSE's NEAPS and Parivartan portals, as applicable.
- (vi) A separate dedicated section under "Investors" on the Company's website provides information on unclaimed dividends, shareholding patterns, quarterly/half-yearly results, and other relevant information of interest to investors/public.

- (vii) The link to access the Online Dispute Resolution (ODR) Portal, as well as modalities and operational guidelines of the ODR Portal including timelines for review/resolution of complaints, manner of proceedings by the ODR institutions, roles and responsibilities of Market Infrastructure Intermediaries, and the Code of Conduct for Conciliators and Arbitrators as provided in the SEBI Circular(s), are hosted on our website at: https://www.bajajelectricals.com/pages/investors#shopify-section-template--24181932359980_investor_stock_data_yWAjtC
- (viii) The Company has designated the email id: legal@bajajelectricals.com for investor relations, and this is prominently displayed on the Company's website at www.bajajelectricals.com.

GENERAL SHAREHOLDER INFORMATION

a. Company Information

The Company is registered in the State of Maharashtra, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L31500MH1938PLC009887.

b. Information on General Body Meetings

AGM for the financial year 2025-26:

Day and date, time, venue	Thursday, August 6, 2026, at 03:00 P.M. IST via video conferencing / other audio-visual means.
Financial year	April 1, 2025, to March 31, 2026

c. Dividend

The Board of Directors have recommended a dividend of 150% (₹3.00 per share) on 11,53,90,713 equity shares of ₹ 2 each for the financial year 2025-26.

The dividend on equity shares, shall be subject to the approval of the Members at the 87th Annual General Meeting ("AGM") of the Company, scheduled to be held on **Thursday, August 6, 2026**, and shall be paid on or before Monday, August 10, 2026, to those Members whose names appear in the Register of Members as at the close of business hours on Friday, July 17, 2026 ("Record Date"). In respect of the shares held in dematerialised form, the dividend will be paid to the Members whose names are furnished by the Depositories as beneficial owners as at the close of business hours on the said date. The said dividend will be subject to deduction of tax at source at prescribed rates pursuant to the Income Tax Act, 1961. For further details on taxability, please refer to the Notice of the ensuing 87th AGM.

Dividend history for the last 10 Financial Years

The table below gives the history of dividend declared and paid by the Company in the last 10 financial years:

Sr. No.	Financial year	Date of declaration of Dividend	Dividend Per Share (in ₹)
1.	2015-16	March 10, 2016	2.80
2.	2016-17	August 3, 2017	2.80
3.	2017-18	August 9, 2018	3.50
4.	2018-19	August 7, 2019	3.50
5.	2019-20	No dividend recommended	No dividend recommended
6.	2020-21	No dividend recommended	No dividend recommended
7.	2021-22	August 12, 2022	3.00
8.	2022-23	August 10, 2023	4.00
9.	2023-24	August 6, 2024	3.00
10.	2024-25	August 7, 2025	3.00

d. Unclaimed Dividend/Shares

Transfer of Unpaid/Unclaimed Dividend to Investor Education and Protection Fund

Pursuant to the provisions of Section 124(5) of the Act, if the dividend transferred to the Unpaid Dividend Account of the Company remains unpaid or unclaimed for a period of seven consecutive years from the date of transfer, then the said unclaimed or unpaid dividend amount, along with any accrued interest, shall be transferred by the Company to the Investor Education and Protection Fund ('IEPF'), a fund established under sub-section (1) of Section 125 of the Act.

Before transferring the unclaimed dividends to the IEPF, individual letters are sent to those members whose unclaimed dividends are due for transfer, to enable them to claim the dividends before the due date for such transfer. Details of unclaimed/unpaid dividends are available on the company's website, viz., www.bajajelectricals.com.

In terms of SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018, the bankers to the dividend accounts opened by the Company for earlier years have credited back the amount of dividend lying unpaid in demand drafts beyond the validity period into the relevant bank accounts.

Details of Unclaimed Dividend as of March 31, 2026, and due dates for transfer are as follows:

Sr. No.	Financial year	Date of declaration of Dividend	Unclaimed Amount (₹)	Due Date for transfer to IEPF Account
1.	2018-19	August 7, 2019	713,163.50	September 13, 2026
2.	2019-20	No dividend recommended	No dividend recommended	No dividend recommended
3.	2020-21	No dividend recommended	No dividend recommended	No dividend recommended
4.	2021-22	August 12, 2022	361,476.00	September 18, 2029
5.	2022-23	August 10, 2023	570,626.00	September 16, 2030
6.	2023-24	August 6, 2024	826,761.00	September 12, 2031
7.	2024-25	August 7, 2025	746,010.00	September 13, 2032

Pursuant to the provisions of Sections 124 and 125 of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), as amended, an amount of ₹13,29,366.50, being unpaid and/or unclaimed dividend pertaining to the FY 2017-18, was transferred during the year to the Investor Education and Protection Fund ("IEPF").

Transfer of Shares to IEPF

In terms of Section 124(6) of the Act, read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time) (IEPF Rules), shares on which a dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the Investor Education and Protection Fund (IEPF) within a period of thirty days of such shares becoming due to be so transferred. Upon the transfer of such shares,

all benefits (like bonuses, dividends, etc.), if any, accruing on such shares shall also be credited to the IEPF, and the voting rights on such shares shall remain frozen until the rightful owner claims the shares.

Shares which are transferred to the IEPF can be claimed back by the shareholders from the Investor Education and Protection Fund Authority (IEPFA) by following the procedure prescribed under the aforementioned rules. Detailed procedures are also available on the company's website, i.e., www.bajajelectricals.com.

The Company has sent reminders to all the concerned members and simultaneously published a notice in the Free Press Journal (an English newspaper) and Navshakti (a local language Marathi newspaper), requesting them to claim their dividend amount to avoid the transfer of the said unclaimed dividend and respective shares to the IEPF.

In accordance with the provisions of Section 124 of the Act, read with the IEPF Rules, 4,963 equity shares of ₹2 each, in respect of which dividend remains unclaimed / unpaid by/to the shareholder/s for a period of seven consecutive years or more, pertaining to the FY 2017-18, were transferred by the Company to the IEPF during the year.

The details of such shares transferred is also available on the Company's website at: <https://www.bajajelectricals.com/pages/investors> and is also uploaded on the website of IEPF.

e. Tentative calendar of Board meeting for financial year ending March 31, 2026

Financial Year - 1 April to 31 March.

The tentative dates for Board Meetings for consideration of quarterly financial results are as follows:

Particulars of Quarter	Tentative dates
Q1 Results	First week of August 2026
Q2 and Half Yearly Results	Last week of October 2026
Q3 Results	Second week of February 2027
Q4 and Annual Results	Third week of May 2027

The Board Meetings for approval of financial results during the year ended March 31, 2026, were held on the following dates:

Particulars of Quarter	Dates
Q1 Results	August 7, 2025
Q2 and Half Yearly Results	October 31, 2025
Q3 Results	February 9, 2026
Q4 and Annual Results	May 15, 2026

f. Listing on stock exchanges & stock code

Equity Shares of the Company are currently listed on the following stock exchanges:

Name of the Stock Exchange(s)	Address	Stock Code
BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	500031
National Stock Exchange of India Limited	Exchange Plaza, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051	BAJAJELEC

The ISIN Number allotted to the Company's equity shares of face value of ₹ 2 each under the depositories (NSDL and CDSL) system is INE193E01025.

For the financial year 2026-27, the Company has paid annual listing fees to both the stock exchanges and annual custody/issuer fees to both the depositories.

g. The details of NCDs issued by the Company

Not applicable.

h. Outstanding Global Depository Receipts (GDRs)/Warrants and Convertible Bonds, conversion date and likely impact on equity

Not applicable.

i. Distribution of Shareholding as on March 31, 2026:

No. of equity Shares	No. of shareholders	% of shareholders	No. of shares held	% of Shareholding
1 to 500	79,930	96.4453	36,04,460	3.1237
501 to 1000	1,392	1.6796	10,25,069	0.8883
1001 to 2000	770	0.9291	11,01,114	0.9542
2001 to 3000	246	0.2968	6,10,027	0.5287
3001 to 4000	111	0.1339	3,91,849	0.3396
4001 to 5000	73	0.0881	3,35,667	0.2909
5001 to 10000	139	0.1677	10,08,415	0.8739
10001 and above	215	0.2594	10,73,14,112	93.0006
Total	82,876	100.0000	11,53,90,713	100.0000

Distribution of shareholding across categories:

Categories	March 31, 2026		March 31, 2025	
	No. of shares	% of total capital	No. of shares	% of total capital
Promoters and Promoter Group	7,23,42,279	62.69	7,23,42,279	62.72
Mutual Funds	1,94,74,369	16.88	1,82,15,058	15.79
Resident Individuals holding nominal share capital up to ₹ 2 lakhs	89,67,942	7.77	78,68,939	6.82
Foreign Portfolio Investors Category I	73,43,185	6.36	84,49,268	7.33
Trusts	20,74,523	1.80	20,72,523	1.80
Resident Individuals holding nominal share capital in excess of ₹ 2 lakhs	19,60,921	1.70	23,11,441	2.00
Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee', 'beneficiary', or 'author of the trust'	10,81,200	0.94	10,81,200	0.94
Bodies Corporate	8,37,351	0.73	11,38,041	0.99
Non Resident Indians (NRIs)	4,33,883	0.38	7,59,224	0.66
Investor Education and Protection Fund (IEPF)	3,11,495	0.27	3,08,062	0.27
HUF	2,23,964	0.19	2,16,748	0.19
Body Corp-Ltd Liability Partnership	1,61,241	0.14	26,558	0.02
Foreign Portfolio Investors Category II	1,49,118	0.13	5,24,689	0.45
Foreign Banks	14,250	0.01	14,250	0.01
Clearing Members	7,913	0.01	268	0.00
Unclaimed or Suspense or Escrow Account	3,849	0.00	3,849	0.00
Domestic Banks	3,105	0.00	3,105	0.00
Key Managerial Personnel	125	0.00	6,751	0.01
Total	11,53,90,713	100	11,53,42,253	100

j. Dematerialization of Shares and Liquidity

As on March 31, 2026, 99.80% of the Company's total paid-up capital, representing 1,15,159,623 equity shares, were held in dematerialised form

The Company has entered into agreements with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") whereby shareholders have an option to dematerialize their shares with either of the Depositories.

Shareholders who continue to hold shares in physical form are requested to dematerialize their shares at the earliest and avail benefits of dealing in shares in demat form. For the convenience of shareholders, the process of getting the shares dematerialized is given hereunder:

- Demat account should be opened with a Depository Participant ("DP").
- Shareholders should submit the Dematerialization Request Form ("DRF") along with share certificates in original, to their DP.
- DP will process the DRF and will generate a Dematerialization Request Number ("DRN").
- DP will submit the DRF and original share certificates to the Registrar and Transfer Agents ("RTA"), i.e. MUFG Intime India Private Limited (erstwhile known as Link Intime India Private Limited).
- RTA will process the DRF and update the status to DP/depositories.

f) Upon confirmation of request, the shareholder will get credit of the equivalent number of shares in his demat account maintained with the DP.

g) As required under SEBI Circular no. SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2022/8 and to enhance ease of dealing in securities markets by investors, listed companies are required to issue securities in dematerialized form only. As per the referred circular Form ISR-4 required to be submitted by securities holder/claimant has been hosted on the website of the Company at: https://www.bajajelectricals.com/pages/investors#shopify-section-template--24181932359980_investor_stock_data_yWAjtC.

The Company has further authorised its RTA to issue 'Letter of confirmation' in lieu of physical securities certificate(s) within 30 days of its receipt of such request after removing objections and complied with other requirements as stated in the Circular.

k. Consolidation of Folios and Avoidance of Multiple Mailing

In order to enable the Company to reduce costs and duplicity of efforts for providing services to investors, members who have more than one folio in the same order of names are requested to consolidate their holdings under one folio. Members may write to the RTA indicating the folio numbers to be consolidated along with the original share certificates.

L. Share Transfer System

In terms of amended Regulation 40 of the SEBI Listing Regulations w.e.f. April 1, 2019, transfer of securities in physical form are not processed unless the securities are held in the dematerialised mode with a Depository Participant.

The SEBI had issued a Circular, having No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97, dated July 02, 2025, on 'Ease of Doing Investment - Special Window for Transfer and Dematerialisation of Physical Securities', by which, it is intending to facilitate ease of investing for investors and secure the rights of investors in the securities which were purchased by them. For that, it opened a special window only for re-lodgement of transfer deeds, which were lodged prior to the deadline of April 01, 2019 and rejected/returned/not attended to due to deficiency in the documents/process/ or otherwise, for a period of six months from July 07, 2025 till January 06, 2026. Further, SEBI vide its Circular, having No. HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026, dated January 30, 2026, has mentioned that this special window shall be open for a period of one year from February 05, 2026 to February 04, 2027. Investors are encouraged to read these Circulars and take necessary actions, if required.

Further, with effect from January 24, 2022, SEBI has made it mandatory for listed companies to issue securities in dematerialised mode only while processing any investor service request viz. issue of duplicate securities certificates, 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. Further, SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2022/8 dated January 25, 2022, clarified that the RTA/ listed company shall verify and process the service requests and thereafter issue a 'Letter of Confirmation' in lieu of physical securities certificate(s), to the securities holder/ claimant within 30 days of its receipt of such request after removing objections, if any. The 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/ claimant shall make a request to the Depository Participant for dematerializing the said securities.

In view of this, and to avail the benefits offered by the Depository system as well as to safeguard against fraud, Members holding shares in physical form are encouraged to dematerialise their holdings through either of the Depositories, namely, National Securities Depository Limited or Central Depository Services (India) Limited.

m. Nomination

Individual shareholders holding shares in physical form either singly or jointly can nominate a person in whose name the shares shall be transferable in case of death of the registered Shareholder(s). The nomination facility in respect of shares held in electronic form is also available with the Depository Participants as per the by-laws and business rules applicable to NSDL and CDSL. Nomination forms can be obtained from the Company's Registrar and Share Transfer Agent.

n. Reconciliation of Share Capital Audit Report

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Share Capital Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. This audit is carried out every quarter and the reports thereon are submitted to the Stock Exchanges where the Company's shares are listed. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

o. Service of documents through electronic mode

As a part of Green Initiative, the members who wish to receive the notices/documents through e-mail, may kindly intimate their e-mail addresses to the Company's Registrar and Share Transfer Agent, MUFG Intime India Private Limited at by clicking on the link: https://web.in.mpms.mufg.com/EmailReg/Email_Register.html on its website www.in.mpms.mufg.com.

p. Demat Suspense Account

Pursuant to the provisions of Regulation 39(4) of the SEBI Listing Regulations, read with Schedule VI 'Manner of Dealing with Unclaimed Shares', directs companies to dematerialise shares that have been returned as 'undelivered' by the postal authorities and to hold these shares in an 'Unclaimed Suspense Account' to be opened with one of the depositories, viz., NSDL or CDSL.

All corporate benefits on such shares, viz. bonus, dividend, etc., shall be credited to the unclaimed suspense account as applicable, for a period of seven (7) years and thereafter transferred in accordance with the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer, and Refund) Rules, 2016 (IEPF Rules), read with Section 124(6) of the Act.

Pursuant to Regulation 34(3) read with Schedule V of the SEBI Listing Regulations, the details of the shares in the Suspense Account are as follows:

Aggregate Number of Shareholders and the Outstanding Shares in the suspense account lying at the beginning of the year	19 number of shareholders and 3,854 Equity Shares
Number of shareholders who approached the Company for transfer of shares from suspense account during the year	Nil
Number of shareholders to whom shares were transferred from suspense account during the year	Nil
Number of shareholders and aggregate number of shares transferred to unclaimed suspense account	Nil
Number of shareholders and aggregate number of shares transferred to IEPF Authority	Nil

Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	19 number of shareholders and 3,845 Equity Shares
That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	19 number of shareholders and 3,845 Equity Shares

q. Address for Correspondence

Compliance Officer	Registrar and Share Transfer Agent	Company
Mr. Prashant Dalvi Chief Compliance Officer & Company Secretary Bajaj Electricals Limited Mulla House, 2nd Floor, 51 Mahatma Gandhi Road, Fort, Mumbai - 400 001 Tel: 022 6149 7000 Email: legal@bajajelectricals.com	MUFG Intime India Private Limited Unit: Bajaj Electricals Limited C-101, Embassy 247, L.B.S Marg, Vikhroli (West), Mumbai - 400 083 Tel: 022-49186000/ 49186200 Fax: 022-49186060 Email: rnt.helpdesk@linkintime.co.in	Bajaj Electricals Limited Corporate Secretarial Department Mulla House, 2nd Floor, 51 Mahatma Gandhi Road, Fort, Mumbai - 400 001 Tel: 022 6149 7000 Email: legal@bajajelectricals.com

r. Plant locations

The Company has the following manufacturing and operating Divisions:

Chakan	Village Mahalunge, Chakan, Chakan Talegaon Road, Taluka: Khed, District: Pune, Maharashtra - 410501.
Nashik	Gut No. 423 to 426, Wadivarhe Mumbai Agra Highway, Taluka- Igatpuri, District Nashik, Maharashtra - 422403.
Chhatrapati Sambhajnagar	Gut No. 16, Naigavhan, Khandewadi, Paithan Road, Tq. Paithan Dist. Chhatrapati Sambhajnagar, Maharashtra - 431105. Gut No. 9, Naigavhan, Khandewadi, Paithan Road, Tq. Paithan Dist. Chhatrapati Sambhajnagar, Maharashtra - 431105.

s. Credit Ratings

The Company has obtained credit ratings from CRISIL Ratings Limited ("CRISIL"). During the financial year 2025-26, CRISIL reaffirmed the ratings of the Company, the details of which are given below:

Particulars of Debt	Particulars of Change
Bank Loan Facilities (long-term)	CRISIL AA-/Stable
Bank Loan Facilities (short-term)	CRISIL A1+

AFFIRMATIONS AND DISCLOSURES

a. Related Party Transactions

All transactions entered into with related parties as defined under the Act and Regulation 23 of the SEBI Listing Regulations during the financial year were in the ordinary course of business and on an arm's length basis, and are in compliance with the provisions of Section 188 of the Act. There were no materially significant transactions with related parties during the financial year. Related party transactions have been disclosed under significant accounting policies and notes forming part of the financial statements in accordance with "IND AS". A statement of transactions entered into with related parties in the ordinary course of business and at an arm's length basis is periodically placed before the Audit Committee for review and recommendation to the Board for approval. As required under Regulation 23(1) of the SEBI Listing Regulations, the Company has formulated a policy on dealing with related party transactions.

The Policy is available on the website of the Company at: <https://www.bajajelectricals.com/pages/investors>.

The transactions are carried out on an arm's length or fair value basis and have no potential conflict with the interests of the Company at large.

b. Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges, SEBI, or any statutory authority, on any matter related to capital markets, during the last three financial years

There have been no instances of non-compliance by the Company necessitating the imposition of penalties or strictures by Stock Exchanges, SEBI, or any statutory authority on any matter related to capital markets in the last three years.

c. Vigil Mechanism / Whistle Blower Policy'

Pursuant to the provisions of Section 177(9) and (10) of the Act, the rules framed thereunder, and Regulation 22 of the SEBI Listing Regulations, as amended, the Company has formulated a Whistle Blower Policy. This policy applies to all employees and other persons dealing with the Company to, inter alia, report unacceptable or improper practices, unethical practices, and genuine concerns.

The whistleblower shall address all protected disclosures to the Chief Compliance Officer & Company Secretary of the Company. Protected disclosures against the Chief Compliance Officer & Company Secretary should be addressed to the Chairman or Managing Director of the Company. Protected disclosures against the Chairman or Managing Director should be addressed to the Chairman of the Audit Committee.

The policy provides for adequate safeguards against victimization of all whistleblowers who use this mechanism. During the year under review, none of the personnel of the Company were denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website at: <https://www.bajajelectricals.com/pages/investors>.

d. Compliances with Governance Framework

The Company is in compliance with all mandatory requirements under the SEBI Listing Regulations.

e. Commodity price risk or foreign exchange risk and hedging activities

The Company has managed the foreign exchange risk with appropriate hedging activities in accordance with the policies of the Company. The Company has an adequate risk assessment and minimisation system in place, including for commodities. The Company does not have material exposure to any particular commodity. Accordingly, there is no disclosure to offer in terms of the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018.

f. Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A)

Not Applicable.

g. A certificate from a Company Secretary in practice that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board / Ministry of Corporate Affairs or any such statutory authority

The Company has received a certificate from Makarand M. Joshi & Co., Practicing Company Secretaries (Firm Registration No.P2009MH007000 and Peer review No.6832/2025), stating that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any other statutory authority. This certificate forms part of this report.

h. Where the Board had not accepted any recommendation of any committee of the Board which is mandatorily required, in the relevant financial year

During the year under review, all recommendations made by any of the committees of the Board that were mandatorily required have been accepted by the Board.

i. Fees paid to the Statutory Auditors paid by the Company and its subsidiary

Total fees for all services, paid on a consolidated basis by the Company and its subsidiary to S R B C & CO LLP, statutory auditors of the Company, having ICAI Registration number 324982E/E300003, and other firms in the network entity of which the statutory auditors are a part, for the year ended March 31, 2026, are as follows:

(Amount: ₹ in lakh)

Particulars	S R B C & CO LLP and their network entities
Fees for audit and related services	175.23
Other fees	33.43
Total	208.66

j. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The details of the number of complaints filed, disposed of during the year, and pending as of March 31, 2026, are given in the Board's Report.

k. Disclosure by listed entity and its subsidiaries of 'Loans and advances' in the nature of loans to firms/companies in which directors are interested by name and amount

Not Applicable

l. Details of material subsidiary of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiary

Not applicable.

m. Non-compliance of any requirement of corporate governance report with reasons thereof

Not applicable.

n. Details of Adoption of Non-Mandatory (Discretionary) Requirements

The status of compliance with the non-mandatory requirements under Regulation 27 of the SEBI Listing Regulations is as follows:

The Board - The requirement relating to the maintenance of an office and reimbursement of expenses for a Non-Executive Chairman is not applicable to the Company, as the Chairman is an Executive Director.

Shareholders' rights - The Company has not adopted the practice of sending out half-yearly declarations of financial performance to shareholders. Instead, quarterly results, as approved by the Board, are disseminated to the Stock Exchanges and updated on the Company's website.

Modified opinion(s) in audit report - There are no modified opinions in the audit reports.

Separate posts of Chairperson and the Managing Director or the Chief Executive Officer (such that the Chairperson shall be a non-executive director and not be related to the Managing Director or the Chief Executive Officer) - The Company does not have separate posts for the Chairperson and the Managing Director or Chief Executive Officer, since compliance with this requirement is voluntary.

Reporting of Internal Auditor - In accordance with the provisions of Section 138 of the Act, the Company has appointed an Internal Auditor who reports directly to the Audit Committee. Internal audit reports, submitted on a

quarterly basis, are reviewed by the Audit Committee, and suggestions/directions, if any, are given for necessary action.

o. Disclosure of Compliance with Corporate Governance Requirements specified in Regulation 17 to 27 and Regulation 46(2) of the SEBI Listing Regulations

The Company has complied with all the mandatory corporate governance requirements under the SEBI Listing Regulations. The Company confirms compliance with corporate governance requirements specified in Regulation 17 to 27 and sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations.

p. Disclosure of certain types of agreements binding listed entities

During the year under review, the Company has neither entered into nor been a party to any agreements specified in clause 5A of para A of part A of schedule III to the SEBI Listing Regulations, nor has it received any intimation regarding such agreements.

Compliance with Code of Conduct

As provided under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Business Conduct & Ethics for the year ended March 31, 2026.

For **Bajaj Electricals Limited**

Sanjay Sachdeva

Managing Director & Chief Executive Officer

DIN: 11017868

Navi Mumbai
May 15, 2026

Certificate of Non-Disqualification of Directors

(Pursuant to Regulation 34 (3) and Schedule V Para C clause (10) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Bajaj Electricals Limited
Mulla House, 2nd Floor, 51, Mahatma Gandhi Road,
Fort, Mumbai - 400001,
Maharashtra, India

We have examined the relevant disclosures provided by the Directors (as enlisted in Table A) of Bajaj Electricals Limited having CIN-L31500MH1938PLC009887 and having registered office Mulla House, 2nd Floor, 51 Mahatma Gandhi Road, Fort, Stock Exchange, Mumbai, Maharashtra, India, 400001, (hereinafter referred to as 'the Company') for the purpose of issuing this Certificate, in accordance with Regulation 34 (3) read with Schedule V Para C clause 10 (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information, based on (i) Documents available on the website of the Ministry of Corporate Affairs (MCA) (ii) Verification of Directors Identification Number (DIN) status on the website of the MCA, and (iii) disclosures provided by the Directors to the Company, we hereby certify that none of the Directors on the Board of the Company (as enlisted in Table A) have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other statutory authority as on 31st March 2026.

Table A

Sr. No.	Name of the Directors	Director Identification Number	Date of appointment in Company	Date of Re-appointment in Company
1.	Mr. Shekhar Bajaj	00089358	01-11-1984	12-08-2022
2.	Mr. Sanjay Sachdeva	11017868	15-04-2025	-
3.	Mrs. Pooja Anant Bajaj	08254455	01-11-2018	07-08-2025
4.	Mr. Nirav Nayan Bajaj	08472468	12-05-2025	-
5.	Mr. Shailesh V Haribhakti	00007347	07-08-2019	07-08-2024
6.	Mr. Sudarshan Sampathkumar	01875316	23-05-2023	-
7.	Mr. Vikram Taranath Hosangady	09757469	06-11-2023	-
8.	Ms. Swati Shivanand Salgaocar	03500612	06-11-2023	-
9.	Mr. Saurabh Kumar	06576793	20-03-2024	-
10.	Mr. Pramod Agrawal	00279727	09-02-2026	-

General Disclaimer: Our Analysis for this certificate does not cover the verification of criteria pertaining to appointment as independent director under Section 149 and criteria pertaining to appointment as Managing Director under Section 196 and Schedule V of the Companies Act, 2013.

For **Makarand M. Joshi & Co.**
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6832/2025

Makarand Joshi
Partner
FCS No.:5533
CP No.: 3662
UDIN: F005533H000375861

Date: May 15, 2026
Place: Mumbai

CEO/CFO Compliance Certificate

To,
The Board of Directors
Bajaj Electricals Limited
Mumbai

Dear Sirs/Madam,

We, the undersigned, in our respective capacities as Managing Director & Chief Executive Officer and Interim Chief Financial Officer of Bajaj Electricals Limited ("the Company"), pursuant to Regulation 17(8) [read with Part B of Schedule II] of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the best of our knowledge and belief certify that:

1. We have reviewed the financial statements and the cash flow statement for the fourth quarter and year ended March 31, 2026 and to the best of our knowledge and belief, we state that:
 - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the said period, which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies, in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have disclosed, based on our most recent evaluation of the Company's internal control over financial reporting, wherever applicable, to the Auditors and Audit Committee:
 - a. Any significant changes in internal controls during the said period;
 - b. Any significant changes in accounting policies during the said period, if any, and the same have been disclosed in the notes to the financial statements; and
 - c. Any instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sanjay Sachdeva
Managing Director & Chief Executive Officer
Navi Mumbai
May 15, 2026

Suketu Shah
Interim Chief Financial Officer

Corporate Governance Compliance Certificate

To,
The Members,
Bajaj Electricals Limited
Mulla House, 2nd Floor, 51 Mahatma
Gandhi Road, Fort, Stock Exchange,
Mumbai- 400001, Maharashtra, India.

We have examined the compliance of conditions of Corporate Governance by Bajaj Electricals Limited ("the Company") for the year ended on March 31, 2026, as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["Listing Regulations"].

In our opinion and to the best of our information and according to the explanations given to us, and representations made by the management, we certify that the Company, to the extent applicable, has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of Listing Regulations.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company to ensure the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We further state that such compliance 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.

Date: May 15, 2026
Place: Mumbai

For **Makarand M. Joshi & Co.**
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6832/2025

Makarand Joshi
Partner
FCS No. 5533
CP No. 3662
UDIN: F005533H000378818

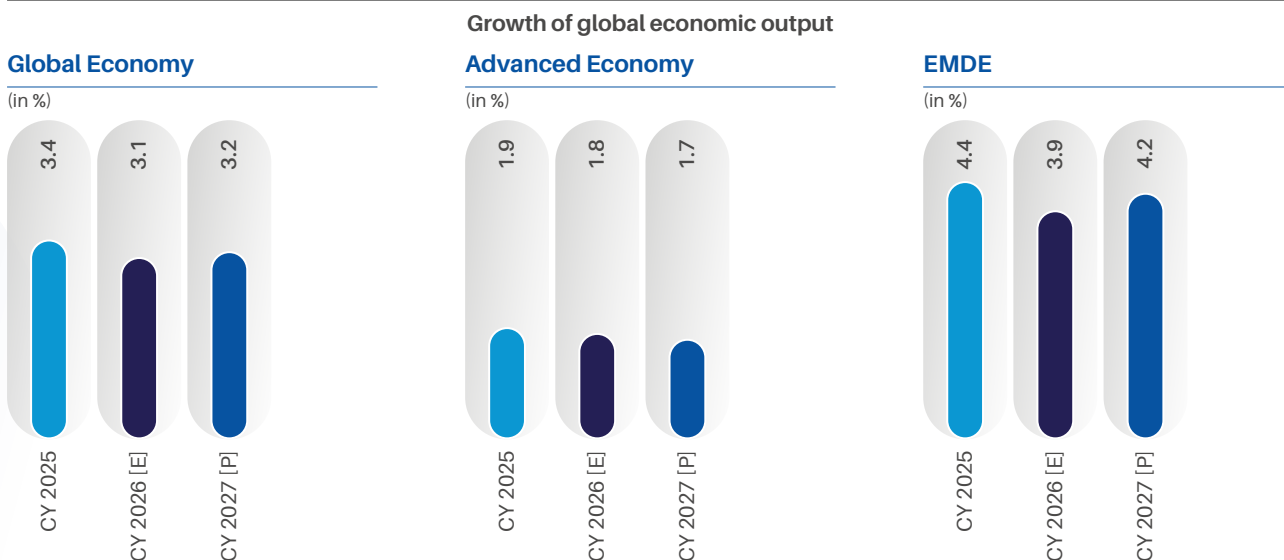
Management Discussion and Analysis

Global Economic Economy¹

In CY 2026, the global economy sustained a stable growth trajectory of 3.4%, navigating trade frictions and policy ambiguity with notable resilience. This performance brings the adaptability of major economies to the fore. Accommodative financial conditions and fiscal & monetary policy support facilitated expansion. Advanced economies recorded a growth of 1.9%. The US exhibited steady growth, attributable to strong domestic demand and sustained investments in advanced technologies. Growth moderated across the Eurozone due to subdued industrial activity and weaker external demand. In contrast, emerging economies expanded by 4.4%. This was driven by strong export performance and steady trade across several Asian economies.

Further, inflation moderated to around 4.1% during the year, supported by stable exchange rates and slower nominal wage growth². Goods price inflation increased modestly in advanced economies, particularly in the United States, due to higher tariffs. In contrast, it declined in many EMDEs following reduced demand for tradable goods after earlier stock-building.

Global monetary policy continued to ease as cross-border capital flows remained strong, and a weaker US dollar gave central banks more room to adjust policies. Further, tariff-related trade frictions prompted a gradual reconfiguration of global supply chains towards countries with preferential trade agreements. In aggregate, global economies exhibited notable agility amid a turbulent external landscape. However, the Middle East conflict poses risks to commodity markets, inflation expectations, and financial conditions.



E - Estimate; P - Projection
Source: [IMF World Economic Outlook](#)

Outlook

The global economic outlook remains influenced by high macroeconomic uncertainty, shifting trade policies, and continuing fiscal challenges. Geopolitical tensions in the Middle East further add to these pressures, increasing the fragility of the global economy. Disruptions in key shipping routes may lead to higher freight costs and longer lead times. Additionally, volatility in crude oil and base metal prices, such as copper and aluminium, may result in higher input costs. However, reduced tariff rates along with ongoing fiscal and monetary support may sustain growth momentum, with GDP projected at 3.1% in CY 2026.

This is expected to result in a slight rise in inflation, with projections at 4.4% in CY 2026. However, inflation is expected to decline to 3.7% in CY 2027, reflecting easing labour market conditions in several economies and subdued demand for tradable goods³.

India's Economic Overview⁴

Despite global uncertainty, India's economy maintains strong momentum with a steady growth rate of 7.7%¹. Robust consumption and heightened investment activity positioned India as the fastest-growing major economy for the fourth consecutive year. Inflation stayed well below the Reserve Bank of India's (RBI) target band, at around 3.4%². Falling food prices primarily drove this decline. The price moderation reflects improved real purchasing power and supported consumption. As price pressures declined, monetary support was provided through a total reduction of 125 basis points in the policy repo rate.

Policy interventions during the year, including the rationalisation of GST rates and lower-income tax rates, helped simplify taxation, enhance consumer affordability, and support strong demand across both urban and rural markets. Complementing this, the government allocated approximately ₹11.21 lakh crore towards CAPEX in FY 2026 to advance infrastructure across crucial

¹<https://www.imf.org/-/media/files/publications/weo/2026/april/english/execsum.pdf>

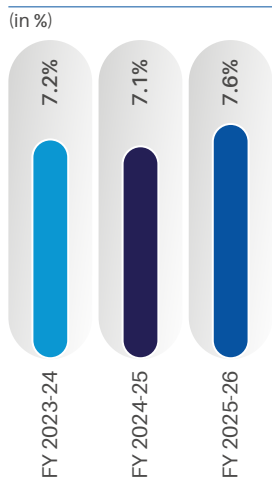
²<https://www.imf.org/external/datamapper/PCPIPCH@WEO/OEMDC/ADVEC/WEOWORLD>

³Provisional Estimates released by the Ministry of Statistics and Programme Implementation (MoSPI)

sectors⁶. Industrial activity continued to register robust growth, while the services sector demonstrated resilience. This was driven by strong growth in manufacturing and electricity production. Notable contributors include electronic products and use-based categories, such as consumer durables and infrastructure goods.

India’s merchandise imports grew faster than merchandise exports, resulting in a widening of the trade deficit. Gross FDI inflows remained robust, primarily benefiting the manufacturing and energy sectors. By year-end, the rupee hit an all-time low of approximately ₹95/USD, driven by Middle East conflict volatility and FPI outflows. Despite this, the INR remained one of the least volatile emerging market currencies, supported by a modest current account deficit and strong forex reserves. A weakening rupee accelerates domestic inflation by driving up import costs (especially crude oil) and widens the trade deficit, though it provides a competitive boost to Indian exporters.

GDP Growth Trend in India



Source: MOSPI Second Advance Estimates

Outlook

Tariff-related trade disruptions and volatility in capital flows may intermittently affect exports and investor sentiment. However, strong capacity utilisation, improving credit growth and continued government focus on capital expenditure are expected to support investment activity, with GDP growth rate projected at 6.9% for FY 2026-27.

However, supply-chain disruptions due to the West Asia conflict could tighten the availability of key inputs for downstream sectors, including plastics and aluminium. Despite these challenges, CPI inflation for 2026-27 is projected at 4.6%, supported by favourable supply-side conditions including adequate reservoir levels, comfortable foodgrain buffer stocks, and the continued benefits of GST rate rationalisation. To support consumer demand in this environment, the MPC has reduced the repo rate to 5.25% and maintained its neutral stance.

On the external front, export momentum is expected to strengthen, supported by advancing bilateral trade negotiations with the United States. Additionally, the recently concluded Free Trade Agreement (FTA) with the European Union is expected to improve India’s trade balance by around ₹1.44 lakh crore through higher exports and deeper market integration, creating wider trade opportunities for Indian manufacturers.⁹ These agreements are expected to support domestic exporters amid global uncertainty, with benefits unfolding over time.

Further, the Union Budget for FY 2026-2027 has bolstered this growth outlook by raising CAPEX to ₹12.2 lakh crore.¹⁰ This is expected to strengthen the long-term investment capacity across consumer durables, electronic components and energy-linked sectors. Overall, the country’s macroeconomic fundamentals and policy direction provide a strong foundation for sustained growth in the year ahead.

Industry Overview

Consumer Products

Appliances

India’s consumer appliance sector is expanding, buoyed by urban expansion, higher disposable incomes, and a growing preference for smart, energy-efficient products. Middle-income households are now making more considered choices, balancing affordability with smarter, power-saving features. Notably, the demand has progressively moved beyond metro cities. The Tier II and Tier III cities accelerated e-commerce growth, showing strong adoption and notable sales performance. This can be attributed to a gradual shift towards premium offerings, even among cost-conscious consumers. Further, the wider adoption of omnichannel sales and service models continues to strengthen market access and customer engagement of brands.

On the supply side, the industry is driven by government-led manufacturing initiatives such as the PLI Scheme for white goods. A sharp increase in allocation in the Union Budget FY 2026-27 is expected to support capacity augmentation, local manufacturing and encourage new entrants.

₹1,004 Crore

Allocation under PLI Scheme (FY 2026-27)¹¹

Looking ahead, the consumer durable sector is projected to grow at a 11% CAGR in FY 2027, supported by rising consumption, broader rural reach and growing global investment interest. Further, the white goods market continues to gain momentum, with projections reaching ₹1586 trillion by 2030⁷. The greater convenience offered by online platforms such as Q-commerce is expected to support growth in the segment. Stricter BEE energy efficiency and star-labelling norms are set to elevate product standards and augment the adoption of energy-efficient appliances.

³<https://www.imf.org/en/publications/weo/issues/2026/04/14/world-economic-outlook-april-2026>

⁴<https://www.imf.org/external/datamapper/PCPIEPCH@WEO/OEMDC/ADVEC/WEO/WORLD>

⁵<https://rbidocs.rbi.org.in/rdocs/Bulletin/PDFs/0BULT23042026FL5A726E38FAF84453B435F18A3709DD11.PDF>

⁶<https://www.pib.gov.in/PressReleasePage.aspx?PRID=2251519®=3&lang=2>

⁷<https://www.indiabudget.gov.in/economicsurvey/doc/echapter.pdf>

⁸<https://rbidocs.rbi.org.in/rdocs/Bulletin/PDFs/0BULT23042026FL5A726E38FAF84453B435F18A3709DD11.PDF>

⁹<https://www.pib.gov.in/PressReleasePage.aspx?PRID=2219146®=3&lang=2>

¹⁰<https://www.pib.gov.in/PressReleasePage.aspx?PRID=2222521®=3&lang=1>

Fans

The Indian fan industry represents a vital segment of the home appliances market. A transition from conventional offerings to energy-efficient and premium models has been a notable trend. This shift is largely being propelled by tighter efficiency standards, growing adoption of BLDC (Brushless Direct Current) motors, smart control features and a shift in design sensibilities.

Key Growth Drivers

- The market is significantly driven by the growth of both organized retail and e-commerce channels.
- Increasing urbanisation drives demand through the rapid expansion of housing construction and high-rise developments.
- India's tropical climate and forecasts of El Niño-led summers with above-normal temperatures intensify the demand for fans as essential cooling appliances.

- Rising disposable income leads to higher spending on fans as essential home appliances, driving market expansion.
- The wider electrification of rural towns turns fans into a first-time purchase for millions of households, making rural India a primary market for expanding fan sales.

Shifting Consumer Preferences

- Increasing focus on interior aesthetics is prompting consumers to select designer fans with premium finishes and customizable options to complement home decor.
- Integrated LED ceiling fans are gaining popularity as dual-purpose appliances that provide both lighting and cooling, making them ideal for compact urban apartments.
- High-speed fans with anti-dust technology are becoming standard as specialized coatings reduce dust accumulation by 50%, ensuring easier maintenance and cleaner air.

Opportunities and Threats



Premiumisation

Consumers are increasingly opting for higher-quality and premium appliances with advanced features. This trend supports healthier margin profiles as companies expand their portfolios of value-added products.



Smart Products

Demand for smart, connected appliances equipped with AI and IoT features continues to gather pace. This is creating a clear opportunity for differentiation through innovation.



Energy Efficiency

Stricter BEE star-labelling norms are also expediting replacement cycles, especially for old appliances, thereby sustaining the baseline demand.



Policy Support

Government initiatives, such as Make in India and Atmanirbhar Bharat, are encouraging local manufacturing and reducing import dependence. This improves supply chain resilience and promotes capacity expansion for manufacturers.



Intense Competition

Competition remains vigorous, largely intensified by the presence of established global and domestic players and by low barriers to entry. As a result, aggressive pricing, frequent discounts and new product launches can weigh on margins over time.



Supply Chain Disruptions

Import dependence exposes companies to currency fluctuations and supply disruptions arising from geopolitical conflicts, which may elevate input costs.



Tighter Quality Control

Regulatory bodies like the Central Consumer Protection Authority (CCPA) are strictly enforcing Bureau of Indian Standards (BIS) norms, leading to increased product recalls and legal notices for non-compliant goods on e-commerce platforms.

¹¹https://www.indiabudget.gov.in/doc/Budget_at_Glance/budget_at_a_glance.pdf

¹²<https://assets.kpmg.com/content/dam/kpmgsites/in/pdf/2026/03/the-indian-consumer-durables-sector-q3fy26.pdf>

Lighting Solutions

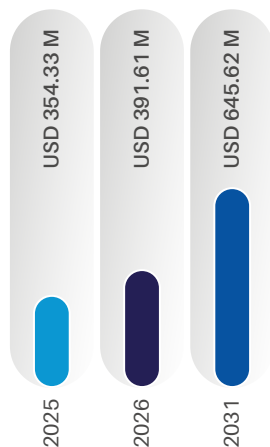
Professional Lighting

The professional lighting market is gaining strong traction as urban centres and infrastructure grow and lighting systems become smarter and more efficient. Cities today demand solutions that go beyond illumination. This shift is driving the adoption of advanced professional lighting solutions across public spaces, commercial developments and outdoor installations. The market is expected to grow from \$354.33 million in 2025 to \$391.61 million in 2026 and is projected to reach \$645.62 million by 2031, at a CAGR of 10.52% over 2026–2031¹³. Technological advancements and the growing demand for energy-efficient solutions are key drivers propelling market growth. At the same time, sustainable lighting is gaining importance due to environmental concerns and regulatory requirements.

Government initiatives, such as urban infrastructure spending under the Smart Cities Mission and energy-efficiency building codes, are supporting demand and lowering long-term ownership costs. However, market growth remains constrained by the high upfront cost of professional lighting solutions. Overall, demand for professional lighting is expected to remain resilient in the years ahead as technology advances and urbanization accelerates.

India Professional Lighting Market

CAGR 10.52% (2026-2031)



Source: [Mordor Intelligence](https://www.mordorintelligence.com/industry-reports/india-lighting-market)

Consumer Lighting

India’s consumer lighting sector is gaining momentum as homes and businesses swap traditional fixtures for energy-saving alternatives. The market is influenced by rising adoption of smart lighting and a growing focus on health and well-being, shaping product development and customer expectations.

With a strong focus on residential and smart-home adoption, the market is quickly shifting towards integrated, connected and aesthetic lighting solutions. LEDs continue to dominate the consumer lighting market, while smart lighting is gaining prominence for its automation, remote control and optimised energy utilisation. Wider IoT integration further supports this trend by enabling seamless connectivity with other smart home systems.

Beyond technological progress, policy support continues to be a crucial driver of momentum. Government procurement programmes, such as UJALA, continue to promote large-scale adoption of energy-efficient lighting across urban and rural areas. Concurrently, Production Linked Incentive (PLI) schemes are further anchoring supply-chain resilience and lowering import exposure. These developments are playing a crucial role in encouraging consumers to switch from conventional to modern lighting solutions.

Impact of UJALA Scheme¹⁴

24.8 Crore

LED Bulbs Distributed

27.6 Lakh

Tube Lights Distributed

3,244 Crore kWh

Annual Energy Savings

₹12,963 Crore

Annual Cost Savings

2.62 Crore Tonnes

CO₂ Reduction per Year

¹³<https://www.mordorintelligence.com/industry-reports/india-lighting-market>

¹⁴<https://www.pib.gov.in/PressReleaseDetail.aspx?PRID=1495346®=1&lang=1>

Opportunities and Threats

Opportunities



Smart and Connected Lighting Systems

The rise of smart home technologies and IoT presents opportunities for manufacturers. Integration with smart home platforms enables remote control, automation and customisation. This improves convenience, energy efficiency, and user experience, while supporting demand for smart lighting.



Solar-Powered LED Lights

Solar-powered LED lights are becoming more popular, especially in rural and remote areas, owing to their power grid independence. These lights use solar panels and batteries to run energy-efficient LEDs, making them suitable for homes, businesses and industrial areas.



Smart city initiatives

As cities move towards advanced, energy-efficient systems, demand for LED streetlights and smart lighting continues to rise. Manufacturers can capitalise on this demand by supplying efficient, long-lasting lighting solutions for urban infrastructure projects.



Human-Centric Lighting

Growing awareness of lighting's impact on human well-being is increasing demand for human-centric lighting solutions. This creates opportunities for the manufacturers to develop systems that imitate natural daylight and support sleep, mood and productivity across different environments.

Threats



Intensifying Competition

The interior lighting market is fiercely competitive, with numerous manufacturers and suppliers battling for market share. This heightened rivalry challenges established players through price wars, shrinking profit margins and threats to long-term dominance.



Regulatory Changes

Changes in energy efficiency, safety and environmental sustainability regulations can affect the market. They may require modifications in product design, manufacturing processes, or materials, leading to additional costs and compliance requirements.



Economic Uncertainty

Economic fluctuations can impact the interior lighting market, as reduced consumer spending on non-essential items during downturns may lead to lower demand and sales volumes for lighting products.



Continuous Value Erosion in Lighting

Rapid price deflation and LED standardization have forced manufacturers into high-volume, low-margin sales. This persistent erosion, which devalued consumer lighting over the past 2-3 years, is now impacting professional lighting, reducing the capital available for innovation and quality maintenance.

Company Overview

With a legacy spanning over eight decades, Bajaj Electricals Limited is a vital pillar of the Bajaj Group and a household name across India. Since its inception, the company has established itself as a leader in the fast-moving electrical goods (FMEG) sector, maintaining a powerful presence across both B2B and B2C markets.

The Company's portfolio encompasses Consumer Products and Lighting Solutions. The Consumer Products business includes fans, home and kitchen appliances, cooking solutions and grooming products. Lighting Solutions address both consumer and professional applications. With the addition of switchgears and wires under the Bajaj Secura brand, and the strategic expansion into solar solutions, the Company has further broadened its footprint within the electrical ecosystem.

The Company operates at a pan-India scale through an extensive network of 850+ distributors, nearly 2,00,000+ retail outlets and more than 770+ consumer care centres. This reach ensures the delivery of world-class, value-driven solutions to millions nationwide. Its portfolio of brands — Bajaj, Morphy Richards and Nirlep touches the everyday life of consumers by brightening homes, elevating kitchens and simplifying daily routines. During the year, Nex was integrated under the 'Bajaj' brand as a sub-brand.

Continuous improvement and adaptability remain the guiding tenets of the Company. Sustainability is embedded in its growth strategy, with focused efforts towards community development and environmental stewardship. Its Corporate Social Responsibility (CSR) and philanthropic initiatives are undertaken through the Bajaj Electricals Foundation. With a clear purpose of 'Driving sustainable change, for a better tomorrow,' the Foundation strives

to create a better planet and a better life for all. The foundation's primary focus lies in environmental sustainability, particularly through its Green India projects.

Business Segment Overview

Consumer Products

The consumer products business of Bajaj Electrical Limited addresses a wide spectrum of household needs through an extensive portfolio of fans, kitchen, home appliances and lifestyle products like grooming. These products are designed to cater to the dynamic preferences of today's consumers. Its multi-brand strategy integrates functionality, energy efficiency and cutting-edge designs to ensure reliability and differentiation across affordability bands. The Company places consistent emphasis on enhancing product performance and consumer experience. Bajaj Electricals' sustained focus on innovation, product upgradation and adoption of energy-efficient technologies continues to guide its endeavours.

The Company follows a structured multi-brand, or 'house of brands', approach, wherein each brand, such as Bajaj, Nirlep and Morphy Richards, is anchored in a distinct value proposition. The strategy supports steady growth by establishing a culture of continuous progress and market relevance.

The portfolio became more resilient, with lower reliance on seasonal categories and higher contribution from core and emerging segments. The Company remained focused on premiumisation through targeted product launches and upgrades to its product portfolio.

₹3,342 Crores

Reported revenue

136

SKUs launched under Consumer Products

Our Consumer Brands

Bajaj

Contemporary consumers are increasingly defined by fast-paced, aspiration-led lifestyles, where convenience, reliability and longevity dictate purchase decisions. Home appliances are expected to blend seamlessly into daily routines while offering reliable performance, ease of use and durability. In response, Bajaj continues to deliver products that align with its promise of durability and resonate with the discerning Indian consumer. Bajaj Electricals delivers home and kitchen appliances that bring together consistent performance, refined aesthetics and low maintenance.

- The business performance was impacted due to high reliance on weather-dependent products. This softness was largely offset by strong growth in the kitchen appliances segment, led by mixer grinders and related categories. Products launched in FY 2025 continued to perform well, enabling the Company to fill portfolio gaps, expand price-range coverage and enhance competitiveness across segments. These efforts supported deeper engagement with quality-conscious buyers, sustaining market stability amid fluctuating demand conditions.

The Company also advanced its distribution and visibility through calibrated investments in high-impact retail touchpoints and priority channels, strengthening both product availability and brand presence. In addition, it focused on improving its channel mix, strengthening its presence in modern trade, and scaling digital platforms such as Q-commerce. Enhanced product displays and a more comprehensive assortment further strengthened consumer reach and product visibility.

Brand positioning efforts

The Company advanced its product development through a consumer-led, insight-driven approach, focusing on performance, convenience and user experience. New product offerings incorporated improved functionality, intuitive usage and contemporary design elements, aligned with evolving consumer needs across segments. This helped the portfolio remain relevant, differentiated and aligned with emerging lifestyle preferences.

Morphy Richards - Happiness engineered

Morphy Richards, an iconic British brand within the Bajaj Electricals portfolio, is positioned as a premium lifestyle brand offering home and kitchen appliances that blend contemporary design with advanced functionality. Following its complete acquisition, the brand has secured full strategic control, enabling sharper portfolio premiumisation, improved margins, and enhanced long-term value. By leveraging a rich global design legacy, the brand focuses on high-growth segments through sophisticated aesthetics, sleek form factors, and superior CMF (Colour, Material, Finish). The integration of high-quality materials, such as metal finishes and premium polymers, is complemented by an intuitive user interface and precision controls. This approach aligns the portfolio with global benchmarks, directly appealing to aspirational urban consumers seeking an elevated experience.

The business recorded stable growth, buoyed by positive momentum. The brand achieved high double-digit growth in Modern Format Retail and Premium channels, while e-commerce maintained stable single-digit growth in core categories. Modern appliances launched in the previous fiscal continued to gain traction, reflecting a consumer shift towards premium, multi-utility offerings and supporting long-term premiumisation. Strong product performance and design-led differentiation generated positive consumer feedback, while an improved service experience strengthened customer trust and supported higher repeat purchase intent.

Nirlep - Everyday Health

The Company is undertaking a comprehensive strategic realignment to stabilise performance and restore growth momentum following a double-digit dip in the Nirlep business during FY 2026. This strategy includes expanding Nirlep's presence across all sales channels, such as e-commerce and modern retail, to improve reach and availability. Additionally, the Company has identified and initiated steps to address specific gaps in pricing and distribution that have previously impacted performance.

Market trends show an uptrend in stainless steel and triply products, even as the aluminium-based non-stick segment experienced a decline. This shift is primarily driven by heightened food safety concerns among consumers, prompting a migration toward stainless steel-based alternatives.

Review of Distribution Channels

Trade sales channel

The trade sales channel serves as a critical engine for Bajaj Electricals, anchoring its market presence and providing the primary momentum for its business growth. In FY 2026, the General Trade and distributor network contributed around 60% revenue to the overall business. To address this performance and enhance market share, the Company introduced new pricing strategies.

In a continued effort to strengthen market relations, the Company focused on retailer engagement, incentives and in-store activities to augment sales and build brand loyalty. Much of this was managed through the Market Place app, which maintained a steady connection with enrolled retailers and active users.

88,000+

Retailers Enrolled

60,000+

Average Monthly Active Users

The Company adopted a competitive pricing strategy for entry-level products to improve accessibility and drive deeper retail penetration. This approach elevated throughput across mass segments, particularly in price-sensitive markets.

The Company also enhanced its operational efficiency by using digital enablement across the entire trade network. Tools such as DMS, the Sarathi App, the DSO App and Power BI provided end-to-end visibility, shortening order cycle times while improving tracking. This digital suite also strengthened distributor governance, increased transparency and created a scalable foundation for future growth.

Furthermore, WhatsApp and other digital communication platforms helped coordinate new product launches, Retailer Bonding Programme (RBP) closures and local below-the-line initiatives. Combined with trade incentives and real-time coordination through the SAMRAT app, these efforts improved counter-advocacy and preserved market share in high-priority segments.

₹25,000+

Electricians Enrolled in SAMRAT Programme

130+

Electrician Meets Conducted

3,600+

Attendees

Alternate channels

The Company's alternate channel strategy adapted to a shifting market as the e-commerce channel entered a period of consolidation. While a dynamic competitive landscape and changing consumer demand impacted revenue

momentum compared to the previous year, Quick Commerce gained significant traction in urban and semi-urban areas. By aligning with this trend, the Company established itself as a leading player in the Small Home Appliances (SHA) segment and achieved double-digit growth.

Performance in Modern Trade channels, including National Food Retail and Regional Food Retail, remained steady due to seasonal fluctuations that impacted fans and air coolers. The emphasis for FY 2025-26 remained on new listings and promotional activations, new category introductions and exclusive launches. Throughout the year, the channel boosted consumer conversion rates through a mix of in-store/out-of-store activations, cross-promotions and by leveraging the festive demand.

The Company broadened its international footprint in FY 2026 through targeted market initiatives. In Sri Lanka, it introduced new appliance categories and strengthened the Morphy Richards presence through its established partner. In Nepal, it implemented DMDC-based distribution for ceiling fans while consolidating appliance sales. Meanwhile, in Dubai, efforts focused on re-export partners with a consistent monthly push to augment market share in the ceiling fan segment.

Consumer Care

Bajaj Electricals prioritises after-sales support through a structured consumer care ecosystem. Operational efficiency was bolstered by digital enablement, including WhatsApp call registration, chatbots, video support, and a unified CRM, which streamlined query handling. A strategic transition moved all service communication from SMS to WhatsApp, improving accessibility and transparency. Consequently, usage of digital engagement tools reached 20% in FY 2026, reflecting strong customer adoption and initiative effectiveness.

To further streamline customer experience, the Company introduced a voice bot for quick call registration and QR codes for instant self-complaints. The 'SANSKAR' technician training programme was also rolled out across crucial markets, helping resolve 71% of issues within just 12 hours. As a result, the Net Promoter Score witnessed considerable improvement over the course of the year, indicative of strong customer trust. Additionally, the 'Fix It Yourself' initiative gives people the resources they need to handle minor troubleshooting on their own.

24x7

Call Registration via Voice Bot

96%

Complaints Resolved within 48 Hours

The Golden Hour initiative improved responsiveness by ensuring technician contact within an hour, reducing escalations. Service network expansion and additional staffing enhanced reach and turnaround efficiency. Simultaneously, cross-functional teams used customer insights to refine product quality, restructure warranties, and implement repair-based home services in select categories.

As the Company looks ahead, improving customer experience, digital services and network capabilities remain key priorities.

Outlook



The Consumer Products segment is transitioning to a demand-led, secondary-driven model aimed at improving margin quality, working capital efficiency, and overall sustainability of growth. At the same time, the focus remains on cost optimisation and operational improvements, with stable market share and strong brand presence supporting the business fundamentals

Lighting Solutions

The Lighting Solutions business of Bajaj Electricals remains a significant contributor to the Company's diversified portfolio. FY 2026 was a year of consolidation for the Professional Lighting business as it strengthened its position as a total solutions provider and recorded growth across applications. The business maintained a balanced inflow mix, with infrastructure contributing to volume while commercial and public-space segments emerged as important drivers of value. Margins remained healthy, supported by disciplined pricing and cost optimisation, ensuring profitable growth.

₹1,120 Crores

Revenue

9.5%

YoY revenue growth

Consumer lighting

The consumer lighting segment delivered steady progress in FY 2026, as companies broadened their portfolio into adjacent categories, such as wires and switchgear. The core lighting segments remained stable, led by consistent traction in trade channels. This strategic diversification, along with improved front-line margin performance, translated into a stronger margin profile for the year.

Sustainability considerations were integrated more deeply into operations, with alignment to Extended Producer Responsibility (EPR) guidelines through partnerships with certified e-waste suppliers and the adoption of QR-enabled product traceability. Notably, packaging also evolved into a vehicle of engagement, exemplified by the LEDZ inverter series, where QR codes were used to communicate social initiatives and deepen consumer engagement.

Innovation continued to propel growth. Advancements in R&D and product engineering resulted in the launch of the Compact Batten Neo, an expanded panel portfolio and various cross-category concept projects. Quality and engineering enhancements, specifically stronger validation and VOC-led development, successfully reduced LED market returns and ensured high first-time right outcomes. These technical strides were complemented by targeted digital initiatives, including influencer-led campaigns around festive and premium outdoor lighting, which amplified consumer engagement and accelerated product adoption.

Bajaj has successfully transitioned into a lifestyle and design-led brand, with a growing premium and decorative portfolio spanning brands such as Velaris and Zela and strengthening its ceiling and outdoor segments. This strategic shift towards a higher premium mix and value-added categories resulted in increased growth, further supported by new festive range SKUs. The strategic focus

ahead remains on high-wattage LED products, smart lighting innovation and expanding distribution across switchgear and wires to drive the next phase of growth.

250 million views

Festive Influencer Engagement

30 million+ views

Velaris Influencer Program

Professional Lighting

In FY 2026, the Professional Lighting business entered a phase of consolidation, strengthening its position as a credible end-to-end solutions provider while delivering growth across varied applications. The portfolio remained balanced, with infrastructure continuing to serve as the volume backbone, while commercial and public-space lighting emerged as notable margin accretive segments. A disciplined approach to pricing and cost optimisation enabled the business to preserve a resilient and sustainable margin profile.

The Company improved safety and precision using automation and sensors for real-time lighting adjustments, while R&D-led engineering and premium materials ensured reliability across diverse environments. Efficiency gains were realised through intelligent dimming systems, data-led optimisation and refined thermal management, translating into lower lifecycle costs. The integration of IoT-enabled architectures and solar solutions further elevated the Company's role in complex infrastructure projects such as tunnels and stadiums, enabling capabilities such as remote monitoring, predictive maintenance and alignment with evolving sustainability imperatives.

As the business moves into FY 2027, the Professional Lighting business plans to strengthen its competitive edge through R&D and digital integration, with an emphasis on ultra-efficient solutions that reduce carbon footprints. Growth efforts will be pursued across segments like infrastructure, sports, office spaces and data centres, alongside a diversification into solar solutions. To improve bid selection and win probability, the Company will also implement AI-driven Tender Intelligence Analytics.

BAJAJ SECURA

Switchgear

Bajaj Electricals has forayed into the switchgear segment with the launch of the BAJAJ SECURA brand. This marks a strategic expansion of the lighting solution business. The move extends its generational expertise into a new category, one that plays a critical role across households and workspaces.

The switchgear portfolio comprises Miniature Circuit Breakers (MCBs), Residual Current Circuit Breakers (RCCBs), isolators, changeover switches and Distribution Boards (DBs), each designed to deliver uncompromising safety, ease of installation and consistent long-term performance.

Wires

Bajaj Electricals has augmented its lighting solutions portfolio with the launch of its Wires range, further strengthening its lighting solution business. The wires portfolio is designed to cater to the rising demand of safe, reliable and high-performance wiring solutions for residential applications.

The range includes four offerings, namely, Secura (FR), Secura Plus (HR-FR), Secura Green (FR-LSH) and Secura Green Plus (ZH-FR). The products utilise pure copper and advanced halogen-free insulation to deliver improved safety and lasting durability.

Sustainability Partnership

TIH Foundation



Under the 'smart streetlight control' project, Bajaj Electricals collaborated with TIH Foundation at IIT Bombay to jointly develop Smart Lighting Solutions for Smart Cities. The initiative combines Bajaj's market leadership in lighting with TIH's advanced research in AI/ML, electronics and network communication.

This initiative ensures:

- Development of AI-based lighting solutions for energy optimisation, efficiency and reliability.
- Creation of adaptive lighting systems that respond to traffic and conditions, with predictive maintenance.
- Transforms lighting into a self-learning system that improves efficiency, sustainability, and safety.

SEAK Energetics



In a strategic global technology alliance, Bajaj Electricals has partnered with SEAK Energetics to enhance tunnel lighting technology in India. The partnership aims to bolster tunnel lighting projects across the country, reflecting Bajaj's push into smart infrastructure solutions.

This initiative ensures:

- Access to PLC-based control for tunnel lighting, enabling real-time operation without additional wiring.
- Delivery of smart, energy-efficient lighting solutions, strengthening capabilities in tunnel and infrastructure lighting.
- Enhanced safety, efficiency, and sustainability in tunnels, with improved competitiveness and project pipeline.

Outlook



The Company's growth strategy places emphasis on consolidating core segments such as industrial and urban lighting to ensure stability while expanding into emerging areas such as transit systems, stadiums and placemaking applications. On the technology side, the focus remains on Smart Connected Lighting and solar street lighting. Market priorities include growing the solar solutions business and exploring adjacent opportunities to achieve sustainable, diversified growth.

Research and Development

Bajaj Electricals views innovation as the instrumental driver of its future success. The R&D function has strengthened the innovation ecosystem across consumer products and lighting by integrating consumer insights, hackathons and external partnerships. This collaborative approach has yielded new technology solutions

in electronics, IoT and energy efficiency, resulting in substantial creation of intellectual property.

Sustainability considerations were integrated as a key R&D metric by developing energy-efficient architectures and reducing material usage. By using digital simulations and reliability-driven design, the Company shortened development times and extended product longevity and performance consistency.

The Company's R&D direction is guided by a platform-led roadmap that advances premiumisation and smart differentiation. This is supported by a three-year plan that prioritises execution and cost excellence, consumer insights and technology scouting. Looking ahead to FY 2027, focus will be on deepening capabilities in advanced simulations, AI and ML-based models and core tech domains like IoT, solar and motors. These efforts are supported by structured training and career paths aimed at building specialised, future-ready expertise.



Bajaj Electricals - Leveraging technology

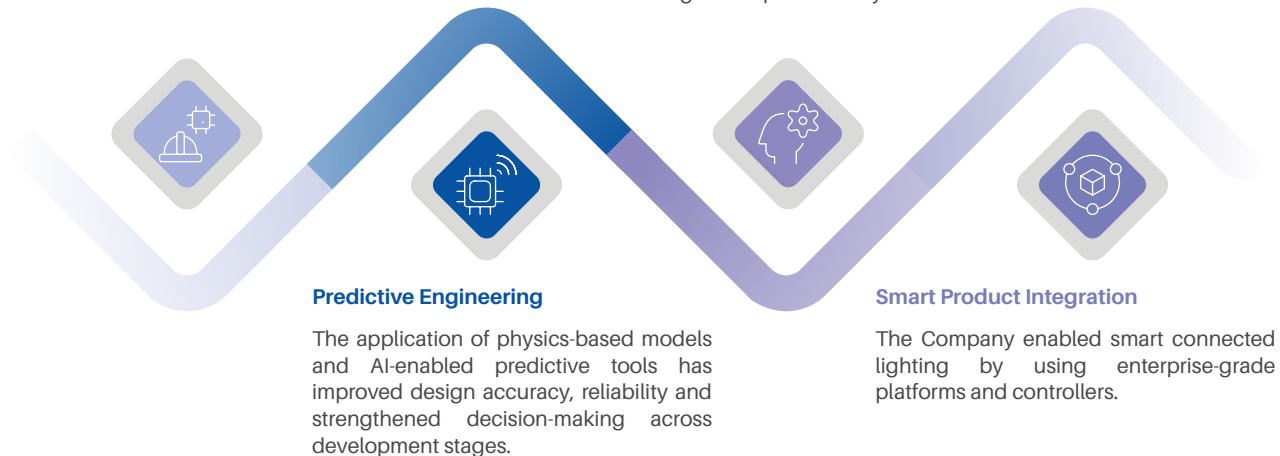
Bajaj Electricals prioritises digital technology to fuel innovation, improve product design and provide high-quality, consumer-focused solutions that match changing market trends and lifestyle choices.

Advanced Simulation and Engineering

Digital models and simulations help expedite development and reduce the need for physical prototypes, ensuring more reliable first-time outcomes.

Program Lifecycle Management (PLM):

The implementation of PLM has unified CAD and document management, streamlining workflows, improving transparency and minimising development delays.



Predictive Engineering

The application of physics-based models and AI-enabled predictive tools has improved design accuracy, reliability and strengthened decision-making across development stages.

Smart Product Integration

The Company enabled smart connected lighting by using enterprise-grade platforms and controllers.

Human Resources

Bajaj Electricals regards its employees as a fundamental pillar of its growth and sustains a comprehensive Human Rights Policy across its value chain to ensure ethical conduct. This policy prohibits child and forced labour, eliminates discrimination and protects freedom of expression and ensures a safe and inclusive workplace. To drive efficiency, the Company improved productivity per employee by optimising headcount and managing wage costs. In parallel, new policies were implemented to strengthen performance outcomes and improve talent retention, supported by skill mapping to meet both current and future organisational needs.

The refined performance management system improved teamwork and goal alignment, allowing for objective reviews and result-oriented rewards for high achievers. Digital learning was scaled through the Learning Management System (LMS), allowing employees to access training seamlessly, while expert-led sessions on MS Teams ensured broad participation and sustained engagement across the organisation.

The Company's priorities for FY 2027 include investing in employee skilling and upskilling to ensure future readiness. New cultural behaviours have been defined to improve efficiency and enhance ways of working. Simultaneously, HR policies are being proactively aligned with new Labour Codes to ensure social security and statutory compliance.

16%

Women at Leadership Level

24,754 Hours

Learning Completed

Development & Productivity in FY 2026

- Darwinbox Vibe enabled continuous feedback
- Great Place to Work survey insights on trust and leadership
- MAX AI chatbot supported quick HR query resolution
- Mobile performance system with AI goal reviews and continuous feedback
- Gurukul Sales Academy drove data-driven selling with over 70% adoption
- Step Up programme trained 25 women, with 2 recognised in the Jombay 1000 list
- Quality and R&D academies strengthened capabilities via Six Sigma and DFR certifications

Employee Safety at Bajaj Electricals

At Bajaj Electricals, the safety, health and well-being of employees are paramount and integral to the Company's operational framework. The Company has built a comprehensive Environment, Health and Safety (EHS) and Environment, Social and Governance (ESG) strategy that not only complies with legal requirements but also fosters a strong culture of safety, transparency and care across all levels of the organisation.

Bajaj Electricals continues to promote a proactive safety culture by encouraging the reporting of near misses, unsafe act and safety observations through its robust ESG portal. This digital platform allows for seamless tracking, swift corrective actions and data-driven improvements in safety processes.

In addition, the Company has prioritised employee well-being through initiatives such as increased Group Mediclaim Sum assured, customised medical camps across locations, wellness webinars and enhanced maternity coverage for women employees. Dedicated Employee Assistance Programmes (EAPs)

offer mental health support, highlighting the Company's holistic approach to employee safety and care.

Through these multifaceted efforts, Bajaj Electricals continues to strengthen its EHS performance, create a safe work environment and build a culture where every employee feels secure, supported and empowered.

Integrated Supply Chain Management and Manufacturing

Amid a year characterised by supply chain volatility, the Company ensured supply continuity by strengthening its supply resilience through increased localisation, supplier diversification and the use of alternative materials. For critical imports such as LED components sourced from China, the Company maintained a three-month inventory buffer and developed multiple vendors for high-volume items. This approach was supported by a digital backbone comprising Anaplan, AI/ML algorithms and Power BI dashboards for real-time visibility. By integrating tools such as TMS, WMS, PLM and Ariba, the Company streamlined workflows and enhanced operational agility across the entire supply chain.

The Company's strategic collaboration with suppliers expedited product launch processes and ensured compliance with evolving regulatory standards such as BEE and BIS. By partnering with design and development experts, the Company quickly expanded into adjacent categories of switchgear and wires. These partnerships helped the Company in maintaining a balance between speed to market and rigorous benchmarking.

The Company ensured optimal inventory levels while sustaining high service standards. Capacity augmentation in cooktops and careful planning for seasonal categories such as water heaters ensured operational readiness. The adoption of new direct dispatch and cross-docking models further improved delivery efficiency and customer satisfaction.

The Company's supply chain strategy is driven by two key programmes, Hello Local and Mulya.

Hello local

The Hello Local programme has significantly reduced import dependency, effectively mitigating risks associated with materials sourced from China. By partnering with domestic suppliers under the Make in India initiative, the Company transitioned to local components while maintaining superior quality standards and energy efficiency. This expansion of the local ecosystem has notably improved supply security, cost competitiveness and operational resilience.

~1-2% Import Dependency

Reduced from 15%

Mulya

The Mulya initiative focuses on value engineering, process optimisation and cost efficiency to drive sustained bottom-line improvement. Through structured workshops involving cross-functional teams and suppliers, the Company generated innovative ideas for sourcing and conversion cost reduction. By strengthening execution with improved testing and weekly reviews, this disciplined approach ensured the sustained realisation of benefits and bottom-line growth.

In FY 2027, the Company's supply chain agenda will be anchored in scaling Nex, Morphy Richards and its premium appliance portfolio by strengthening resilience and advancing cost optimisation. Key objectives include ensuring on-time product launches through close supplier alignment and maintaining high OTIF (On-Time In-Full) performance through strict inventory discipline. The Company will also prioritise enhanced planning and agile operations to support this growth trajectory.

Quality Assurance

The Company improved product durability and safety by bringing manufacturing in-house and implementing strict multi-stage inspections. Digital quality controls and automated testing ensured consistency in safety standards, while end-to-end management enabled tighter control and better failure traceability. Technical upgrades further strengthened reliability and reduced field failures.

This commitment to quality extended across the supply base, where structured audits, capability building and quality scorecards strengthened supplier processes and accountability. These initiatives ensured early defect detection and stable production, driving continuous improvement across the entire value chain. Furthermore, the Company regularly analysed Customer Relationship Management (CRM) feedback and warranty data to create a direct feedback loop between field performance and R&D for better design and installation.

Internal audits and third-party certifications from organisations such as TUV Nord strengthened compliance and customer confidence. Independent verification confirmed that manufacturing processes meet global standards, ensuring consistent safety validation and operational discipline. These regular checks resulted in stronger regulatory compliance and enhanced brand credibility by guaranteeing safer products for the consumer.

Technical precision was bolstered by Statistical Process Control (SPC) and QR-based serialisation to improve real-time monitoring and product tracking. Advanced tools like Automated Optical Inspection (AOI) and automated testing increased defect detection, while Six Sigma and 8D analysis improved problem-solving. Supported by Customer Relationship Management (CRM) systems and digital dashboards, these initiatives ensured high accuracy and significantly reduced defects and service costs.

In FY 2027, the Company will direct its focus towards lowering the Cost of Poor Quality (CoPQ) and market complaints by strengthening supplier audits and capability building. Key priorities include improving First Time Right (FTR) levels and enhancing overall product reliability. The Company will also ensure robust validation for new solar and architectural lighting products to maintain its high standards of safety and performance.

Information Technology

Technology remains an integral aspect of how Bajaj Electricals operates and grows. Bajaj Electricals has built a future-ready ecosystem by leveraging AI, ML and advanced analytics to move towards an agile, data-driven enterprise model. SAP enhancements and system integrations under the Nysa 2.0 programme transformed operations by creating a unified digital backbone with standardised processes and a single source of truth for master data. Procurement and P2P processes were digitised, improving speed, minimising errors and reducing manual effort.

Manufacturing and quality systems were strengthened through IoT integration, enabling real-time data capture, end-to-end traceability and improved defect detection.

8,400+

Man-hours saved annually via procurement digitisation

The Company also enhanced system performance by implementing a Document Management System (DMS) to offload heavy attachments, lowering storage costs and improving speed. The digital ecosystem was strengthened by integrating the Distributor Management System, CRM platform and Power

BI for real-time visibility. These integrations, supported by AI-enabled analytics, have digitised the end-to-end service lifecycle and improved the accuracy of secondary sales reporting.

Bajaj Electricals maintains a secure 100% cloud environment using a multi-layered defence strategy, including Endpoint Detection and Response (EDR) and automated threat response through SIEM and SOAR platforms. Data privacy is managed under the NIST framework with strict encryption and access controls. To ensure sustained resilience, the Company conducts regular vulnerability testing, monitors the dark web through Tech Owl, and runs ongoing employee awareness programmes.

Financial Performance

Consolidated Financial Analysis

In crores (₹)

Particulars	FY 2025-26	FY 2024-25	Y-o-Y Change
Revenues	4,462	4,828	(7.6%)
EBITDA	213	362	(41.1%)
EBITDA Margin (%)	4.8	7.5	(36.2%)
EBIT	72	218	(67.0%)
EBIT Margin (%)	1.6	4.5	(64.3%)
PBT	(75)	170	Loss from Profit
PBT Margin (%)	(1.7%)	3.5	Loss from Profit
PAT	(91)	133	Loss from Profit
PAT Margin (%)	(2.0%)	2.8	Loss from Profit
Return on Net Worth	(5.5%)	8.4%	Loss from Profit

Key Financial Ratios

Refer note 47 of the standalone financial statements for the key financial ratios

Risk Management

The Board of Directors oversees the Company's risk management and internal control architecture. It defines risk appetite, monitors vital risk exposures and reviews audit findings to ensure the integrity of control systems and governance practices.

For a comprehensive understanding of the risk management process, please refer to page 38 of the report.

Internal Control Systems and their Adequacy

The Company has an established, strong and well-structured internal control framework that is commensurate with the size, scale, diversity and complexity of its operations. These controls are intended to support efficient operations, ensure reliable financial reporting and maintain compliance with applicable laws and regulations.

Internal controls were observed to be functioning properly throughout the year. The Company had recruited an external consultant as an Internal Auditor to test the robustness of these

controls and to cover all business units, offices, factories and critical areas of operation. The design, adequacy and operational efficiency of the Company's Internal Financial Controls are reviewed by both the external consultant (Internal Auditor) and the statutory auditor.

The internal control framework has been developed in line with the provisions of the Companies Act, 2013 and the Guidance Note on Audit of Internal Financial Controls issued by the Institute of Chartered Accountants of India.

Throughout the financial year, key internal controls were found to be operating effectively across the organisation. For all functions, the Company has documented Standard Operating Procedures (SOPs) and risk and control registers outlining process flows, key risks and control points. These documents are reviewed and updated regularly to reflect changes in workflow, process and controls

The external consultant (Internal Auditor) assessed the internal financial controls and found certain non-significant automated controls not configured, which were mitigated by compensating manual controls. Any control weaknesses identified were promptly communicated to the process owner and remedial actions were implemented or agreed upon in a timely manner.

Disclaimer

Certain statements in the Management Discussion and Analysis section relating to the Company's goals, projections, estimates and expectations may constitute forward-looking statements in accordance with applicable laws and regulations. Actual outcomes may differ materially from those expressed or implied due to various factors, including competition, employee costs, changes in the Indian political and economic environment, environmental regulations, tax laws, legal proceedings and labour relations.

These statements are subject to inherent risks and uncertainties and do not constitute guarantees of future performance. Readers are cautioned against placing undue reliance on such forward-looking statements. The Company does not undertake any obligation to revise or update these statements, except as required by applicable securities laws.



Independent Auditor's Report

To the Members of **Bajaj Electricals Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **Bajaj Electricals Limited** ("the Company"), which comprise the standalone Balance sheet as at March 31, 2026, the standalone Statement of Profit and Loss, including the Statement of Other Comprehensive Income, the standalone Cash Flow Statement and the standalone Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of 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 standalone financial statements give the information required by the Companies Act, 2013, as amended ("the 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 standalone state of affairs of the Company as at March 31, 2026, its standalone loss including other comprehensive income, its standalone cash flows and the standalone statement changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our

report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India 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 audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the 'Auditor's responsibilities for the audit of the standalone financial statements' section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key audit matters

A. Timing of revenue recognition (Refer Notes 1B(3)(1) and 24 of the standalone financial statements)

Revenue from contracts with customers is recognised upon transfer of control of promised goods and is measured at the transaction price of the consideration received or receivable, net of returns, schemes and rebates, based on contractually defined terms.

The timing of transfer of control in case of sales to distributors is basis the terms of arrangements such as delivery specifications, incoterms, ability of customers to return unsold goods which results in risk regarding recognition of revenue in the appropriate period.

Considering the above factors and the risk around recognition of revenue in the correct period, it was determined to be a key audit matter in our audit of the standalone financial statements.

How our audit addressed the key audit matters

Audit procedures included the following:

- Assessed the Company's revenue recognition policy and its compliance in terms of Ind AS 115 'Revenue from contracts with customers';
- Assessed the design and tested the operating effectiveness of internal financial controls related to timing of revenue recognition;
- On a sample basis, we tested the underlying documents and terms of arrangement to assess the appropriateness of timing of revenue recognition in accordance with Ind AS 115;
- Performed analytical procedures on sales and sales return trend including subsequent sales returns;
- Tested manual journal entries posted to revenue to identify unusual items;

Key audit matters	How our audit addressed the key audit matters
<p>B. Allowances for inventories (Refer note 1B(13) and 11 for disclosure of the accompanying standalone financial statements)</p> <p>As at March 31, 2026, the carrying amount of inventories amounted to ₹53,351.87 lakhs, after considering allowance for aged and obsolete inventories of ₹4,795.13 lakhs.</p> <p>Management applies judgement in determining the provision for such aged and obsolete inventories based upon its detailed analysis of old inventories using the ageing report of such inventories, net realizable value, its physical condition, future use and sales projections for the said inventories.</p> <p>The determination of saleability of such aged and obsolete inventories requires management to rely on certain assumptions and significant judgement.</p> <p>Accordingly, the assessment of the provision for aged and obsolete inventories has been considered as a key audit matter.</p>	<p>Audit procedures included the following:</p> <p>Read the Company's accounting policy for provisioning for aged and obsolete inventories</p> <p>Obtained an understanding, evaluated the design and tested the operating effectiveness of internal financial controls that the Company has in relation to the identification of aged and obsolete inventories and assessing the amount of allowance for such inventories;</p> <p>We performed audit procedures such as testing the inventory ageing report, testing the reasonableness of sales projections considered for future liquidation of the aged and obsolete inventories and the realizable value of such inventories based on historical sales data, orders in hand etc.</p> <p>We also tested the appropriateness of the net realizable value considered by management for the aged and obsolete inventories by comparing the inventories value with the subsequent sales prices of the finished goods/recently realized prices</p> <p>We observed the inventory count performed by management for the year-end on a sample basis and assessed the physical condition of the inventories segregated as aged and obsolete inventories and compared the same with the inventories listing to check completeness;</p> <p>We analyzed the inventory turnaround and compared that to management's estimates on aged and obsolete inventories;</p> <p>We verified if the computation of inventory provisioning for such aged and obsolete inventories is in line with Company's policy;</p> <p>We assessed the adequacy and appropriateness of the Company's disclosures in Note 1B(13) on material accounting policy and Note 11 Inventories to the standalone financial statements, as required by the applicable Indian Accounting Standards.</p>
<p>C. Impairment testing of Goodwill (Refer Note 46 of the standalone financial statements)</p> <p>During the year, the Company has carrying amount of Goodwill of ₹19,001.09 lakhs pertaining to Starlite Lighting Limited and Nirlep Appliances Private Limited, wholly owned subsidiaries which has been merged into the Company in previous years.</p> <p>In accordance with the requirements of Ind AS 36 Impairment of Assets, the Company performs an annual impairment assessment of Goodwill and the corresponding cash generating units to determine whether the recoverable value is below the carrying amount as at March 31, 2026.</p> <p>For this purpose, the recoverable value of the cash generating unit is based on the value in use model, which has been derived from the discounted cash flow model. The model requires the Company to make significant assumptions such as discount rate, near and long-term revenue growth rate and projected margins which involves inherent uncertainty since they are based on future business prospects and economic outlook.</p> <p>Changes in certain methodologies and assumptions can lead to significant changes in the assessment of the recoverable value.</p> <p>Due to the level of judgments involved and its significance to the Company's financial position, this is considered to be a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> ● Obtained an understanding of the process followed by the management to determine the recoverable amounts of cash generating units determined by the Company; ● Evaluated the design and implementation and tested the operating effectiveness of key internal controls related to the Company's process relating to review of the annual impairment analysis; ● Assessed Company's valuation methodology applied in determining recoverable value including the reasonableness of identification of cash generating units around the key drivers (cash flow forecasts, discount rates, expected growth rates, forecasted margins and terminal growth rates) based on our knowledge of the Company and Industry. Compared the historical accuracy by comparing past forecasts to actual results achieved; ● Assessed the recoverable value headroom by performing sensitivity testing of key assumptions used; ● Tested the arithmetical accuracy of the computation of recoverable amounts of cash generating units; ● Assessed the disclosures made in the standalone financial statements.

We have determined that there are no other key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such 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.

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure 1**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The standalone Balance Sheet, the standalone Statement of Profit and Loss including the Statement of Other Comprehensive Income, the standalone Cash Flow Statement and standalone Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the standalone financial statements;
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "**Annexure 2**" to this report;
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 40 to the standalone financial /statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company
 - iv.
 - a) The management has represented that, to the best of its knowledge and belief, 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented that, to the best of its knowledge and belief, 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. As stated in note 16 to the standalone financial statements, 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. Further, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account

including privileged access management tool 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 (refer Note 48(11) to the standalone financial statements). Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **SRBC & COLLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Aruna Kumaraswamy**

Partner

Membership No.: 219350

UDIN: 26219350QYHKIW7506

Navi Mumbai, May 15, 2026

Annexure '1'

referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Bajaj Electricals Limited ("the Company")

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

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment
- (i) (a) (B) The Company has maintained proper records showing full particulars of Intangible assets
- (i) (b) All property, plant and equipment have not been physically verified by the management during the year but there is a regular programme of verification which,

in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noted on such verification.

- (i) (c) The title deeds of immovable properties as disclosed in note 2 to the standalone financial statements included in property, plant and equipment are held in the name of the Company. Certain title deeds of the immovable properties, in the nature of freehold land and building, as indicated in the below mentioned cases which were acquired pursuant to a Scheme of Amalgamation approved by National Company Law Tribunal's (NCLT) Order dated May 21st 2020 for Hind Lamps Private Limited and dated August 25th 2022 for Starlite Lighting Limited are not individually held in the name of the Company, however the deed of merger has been registered by the Company on March 31, 2026.

Description of Property	Gross carrying value (₹ in lakhs)	Held in name of	Whether Promoter, Director or their relative or employee	Period held- indicate range, where appropriate
Freehold land	12,600.00	Hind Lamps Limited	No	May 21, 2020 to March 31, 2025
Building	664.47	Hind Lamps Limited	No	May 21, 2020 to March 31, 2025
Freehold land	1,355.20	Starlite Lighting Limited	No	August 25, 2022 to March 31, 2025
Building	4,932.67	Starlite Lighting Limited	No	August 25, 2022 to March 31, 2025

The title deeds of properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee are held in the name of the Company.

- (i) (d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2026.
- (i) (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) Physical verification of inventory has been conducted at reasonable intervals during the year by management including for inventories lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate. There were no discrepancies of 10% or more noticed, in the aggregate for each class of inventory.
- (ii) (b) As disclosed in note 18 to the standalone financial statements, the Company has been sanctioned working capital limits in excess of ₹ five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the standalone financial statements, the quarterly returns/statements filed by the Company with such banks and financial institutions are in agreement with the books of accounts of the Company.
- (iii) (a) During the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to Companies, Firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.
- (iii) (b) During the year the Company has not made investments, provided guarantees, provided security and granted loans and advances in the nature of loans to Companies, Firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.
- (iii) (c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.
- (iii) (d) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.

- (iii) (e) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.
- (iii) (f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.
- (iv) There are no loans, investments, guarantees, and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of its products, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year-end, for a period of more than six months from the date they become payable.
- (vii) (b) There are no dues of provident fund, employees' state insurance, excise duty which have not been deposited on account of any dispute. The dues of goods and services tax, income-tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Matter	Forum where dispute is pending (Amount in ₹ in lakhs)					
	Year	Dy. Commissioner / Commissioner / Jt. Commissioner Appeals	Appellate/ Revision	Tribunal	High court	Total*
Goods and Service Tax- Maharashtra	2017-2018 to 2023-2024	1156.70	-	3.72	-	1160.42
Goods and Service Tax- Gujarat	2017-2018 to 2021-2022	1177.84	-	-	-	1177.84
Goods and Service Tax- Madhya Pradesh	2017-2018 to 2021-2022	1602.87	-	-	-	1602.87
Goods and Service Tax- Chhattisgarh	2017-2018 to 2021-2022	170.58	-	-	-	170.58
Goods and Service Tax- Bihar	2017-2018 to 2021-2022	286.64	-	1238.48	-	1525.12
Goods and Service Tax- Rajasthan	2017-2018 to 2018-2019	1574.24	-	50.92	-	1625.16
Goods and Service Tax- Jharkhand	2017-2018 to 2018-2019	93.66	-	-	-	93.66
Goods and Service Tax- Odisha	2018-2019 to 2021-2022	44.39	-	53.82	-	98.21
Goods and Service Tax- Punjab	2017-2018 to 2021-2022	1624.76	-	-	-	1624.76
Goods and Service Tax- Tamil Nadu	2017-2018 to 2022-2023	3816.21	-	35.44	-	3851.65
Goods and Service Tax- West Bengal	2017-2018 to 2021-2022	1280.00	-	628.36	-	1908.36
Goods and Service Tax- Karnataka	2018-2019 to 2020-2021	18.04	-	-	390.48	408.52
Goods and Service Tax-Kerala	2018-2019	100.82	-	-	-	100.82
Goods and Service Tax- Telangana	2018-2019 to 2021-2022	180.12	-	-	-	180.12

Matter	Forum where dispute is pending (Amount in ₹in lakhs)					
	Year	Dy. Commissioner / Commissioner / Jt. Commissioner Appeals	Appellate/ Revision	Tribunal	High court	Total*
Goods and Service Tax- Uttar Pradesh	2018-2019 2020-2021 2024-2025	1024.20	-	-	-	1024.20
Goods and Service Tax-Uttarakhand	2017-2018 2018-2019	95.70	-	-	-	95.70
Goods and Service Tax-Andhra Pradesh	2017-2018	25.84	-	-	-	25.84
Goods and Service Tax- Delhi	2021-22	24.58	-	-	-	24.58
Goods and Service Tax- Haryana	2018-19	6.26	-	-	-	6.26
Sales Tax - Bihar	2005-2006	61.81	-	-	-	61.81
Sales Tax- Delhi	2007-2008 2009-2010 2010-2011	56.21	-	-	-	56.21
Sales Tax - Gujarat	2001-2002	95.14	-	-	-	95.14
Sales Tax - Odisha	2005-2006 2010-2011 to 2015-2016	-	12.51	10.79	6.40	29.69
Sales Tax - Uttar Pradesh	2008-2009 2009-2010 2011-2012 2014-2015 2015-2016 2017-2018	335.46	-	-	-	335.46
Sales Tax - Uttarakhand	2015-2016	1.62	-	-	-	1.62
Sales Tax - West Bengal	2006-2007	--	-	8.19	-	8.19
Entry Tax - Uttar Pradesh	2010-2011 2015-2016	2.85	-	-	-	2.85
Customs Act	2016-2017	-	-	15.49	-	15.49
Service Tax	2005-2010	139.14	-	-	-	139.14
Income Tax Act	2023-2024	-	-	731.62	-	731.62
Total		14,995.68	12.51	2,776.83	396.88	18,181.89

* The unpaid amount mentioned above is net of ₹1,137.81 lakhs paid under protest

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| (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company. | (ix) (d) The Company did not raise any funds during the year hence, the requirement to report on clause (ix)(d) of the Order is not applicable to the Company. |
| (ix) (a) The Company did not have any outstanding loans or borrowings or interest thereon due to any lender during the year. Accordingly, the requirement to report on clause ix(a) of the Order is not applicable to the Company. | (ix) (e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its associate. |
| (ix) (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority. | (ix) (f) The Company has not raised loans during the year on the pledge of securities held its associate Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company. |
| (ix) (c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company. | (x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company. |

- (x) (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company,
- (xi) (a) No material fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (xi) (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (xi) (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.
- (xii) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (xiv) (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the /Order is not applicable to the Company.
- (xvi) (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- (xvi) (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (xvi) (d) In our opinion, and according to the information and explanation given to us, in the group (in accordance with Core Investment Companies (Reserve Bank Directions, 2016) there are 20 companies forming part of the promoter/promoter group of the Company which are CICs (These are unregistered CICs as per Para 9.1 of Notification No. RBI/2020-21/24 dated 13th August 2020 of the Reserve Bank of India).
- (xvii) The Company has not incurred cash losses in the current financial year. The Company has not incurred cash losses in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) On the basis of the financial ratios disclosed in note 47 to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 43 to the standalone financial statements.
- (xx) (b) All amounts that are unspent under section (5) of section 135 of Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance of with provisions of sub section (6) of section 135 of the said Act. This matter has been disclosed in note 43 to the standalone financial statements.

For **SRBC & COLLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Aruna Kumaraswamy**

Partner

Membership No.: 219350

UDIN: 26219350QYHKIW7506

Navi Mumbai, May 15, 2026

Annexure '2' referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Bajaj Electricals Limited ("the Company")

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

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

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these standalone financial statements.

Meaning of Internal Financial Controls With Reference to these standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls With Reference to standalone Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **SRBC & CO LLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Aruna Kumaraswamy**

Partner

Membership No.: 219350

UDIN: 26219350QYHKKIW7506

Navi Mumbai, May 15, 2026

Standalone Balance Sheet

as at 31st March 2026

(₹ in Lakhs)

Particulars	Notes	As at 31-Mar-26	As at 31-Mar-25
ASSETS			
Non-Current Assets			
Property, plant and equipment	2	27,369.64	35,080.45
Capital work in progress	2	142.48	922.98
Right-of-use assets	3	15,771.37	24,412.28
Intangible assets	4	16,485.02	894.76
Intangible assets under development	4	88.71	332.04
Investment properties	4.1	14,851.29	15,628.87
Goodwill	46	16,356.73	19,001.09
Investments in an associate	5.1	-	-
Financial Assets			
i) Investments	5.3	488.54	515.32
ii) Trade receivables	6	3,175.86	1,492.24
iii) Other financial assets	8	36,403.60	6,929.10
Deferred tax assets (net)	9	1,996.94	388.18
Income tax assets (net)		3,355.90	4,376.02
Other non-current assets	10	3,076.49	6,448.51
Total Non-Current Assets		1,39,562.57	1,16,421.84
Current Assets			
Inventories	11	53,351.87	71,735.59
Financial Assets			
i) Investments	5.2	26,196.15	6,187.46
ii) Trade receivables	6	1,14,148.58	1,28,639.33
iii) Cash and cash equivalents	12	22,231.01	11,978.53
iv) Bank balances other than (iii) above	12.1	3,538.13	76.17
v) Loans	7	0.76	0.94
vi) Other current financial assets	13	13,669.53	33,360.39
Other current assets	14	36,551.90	36,416.94
Contract assets	41	1,484.15	476.67
Total Current Assets		2,71,172.08	2,88,872.02
Assets classified as held for sale	15	1,773.30	-
Total Current Assets		2,72,945.38	2,88,872.02
Total Assets		4,12,507.95	4,05,293.86
EQUITY & LIABILITIES			
EQUITY			
Equity share capital	16	2,307.81	2,306.84
Other Equity	17	1,43,604.38	1,53,582.96
Total Equity		1,45,912.19	1,55,889.80
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
ia) Lease liabilities	3	11,133.91	18,666.52
ii) Other financial liabilities	19	3,453.57	19.24
Provisions	20	779.23	1,221.62
Employee benefit obligations	21	6,214.68	4,836.36
Total Non-Current Liabilities		21,581.39	24,743.74
Current Liabilities			
Financial Liabilities			
ia) Lease liabilities	3	4,755.46	5,662.44
ii) Trade credits	22.1	1,50,821.74	1,46,295.42
iii) Trade payables	22		
Total Outstanding dues of micro enterprises & small enterprises		4,626.41	5,424.00
Total Outstanding dues of other than micro enterprises & small enterprises		42,121.27	39,532.55
iv) Other current financial liabilities	19	11,267.90	6,960.21
Provisions	20	8,034.16	5,319.93
Employee benefit obligations	21	3,375.04	1,533.63
Current tax liabilities (net)		2,078.92	2,023.27
Contract liabilities	41	6,106.19	4,912.73
Other current liabilities	23	11,827.28	6,996.14
Total Current Liabilities		2,45,014.37	2,24,660.32
Total Liabilities		2,66,595.76	2,49,404.06
Total Equity & Liabilities		4,12,507.95	4,05,293.86
Summary of material accounting policies	1B		
The accompanying notes are an integral part of the Standalone Financial Statements			

As per our report attached of even date
For **S R B C & Co LLP**
ICAI Firm Registration No. 324982E/E300003
Chartered Accountants

per **Aruna Kumaraswamy**
Partner
Membership No.219350
Navi Mumbai, May 15, 2026

For and on behalf of the Board of directors
of **Bajaj Electricals Limited**

Shekhar Bajaj
Chairman
DIN: 00089358

Prashant Dalvi
Company Secretary

Sanjay Sachdeva
Managing Director & Chief Executive Officer
DIN: 11017868

Suketu Shah
Chief Financial Officer - Interim

Shailesh Haribhakti
Chairman - Audit Committee
DIN: 00007347
Navi Mumbai, May 15, 2026

Standalone Statement of Profit and Loss

for the year ended 31st March 2026

(₹ In lakhs unless otherwise stated)

Particulars	Notes	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Income:			
Revenue from operations	24	4,46,215.98	4,82,843.36
Other income	25	6,218.18	5,477.66
Total Income		4,52,434.16	4,88,321.02
Expenses:			
Cost of raw materials consumed	26	49,292.08	54,852.49
Purchases of traded goods		2,37,028.47	2,71,781.14
Changes in inventories of work-in-progress, finished goods and traded goods	26	18,274.27	2,887.36
Erection and subcontracting expenses	27	5,115.83	3,892.84
Employee benefits expenses	28	39,109.54	37,998.91
Depreciation and amortisation expense	29	14,151.65	14,407.13
Other expenses	30	82,264.60	80,685.51
Finance costs	31	5,620.51	6,984.69
Total Expenses		4,50,856.95	4,73,490.07
Profit before exceptional items and tax		1,577.21	14,830.95
Exceptional Items before tax	44	(9,114.76)	2,136.64
Profit / (loss) before tax for the year		(7,537.55)	16,967.59
Tax expense / (credit):			
Current tax	32	777.71	4,950.63
Deferred tax	9	(1,641.71)	(1,325.50)
Adjustment of tax relating to earlier years	32	1,052.19	-
Total tax expenses		188.19	3,625.13
Profit / (loss) for the year		(7,725.74)	13,342.46
Other comprehensive income / (loss)			
Items that will not be reclassified to profit and loss in subsequent periods			
Remeasurement gains/(losses) on defined benefit plans	21	130.90	210.36
Income tax effect	9	(32.95)	(52.94)
Other comprehensive income / (loss) net of tax		97.95	157.42
Total Comprehensive Income/ (loss) for the year net of tax		(7,627.79)	13,499.88
Earnings Per Share	39		
Earnings per equity share before exceptional items (face value per share ₹ 2)			
Basic computed on the basis of profit / (loss) for the year		(0.78)	9.64
Diluted computed on the basis of profit / (loss) for the year		(0.78)	9.63
Earnings per equity share after exceptional items (face value per share ₹ 2)			
Basic computed on the basis of profit / (loss) for the year		(6.70)	11.57
Diluted computed on the basis of profit / (loss) for the year		(6.70)	11.56
Summary of material accounting policies	1B		

The accompanying notes are an integral part of the Standalone Financial Statements

As per our report attached of even date

For **SRBC & Co LLP**

ICAI Firm Registration No. 324982E/E300003

Chartered Accountants

per **Aruna Kumaraswamy**

Partner

Membership No.219350

Navi Mumbai, May 15, 2026

For and on behalf of the Board of directors

of **Bajaj Electricals Limited****Shekhar Bajaj**

Chairman

DIN: 00089358

Prashant Dalvi

Company Secretary

Sanjay Sachdeva

Managing Director & Chief Executive Officer

DIN: 11017868

Suketu Shah

Chief Financial Officer - Interim

Shailesh Haribhakti

Chairman - Audit Committee

DIN: 00007347

Navi Mumbai, May 15, 2026

Standalone Statement of Changes in Equity

for the year ended 31st March 2026

A. Equity share capital (Note 16)

Particulars	₹ in Lakhs)	
	Year Ended 31st March 2026	Year Ended 31st March 2025
Equity shares of ₹ 2 each issued, subscribed and fully paid-up		
At the beginning of the year	2,306.84	2,303.92
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the year	2,306.84	2,303.92
Issue of equity share capital during the year	0.97	2.92
At the end of the year	2,307.81	2,306.84

B. Other equity (Note 17)

Particulars	Share Application Money Pending Allotment	Reserves and surplus							Total	
		Amalgamation Adjustment Reserve	Effective Portion of Cashflow Hedges	Securities premium reserve	Shares Option Outstanding	General Reserve	Retained earnings*	Capital Redemption Reserve		Capital Reserve
Balance as at 31st March 2025	-	(2,327.15)	(38.31)	68,200.48	3,117.83	45,967.75	38,351.47	135.71	175.18	1,53,582.96
Profit / (loss) for the year	-	-	-	-	-	-	(7,725.74)	-	-	(7,725.74)
Other comprehensive income/ (loss)	-	-	-	-	-	-	97.95	-	-	97.95
**	-	-	-	-	-	-	-	-	-	-
Total	-	(2,327.15)	(38.31)	68,200.48	3,117.83	45,967.75	30,723.68	135.71	175.18	1,45,955.17
Exercise of share options	-	-	-	84.14	-	-	-	-	-	84.14
Exercise of options - transferred from shares options outstanding account	-	-	-	216.93	(216.93)	-	-	-	-	-
Employee stock option expense for the year	-	-	-	-	987.24	-	-	-	-	987.24
Transferred from share options outstanding account on account of lapse of vested options	-	-	-	-	(307.19)	-	307.19	-	-	-
Dividend on equity shares	-	-	-	-	-	-	(3,460.50)	-	-	(3,460.50)
Share application monies received	0.02	-	-	-	-	-	-	-	-	0.02
Charge for the year	-	-	38.31	-	-	-	-	-	-	38.31
Balance at 31st March 2026	0.02	(2,327.15)	-	68,501.55	3,580.95	45,967.75	27,570.37	135.71	175.18	1,43,604.38

* Retained earnings includes revaluation reserve of ₹ 808.60 lakhs subsumed during transition to Ind AS

** Other comprehensive income includes remeasurement (gains)/losses on defined benefit plans (net of tax) which are transferred to retained earnings.

Standalone Statement of Changes in Equity

for the year ended 31st March 2026

B. Other equity (Note 17)

(₹ in Lakhs)

Particulars	Share Application Money Pending Allotment	Reserves and surplus							Total	
		Amalgamation Adjustment Reserve	Effective Portion of Cashflow Hedges	Securities premium reserve	Shares Option Outstanding	General Reserve	Retained earnings*	Capital Redemption Reserve		Capital Reserve
Balance as at 31st March 2024	3.03	(2,327.15)	(38.31)	67,307.46	2,698.94	45,967.75	27,895.47	135.71	175.18	1,411,818.08
Profit for the year	-	-	-	-	-	-	13,342.46	-	-	13,342.46
Other comprehensive income/ (loss)	-	-	-	-	-	-	157.42	-	-	157.42
**										
Total	3.03	(2,327.15)	(38.31)	67,307.46	2,698.94	45,967.75	41,395.35	135.71	175.18	1,553,317.96
Exercise of share options	-	-	-	603.92	-	-	-	-	-	603.92
Exercise of options - transferred from shares options outstanding account	-	-	-	289.10	(289.10)	-	-	-	-	-
Employee stock option expense for the year	-	-	-	-	1,121.06	-	-	-	-	1,121.06
Transferred from share options outstanding account on account of lapse of vested options	-	-	-	-	(413.07)	-	413.07	-	-	-
Dividend on equity shares	-	-	-	-	-	-	(3,456.95)	-	-	(3,456.95)
Share application monies received	(3.03)	-	-	-	-	-	-	-	-	(3.03)
Balance as at 31st March 2025	-	(2,327.15)	(38.31)	68,200.48	3,117.83	45,967.75	38,351.47	135.71	175.18	1,533,582.96

* Retained earnings includes revaluation reserve of ₹ 808.60 lakhs subsumed during transition to Ind AS

** Other comprehensive income includes remeasurement (gains)/losses on defined benefit plans (net of tax) which are transferred to retained earnings.

Summary of material accounting policies (Note 1B)

The accompanying notes are an integral part of the Standalone Financial Statements

As per our report attached of even date
For **SRBC & Co LLP**
ICAI Firm Registration No. 324982E/E300003
Chartered Accountants

For and on behalf of the Board of directors
of **Bajaj Electricals Limited**

Shekhar Bajaj
Chairman
DIN: 00089358

Sanjay Sachdeva
Managing Director & Chief Executive Officer
DIN: 11017868

per **Aruna Kumaraswamy**
Partner
Membership No.219350
Navi Mumbai, May 15, 2026

Suketu Shah
Chief Financial Officer - Interim

Shailesh Haribhakti
Chairman - Audit Committee
DIN: 00007347
Navi Mumbai, May 15, 2026

Standalone Cash Flow Statement

for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	Year ended 31-Mar-26	Year ended 31-Mar-25
Cash flow from operating activities		
Profit / (loss) before income tax	(7,537.55)	16,967.59
Adjustments for:		
Depreciation and amortisation expense	14,151.65	14,407.13
Employee share-based payment expense	1,012.29	1,121.06
(Gain) / loss on disposal of property, plant and equipment and right-of-use assets (net)	(463.57)	(497.21)
Measurement of financial assets held at fair value through Profit or Loss	(112.63)	(305.14)
Measurement of financial assets and liabilities held at amortised cost	(147.46)	(159.77)
Exceptional items	9,114.76	(2,136.64)
Finance costs	5,620.51	6,984.69
Interest income	(2,459.43)	(2,608.51)
Credit balance written back	(60.81)	(226.23)
Impairment allowance for doubtful debts & advances (net of write back)	327.00	82.61
Bad debts and other irrecoverable debit balances written off	1,112.44	816.11
	20,557.20	34,445.69
Change in operating assets and liabilities:		
(Increase)/decrease in trade receivables (current & non-current)	11,948.88	(13,225.25)
(Increase)/decrease in financial and other assets (current & non-current)	41.59	1,452.08
(Increase)/decrease in inventories	18,383.72	3,928.44
Increase/(decrease) in trade payables, provisions, employee benefit obligations, other financial liabilities and other liabilities (current & non-current)	11,749.32	8,320.62
	62,680.71	34,921.58
Cash generated from operations	62,680.71	34,921.58
Income taxes (net of refund)	(754.14)	(241.94)
Net cash inflow from operating activities (A)	61,926.57	34,679.64
Cash flows from investing activities		
Purchase of property, plant and equipment including capital work in progress and capital advances	(3,206.16)	(4,722.42)
Purchase of intangible assets including intangible assets under development	(5,472.46)	(671.60)
Proceeds from sale of property, plant and equipment	134.86	2,497.17
Proceeds from sale of assets held for sale	-	2,388.58
Proceeds from sale of investment properties	0.02	4.58
Purchase of mutual funds	(29,368.52)	(6,046.00)
Proceeds from sale of mutual funds	9,336.00	3,146.00
Investments in bank deposits	(12,443.53)	(17,644.38)
Interest received	3,042.28	1,552.26
Net cash used in investing activities (B)	(37,977.51)	(19,495.81)

Standalone Cash Flow Statement

for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	Year ended 31-Mar-26	Year ended 31-Mar-25
Cash flows from financing activities		
Proceeds from issues of shares	85.13	603.81
Payment of principal portion of lease liabilities	(4,776.71)	(4,853.24)
Interest paid on lease liabilities	(1,797.39)	(2,005.47)
Interest paid	(3,747.11)	(4,895.60)
Dividend paid to equity shareholders	(3,460.50)	(3,456.95)
Net cash used in financing activities (C)	(13,696.58)	(14,607.45)
Net increase in cash and cash equivalents (A+B+C)	10,252.48	576.38
Cash and cash equivalents at the beginning of the year	11,978.53	11,402.15
Cash and cash equivalents at the end of the year	22,231.01	11,978.53

Summary of material accounting policies (Note 1B)

The accompanying notes are an integral part of the Standalone Financial Statements

As per our report attached of even date

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

ICAI Firm Registration No. 324982E/E300003

Chartered Accountants

per **Aruna Kumaraswamy**

Partner

Membership No.219350

Navi Mumbai, May 15, 2026

For and on behalf of the Board of directors

of **Bajaj Electricals Limited**

Shekhar Bajaj

Chairman

DIN: 00089358

Sanjay Sachdeva

Managing Director & Chief Executive Officer

DIN: 11017868

Prashant Dalvi

Company Secretary

Suketu Shah

Chief Financial Officer - Interim

Shailesh Haribhakti

Chairman - Audit Committee

DIN: 00007347

Navi Mumbai, May 15, 2026

Notes to Standalone Financial Statements

for the year ended March 31, 2026

1A GENERAL INFORMATION.

Bajaj Electricals Limited ('the Company') (CIN : L31500MH1938PLC009887) is an existing public limited company incorporated on 14th July 1938 under the provisions of the Indian Companies Act, 1913 and deemed to exist within the purview of the Companies Act, 2013, having its registered office at 51, Mulla House, M.G. Road, Mumbai-400 001.

The Company deals in Consumer Products (CP) (which includes domestic appliances, kitchen appliances, and electric Fans). The Company also deals in Lighting Solutions (which includes consumer and professional lighting). The equity shares of the Company are listed on Bombay Stock Exchange Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). The standalone financial statements are presented in Indian Rupee (INR).

The standalone financial statements have been recommended for approval by the audit committee and is approved and adopted by their Board in their meeting held in Navi Mumbai on May 15, 2026.

1B MATERIAL ACCOUNTING POLICIES

This note provides a list of the material accounting policies adopted in the preparation of these standalone financial statements. These policies have been consistently applied to all the years presented.

1 Statement of compliance and basis of preparation

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (hereinafter referred to as Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, as amended from time to time and other relevant provisions of the Act.

The standalone financial statements are prepared under the historical cost basis except for the following:

- certain financial assets and liabilities (including derivative instruments) that are measured at fair value;
- assets held for sale which are measured at lower of carrying value and fair value less cost to sell;
- defined benefit plans where plan assets are measured at fair value; and
- share-based payments at fair value as on the grant date of options given to employees.

Estimates, judgements and assumptions used in the preparation of the standalone financial statements and disclosures are based upon management's evaluation of the relevant facts and circumstances as of the date of the standalone financial statements, which may differ from the actual results at a subsequent date. The critical estimates, judgements and assumptions are presented in Note no. 1D.

The Company presents assets and liabilities in the balance sheet based on current / non-current classification. Deferred tax assets and liabilities are classified as non-current.

The Company has prepared the standalone financial statements on the basis that it will continue to operate as a going concern.

The Company segregates assets and liabilities into current and non-current categories for presentation in the balance sheet after considering its normal operating cycle and other criteria set out in Ind AS 1, "Presentation of Financial Statements". For this purpose, current assets and liabilities include the current portion of non-current assets and liabilities respectively. Deferred tax assets and liabilities are always classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified period up to twelve months as its operating cycle.

2 Business combination and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Company elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their acquisition date fair values (including related deferred tax as per Ind AS). For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more

Notes to Standalone Financial Statements

for the year ended March 31, 2026

frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Company reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Company loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Recognise that distribution of shares of subsidiary to Company in Company's capacity as owners
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or transferred directly to retained earnings, if required by other Ind ASs as would be required if the Company had directly disposed of the related assets or liabilities

3 Revenue from contract with customers:

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

The recognition criteria for sale of products and construction contracts is described below

(1) Sale of products

Revenue from sale of products is recognized at the point in time when control of the asset is transferred to the customer, generally on dispatch of the product to the customer's destination. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated (e.g. customer loyalty points and warranties). In determining the transaction price for the sale of product, the Company considers the effects of variable consideration, the existence of significant financing components, and consideration payable to the customer (if any).

The Company provides volume rebates to certain customers once the quantity of products purchased during the period exceeds a threshold specified in the contract. Rebates are offset against amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the Company applies the most likely amount method. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract.

Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

The Company has a loyalty points program, "Retailer Bonding Program", which allows customers to accumulate points that can be redeemed for free products. The loyalty points give rise to a separate performance obligation as they provide a material right to the customer. A portion of the transaction price is allocated to the loyalty points awarded to customers based on relative stand-alone selling price and recognized as deferred revenue until the points are redeemed. Revenue is recognized upon redemption of products by the customer. When estimating the stand-alone selling price of the loyalty points, the Company considers the likelihood that the customer will redeem the

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points. The Company updates its estimates of the points that will be redeemed on a quarterly basis and any adjustments to the deferred revenue are charged against revenue.

The Company provides a warranty beyond fixing defects that existed at the time of sale. These service-type warranties are bundled together with the sale of products. Contracts for bundled sales of products and a service-type warranty comprise two performance obligations because the product and service-type warranty are both sold on a stand-alone basis and are distinct within the context of contract. Using the relative stand-alone selling price method, a portion of the transaction price is allocated to the service-type warranty and recognised as deferred revenue. Revenue for service-type warranties is recognised over the period in which the service is provided based on the time elapsed.

(2) Construction contracts

Performance obligation in case of construction contracts is satisfied over a period of time, as the Company creates an asset that the customer control and the Company has an enforceable right to payment for performance completed to date if it meets the agreed specifications. Revenue from construction contracts is recognised based on the stage of completion determined with reference to the actual costs incurred up to reporting date on the construction contract and the estimated cost to complete the project. Cost estimates involves judgments including those relating to cost escalations; assessment of technical, political, regulatory and other related contract risks and their financial estimation; scope of deliveries and services required for fulfilling the contractually defined obligations and expected delays, if any. Provision for foreseeable losses/construction contingencies on said contracts is made based on technical assessments of costs to be incurred and revenue to be accounted for. The Company has long-term receivables from customers. The transaction price for such contracts is discounted, using the rate that would be reflected in a separate financing transaction between the Company and its customers at contract inception, to take into consideration the significant financing component

(3) Contract balances

Contract asset

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before

payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

4 Other income:

(1) Interest income on financial asset is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instruments.

(2) Rental income:

The Company recognises other income on accrual basis. However, where the ultimate collection of the same is uncertain, revenue recognition is postponed to the extent of uncertainty. Rental income arising from operating leases is accounted for on a straight line basis over lease terms unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases and is included in the Statement of profit or loss due to its operating nature.

(3) Government grants:

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

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5 Leases:

As a lessee:

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment test.

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

Leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The variable lease payments that do not depend on an index or a rate are recognised as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered of low value (i.e., below ₹ 5,00,000). Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

6 Property, plant and equipment :

A) Asset class:

- i) Freehold land is carried at cost including expenditure that is directly attributable to the acquisition of the land.
- ii) All other items of property, plant and equipment (including capital work in progress) are stated at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.
- iii) Capital goods manufactured by the Company for its own use are carried at their cost of production (including duties and other levies, if any) less accumulated depreciation and impairment losses if any.
- iv) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the statement of profit or loss during the year in which they are incurred.
- v) Losses arising from the retirement of, and gains or losses arising from disposal of property, plant and equipments which are carried at cost are recognised in the statement of profit and loss.
- vi) Capital work-in-progress, property, plant and equipment is stated at cost, net of accumulated depreciation. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing cost for long-term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced

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at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repairs and maintenance costs are recognised in profit or loss as incurred. Capital work-in-progress comprises cost of property, plant and equipment (including related expenses), that are not yet ready for their intended use at the reporting date.

B) Depreciation:

- i) Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives. Premium of Leasehold land and leasehold improvements cost are amortised over the primary period of lease.
- ii) 100% depreciation is provided in the month of addition for temporary structure cost at project site
- iii) Where a significant component (in terms of cost) of an asset has an economic useful life different than that of its corresponding asset, the component is depreciated over its estimated useful life.
- iv) The Company, based on internal technical assessments and management estimates, depreciates certain items of property, plant & equipment over the estimated useful lives and considering residual value which are different from the one prescribed in Schedule II of the Companies Act, 2013. The management believes that these estimated useful lives and residual values are realistic and reflect fair approximation of the period over which the assets are likely to be used.
- v) Useful life of asset is as given below:

Asset block	Useful Life (in years)
Building - Office	1 to 70
Building - Factory	1 to 60
Ownership Premises	60
Plant & Machinery	1 to 24
Furniture & Fixtures	1 to 15
Electric Installations	1 to 25
Office Equipment	1 to 16
Vehicles	8 to 10
Dies & Jigs	1 to 16
Leasehold Improvements	5 to 10

Asset block	Useful Life (in years)
Roads & Borewell	3 to 21
IT hardware	1 to 10
Laboratory equipment's	1 to 23

- vi) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year and adjusted prospectively, if appropriate.

7 Intangible assets:

An intangible asset shall be recognised if, and only if:

- (a) it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company; and
- (b) the cost of the asset can be measured reliably.

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use.

Intangible assets and amortisation

Computer software / licenses are carried at historical cost. They have an expected finite useful life of 3 years and are carried at cost less accumulated amortisation and impairment losses. Computer licenses which are purchased on annual subscription basis are expensed off in the year of purchase.

Trademarks are carried at historical cost. They have an registered finite useful life of 10 years and are carried at cost less accumulated amortisation and impairment losses.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Research and development costs

Research costs are expensed as incurred. Development expenditures on an individual project are recognised as an intangible asset when the Company can demonstrate:

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for the year ended March 31, 2026

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete, and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset. The Company tests such costs including moulds & dies for impairment on annual basis.

Brands

Brands acquired separately are measured on initial recognition at the fair value of consideration paid. Following initial recognition, brands are carried at cost less any accumulated amortisation and impairment losses, if any. A brand acquired as part of a business combination is recognised separately from goodwill, at fair value at the date of acquisition, if the asset is separable or arises from contractual or other legal rights and its fair value can be measured reliably.

The useful lives of brands are assessed to be either finite or indefinite. The assessment includes whether the brand name will continue to trade and the expected lifetime of the brand. Amortisation is charged on assets with finite lives on a straight-line basis over a period appropriate to the asset's useful life. The estimated useful life and amortisation method are reviewed at least at each financial year-end, any change in estimate is accounted for on a prospective basis.

The carrying values of brands with finite and indefinite lives are reviewed for impairment whenever there is an indication at the end of each reporting period that the asset may be impaired either individually or, if the intangible asset does not generate cash flows that are largely independent of those from other assets or groups of assets, as part of the cash generating unit to which it belongs. Brands with indefinite useful lives are also tested for impairment annually, such intangibles are not amortised. The useful life of a brand with an indefinite life is reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

Brands having finite lives have been ascribed a useful life within a range of 15 years.

8 Investment properties:

Investment properties that are not intended to be occupied substantially for use by, or in the operations of the Company have been considered as investment properties. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. The Company does not charge depreciation to investment property land which is held for future undetermined use. Though the Company measures investment property using cost-based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer applying a valuation model.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition. In determining the amount of consideration from the derecognition of investment property the Company considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Transfers are made to (or from) investment property only when there is a change in use.

The Company depreciates its investment properties over the useful life which is similar to that of property, plant and equipment.

9 Impairment of non-financial assets:

Impairment losses of continuing operations, including impairment on inventories, are recognised in the P&L, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus. For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset

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in prior years. Such reversal is recognised in the P&L unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase. Goodwill is tested for impairment annually as at March 31, and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at March 31 at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired. The Company assesses whether climate risks, including physical risks and transition risks could have a significant impact. If so, these risks are included in the cash-flow forecasts in assessing value-in-use amounts.

10 Financial instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

I. Financial Assets

A) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

B) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

• Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost

is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

• Debt instruments at fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

• Debt instruments at fair value through profit or loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

• Equity instruments measured at fair value through other comprehensive income (FVTOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity

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instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

C) Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset

and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

D) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

II. Financial Liabilities

A) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

B) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

• Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated

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embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognized in OCI. These gains/loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss.

• Loans and Borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

• Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the contractual payments that would be required without

the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

C) **De-recognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

III. **Reclassification of financial assets / liabilities**

After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations.

IV. **Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of Company or the counterparty.

V. **Derivatives and hedging activities**

The Company enters derivatives like forwards contracts to hedge its foreign currency risks. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently marked to market at the end of each reporting period with profit/loss being recognised in statement of profit and loss. Derivative assets/liabilities are classified under "other financial assets/other financial liabilities". Profits and losses arising from cancellation of contracts are recognised in the statement of profit and loss.

The company designates certain hedging instruments, which includes derivatives, embedded derivatives and non-derivatives in

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respect of foreign currency and commodity risk, as either cash flow hedge, fair value hedge or hedges or net investment in foreign operations. Hedges of foreign currency risk on firm commitments are accounted for cash flow hedges.

For the purpose of hedge accounting, hedges are classified as:

- fair value hedge is when hedging the exposure to change in fair value of a recognised asset or liability or an unrecognised firm commitment
- cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to particular risk associated with a recognised asset or liability or highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment.

At the inception of hedge relationship, the Company formally designates and keeps the hedge relationship to which the Company wishes to apply hedge accounting and risk management objective and strategy for undertaking the hedge. The documentation includes the company's risk management objective and strategy for undertaking hedge, the hedging/economic relationship, the hedged item or transaction, the nature of the risk by hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting exposure to changes in the hedge item fair value or cash flow attributable to the hedge risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cashflows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated. Hedge that meet the strict criteria for hedge accounting accounted for as described below

Cash flow hedges

The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the Effective portion of cash flow hedges, while any ineffective portion is recognised immediately in the statement of profit and loss. The Effective portion of cash flow hedges is adjusted to the lower of the cumulative gain or loss on the hedging instrument and the cumulative change in fair value of the hedged item.

The Company uses forward currency contracts as hedges of its exposure to foreign currency risk in forecast transactions and firm commitments, as well as forward commodity contracts for its exposure to volatility in the commodity prices.

The ineffective portion relating to foreign currency contracts is recognised in finance costs and the ineffective portion relating to commodity contracts is recognised in other income or expenses.

The Company designates only the spot element of a forward contract as a hedging instrument. The forward element is recognised in OCI.

The amounts accumulated in OCI are accounted for, depending on the nature of the underlying hedged transaction. If the hedged transaction subsequently results in the recognition of a non-financial item, the amount accumulated in equity is removed from the separate component of equity and included in the initial cost or other carrying amount of the hedged asset or liability. This is not a reclassification adjustment and will not be recognised in OCI for the period. This also applies where the hedged forecast transaction of a non-financial asset or non-financial liability subsequently becomes a firm commitment for which fair value hedge accounting is applied.

For any other cash flow hedges, the amount accumulated in OCI is reclassified to profit or loss as reclassification adjustment in the same period or periods during which the hedged cash flows affect profit or loss.

If cash flow hedge accounting is discontinued, the amount that has been accumulated in OCI must remain in accumulated OCI if the hedged future cash flows are still expected to occur. Otherwise, the amount will be immediately reclassified to profit or loss as a reclassification adjustment. After discontinuation, once the hedged cash flow occurs, any amount remaining in accumulated OCI must be accounted for depending on the nature of the underlying transaction as described above.

11 Fair value measurements

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. External valuers are involved for valuation of significant assets, such as properties and quoted financial assets.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

12 Cash and cash equivalents:

Cash and cash equivalents in the balance sheet and for the purpose of the statement of cash flows, include cash on hand, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

13 Inventories:

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on first in, first out basis.

Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Initial cost of inventories includes the transfer of gains and losses on qualifying cash flow hedges, recognised in OCI, in respect of the purchases of raw materials. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

14 Foreign currency transactions:

Items included in the standalone financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The standalone financial statements are presented in Indian Rupee (INR), which is the Company's functional and presentation currency.

- a) On initial recognition, all foreign currency transactions are recorded at the functional currency spot rate at the date the transaction first qualifies for recognition.
- b) Monetary assets and liabilities in foreign currency outstanding at the close of reporting date are translated at the functional currency spot rates of exchange at the reporting date.
- c) Exchange differences arising on settlement of translation of monetary items are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively)

Notes to Standalone Financial Statements

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15 Income tax

The income tax expense or credit for the year is the tax payable on the current year's taxable income based on the applicable income tax rate for the jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and unabsorbed depreciation.

Current and deferred tax is recognized in the Statement of Profit and Loss except to the extent it relates to items recognized directly in equity or other comprehensive income, in which case it is recognized in equity or other comprehensive income.

A. Current income tax

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. The Company establishes provisions, wherever appropriate, on the basis of amounts expected to be paid to the tax authorities.

Current tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities.

B. Deferred tax

Deferred tax is provided using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred 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.

The carrying amount of deferred tax assets is reviewed at each reporting date and adjusted to reflect changes in probability that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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 relate to the same taxation authority.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

16 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Borrowing costs also include exchange difference arising from foreign currency borrowings to the extent they are regarded as an adjustment to interest costs. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.

17 Provisions, contingent liabilities and contingent assets

A. Provisions

A provision is recognised if

- the Company has present legal or constructive obligation as a result of an event in the past;
- it is probable that an outflow of resources will be required to settle the obligation; and
- the amount of the obligation has been reliably estimated.

Provisions are measured at the management's best estimate of the expenditure required to settle the obligation at the end of the reporting period. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

The Company provides for general repairs of defects that existed at the time of sale, as required by the law. Provision for warranty related costs are recognised when the product is sold to the customer. Initial recognition is based on historical experience. The estimate of warranty related costs is revised annually.

If the Company has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Company recognises any impairment loss that has occurred on assets dedicated to that contract. An onerous contract is a contract under which

Notes to Standalone Financial Statements

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the unavoidable costs (i.e., the costs that the Company cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e., both incremental costs and an allocation of costs directly related to contract activities).

B. Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent liability recognised in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of the amount that would be recognised in accordance with the requirements for provisions above or the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with the requirements for revenue recognition.

C. Contingent assets

A contingent asset is a possible asset that arises 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. A contingent asset is not recognised but disclosed where an inflow of economic benefit is probable.

18 Employee benefits

A. Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in the same period in which the employees renders the related service and are measured at the amounts expected to be paid when the liabilities are settled.

Retirement benefit in the form of provident fund is a defined contribution plan. The Company has no obligation, other than the contribution payable to the provident fund. The Company

recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related services. If the Contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the prepayment will lead to a reduction in future payment or a cash refund.

B. Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the statement of profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

C. Post-employment obligations

The Company operates the following post-employment schemes

- (a) defined benefit plans - gratuity and obligation towards shortfall of Provident Fund Trusts
- (b) defined contribution plans - Provident fund (RPF Contributions), superannuation and pension

Defined benefit plans :

The liability or asset recognised in the balance sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets excluding non-qualifying asset (reimbursement right). The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at

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the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Insurance policy held by the Company from insurers who are related parties are not qualifying insurance policies and hence the right to reimbursement is recognised as a separate assets under other non-current and/or current assets as the case may be.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined contribution plans :

In respect of certain employees, the Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. Such contributions are accounted for as employee benefit expense when they are due. Defined contribution to superannuation fund is being made as per the scheme of the Company. Defined contribution to Employees Pension Scheme 1995 is made to Government Provident Fund Authority whereas the contributions for National Pension Scheme is made to Stock Holding Corporation of India Limited.

D. Share based payment

The Company operates a number of equity settled, employee share based compensation plans, under which the Company receives services from employees as consideration for equity shares of the Company. Equity settled share based payment to employees and other providing similar services are measured at fair value of the equity instrument at grant date.

The fair value of the employee services received in exchange for the grant of the options is determined by reference to the fair value of the options as at the Grant Date and is recognised as an 'employee benefits expense' with a corresponding increase in equity. The total expense is recognised over the vesting period which is the period over which the applicable vesting condition is to be satisfied.

The total amount to be expensed is determined by reference to the fair value of the options granted excluding the impact of any service vesting conditions.

At the end of each year, the entity revises its estimates of the number of options that are expected to vest based on the service vesting conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

If at any point of time after the vesting of the share options, the right to the same expires (either by virtue of lapse of the exercise period or the employee leaving the Company), the fair value of the options accruing in favour of the said employee are written back to the retained earnings in the reporting period in which the right expires.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share

Pursuant to the scheme of demerger, the employees also have benefits available in the other group entity. The Company records as a cross charge for such employee share based compensation.

19 Trade credits

Suppliers' credit

Supplier's credit also includes amounts payable towards vendor financing entered into with the suppliers. Under this arrangement, the supplier is eligible to receive payment prior to the expiry of extended credit period by assigning such invoices to a third-party purchaser bank based on security in the form of an undertaking issued by the Company to the bank. Further, the supplier charges interest to the Company for the extended credit period which has been presented under Finance Cost.

These are normally settled up to four months. Where these arrangements are for goods used in the normal operations of the Company with a maturity of up to four months, the economic substance of the transaction is determined to be operating in nature and these are recognised as operational suppliers' credit and disclosed on the face of the balance sheet under trade credits. Payments made to vendors are treated as cash item and disclosed as cash flow from operating activity depending on the nature of the underlying transaction.

Customers' credit

Customer credits include receivables which are subject to factoring arrangements and channel financing facilities. Under this arrangement the Company has transferred the relevant receivables to the factor in exchange for cash. The Company continues to recognise the transferred assets in their entirety in its balance sheet with the corresponding liability under customer credits.

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20 Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

Operating segments often exhibit similar long-term financial performance if they have similar economic characteristics. Two or more operating segments are aggregated by the Company into a single operating segment if aggregation is consistent with the core principle of Ind AS 108, the segments have similar economic characteristics, and the segments are similar in aspects as defined by Ind AS.

The Company reports separately, information about an operating segment that meets any of quantitative thresholds as defined by Ind AS. Operating segments that do not meet any of the quantitative thresholds, are considered reportable and separately disclosed, only if management of the Company believes that information about the segment would be useful to users of the financial statements

Information about other business activities and operating segments that are not reportable separately are combined and disclosed in an 'all other segments' category

21 Dividends

The Company recognises a liability to pay dividend to equity holders when the distribution is authorised and is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity. Interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

22 Assets held for sale

The Company classifies non-current assets and disposal Companies as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Non-current assets and disposal Companies classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal Company), excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal Company is available for immediate sale in its present condition. Actions required to complete the sale/ distribution should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management

must be committed to the sale and the sale expected within one year from the date of classification. For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal Company is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal Companies), its sale is highly probable; and it will genuinely be sold, not abandoned.

The Company treats sale of the asset or disposal Company to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal Company),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal Company) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Property, plant and equipment and intangible are not depreciated, or amortised assets once classified as held for sale. Assets and liabilities classified as held for sale are presented separately from other items in the balance sheet.

23 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings / (loss) considered in ascertaining the Company's earnings per share is the net profit / (loss) for the year. The weighted average number equity shares outstanding during the year and all year presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit of loss for the period attributable to equity shareholders and the weighted average number of share outstanding during the year is adjusted for the effects of all dilutive potential equity shares.

24 Investment in Associate

Investment in associates are accounted at cost in accordance with Ind AS 28.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

- 25** All amounts disclosed in the standalone financial statements and notes have been rounded off to the nearest lakh (upto two decimals) as per the requirement of Schedule III, unless otherwise stated.

1C NEW AND AMENDED STANDARDS

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 April 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

(i) Amendments to Ind AS 21 - Lack of exchangeability

The Ministry of Corporate Affairs (MCA) notified the Companies (Indian Accounting Standards) Amendment Rules, 2025, which amend Ind AS 21, The Effects of Changes in Foreign Exchange Rates to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments are effective for annual reporting periods beginning on or after 1 April 2025. When applying the amendments, an entity cannot restate comparative information.

The amendments do not have a material impact on the Company's standalone financial statements.

(ii) Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants

In August 2025, the MCA notified amendments to paragraphs 69 to 76 of Ind AS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

In addition, a requirement has been introduced to require disclosure when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance

with future covenants within twelve months. If there is a breach of a material covenant of a long term loan arrangement on or before the end of the reporting period, resulting in the liability becoming payable on demand as at the reporting date, and the lender agrees—after the reporting period but before the financial statements are approved for issue—not to demand repayment for at least 12 months as a consequence of the breach, this shall be treated as an adjusting event. Accordingly, the entity is not required to classify the liability as current.

The amendments are effective for annual reporting periods beginning on or after 1 April 2025 retrospectively in accordance with Ind AS 8. The amendment has not had an on the classification of Company's liabilities

(iii) Amendments to Ind AS 7 and Ind AS 107 - Supplier Finance Arrangements

In August 2025, the MCA notified amendments to Ind AS 7 Statement of Cash Flows and Ind AS 107 Financial Instruments: Disclosures to clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

As a result of implementing the amendments, the Company has provided additional disclosures about its supplier finance arrangement.

(iv) International Tax Reform—Pillar Two Model Rules - Amendments to Ind AS 12

In August 2025, the MCA notified amendments to Ind AS 12 Income Taxes in response to the OECD's BEPS Pillar Two rules and include:

- A mandatory temporary exception to the recognition and disclosure of deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules; and
- Disclosure requirements for affected entities to help users of the financial statements better understand an entity's exposure to Pillar Two income taxes arising from that legislation, particularly before its effective date.

The mandatory temporary exception - the use of which is required to be disclosed - applies immediately. The remaining disclosure requirements apply for annual reporting periods beginning on or after 1 April 2025, but not for any interim periods ending on or before 31 March 2026.

The amendments had no impact on the Company's standalone financial statements as the Company is not in scope of the Pillar Two model rules.

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for the year ended March 31, 2026

STANDARDS ISSUED BUT NOT YET EFFECTIVE

The amendments to the standards that are notified by the Ministry of Corporate Affairs (MCA), but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company will adopt these amendments to the standards, when they become effective.

Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants and Ind AS 10 Events after the Reporting Period

Ind AS 10 has been amended to remove the previous treatment under which a lender's post reporting date waiver—granted before the financial statements were approved for issue—of a breach of a material covenant in a long term loan arrangement that occurred on or before the end of the reporting period, resulting in the liability becoming payable on demand at the reporting date, was regarded as an adjusting event

For annual reporting periods beginning on or after 1 April 2026, any breach of a covenant—whether material or immaterial—occurring on or before the reporting date will, in accordance with Ind AS 1, require the related liability to be classified as current, unless the lender has granted a waiver of the breach on or before the reporting date and has agreed not to demand repayment for at least 12 months after the reporting date as a consequence of the breach. Such a waiver shall be treated as an adjusting event.

The amendments are effective for annual reporting periods beginning on or after 1 April 2026 retrospectively in accordance with Ind AS 8

CLIMATE RELATED MATTERS

The Company considers climate-related matters in estimates and assumptions, where appropriate and based on its overall assessment, believes that the climate-related risks might not currently have a significant impact on the Company. However, the Company will continue to closely monitor relevant changes and developments, such as any new climate-related legislation as and when they become applicable

1D SUMMARY OF CRITICAL ESTIMATES, JUDGEMENTS AND ASSUMPTIONS

The preparation of standalone financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. The management also needs to exercise judgment in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included below.

1 Warranty provision

The Company generally offers 1-2 years standard warranties for its products. The Company has taken warranty insurance under which most of the products are covered. The Company recognises warranty provision basis assumptions, on serviceable sales and cost to service those serviceable sales. The warranty insurance premium paid is charged off to the statement of profit and loss account and warranty insurance assets is created on an estimated basis. The insurance claims received are then netted against the said warranty insurance assets.

The Company also sells certain lighting fitting to its customers. In few lighting fittings products, the drivers are an essential part and are expected to last for a longer period. In such cases, the Company provides warranties beyond fixing defects that existed at the time of sale. Basis this, the Company recognises this as a separate performance obligation and recognises revenue only in the period in which such service is provided based on time elapsed.

2 Impairment allowance for trade receivables

The Company makes allowances for doubtful accounts receivable using a simplified approach which is a dual policy of an ageing based provision and historical / anticipated customer experience. Management believes that this simplified model closely represents the expected credit loss model to be applied on financial assets as per Ind AS 109. Further, in case of operationally closed projects, Company makes specific assessment of the overdue balances by considering the customer's historical payment patterns, latest correspondences with the customers for recovery of the amounts outstanding and credit status of the significant counterparties where available. Accordingly, a best judgment estimate is made to record the impairment allowance in respect of operationally closed projects

3 Project revenue and costs

Revenue from construction contracts is recognised based on the stage of completion determined with reference to the actual costs incurred up to reporting date on the construction contract and the estimated cost to complete the project. The percentage-of-completion method places considerable importance on accurate estimates to the extent of progress towards completion and may involve estimates on the scope of deliveries and services required for fulfilling the contractually defined obligations. These significant estimates include total contract costs, total contract revenues, contract risks, including technical, political and regulatory risks, and other judgments. The Company re-assesses these estimates on periodic basis and makes appropriate revisions accordingly.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

4 Fair value measurement

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using appropriate valuation techniques. The inputs for these valuations are taken from observable sources where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of various inputs including liquidity risk, credit risk, volatility etc. Changes in assumptions/judgements about these factors could affect the reported fair value of financial instruments. Refer Note 34 of financial statements for the fair value disclosures and related sensitivity.

5 Employee benefits

The cost of the defined benefit gratuity plan and other post-employment leave benefits are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases are based on expected future inflation rates. Refer note 21 of financial statements for disclosure.

6 Leases

Estimates are required to determine the appropriate discount rate used to measure lease liabilities. The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Company estimates the IBR using observable inputs (such as market interest rates, bank rates to the Company for a loan of a similar tenure, etc). The Company has applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

7 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment

testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Companies of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Company operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount

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that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

8 Retailer Bonding Program

The Company has a loyalty points program, "Retailer Bonding Program", which allows customers to accumulate points that can be redeemed for free products, upto a limited time period. The loyalty points give rise to a separate performance obligation as they provide a material right to the customer. A portion of the transaction price is allocated to the loyalty points awarded to customers based on relative stand-alone selling price and recognized as deferred revenue until the points are redeemed. Revenue is recognized upon redemption of products by the customer. When estimating the stand-alone selling price of the loyalty points, the Company considers the likelihood that the customer will redeem the points. The Company considers various judgement and estimates like determination of cost of redemption, redeemed points, expiry date, etc. The Company updates its estimates on a quarterly basis and any adjustments to the deferred revenue are charged against revenue.

9 Share based payments

The Company initially measures the cost of cash-settled transactions with employees using a binomial model to determine the fair value of the liability incurred. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

10 Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

11 For judgements relating to contingent liabilities, refer note 40(a).

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 2 : Property, plant and equipment

Particulars	(₹ in Lakhs)													
	Freehold Land	Building	Ownership Premises	Plant & Machinery	Furniture & Fixtures	Electrical Installations	Office Equipment	Vehicles	Dies & Jigs	Leasehold Improvements	Temporary Structures	Roads & Borewell	IT Hardware	Total
Opening gross block as at 31st March 2024	3,722.28	9,085.06	5,114.54	10,523.35	2,738.20	1,463.86	1,915.45	404.28	13,185.86	1,405.18	31.04	237.58	7,095.71	56,922.39
Additions	-	111.94	-	794.07	237.47	173.01	494.36	107.55	8,848.57	(285.48)	-	3.91	571.39	11,056.79
Disposals	(1,648.45)	-	-	(278.78)	(34.76)	(13.34)	(50.19)	(119.11)	(608.88)	-	-	-	(2,554.51)	(5,308.02)
Classified as investment property (refer note 4.1)	-	-	(2,613.55)	-	-	-	-	-	-	-	-	-	-	(2,613.55)
Closing gross block as at 31st March 2025	2,073.83	9,197.00	2,500.99	11,038.64	2,940.91	1,623.53	2,359.62	392.72	21,425.55	1,119.70	31.04	241.49	5,112.59	60,057.61
Additions	49.21	401.11	-	413.63	164.85	96.19	236.82	68.30	1,770.29	151.42	-	-	324.35	3,675.97
Disposals	-	-	-	(204.10)	(34.52)	(12.57)	(57.95)	(0.53)	(255.13)	-	(3.45)	-	(474.29)	(1,042.54)
Classified as held for sale (refer note 15)	-	-	(1,305.30)	-	(93.40)	(43.86)	(102.83)	-	-	(55.89)	-	-	-	(1,601.28)
Closing gross block as at 31st March 2026	2,123.04	9,598.11	1,195.69	11,248.17	2,977.64	1,663.29	2,435.66	460.49	22,940.71	1,215.23	27.59	241.49	4,962.85	61,089.76
Opening accumulated depreciation as at 31st March 2024	-	1,245.72	836.28	3,730.79	1,752.00	625.69	1,286.53	134.84	6,630.00	283.78	31.04	56.58	5,072.89	21,686.14
Depreciation charge during the year	-	323.26	93.02	1,098.93	254.39	166.37	292.57	44.53	3,887.83	188.84	-	26.95	915.57	7,292.26
Disposals	-	-	-	(261.50)	(27.64)	(10.27)	(50.17)	(29.31)	(599.82)	-	-	-	(2,563.82)	(3,532.53)
Classified as investment property (refer note 4.1)	-	-	(468.71)	-	-	-	-	-	-	-	-	-	-	(468.71)
Closing accumulated depreciation as at 31st March 2025	-	1,568.98	460.59	4,568.22	1,978.75	781.79	1,528.93	150.06	9,918.01	472.62	31.04	83.53	3,434.64	24,977.16
Depreciation charge during the year	-	332.78	44.46	1,120.29	251.56	148.84	338.76	45.54	4,323.91	213.88	-	27.18	773.55	7,620.75
Disposals	-	-	-	(143.29)	(33.62)	(12.02)	(53.79)	(0.53)	(242.96)	-	(3.45)	-	(472.16)	(961.82)
Classified as held for sale (refer note 15)	-	-	(238.13)	-	(86.24)	(43.15)	(100.16)	-	-	(55.89)	-	-	-	(523.57)
Impairment	-	-	-	-	-	-	-	-	2,607.60	-	-	-	-	2,607.60
Closing accumulated depreciation as at 31st March 2026	-	1,901.76	266.92	5,545.22	2,110.45	875.46	1,713.74	195.07	16,606.56	630.61	27.59	110.71	3,736.03	33,720.12
Closing Net carrying amount as at 31st March 2025	2,073.83	7,628.02	2,040.40	6,470.42	962.16	841.74	830.69	242.66	11,507.54	647.08	-	157.96	1,677.95	35,080.45
Closing Net carrying amount as at 31st March 2026	2,123.04	7,696.35	928.77	5,702.95	867.19	787.83	721.92	265.42	6,334.15	584.62	-	130.78	1,226.62	27,369.64

Notes to Standalone Financial Statements

for the year ended March 31, 2026

(i) **Leased assets**

The Company has not given any assets on operating lease to third parties.

(ii) **Property, plant and equipment pledged as security**

Refer to note 18 for information on property, plant and equipment pledged as security by the Company.

(iii) **Contractual obligations**

Refer to note 40(b) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(iv) **Capital work-in-progress (CWIP)**

Capital work-in-progress mainly comprises of dies & jigs, plant and machineries and factory building amounting to ₹ 142.48 lakhs (March 31, 2025 - ₹ 171.25 lakhs), ₹ Nil (March 31, 2025 - ₹ 126.38 lakhs) and ₹ Nil (March 31, 2025 - ₹307.25 lakhs) as at March 31, 2026, respectively, pending to be put to use.

Movement of capital work-in-progress (CWIP)

(₹ in Lakhs)

Particulars	Year ended 31-Mar-26	Year ended 31-Mar-25
Opening at the start of the year	922.98	6,183.96
Additions during the year	3,374.89	5,845.72
Capitalised during the year	(4,155.39)	(11,106.70)
Closing at the end of the year	142.48	922.98

(v) **Title deeds**

The title deeds of immovable properties are held in the name of the Company. Certain title deeds of the immovable properties, in the nature of freehold land and building, which were acquired pursuant to a Scheme of Amalgamation approved by National Company Law Tribunal's (NCLT) Order dated May 21st 2020 for Hind Lamps Limited and dated August 25th 2022 for Starlite Lighting Limited are not individually held in the name of the Company, however the deed of merger has been registered by the Company as on March 31, 2026.

(vi) **Ageing schedule**

CWIP aging schedule as at March 31, 2026

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
Projects in progress	142.48	-	-	-	142.48
Projects temporarily suspended	-	-	-	-	-
TOTAL	142.48	-	-	-	142.48

CWIP aging schedule as at March 31, 2025

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
Projects in progress	635.83	199.96	-	87.19	922.98
Projects temporarily suspended	-	-	-	-	-
TOTAL	635.83	199.96	-	87.19	922.98

All the upcoming projects of the Company are within the timelines as estimated during the original plan and the actual cost of projects are within the total cost as estimated by the management of the Company as at the Balance Sheet date.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 3 : Right of use assets and Lease liabilities

The details of the right-of-use asset held by the Company is as follows:

Right-of-use assets

(₹ in Lakhs)

Particulars	Buildings	Equipments	Leasehold land	Total
Gross block as on March 31, 2024	25,791.16	22.72	2,494.32	28,308.20
Additions for the year	9,007.27	-	-	9,007.27
Deletions for the year	(3,236.24)	-	-	(3,236.24)
Gross block as on March 31, 2025	31,562.19	22.72	2,494.32	34,079.23
Additions for the year	42.45	-	-	42.45
Deletions for the year	(6,606.70)	-	-	(6,606.70)
Closing gross block as on March 31, 2026	24,997.94	22.72	2,494.32	27,514.98
Accumulated depreciation as on March 31, 2024	5,750.58	21.72	314.00	6,086.30
Depreciation for the year	5,839.02	-	33.89	5,872.91
Deletions for the year	(2,292.26)	-	-	(2,292.26)
Accumulated depreciation as on March 31, 2025	9,297.34	21.72	347.89	9,666.95
Depreciation for the year	5,743.47	-	33.37	5,776.84
Deletions for the year	(3,700.18)	-	-	(3,700.18)
Closing accumulated depreciation as on March 31, 2026	11,340.63	21.72	381.26	11,743.61
Net carrying value of right of use assets as on March 31, 2025	22,264.85	1.00	2,146.43	24,412.28
Net carrying value of right of use assets as on March 31, 2026	13,657.31	1.00	2,113.06	15,771.37

The details of the lease liabilities held by the Company is as follows:

Lease liabilities

(₹ in Lakhs)

Particulars	Year ended 31-Mar-26	Year ended 31-Mar-25
Opening lease liabilities	24,328.96	21,489.56
Additions for the year	42.45	8,757.01
Deletions / Modifications for the year	(3,295.91)	(1,064.37)
Finance cost for the year	1,797.39	2,005.47
Lease instalments paid for the year	(6,983.52)	(6,858.71)
Closing lease liabilities	15,889.37	24,328.96
- classified as current	4,755.46	5,662.44
- classified as non-current	11,133.91	18,666.52

For maturity profile of lease liabilities, refer Note 35 (B) (ii)

Note 4: Intangible Assets

(₹ in Lakhs)

Particulars	Distributor / Dealer Network	Customer relationships	Trade Marks	Computer Software	Brand	Total
Opening gross block as at 31st March 2024	195.57	26.10	0.51	3,624.19	1,952.33	5,798.70
Additions	-	-	-	501.27	-	501.27
Closing gross block as at 31st March 2025	195.57	26.10	0.51	4,125.46	1,952.33	6,299.97
Additions	-	-	-	391.58	15,870.79	16,262.37
Closing gross block as at 31st March 2026	195.57	26.10	0.51	4,517.04	17,823.12	22,562.34

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 4: Intangible Assets (Contd..)

(₹ in Lakhs)

Particulars	Distributor / Dealer Network	Customer relationships	Trade Marks	Computer Software	Brand	Total
Opening accumulated amortization as at 31st March 2024	195.57	26.10	0.46	2,082.25	1,952.33	4,256.71
Amortisation charge for the year	-	-	0.05	1,148.45	-	1,148.50
Closing accumulated depreciation as at 31st March 2025	195.57	26.10	0.51	3,230.70	1,952.33	5,405.21
Amortisation charge for the year	-	-	-	628.63	43.48	672.11
Closing accumulated amortization as at 31st March 2026	195.57	26.10	0.51	3,859.33	1,995.81	6,077.32
Closing Net carrying amount as at 31st March 2025	-	-	-	894.76	-	894.76
Closing Net carrying amount as at 31st March 2026	-	-	-	657.71	15,827.31	16,485.02

(i) Note

Intangible assets under development mainly comprises of IT softwares license and implementation cost amounting to ₹88.71 lakhs as at March 31, 2026, (March 31, 2025 - ₹332.04 lakhs).

(ii) Ageing schedule

Intangible asset under development (IAUD) ageing schedule as at March 31, 2026

(₹ in Lakhs)

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
Projects in progress	88.71	-	-	-	88.71
Projects temporarily suspended	-	-	-	-	-
TOTAL	88.71	-	-	-	88.71

Intangible asset under development ageing schedule as at March 31, 2025

(₹ in Lakhs)

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
Projects in progress	297.14	34.90	-	-	332.04
Projects temporarily suspended	-	-	-	-	-
TOTAL	297.14	34.90	-	-	332.04

All the upcoming projects of the Company are within the timelines as estimated during the original plan and the actual cost of projects are within the total cost as estimated by the management of the Company as at the Balance Sheet date.

(iii) Movement in intangible assets under development

(₹ in Lakhs)

Particulars	Year ended 31-Mar-26	Year ended 31-Mar-25
Opening at the start of the year	332.04	161.71
Additions during the year	16,193.45	486.47
Capitalised during the year	(16,436.78)	(316.14)
Closing at the end of the year	88.71	332.04

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 4.1: Investment properties

(₹ in Lakhs)

Particulars	Building & Ownership Premises	Land	Total
Gross block as at 31st March 2024	1,592.32	12,600.00	14,192.32
Disposals	(34.50)	-	(34.50)
Transferred from property, plant and equipment (refer note 2)	2,613.55	-	2,613.55
Gross block as at 31st March 2025	4,171.37	12,600.00	16,771.37
Disposals	(30.74)	-	(30.74)
Classified as held for sale (refer note 15)	(862.61)	-	(862.61)
Gross block as at 31st March 2026	3,278.02	12,600.00	15,878.02
Accumulated depreciation as at 31st March 2024	610.25	-	610.25
Depreciation	93.46	-	93.46
Disposals	(29.92)	-	(29.92)
Transferred from property, plant and equipment (refer note 2)	468.71	-	468.71
Accumulated depreciation as at 31st March 2025	1,142.50	-	1,142.50
Depreciation	81.95	-	81.95
Disposals	(30.72)	-	(30.72)
Classified as held for sale (refer note 15)	(167.00)	-	(167.00)
Accumulated depreciation as at 31st March 2026	1,026.73	-	1,026.73
Net carrying amount as at 31st March 2025	3,028.87	12,600.00	15,628.87
Net carrying amount as at 31st March 2026	2,251.29	12,600.00	14,851.29

The amounts recorded above for freehold land are fair values on acquisition date based on valuation performed by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. The Company has no restrictions on the realisability of its investment properties. Fair value of land as at 31st March 2026 is ₹12,800 lakhs (₹ 12,600 lakhs as at 31st March 2025). The fair valuation is based on current prices in the active market for similar lands. The main inputs used are quantum, area, location, demand, etc.

Note 5.1 : Investments in an associate

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Measured at cost		
Unquoted		
Investment in an associate		
Non-current equity investments (unquoted) in Hind Lamps Private Limited (erstwhile Hind Lamps Limited)- 1,140,000 (March 31, 2025 - 1,140,000) equity shares of ₹25 each	-	-
Accumulated impairment allowance in value of investments in Hind Lamps Private Limited (erstwhile Hind Lamps Limited)	-	-
	-	-
Total investments in an associate	-	-

Information about investment made in an associate

Name of Investee	Relationship with the Company	Principal place of business	Ownership interest (%)	
			As at March 31, 2026	As at March 31, 2026
Hind Lamps Limited	Associate	India	19.00	19.00

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 5.2 : Financial assets (Investments - Current)

5.2 (a) Investment in equity instruments

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Measured at fair value through profit and loss		
Unquoted		
Investment in mutual funds		
Investment in equity/debt mutual funds	26,196.15	6,187.46

(₹ in Lakhs)

Particulars	No. of Units as on March 31, 2026	No. of Units as on March 31, 2025	Value as on March 31, 2026	Value as on March 31, 2025
ICICI Prudential - Money Market Fund	-	2,50,894.20	-	945.04
ICICI Prudential - Gilt Fund	8,68,408.74	-	971.87	-
ICICI Prudential - Banking & PSU Debt Fund	14,90,793.89	-	527.06	-
ICICI Prudential - Large Cap Fund	1,32,765.65	-	146.19	-
ICICI Prudential - Nifty 50 Index Fund	3,06,470.02	-	719.47	-
ICICI Prudential - Arbitrage Fund	7,85,586.90	-	303.09	-
ICICI Prudential - Multi Asset Fund	33,173.32	-	277.53	-
HDFC Mutual Fund - Money Market Fund	-	16,520.54	-	944.45
HDFC Mutual Fund - Gilt Fund	12,91,193.50	-	750.46	-
HDFC Mutual Fund - Banking & PSU Debt Fund	8,49,214.44	-	209.98	-
HDFC Mutual Fund - Large Cap Fund	12,959.70	-	143.50	-
HDFC Mutual Fund - Nifty 50 Index Fund	3,33,374.69	-	723.82	-
HDFC Mutual Fund - BSE Sensex Index Fund	1,05,372.21	-	720.82	-
HDFC Mutual Fund - Flexi Cap Fund	7,407.73	-	147.89	-
HDFC Mutual Fund - Arbitrage Fund	14,33,209.12	-	303.10	-
Bajaj Finserv Money Market Fund-Direct Plan-Growth	2,45,340.88	81,546.14	2,980.39	928.05
SBI Savings Fund - Direct Plan - Growth	-	12,29,407.01	-	536.07
SBI Mutual Fund - Gilt Fund	7,71,347.28	-	542.48	-
SBI Mutual Fund - Large Cap Fund	1,56,079.95	-	145.56	-
SBI Mutual Fund - Nifty 50 Index Fund	3,47,896.91	-	721.92	-
SBI Mutual Fund - Flexi Cap Fund	1,32,622.18	-	144.80	-
SBI Mutual Fund - Arbitrage Fund	8,03,990.67	-	303.19	-
SBI Mutual Fund - Multi Asset Fund	4,02,679.02	-	280.54	-
Tata Ultra Short Term Fund-Direct Plan- Growth	-	64,64,340.03	-	944.15
Tata Mutual Fund - Liquid Fund	47,350.38	-	2,059.60	-
Tata Mutual Fund - Large Cap Fund	27,863.06	-	145.60	-
Tata Mutual Fund - Multi Asset Fund	10,75,045.51	-	276.90	-
Axis Mutual Fund - Banking & PSU Debt Fund	18,718.86	-	526.56	-
Axis Mutual Fund - Large Cap Fund	2,30,256.31	-	143.31	-
Mirae Asset Mutual Fund - Money Market Fund	35,718.95	-	477.33	-
Mirae Asset Mutual Fund - Short Duration Fund	58,05,258.67	-	1,004.00	-
Mirae Asset Mutual Fund - Large Cap Fund	1,26,667.71	-	143.29	-
Canara Robeco Mutual Fund - Savings Fund	22,14,620.77	-	1,001.72	-
Canara Robeco Mutual Fund - Flexi Cap Fund	41,910.67	-	142.74	-
Canara Robeco Mutual Fund - Large Cap Fund	2,19,257.69	-	142.04	-
Aditya Birla Sunlife Mutual Fund - Flexi Cap Fund	8,032.98	-	149.78	-
Aditya Birla Sunlife Mutual Fund - Large Cap Fund	27,541.00	-	142.55	-
Aditya Birla Sunlife Mutual Fund - Arbitrage Fund	10,08,573.30	-	303.06	-
Nippon India Mutual Fund - Large Cap Fund	1,58,760.84	-	145.19	-
Nippon India Mutual Fund - Multi Asset Fund	11,25,077.35	-	275.76	-
Nippon India Mutual Fund - Index Fund-Nifty 50 plan	14,14,790.85	-	579.33	-

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 5.2 : Financial assets (Investments - Current) (Contd..)

(₹ in Lakhs)

Particulars	No. of Units as on March 31, 2026	No. of Units as on March 31, 2025	Value as on March 31, 2026	Value as on March 31, 2025
Nippon India Mutual Fund - Liquid Fund	29,849.66	-	2,013.09	-
Kotak Money Market Fund - (Growth) - Direct	-	21,247.33	-	944.53
Kotak Mutual Fund - Gilt Fund	6,84,728.27	-	730.90	-
Kotak Mutual Fund - Banking & PSU Debt Fund	2,98,744.91	-	211.25	-
Kotak Mutual Fund - Large Cap Fund	24,481.95	-	146.09	-
Kotak Mutual Fund - Flexi Cap Fund	1,66,475.64	-	144.56	-
Kotak Mutual Fund - Arbitrage Fund	7,21,629.52	-	303.30	-
DSP Mutual Fund - Large Cap Fund	30,989.38	75,457.38	144.30	945.17
Sundaram Mutual Fund - Liquid Fund	44,167.66	-	1,075.10	-
3P India Equity Fund - Alternate Asset Fund	18,50,409.15	-	2,705.14	-
Total			26,196.15	6,187.46
Aggregate value of quoted investments			26,196.15	6,187.46
Aggregate value of impairment in value of investment			-	-

Note 5.3 : Financial assets (Investments - Non-Current)

5.3 (a) Investment in equity instruments

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Measured at fair value through profit and loss		
Unquoted		
Investment in equity shares		
Non-current equity investments (unquoted) in M. P. Lamps Limited * - 48,000 (March 31, 2025 - 48,000) equity shares of ₹ 10/- each; (Partly paid shares - ₹ 2.50/- Per share paid up, Called up ₹ 5.00/- per share) - 95,997 (March 31, 2025 - 95,997) equity shares of ₹ 10/- each; (Partly paid shares - ₹ 1.25 Per share paid up, Called up ₹ 5 per share).	2.40	2.40
Accumulated Fair value loss recorded in value of investments M. P. Lamps Limited.	(2.40)	(2.40)
Non-current equity investments (unquoted) in Mayank Electro Ltd. - 100 (March 31, 2025 - 100) equity shares of ₹ 100/- each.	0.10	0.10
Total equity instruments	0.10	0.10

5.3 (b) Investment in debt instruments

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Unquoted		
Investment in venture capital fund		
Units of Bharat Innovation Fund - 3,840.6558 Units as on 31st March 2026 (4,189.470 Units as on 31st March 2025)	488.07	514.85
Investment in other securities		
Gold coins	0.37	0.37
Total debt instruments	488.44	515.22
Total non-current investments	488.54	515.32
Aggregate value of quoted investments	-	-
Aggregate value of unquoted investments	488.54	515.32

* In respect of Investments made in M. P. Lamps Ltd., calls of ₹ 2.50 per share on 48,000 equity shares and ₹ 3.75 per share on 95,997 Equity Shares aggregating to ₹ 4.80 lakhs have not been paid by the Company. On principles of prudence the entire investment in M.P. Lamps Ltd. is considered as impaired and accordingly carried at ₹ NIL.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 6 : Trade receivables

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Current	1,14,148.58	1,28,639.33
Non-current	3,175.86	1,492.24
	1,17,324.44	1,30,131.57
Unsecured, considered good	1,17,324.44	1,30,131.57
Unsecured, credit impaired	6,910.55	6,583.55
Total	1,24,234.99	1,36,715.12
Impairment allowance, credit impaired (allowance for bad and doubtful debts)	(6,910.55)	(6,583.55)
Total trade receivables (net of impairment allowance)	1,17,324.44	1,30,131.57

The above includes receivables from related parties. Refer note 38 for more details.

Transferred receivables

The carrying amount of trade receivables, include receivables which are subject to factoring arrangements and channel financing facilities. Under this arrangement the Company has transferred the relevant receivables to the factor in exchange for cash. The Company continues to recognise the transferred assets in their entirety in its balance sheet. The amount repayable under the factoring agreement is presented as trade credits in note 22.1

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Customer credits (Note 22.1)	65,551.82	65,145.26
Total transferred receivables	65,551.82	65,145.26

Trade receivable are non-interest bearing and are generally received within the credit period. For trade and other receivables due from firms or private companies in which any director is a partner, a director or a member, refer note 38.

Trade Receivables ageing schedule as at 31st March 2026

(₹ in Lakhs)

Particulars	Outstanding for following periods from *					Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables — considered good	1,06,924.15	2,199.84	5,426.15	549.92	2,224.38	1,17,324.44
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	286.39	563.38	121.21	3,063.31	4,034.29
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	0.12	178.43	2,431.56	266.15	2,876.26
TOTAL	1,06,924.15	2,486.35	6,167.96	3,102.69	5,553.84	1,24,234.99

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 6 : Trade receivables (Contd..)

Trade Receivables ageing schedule as at 31st March 2025

(₹ in Lakhs)

Particulars	Outstanding for following periods from *					Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables — considered good	1,23,052.96	1,017.45	5,115.63	789.33	156.20	1,30,131.57
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	58.46	314.25	492.06	2,719.21	3,583.98
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	24.52	58.98	1,841.92	1,074.15	2,999.57
TOTAL	1,23,052.96	1,100.43	5,488.86	3,123.31	3,949.56	1,36,715.12

* Outstanding from the transaction date for FY26 & FY25

Note 7 : Loans

(Unsecured, considered good unless otherwise stated)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Current		
Unsecured, considered good	0.76	0.94
Total current loans	0.76	0.94

Note 8 : Other financial assets

(Unsecured, considered good unless otherwise stated)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Security deposits, considered good	3,365.06	3,037.02
Security deposits, credit impaired	146.54	146.54
Impairment allowance for credit impaired security deposits	(146.54)	(146.54)
	3,365.06	3,037.02
Deposits with maturity more than 12 months	30,000.00	-
Long term deposits with banks with remaining maturity period of more than 12 months (provided as security for various regulatory registrations)	2,372.61	2,199.00
Interest accrued on bank deposits	665.93	1,693.08
Total non-current other financial assets	36,403.60	6,929.10

For breakup of financial assets carried at amortised cost, refer note 34. For deposits with related parties, refer note 38

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 9 : Deferred tax assets / (liabilities) (net)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Deferred tax assets	5,890.17	5,148.76
Deferred tax liabilities	(3,893.23)	(4,760.58)
Total deferred tax assets/ (liabilities) (net)	1,996.94	388.18

Breakup and movement in deferred tax assets

(₹ in Lakhs)

Particulars	Employee benefit obligations (gratuity)	Employee benefit obligations (leave obligations)	Impairment allowance (allowance for doubtful debts and advances)	Assets held for sale	Carried forward losses	Lease liabilities and Others	Total
As at 31st March, 2024	77.74	166.47	1,796.45	580.12	1,414.71	2,592.17	6,627.66
(Charged) / Credited :							
to statement of profit and loss	141.79	38.67	20.79	(580.12)	-	367.62	(11.25)
to other comprehensive income	(52.94)	-	-	-	-	-	(52.94)
transferred to Income tax assets	-	-	-	-	(1,414.71)	-	(1,414.71)
As at 31st March, 2025	166.59	205.14	1,817.24	-	-	2,959.79	5,148.76
(Charged) / Credited :							
to statement of profit and loss	696.89	142.09	82.30	-	-	(146.92)	774.36
to other comprehensive income	(32.95)	-	-	-	-	-	(32.95)
As at 31st March, 2026	830.53	347.23	1,899.54	-	-	2,812.87	5,890.17

Breakup and movement in deferred tax liabilities

(₹ in Lakhs)

Particulars	Property, plant and equipment and Intangible Assets	Financial Assets measured at Amortised Cost	Investment properties	Right of Use assets and Others	Total
As at 31st March, 2024	1,899.26	75.15	2,648.21	1,474.71	6,097.33
Charged / (credited) :					
to Statement of Profit or Loss	(945.13)	(24.31)	(178.34)	(188.97)	(1,336.75)
As at 31st March, 2025	954.13	50.84	2,469.87	1,285.74	4,760.58
Charged / (credited) :					
to Statement of Profit or Loss	(640.73)	(22.35)	(195.70)	(8.57)	(867.35)
As at 31st March, 2026	313.40	28.49	2,274.17	1,277.17	3,893.23

Note 10 : Other non-current assets

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Capital advances	64.05	656.20
Impairment allowance for credit impaired capital advances	(6.63)	(6.63)
	57.42	649.57

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 10 : Other non-current assets (Contd..)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Sales tax recoverables	1,906.36	2,227.11
Right to reimbursement against employee benefit obligations for insurers who are related parties (Non-qualifying insurance policies) (refer note 21)	1,017.74	2,076.16
Others	353.77	1,754.47
	3,335.29	6,707.31
Impairment allowance for doubtful advances	(258.80)	(258.80)
Total other non-current assets	3,076.49	6,448.51

*Others mainly include advances to suppliers.

Note 11 : Inventories

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Raw material	6,317.47	6,381.50
Work-in-progress	2,302.71	2,491.02
Finished goods	1,300.62	1,505.39
Traded goods	41,394.88	58,450.64
Material in Transit (traded goods)	1,191.75	2,017.18
Others (majorly stores & spares)	844.44	889.86
Total Inventories	53,351.87	71,735.59

The above includes provision of inventories of ₹ 4,795.13 lakhs and ₹3,512.35 lakhs as at March 31, 2026 and March 31, 2025 respectively.

Note 12 : Cash and cash equivalents

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Balances with banks		
in current accounts	2,731.81	5,406.43
in cash credit accounts	6,998.46	4,445.90
Deposits with original maturity of less than three months	12,500.00	2,125.72
Cash on hand	0.74	0.48
Total cash and cash equivalents	22,231.01	11,978.53

There are no restrictions with regards to cash and cash equivalents as at the end of the reporting period and prior period.

Note 12.1 : Bank balances

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Unpaid Dividend Accounts *	32.18	39.06
Deposits with original maturity of more than three months & less than twelve months	3,500.00	-
Others	5.95	37.11
Total bank balances	3,538.13	76.17

* There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as at March 31, 2026 and March 31, 2025.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 13 : Other current financial assets

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Interest accrued on bank deposits	492.96	48.87
Security deposits	3.43	3.43
Receivable from gratuity fund	1.43	0.90
Derivative asset	150.19	-
Fixed deposits with remaining maturity less than 12 months	11,409.60	32,608.52
Government grants receivable (Packaged Scheme of Incentives)	1,611.92	698.67
Total other current financial assets	13,669.53	33,360.39

For deposits with related parties, refer note 38

Note 14 : Other current assets

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Export benefits receivable	32.61	50.98
Balances with government authorities	10,698.78	13,034.19
Right to reimbursement against employee benefit obligations for insurers who are related parties (Non-qualifying insurance policies)	3,278.96	2,346.92
Others*	22,428.02	20,871.32
Sales tax recoverables	113.53	113.53
Total other current assets	36,551.90	36,416.94

*Others mainly includes warranty insurance assets of ₹8,158.24 lakhs (March 31, 2025 ₹5,542.88 lakhs), insurance claims receivable of ₹3,306.19 lakhs (March 31, 2025 ₹3,748.66 lakhs) and advances to suppliers of ₹9,093.42 lakhs (March 31, 2025 ₹9,872.77 lakhs)

Note 15 : Assets classified as held for sale

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Transferred from property, plant and equipment (refer note 2)	1,077.69	-
Transferred from investment property (refer note 4.1)	695.61	-
Total assets classified as held for sale	1,773.30	-

Sale of Office Premises at Rustomjee Aspiree, Sion, Mumbai:

The Company owned the following office premises in the building known as "Rustomjee Aspiree", situated at Anik Wadala Link Road, Sion (East), Mumbai - 400 022:

- Office No. 001, Ground Floor, admeasuring 3,112 sq. ft. carpet area, along with four (4) car parking spaces at podium level ("Ground Floor Property"); and
- Office No. 502, Fifth Floor, admeasuring 5,130 sq. ft. carpet area, along with six (6) car parking spaces at podium level ("Fifth Floor Property").

It is proposed to sell the Sion Office Properties, together with all furniture and other assets lying therein, on an "as is, where is" basis, for an aggregate consideration of ₹2,652.86 lakhs; to (i) Bajaj General Life Insurance Limited, purchaser of the Ground Floor Property at ₹ 993.66 lakhs; and to (ii) Bajaj Life Insurance Company Limited, purchaser of the Fifth Floor Property at ₹ 1,659.19 lakhs.

Note 16 : Equity share capital

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Authorised	Amount	Amount
75,50,00,000 equity shares (March 31, 2025 - 75,50,00,000) of ₹ 2/- each.	15,100.00	15,100.00

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 16 : Equity share capital (Contd..)

i) Movement in Issued, Subscribed and Paid up Equity Share Capital

Issued capital

(₹ in Lakhs)

Particulars	No of Shares	Amount
As at 31st March 2024	11,51,96,078	2,303.92
Exercise of Options under employee stock option scheme (refer note iv below)	1,46,175	2.92
As at 31st March 2025	11,53,42,253	2,306.84
Exercise of Options under employee stock option scheme (refer note iv below)	48,460	0.97
As at 31st March 2026	11,53,90,713	2,307.81
Paid-up capital		
Calls in arrears @ ₹2 per share, under rights issue	(55)	(0.00110)
As at 31st March 2026	11,53,90,658	2,307.81

ii) Terms and rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

iii) The Details of Shareholders holding more than 5% Shares:

(₹ in Lakhs)

Name of the Shareholder	As at 31st March 2026		As at 31st March 2025	
	Nos.	% Holding	Nos.	% Holding
Jamnallal Sons Private Limited	2,25,48,276	19.54	2,25,48,276	19.55
Bajaj Holdings & Investment Limited	1,91,36,840	16.58	1,91,36,840	16.59
Kiran Bajaj	56,45,224	4.89	75,45,224	6.54
HDFC Small Cap Fund	93,82,209	8.13	1,09,08,004	9.46

iv) Share reserved for issue under employee stock option scheme

For details of shares reserved for issue under the employee share based payment plan of the Company, please refer Note 33.

v) Change in promoter shareholding

(₹ in Lakhs)

Promoter Name	As at		As at		% change during the year
	31st March, 2026		31st March, 2025		
	No of shares	% of total shares	No of shares	% of total shares	
Promoters					
Mr. Shekhar Bajaj	18,14,639	1.57%	18,14,639	1.57%	0.00%
Mr. Madhur Bajaj ****	-	0.00%	2,00,000	0.17%	(0.17%)
Mr. Niraj Bajaj	11,30,882	0.98%	11,30,882	0.98%	0.00%
Mr. Sanjivnayan Bajaj *	4,28,749	0.37%	4,28,749	0.37%	0.00%
Mr. Rahul Kumar Bajaj **	NA	NA	NA	NA	0.00%
Mr. Rajivnayan Bajaj ***	-	0.00%	-	0.00%	0.00%
Promoter Group					
Individuals:					
Mrs. Kiran Bajaj	56,45,224	4.89%	75,45,224	6.54%	(1.65%)
Ms. Neelima Bajaj Swamy	1,85,000	0.16%	1,85,000	0.16%	0.00%
Ms. Minal Bajaj	6,94,674	0.60%	6,94,674	0.60%	0.00%
Ms. Geetika Bajaj	21,60,084	1.87%	21,60,084	1.87%	0.00%
Mr. Niravnayan Bajaj	2,82,507	0.24%	2,82,507	0.24%	0.00%
Ms. Kumud Bajaj	4,00,000	0.35%	2,00,000	0.17%	0.18%

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 16 : Equity share capital (Contd..)

(₹ in Lakhs)

Promoter Name	As at		As at		% change during the year
	31st March, 2026		31st March, 2025		
	No of shares	% of total shares	No of shares	% of total shares	
Ms. Pooja Bajaj	15,41,875	1.34%	15,41,875	1.34%	0.00%
Ms. Suman Jain	1,10,700	0.10%	1,10,700	0.10%	0.00%
Ms. Kriti Bajaj	1,01,297	0.09%	1,01,297	0.09%	0.00%
Ms. Shefali Bajaj	33,767	0.03%	33,767	0.03%	0.00%
Ms. Deepa Bajaj	1,126	0.00%	1,126	0.00%	0.00%
Master Vanraj Bajaj	18,43,556	1.60%	18,43,556	1.60%	0.00%
Mr. Manish Santoshkumar Kejriwal	12,40,730	1.08%	12,40,730	1.08%	0.00%
Body Corporate					
Jamnial Sons Private Limited	2,25,48,276	19.54%	2,25,48,276	19.55%	(0.01%)
Bajaj Holdings And Investment Limited	1,91,36,840	16.58%	1,91,36,840	16.59%	(0.01%)
Hind Musafir Agency Limited	12,88,000	1.12%	12,88,000	1.12%	0.00%
Baroda Industries Private Limited	14,12,738	1.22%	14,12,738	1.22%	0.00%
Bajaj International Private Limited	9,17,881	0.80%	9,17,881	0.80%	0.00%
Hercules Investments Limited	6,24,596	0.54%	6,24,596	0.54%	0.00%
Shekhar Holdings Private Limited	5,40,253	0.47%	5,40,253	0.47%	0.00%
Rahul Securities Private Limited	4,67,093	0.40%	4,67,093	0.40%	0.00%
Bachhraj Factories Private Limited	1,05,466	0.09%	1,05,466	0.09%	0.00%
Bajaj Sevashram Private Limited	5,550	0.00%	5,550	0.00%	0.00%
Bachhraj And Company Private Limited	81,585	0.07%	81,585	0.07%	0.00%
Kamalnayan Investment & Trading Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Madhur Securities Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Niraj Holdings Private Limited	4,72,162	0.41%	4,72,162	0.41%	0.00%
Rupa Equities Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Sanraj Nayan Investments Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Trusts					
Geetika Shekhar Bajaj Trust (Shekhar Bajaj as a Trustee)	19,00,000	1.65%	-	0.00%	1.65%
Niravnayan Trust (Niraj Bajaj as a Trustee)	5,24,721	0.45%	5,24,721	0.45%	0.00%
Neelima Bajaj Swamy Family Trust (Neelima Bajaj Swamy as a Trustee)	8,12,973	0.70%	8,12,973	0.70%	0.00%
Nimisha Jaipuria Family Trust (Nimisha Jaipuria as a Trustee)	6,28,043	0.54%	6,28,043	0.54%	0.00%
Kriti Bajaj Family Trust (Minal Niraj Bajaj as a Trustee)	5,00,000	0.43%	5,00,000	0.43%	0.00%
Niravnayan Bajaj Family Trust (Niraj Bajaj as a Trustee)	5,00,000	0.43%	5,00,000	0.43%	0.00%
Sanjali Family Trust (Sanjivnayan Bajaj as a Trustee)	2,62,717	0.23%	2,62,717	0.23%	0.00%
Siddhant Family Trust (Sanjivnayan Bajaj as a Trustee)	2,62,717	0.23%	2,62,717	0.23%	0.00%
Nimisha Bajaj Family Trust (Kumud Bajaj as a Trustee)	2,06,575	0.18%	2,06,575	0.18%	0.00%
Neelima Bajaj Family Trust (Kumud Bajaj as a Trustee)	21,644	0.02%	21,644	0.02%	0.00%
Vanraj Bajaj Trust (Kiran Bajaj as a Trustee)	10,00,000	0.87%	10,00,000	0.87%	0.00%
Kumud Neelima Family Trust (Nimisha Jaipuria as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%
Kumud Nimisha Family Trust (Neelima Bajaj Swamy as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 16 : Equity share capital (Contd..)

(₹ in Lakhs)

Promoter Name	As at		As at		% change during the year
	31st March, 2026		31st March, 2025		
	No of shares	% of total shares	No of shares	% of total shares	
Madhur Neelima Family Trust (Kumud Bajaj as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%
Madhur Nimisha Family Trust (Kumud Bajaj as a Trustee)	1,25,799	0.11%	1,25,799	0.11%	0.00%
Total	7,23,42,279	62.69%	7,23,42,279	62.69%	0.00%

(₹ in Lakhs)

Promoter Name	As at		As at		% change during the year
	31st March, 2026		31st March, 2025		
	No of shares	% of total shares	No of shares	% of total shares	

Promoters

Mr. Shekhar Bajaj	18,14,639	1.57%	18,14,639	1.58%	(0.01%)
Mr. Madhur Bajaj****	2,00,000	0.17%	2,00,000	0.17%	0.00%
Mr. Niraj Bajaj	11,30,882	0.98%	11,30,882	0.98%	0.00%
Mr. Sanjivnayan Bajaj *	4,28,749	0.37%	4,28,749	0.37%	0.00%
Mr. Rahulkumar Bajaj **	NA	NA	NA	NA	0.00%
Mr. Rajivnayan Bajaj ***	-	0.00%	-	0.00%	0.00%

Promoter Group

Individuals:

Mrs. Kiran Bajaj	75,45,224	6.54%	75,45,224	6.55%	(0.01%)
Ms. Neelima Bajaj Swamy	1,85,000	0.16%	2,00,000	0.17%	(0.01%)
Ms. Minal Bajaj	6,94,674	0.60%	6,94,674	0.60%	0.00%
Ms. Geetika Bajaj	21,60,084	1.87%	21,60,084	1.88%	(0.01%)
Ms. Sunaina Kejriwal	-	0.00%	12,40,730	1.08%	(1.08%)
Mr. Niravnayan Bajaj	2,82,507	0.24%	2,82,507	0.25%	(0.01%)
Ms. Kumud Bajaj	2,00,000	0.17%	2,00,000	0.17%	0.00%
Ms. Pooja Bajaj	15,41,875	1.34%	15,41,875	1.34%	0.00%
Ms. Suman Jain	1,10,700	0.10%	1,10,700	0.10%	0.00%
Ms. Kriti Bajaj	1,01,297	0.09%	1,01,297	0.09%	0.00%
Ms. Shefali Bajaj	33,767	0.03%	33,767	0.03%	0.00%
Ms. Deepa Bajaj	1,126	0.00%	1,126	0.00%	0.00%
Master Vanraj Bajaj	18,43,556	1.60%	18,43,556	1.60%	0.00%
Mr. Manish Santoshkumar Kejriwal	12,40,730	1.08%	-	0.00%	1.08%

Body Corporate

Jamnalal Sons Private Limited	2,25,48,276	19.55%	2,25,48,276	19.57%	(0.02%)
Bajaj Holdings And Investment Limited	1,91,36,840	16.59%	1,91,36,840	16.61%	(0.02%)
Hind Musafir Agency Limited	12,88,000	1.12%	12,88,000	1.12%	0.00%
Baroda Industries Private Limited	14,12,738	1.22%	14,12,738	1.23%	(0.01%)
Bajaj International Private Limited	9,17,881	0.80%	9,17,881	0.80%	0.00%
Hercules Investments Limited	6,24,596	0.54%	6,24,596	0.54%	0.00%
Shekhar Holdings Private Limited	5,40,253	0.47%	5,40,253	0.47%	0.00%
Rahul Securities Private Limited	4,67,093	0.40%	4,67,093	0.41%	(0.01%)
Bachhraj Factories Private Limited	1,05,466	0.09%	1,05,466	0.09%	0.00%
Bajaj Sevashram Private Limited	5,550	0.00%	5,550	0.00%	0.00%
Bachhraj And Company Private Limited	81,585	0.07%	66,585	0.06%	0.01%
Kamalnayan Investment & Trading Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Madhur Securities Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Niraj Holdings Private Limited	4,72,162	0.41%	4,72,162	0.41%	0.00%
Rupa Equities Private Limited	1,110	0.00%	1,110	0.00%	0.00%

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 16 : Equity share capital (Contd..)

(₹ in Lakhs)

Promoter Name	As at		As at		% change during the year
	31st March, 2026		31st March, 2025		
	No of shares	% of total shares	No of shares	% of total shares	
Sanraj Nayan Investments Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Trusts					
Niravnayan Trust (Niraj Bajaj as a Trustee)	5,24,721	0.45%	5,24,721	0.46%	(0.01%)
Neelima Bajaj Swamy Family Trust (Neelima Bajaj Swamy as a Trustee)	8,12,973	0.70%	8,12,973	0.71%	(0.01%)
Nimisha Jaipuria Family Trust (Nimisha Jaipuria as a Trustee)	6,28,043	0.54%	6,28,043	0.55%	(0.01%)
Kriti Bajaj Family Trust (Minal Niraj Bajaj as a Trustee)	5,00,000	0.43%	5,00,000	0.43%	0.00%
Niravnayan Bajaj Family Trust (Niraj Bajaj as a Trustee)	5,00,000	0.43%	5,00,000	0.43%	0.00%
Rishab Family Trust (Rajivnayan Bajaj as a Trustee)	-	0.00%	-	0.00%	0.00%
Sanjali Family Trust (Sanjivnayan Bajaj as a Trustee)	2,62,717	0.23%	2,62,717	0.23%	0.00%
Siddhant Family Trust (Sanjivnayan Bajaj as a Trustee)	2,62,717	0.23%	2,62,717	0.23%	0.00%
Nimisha Bajaj Family Trust (Kumud Bajaj as a Trustee)	2,06,575	0.18%	2,06,575	0.18%	0.00%
Neelima Bajaj Family Trust (Kumud Bajaj as a Trustee)	21,644	0.02%	21,644	0.02%	0.00%
Vanraj Bajaj Trust (Kiran Bajaj as a Trustee)	10,00,000	0.87%	10,00,000	0.87%	0.00%
Kumud Neelima Family Trust (Nimisha Jaipuria as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%
Kumud Nimisha Family Trust (Neelima Bajaj Swamy as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%
Madhur Neelima Family Trust (Kumud Bajaj as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%
Madhur Nimisha Family Trust (Kumud Bajaj as a Trustee)	1,25,799	0.11%	1,25,799	0.11%	0.00%
Total	7,23,42,279	62.69%	7,23,42,279	62.82%	(0.13%)

* Considered as a Promoter post demise of Mr. Rahul Kumar Bajaj on February 12, 2022

** Ceased to be a promoter post sad demise on February 12, 2022

*** Rajivnayan Bajaj classified in Promoter category from June, 2023 quarter

**** Ceased to be a promoter post sad demise on April 11, 2025v

Note 17 : Other Equity

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
i) Securities premium reserve	68,501.55	68,200.48
ii) General reserve	45,967.75	45,967.75
iii) Share options outstanding account	3,580.95	3,117.83
iv) Retained earnings	27,570.37	38,351.47
v) Capital reserve	175.18	175.18
vi) Capital redemption reserve	135.71	135.71
vii) Effective Portion of Cashflow Hedges	-	(38.31)
viii) Share application money pending allotment	0.02	-
ix) Amalgamation adjustment reserve	(2,327.15)	(2,327.15)
Total reserves and surplus	1,43,604.38	1,53,582.96

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 17 : Other Equity (Contd..)

i) Securities premium reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	68,200.48	67,307.46
Add: Exercise of share options	84.14	603.92
Add: Exercise of options - transferred from shares options outstanding account	216.93	289.10
Closing Balance	68,501.55	68,200.48

ii) General Reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	45,967.75	45,967.75
Closing Balance	45,967.75	45,967.75

iii) Shares options outstanding account

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	3,117.83	2,698.94
Add : Employee stock option expense	987.24	1,121.06
Less : Transferred to retained earnings on account on lapse of vested options	(307.19)	(413.07)
Less : Exercise of options - to securities premium	(216.93)	(289.10)
Closing Balance	3,580.95	3,117.83

iv) Retained earnings

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	38,351.47	27,895.47
Add / (less) : Net profit / (loss) for the year	(7,725.74)	13,342.46
Add : Other comprehensive income	97.95	157.42
Add : Transferred from share options reserve for vested cancelled options	307.19	413.07
Less: Dividend on equity shares	(3,460.50)	(3,456.95)
Closing Balance	27,570.37	38,351.47

v) Capital reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	175.18	175.18
Closing Balance	175.18	175.18

vi) Capital redemption reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	135.71	135.71
Closing Balance	135.71	135.71

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 17 : Other Equity (Contd..)

vii) Effective Portion of Cashflow Hedges

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	(38.31)	(38.31)
Add / (less): Charge for the year	38.31	-
Closing Balance	-	(38.31)

viii) Share application money pending allotment

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	-	3.03
Add / (less) : (Issue of share capital) / share application monies received	0.02	(3.03)
Closing Balance	0.02	-

ix) Amalgamation adjustment reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	(2,327.15)	(2,327.15)
Closing Balance	(2,327.15)	(2,327.15)

Nature and purpose of reserves

Securities Premium

Securities Premium Reserve is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act, 2013.

General Reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid-up capital of the Company for that year, then the total dividend distribution is less than the total distributable results for that year. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

Share options outstanding account

The fair value of the equity-settled share based payment transactions is recognised in Statement of Profit and Loss with corresponding credit to Employee Stock Options Outstanding Account.

Effective Portion of Cashflow Hedges

The Company uses hedging instruments as part of its management of foreign currency risk and interest rate risk associated on borrowings. For hedging foreign currency and interest rate risk, the Company uses foreign currency forward contracts, cross currency swaps, foreign currency option contracts and interest rate swaps. To the extent these hedges are effective, the change in fair value of the hedging instrument is recognised in the effective portion of cash flow hedges. Amounts recognised in the effective portion of cash flow hedges is reclassified to the statement of profit and loss when the hedged item affects profit or loss.

Amalgamation adjustment reserve

The Company creates amalgamation adjustment reserve on account of business combination pursuant to any schemes for merger/demerger, etc.

Retained earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 17 : Other Equity (Contd..)

Capital reserve

In case of business combinations, if the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

Capital redemption reserve

The Company in the past had redeemed certain preference shares of ₹1,000.00 lakhs. The Company had set aside an equal amount from retained earnings into capital redemption reserve. Further, the said capital redemption reserve was used for issue of bonus shares in the year ended March 31, 2008 and an amount of ₹ 864.29 lakhs was utilised from the said reserve.

Distribution paid and proposed

(₹ in Lakhs)		
Particulars	31-Mar-26	31-Mar-25
Dividend proposed		
Final dividend proposed for the year ended March 31, 2026 of ₹ 3/- per share, pending shareholder's approval	3,461.72	-
Dividend paid:		
Final dividend paid for the year ended March 31, 2025 of 3/- per share and March 31, 2024 of 3/- per share	3,460.50	3,456.95

Note 18 : Borrowings

There are no borrowings outstanding as at 31st March 2026 and 31st March 2025

Note a : Below are the details of the assets hypothecated and immovable properties charged towards the facility of fund and non-fund based limits with the Company

First pari passu charge by way of hypothecation of inventories, book debts and all movable assets under the head property, plant and equipment

First pari passu charge on the Company's immovable properties at

- Hari Kunj - Flat No. 103 and 104, 'B' wing, Sindhi Society, Chembur East, Mumbai - 400071
- Second pari passu charge over present and future property, plant and equipment of the Company, situated at
- Chakan Unit : Village Mahalunge, Chakan Talegaon Road, Khed, Pune - 410501;
- Showroom on Ground floor and Office Premises on Second Floor at Bajaj Bhawan 226, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400 021.
- Office Premises No : 701, 'Rustomjee Aspiree', Bhanu Shankar Yagnik Marg, Off Eastern Highway, Sion (East), Mumbai - 400 022
- R & D centre at Plot no. 27/ pt 2/ at Millennium Business Park, TTC Industrial area, Mahape, Navi Mumbai

The Company has not defaulted on any loans which were due for repayment during the year.

Note b : The Company has funded and non-funded borrowing limits from banks and financial institutions and has utilised the same for the specific purpose for which it was taken. Further, these limits are on the basis of security of current assets and the Company has filed quarterly returns / statement of current assets with banks or financial institutions which are in agreement with the books of accounts.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 19 : Other Financial Liabilities

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Non Current		
Deferred consideration payable (refer note 45)	3,436.30	-
Employee benefit liabilities	17.27	19.24
Total other non-current financial liabilities	3,453.57	19.24

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Current		
Capital creditors	188.21	366.34
Unpaid dividends	32.18	39.06
Trade deposits (dealers, vendors etc.)	748.67	662.24
Derivative liability	-	13.05
Deferred consideration payable (refer note 45)	4,900.00	-
Other payables	1,143.90	742.58
Liability towards corporate social responsibility (shortfall) (refer note 43)	223.96	247.90
Employee benefit liabilities	4,030.98	4,889.04
Total other current financial liabilities	11,267.90	6,960.21

All the above financial liabilities are carried at amortised cost except for derivative liabilities (forward exchange contracts) which are fair valued through profit and loss and financial guarantee contracts which are initially recognised at fair value.

Note 20 : Provisions

(₹ in Lakhs)

Particulars	31-Mar-26			31-Mar-25		
	Current	Non Current	Total	Current	Non Current	Total
Service warranties*	7,249.47	779.23	8,028.70	4,505.86	1,221.62	5,727.48
Legal claims	36.23	-	36.23	247.24	-	247.24
Other matters**	748.46	-	748.46	566.83	-	566.83
Total Provisions	8,034.16	779.23	8,813.39	5,319.93	1,221.62	6,541.55

Movement in provisions is as given below:

(₹ in Lakhs)

Particulars	Service Warranties	Legal Claims	Other matters
Closing balance as on 31st March, 2024	5,446.75	302.41	448.16
Provision for the year	6,206.29	-	118.67
Utilised during the year	(5,925.56)	(55.17)	-
Closing balance as on 31st March, 2025	5,727.48	247.24	566.83
Provision for the year	8,206.00	-	181.63
Utilised during the year	(5,904.78)	(211.01)	-
Closing balance as on 31st March, 2026	8,028.70	36.23	748.46

*Refer note 1D(1)

**The Company has made provisions for certain litigation cases and pending assessments in respect of taxes, the outflow of which would depend on the outcome of the respective events.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations

(₹ in Lakhs)

Particulars	31-Mar-26			31-Mar-25		
	Current	Non Current	Total	Current	Non Current	Total
Leave obligations	739.60	1,283.58	2,023.18	436.43	1,277.37	1,713.80
Interest rate guarantee on provident fund	-	613.41	613.41	-	469.90	469.90
Gratuity (refer note a below)	2,635.44	4,317.69	6,953.13	1,097.20	3,089.09	4,186.29
Total employee benefit obligations	3,375.04	6,214.68	9,589.72	1,533.63	4,836.36	6,369.99

Disclosure of defined benefit plans are as given below :

A. Gratuity :

The Company has a defined benefit gratuity plan in India (Funded) for its employees, which requires contribution to be made to a separately administered fund. The gratuity benefit payable to the employees of the Company is greater of the two : (i) The provisions of Code on Social Security, 2020 or (ii) The Company's gratuity scheme as described below.

The Board of Directors of the Company has approved an amendment in the gratuity deed and making it consistent with the provisions of the applicable law governing payment of gratuity, including the Code on Social Security, 2020 (including Rules made thereunder), and any statutory modification, amendment, re-enactment, or replacement thereof, subject to the maximum limit prescribed under applicable law from time to time.

Completion of 240 days during the 5th year can be treated as completion of 1 year of continuous service.

In case of employees with age above the retirement age, the retirement is assumed to happen immediately and valuation is done accordingly.

Changes in the Present Value of Obligation are as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Present Value of Obligation as at the beginning	5,007.00	4,916.21
Current Service Cost	521.11	477.29
Past Service Cost (refer note 44)	2,322.73	-
Interest Cost	357.81	351.26
Re-measurement (gain) / loss arising from:		
- change in demographic assumptions	(39.07)	(370.01)
- change in financial assumptions	(539.24)	422.54
- experience adjustments (i.e. Actual experience vs assumptions)	27.04	(71.73)
Benefits Paid	(534.24)	(718.56)
Present Value of Obligation as at the end	7,123.14	5,007.00

Changes in the Fair Value of Plan Assets is as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Fair Value of Plan Assets as at the beginning	820.71	763.13
Investment Income	53.31	54.53
Employer's Contribution	2.80	-
Return on plan assets, excluding amount recognised in interest (expense) / income	(12.73)	3.05
Transfer In / (Out)	(694.08)	-
Fair Value of Plan Assets as at the end	170.01	820.71

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

Changes in the Fair Value of Reimbursement Right is as given below * (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Fair Value of Reimbursement Right as at the beginning	3,524.35	3,844.18
Transfer In / (Out)	694.08	-
Investment Income	228.92	274.66
Benefits Paid	(534.24)	(718.56)
Return on plan assets, excluding amount recognised in interest (expense)/income	(259.94)	124.07
Fair Value of Reimbursement Right as at the end	3,653.17	3,524.35

* Reimbursement right is a non-qualifying insurance policy under Ind AS 19 as it is with Bajaj Allianz Life Insurance Co. Ltd (a related party of Bajaj Electricals Limited). The same has been disclosed in Note 10 and Note 14 of the standalone financials statements

Amount recognised in balance sheet is as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	As on	
	31-Mar-26	31-Mar-25
Present Value of Obligation (a)	7,123.14	5,007.00
Fair Value of Plan Assets (b)	170.01	820.71
(Surplus) / Deficit (a- b)	6,953.13	4,186.29
Effects of Asset Ceiling, if any	-	-
Net Actuarially Valued (Asset) / Liability	6,953.13	4,186.29
Liability on an actual basis for employees at foreign branches	-	-
Total Net (Asset) / Liability	6,953.13	4,186.29

Amount recognised in statement of profit and loss and other comprehensive income is as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Costs charged to statement of profit and loss :		
Current Service Cost	521.11	477.29
Past Service Cost (refer note 44)	2,322.73	-
Investment Income	75.58	22.07
Expense recognised in statement of profit and loss	2,919.42	499.36
Re-measurement (gain) / loss arising from:		
Change in demographic assumptions	(39.07)	(370.01)
Change in financial assumptions	(539.24)	422.54
Experience adjustments (i.e. Actual experience vs assumptions)	27.04	(71.73)
Return on plan assets, excluding amount recognised in interest expense / (income)	272.67	(127.12)
(Income) / Expense recognised in Other Comprehensive Income	(278.60)	(146.32)
Total Expense Recognised during the year	2,640.82	353.04

Major categories of Plan Assets & Reimbursement Right (as percentage of Total Assets)

Particulars	As on	
	31-Mar-26	31-Mar-25
Funds managed by Insurer	100%	100%
Total	100%	100%

As the funds are managed wholly by the insurance company, the break-up of the plan assets is unavailable

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

The significant actuarial assumptions are as follows:

Financial Assumptions

Particulars	As on	
	31-Mar-26	31-Mar-25
Discount rate (per annum)	6.50%	6.50%
Salary growth rate (per annum)	4.60%	10.00%

Demographic Assumptions

Particulars	As on	
	31-Mar-26	31-Mar-25
Mortality Rate	100% of IALM 2012-14	100% of IALM 12-14

Summary of Membership Status

Particulars	As on	
	31-Mar-26	31-Mar-25
Number of employees	1,501	1,775
Total monthly salary (₹ In Lakhs)	1,243.91	896.70
Average past service (years)	7.05	6.19
Average age (years)	39.48	38.27
Average remaining working life (years)	18.53	19.74
Number of completed years valued	10,589	10,995
Decrement adjusted remaining working life (years)	2.97	3.16
Normal retirement age	58	58

Sensitivity Analysis

The sensitivity analysis is determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. (Amounts in INR Lakhs)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Defined Benefit Obligation (Base)	7,123.14	5,007.00

(₹ in Lakhs)

Particulars	31-Mar-26		31-Mar-25	
	Result of decrease	Result of increase	Result of decrease	Result of increase
Discount Rate (- / + 1%)	7,276.61	6,978.69	5,135.67	4,887.03
(% change compared to base due to sensitivity)	2.20%	(2.00%)	2.60%	(2.40%)
Salary Growth Rate (- / + 1%)	6,993.72	7,257.81	4,902.19	5,116.86
(% change compared to base due to sensitivity)	(1.80%)	1.90%	(2.10%)	2.20%
Attrition Rate (- / + 50% of attrition rates)	7,247.42	7,041.13	5,671.64	4,715.76
(% change compared to base due to sensitivity)	1.70%	(1.20%)	13.30%	(5.80%)
Mortality Rate (- / + 10% of mortality rates)	7,120.20	7,126.07	5,005.76	5,008.22
(% change compared to base due to sensitivity)	0.00%	0.00%	0.00%	0.00%

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

The description of plans ability to affect the amount, timing and uncertainty of the entity's future cash flows

a) Funding arrangements and Funding Policy

The scheme is managed on funded basis. Payment for present liability of future payment of gratuity is being made to approved gratuity fund, which fully covers the same under Cash Accumulation Policies of the Life Insurance Corporation of India (LIC) and Bajaj Life Insurance Ltd. (BLIL). Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company at regular intervals.

b) Expected Contribution during the next annual reporting period (Amounts in INR Lakhs)

Particulars	(₹ in Lakhs)	
	31-Mar-26	31-Mar-25
The Company's best estimate of Contribution during the next year	3,788.17	1,066.70

c) Maturity Profile of Defined Benefit Obligation (Amounts in INR)

Particulars	(₹ in Lakhs)	
	31-Mar-26	31-Mar-25
Weighted average duration (based on discounted cashflows)	2 Years	3 Years

Expected cash flows over the next (valued on undiscounted basis):(Amounts in INR Lakhs):	(₹ in Lakhs)	
	31-Mar-26	31-Mar-25
1 year	2,803.44	1,917.91
More than 1 and up to 2 years	1,423.35	820.20
More than 2 and up to 5 years	2,538.07	1,734.69
More than 5 and up to 10 years	1,283.22	1,188.57
More than 10 years	276.37	385.89

d) Funding

For gratuity, the Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance company, as part of the policy terms, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset)

B. Provident Fund (Defined Benefit Plan) :

Bajaj Electricals Limited operates in two schemes for the compliance of provident fund statute - (i) Bajaj Electricals Limited Employees' Provident Fund Trust (defined benefit plan) and (ii) RPFC Contributions for provident fund (defined contribution plan).

For exempt provident fund, the defined benefit obligation of the Company arises from the possibility that during anytime in the future, the scheme may earn insufficient investment income to meet the guaranteed interest rate declared by government / EPFO / relevant authorities as well as for fund assets shortfall as against the liabilities of the Trusts

The net defined benefit obligation as at the valuation date represents the excess of accumulated fund value (determined on actuarial basis) plus interest rate guaranteed liability over the fair value of plan assets or vice-a-versa

The benefit valued under PF obligation are summarised below:

Normal Retirement Age	58 Years *
Benefit on normal retirement	Accrued Account Value
Benefit on early retirement / termination / resignation / withdrawal	Accrued Account Value
Benefit on death in service	Accrued Account Value

* The standard retirement date for executive employees is June 30th of every year and the same is April 1st of every year for the staff employees.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

The company's compliances for provident fund is governed by Employees' Provident Fund and Miscellaneous Provisions Act, 1952. Responsibility for governance of the plans, including investment decisions and contribution schedules lies jointly with the company and the board of trustees. The board of trustees are composed of representatives of the company and plan participants in accordance with the plan's regulations

Changes in the Present Value of Obligation of Trusts are as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Present Value of Obligation as at the beginning	22,832.96	23,044.84
Interest Cost	1,479.19	1,586.12
Current Service Cost	1,136.68	1,094.55
Employee's Contributions	1,669.13	1,639.65
Transfer In / (out) of the liability	80.53	580.55
Settlement of PF Trust to EPFO*	(507.01)	-
Benefits Paid	(3,157.50)	(5,164.66)
Re-measurement (gain) / loss arising from:		
- experience variance (i.e. Actual experience vs assumptions), loss if positive	261.98	36.37
- change in financial assumptions	100.25	15.54
Present Value of Obligation as at the end	23,896.21	22,832.96

Changes in the Fair Value of Plan Assets of Trusts are as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Fair Value of Plan Assets as at the beginning	23,257.33	23,505.39
Investment Income	1,470.93	1,616.53
Employer's Contributions	1,077.28	1,021.62
Employee's Contributions	1,669.13	1,639.65
Transfers In	80.53	580.55
Settlement of PF Trust to EPFO*	(1,025.58)	-
Benefits Paid	(3,157.50)	(5,164.66)
Return on plan assets, excluding amount recognised in interest (expense)/income	269.96	58.25
Fair Value of Plan Assets as at the end	23,642.08	23,257.33

A deterministic approach is considered to estimate the value of Interest Rate Guarantee on the Exempt Provident Fund. The per annum cost of guarantee at which Interest Rate Guarantee Liability has been valued is mentioned below

Amount recognised in balance sheet of Trusts is as given below:

Bajaj Electricals Limited Employees' Provident Fund Trust (for H.O. employees) (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	As on	
	31-Mar-26	31-Mar-25
Present Value of Obligation	23,896.21	22,832.96
Fair Value of Plan Assets	23,642.08	23,257.33
Surplus / (Deficit)	(254.13)	424.37
Effects of Asset Ceiling, if any	-	-
Net Asset / (Liability)	(254.13)	424.37
Interest rate guarantee (included in present value of obligation)	613.41	469.90

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

Amount recognised in statement of profit and loss and other comprehensive income of Trusts is as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Costs charged to statement of profit and loss :		
Current Service Cost	1,136.68	1,094.55
Interest Cost	1,479.19	1,586.12
Investment Income	(1,470.93)	(1,616.53)
Expense recognised in statement of profit and loss	1,144.94	1,064.14
Re-measurement (gain) / loss arising from:		
- Experience variance (i.e. Actual experience vs assumptions) *	261.98	36.37
- change in financial assumptions	100.25	15.54
Return on plan assets, excluding amount recognised in interest expense / (income)	(269.96)	(58.25)
Expense recognised in Other Comprehensive Income	92.27	(6.34)
Total Expense Recognised during the year	1,237.21	1,057.80

* included in other comprehensive income in the statement of profit and loss

The significant actuarial assumptions are as follows :

Financial and Demographic Assumptions

Particulars	As on	
	31-Mar-26	31-Mar-25
Discount rate (per annum)	7.11%	6.67%
Interest rate guarantee (per annum)	8.25%	8.25%
Average Historic Yield on the Investment (p.a.)	7.82%	7.91%
Mortality Rate	100.00%	100.00%

Particulars	As on	
	31-Mar-26 Live Employees	31-Mar-25 Live Employees
Attrition Rate, based on ages:		
- Up to 30 years	4.99%	4.99%
- 31 to 44 years	3.63%	3.63%
- 45 to 57 years	3.62%	3.62%
- Above 57 years	0.38%	0.38%

Summary of Membership Status :

Particulars	As on	
	31-Mar-26	31-Mar-25
Live Number of employees	1,372	1,355
Average age active employees (years)	39.10	38.89

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

Major categories of Plan Assets (as percentage of Total Plan Assets)

Particulars	As on	
	31-Mar-26	31-Mar-25
Government of India securities	1.60%	3.20%
State Government securities	35.70%	37.50%
High quality corporate bonds	38.50%	34.40%
Equity shares of listed companies	18.80%	0.00%
Special Deposit Scheme	0.00%	6.50%
Funds managed by Insurer	0.00%	0.00%
Bank balance	0.00%	0.40%
Other Investments	5.40%	18.00%
Total	100.00%	100.00%

Sensitivity Analysis

The sensitivity analysis is determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. (Amounts in INR Lakhs)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Defined Benefit Obligation (Base)	23,896.21	22,832.96

(₹ in Lakhs)

Particulars	31-Mar-26		31-Mar-25	
	Result of decrease	Result of increase	Result of decrease	Result of increase
Discount Rate (- / + 1%)	23,920.67	23,873.21	22,849.93	22,816.93
(% change compared to base due to sensitivity)	0.10%	(0.10%)	0.10%	(0.10%)
Interest rate guarantee (- / + 1%)	23,282.83	25,438.67	22,363.09	24,264.86
(% change compared to base due to sensitivity)	(2.60%)	6.50%	(2.10%)	6.30%

The description of plans ability to affect the amount, timing and uncertainty of the entity's future cash flows

a) Funding arrangements and Funding Policy

The scheme is managed on funded basis. Payment for present liability of future payment of PF is made by the Company towards shortfall of Bajaj Electricals Limited Employees' Provident Fund Trust. The investments for the same are managed by Trustees as per advice and recommendations of a professional consultant and in compliance of obligatory pattern of investments as per government notification in official gazette for the pattern of investment for EPF exempted establishments. Any deficit in the assets of PF Trusts is funded by the Company. The provident fund for certain employees is a defined contribution plans covered under RPF Contributions

b) Expected contribution during the next annual reporting period (Amounts in INR Lakhs)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
The Trusts' best estimate of Contribution during the next year	1,128.83	1,070.50

This has been calculated assuming that the employer's contribution next year shall increase by 5%.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

c) Asset liability matching strategies

For PF Trust Investments, the same are managed by Trustees as per advice and recommendations of a professional consultant. The Employees' Provident Fund Organisation, Ministry of Labour, Government of India, vide its notification in official gazette notified the pattern of investment for EPF exempted establishments, which depicts the obligatory pattern of investments of PF contributions and interests. The pattern mandates to invest as below :

Category / Sub-Category	Percentage of amount to be invested
Government Securities and Related Investments	Minimum 45% and up to 50%
Debt Instruments and Related Investments	Minimum 35% and up to 45%
Short-Term Debt Instruments and Related Investments	Up to 5%
Equity and Related Investments	Minimum 5% and up to 15%
Asset Backed, Trust Structured and Miscellaneous Investments	Up to 5%

C. Expenses Recognised during the year (Defined Contribution Plan) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Provident Fund	1,169.50	1,157.00
Superannuation	209.42	200.93
Pension	549.95	546.04

Note 22 : Trade Payables

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Current		
Dues to micro, small and medium enterprises *	4,626.41	5,424.00
Trade payable due to others	42,121.27	39,532.55
Total current trade payables	46,747.68	44,956.55

For payables to related parties, refer note 38

* Information as required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

Principal amount and interest due thereon remaining unpaid to any supplier covered under MSMED Act, 2006:

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Principal	4,440.13	5,180.94
Interest	186.28	243.06
The amount of interest paid by the buyer in terms of Section 16, of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	186.28	243.06
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 22 : Trade Payables(Contd..)

Trade Payables aging schedule as at March 31, 2026

(₹ in Lakhs)

Particulars	Outstanding for following periods from transaction date				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
(i) Micro, small and medium enterprises (MSME)	4,558.52	67.89	-	-	4,626.41
(ii) Others	41,517.68	238.88	128.03	236.68	42,121.27
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
TOTAL	46,076.20	306.77	128.03	236.68	46,747.68

Trade Payables aging schedule as at March 31, 2025

(₹ in Lakhs)

Particulars	Outstanding for following periods from transaction date				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
(i) Micro, small and medium enterprises (MSME)	5,222.01	126.39	22.38	53.22	5,424.00
(ii) Others	36,867.34	1,205.27	644.47	814.81	39,531.89
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	0.66	0.66
TOTAL	42,089.35	1,331.66	666.85	868.69	44,956.55

There are "no unbilled" and "Not due" trade payables, hence the same are not disclosed in the ageing schedule.

Note 22.1 : Trade credits

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Customer credits *	65,551.82	65,145.26
Supplier credits **	85,269.92	81,150.16
Total trade credits	1,50,821.74	1,46,295.42

* Customer credits include receivables which are subject to factoring arrangements and channel financing facilities. Under this arrangement the Company has transferred the relevant receivables to the factor in exchange for cash. The Company continues to recognise the transferred assets in their entirety in its balance sheet with the corresponding liability under customer credits.

** Supplier's credit includes amounts payable towards vendor financing entered into with the suppliers. Under this arrangement, the supplier is eligible to receive payment prior to the expiry of extended credit period by assigning such invoices to a third-party purchaser bank based on security in the form of an undertaking issued by the Company to the bank. Further, the supplier charges interest to the Company for the extended credit period which has been presented under Finance Cost. There were no significant non-cash changes in the carrying amount of the trade payables included in the Company's supplier finance arrangement. This also represents the amounts for which the suppliers have received payment.

Note 23 : Other Current Liabilities

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Statutory liabilities payable	8,866.32	2,218.64
Deferred revenue (majorly retailer bonding program)	2,960.96	4,777.50
Total other current liabilities	11,827.28	6,996.14

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 24 : Revenue from operations

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Sale of products	4,27,751.23	4,69,932.20
Revenue from Illumination projects	17,076.94	11,659.13
Other operating revenue		
Scrap sales	524.63	925.86
Insurance claims	623.61	85.38
Others (majorly export incentives)	239.57	240.79
Total revenue from operations (Refer Note 41 (i))	4,46,215.98	4,82,843.36

For details of related parties transactions, refer note 38.

Note 25 : Other income

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Interest income on bank deposits and others	2,459.43	2,581.12
Interest income from financial assets at amortised cost	147.46	159.77
Interest on income tax refund	439.64	27.39
Rental income	270.16	282.57
Net gain on disposal of property, plant & equipment	54.15	437.02
Others		
Impairment allowance on trade receivables and others written back	617.65	516.45
Credit balance written back	60.81	226.23
Gain on termination of right-of-use assets	409.42	60.19
Others (majorly cross charge from group entity and income from package scheme of incentives) *	1,759.46	1,186.92
Total other income	6,218.18	5,477.66

* Others includes government grants (Packaged Scheme of Incentives) of ₹ 1,227.97 lakhs for the year ended March 31, 2026 (Nil for year ended March 31, 2025)

Note 26 : Cost of raw materials consumed

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Raw materials at the beginning of the year	6,381.50	7,266.08
Add : Purchases	49,228.05	53,967.91
Less : Raw materials at the end of the year (refer note 11)	6,317.47	6,381.50
Total cost of raw material consumed	49,292.08	54,852.49

Note 26 : Changes in inventories of work-in-progress, finished goods, traded goods

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening balance		
Work in progress	2,491.02	2,872.34
Finished Goods	1,505.39	1,789.40
Traded goods (including materials in transit)	60,467.82	62,689.85
Total opening balance	64,464.23	67,351.59

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 26 : Changes in inventories of work-in-progress, finished goods, traded goods (Contd..)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Closing balance		
Work in progress (refer note 11)	2,302.71	2,491.02
Finished Goods (refer note 11)	1,300.62	1,505.39
Traded goods (including materials in transit) (refer note 11)	42,586.63	60,467.82
Total Closing balance	46,189.96	64,464.23
Total Changes in inventories of work in progress, traded goods and finished goods	18,274.27	2,887.36

Note 27 : Erection and subcontracting expenses

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Erection and subcontracting expense	5,115.83	3,892.84
Total Erection and subcontracting expense	5,115.83	3,892.84

Note 28 : Employee benefits expenses

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Salaries, wages and bonus	35,249.42	34,071.69
Contribution to provident and other funds (refer note 21)	1,992.99	1,966.73
Employees share based payment expense including cross charge (refer note 33)	1,012.29	1,165.06
Gratuity (refer note 21)	596.69	499.36
Staff welfare expenses	258.15	296.07
Total employee benefit expense	39,109.54	37,998.91

For details of related parties transactions, refer note 38.

Note 29 : Depreciation and amortisation expense

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Depreciation of property, plant and equipment (Note 2)	7,620.75	7,292.26
Depreciation on investment properties (Note 4.1)	81.95	93.46
Amortisation of intangible assets (Note 4)	672.11	1,148.50
Depreciation of Right of Use assets (Note 3)	5,776.84	5,872.91
Total depreciation and amortisation expense	14,151.65	14,407.13

Note 30 : Other expenses

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Consumption of stores and spares	246.64	326.03
Packing material consumed	3,352.55	4,006.29
Power and fuel	1,333.23	1,496.99
Rent (refer note 42)	1,015.18	823.67
Repairs and maintenance		
Plant and machinery	327.94	431.57
Buildings	19.66	19.15
Others	206.36	325.59
Telephone and communication charges	324.90	377.18
Rates and taxes	45.93	104.52

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 30 : Other expenses (Contd..)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Travel and conveyance	4,336.21	4,269.74
Insurance	1,031.64	1,181.87
Printing and stationery	45.33	57.49
Directors fees	68.50	80.50
Non executive directors commission	52.00	63.00
Advertisement and publicity	11,652.12	14,036.62
Freight and forwarding	15,967.67	13,135.80
Product promotion, demonstration and installation charges	13,127.74	10,568.73
Sales commission	1,587.26	1,573.55
Impairment allowance for doubtful debts and advances (net of reversals)	944.65	599.06
Bad debts and other irrecoverable debit balances written off	1,112.44	816.11
Payments to auditors (refer note 30(a))	175.23	154.47
Corporate social responsibility expenditure (refer note 43)	455.81	471.22
E-Waste Management	1,546.96	1,000.68
Legal and professional fees	1,836.81	2,276.56
Sales tax expenses (net)	120.00	214.97
Security service charges	1,312.56	1,274.27
Software expenses (AMC)	3,665.40	3,355.54
Warehouse Management Services	3,604.03	3,493.96
Warranty expenses (net of insurance premium and claims)	4,492.01	6,414.19
Miscellaneous expenses	8,257.84	7,736.19
Total other expenses	82,264.60	80,685.51

For details of related parties transactions, refer note 38.

Note 30(a) : Details of payment to auditors

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Payment to Auditors		
As Auditor		
Audit fee	112.00	102.00
Tax audit fee	6.00	4.00
Limited review fees	41.00	37.33
In other capacities		
Certification fees	10.77	0.75
Re-imbursment of expenses	5.46	10.39
Total payment to auditors	175.23	154.47

Note 31 : Finance costs

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Interest expense on financing activities including trade credits	3,321.59	4,162.16
Interest expense on mobilization advances	203.23	274.81
Interest expense on lease liabilities (refer note 3)	1,797.39	2,005.47
Unwinding of discount on provisions	101.53	84.42
Other borrowing costs	196.77	457.83
Total finance cost	5,620.51	6,984.69

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 32 : Income Tax Expense

(a) Income Tax Expense

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Current Tax		
Current income tax charge	777.71	4,950.63
Adjustments of tax relating to earlier years	1,052.19	-
Total Current tax expense	1,829.90	4,950.63
Total deferred tax expense / (benefit)	(1,641.71)	(1,325.50)
Income tax expense in the statement of profit and loss	188.19	3,625.13

(b) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Profit / (loss) before income tax expense	(7,537.55)	16,967.59
Income Tax @ standard tax rate of 25.168% (March 31, 2025 - 25.168%)	(1,897.05)	4,270.40
Permanent differences due to:		
Adjustments of tax relating to earlier years	1,052.19	-
Capital gains	-	(626.71)
Impairment of goodwill	665.53	-
Corporate social responsibility	117.95	124.88
Interest on micro, small & medium enterprises	46.88	(156.33)
Donation expenses	-	0.52
Others	202.69	12.37
Income Tax Expense reported in statement of profit and loss	188.19	3,625.13

Note 33 : Employee stock options :

I. Details of the ESOS :

Sr. No.	Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
1	Date of Shareholder's Approval	Approved at AGM held on 26 July 2007. Revised/Modified at AGM held on 28 July 2010.		As per the Postal Ballot dated 21 Jan 2016	Approved via Postal Ballot dated 25 Jan 2024
2	Total Number of Options approved	Bajaj Growth 2007 Scheme approved 4,321,440 shares of face value ₹2 each (erstwhile 864,288 shares of ₹10 each prior to share-split) equivalent to 5% of paid up equity shares i.e. 86,428,800 shares as at the date of the announcement of scheme. The ESOP 2011 being the modified ESOP 2007 Scheme approved aggregate of 78,03,560 shares of face value ₹2 each equivalent to 8% of paid up equity shares i.e. 97,544,495 as at the date of the announcement of scheme.		30,27,073 shares of face value ₹2 each equivalent to 3% of paid up equity i.e. 100,902,426 shares as at the date of the announcement of scheme.	5,75,510 shares of face value ₹2 each, equivalent to 0.50% of paid-up equity capital (i.e. 11,51,01,953 shares as on the date of announcement of scheme).

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

Sr. No.	Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
3	Vesting Requirements & Exercise Period	<p>The vesting of options is subject solely to the condition of continued employment with the Company. Options are granted to employees at the level of Assistant General Manager and above.</p> <p>In accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, the SEBI (Share Based Employee Benefits) (Amendment) Regulations, 2015, and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the Company maintains a minimum period of one year between the grant of options and their vesting.</p> <p>As per the Company's policy, vested options under all ESOP Schemes may be exercised at any time within three years from the date of vesting.</p> <p>Options granted under the plan do not carry any dividend or voting rights until they are exercised and equity shares are duly allotted. Upon exercise, each option entitles the holder to one equity share of the Company.</p>			<p>The vesting of options granted under the PSOP 2023 Scheme shall be subject to the fulfilment of specified performance criteria, including the Company's overall performance and individual performance assessments. The vesting confirmation, along with specific details, will be provided by the HR team closer to the respective vesting dates. Options are granted to employees at the level of Assistant General Manager and above.</p> <p>In compliance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, the SEBI (Share Based Employee Benefits) (Amendment) Regulations, 2015, and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the Company adheres to a minimum period of one year between the date of grant and the date of vesting of options.</p> <p>As per the Company's policy under the PSOP 2023 Scheme, vested options may be exercised at any time within two years from the date of vesting.</p> <p>Options granted under the plan do not carry any dividend or voting rights until they are exercised and equity shares are duly allotted to the employees. Upon exercise, each option entitles the holder to receive one equity share of the Company.</p>
4	The Pricing Formula	Closing price on the stock exchange where there is highest traded volume on working day prior to the date of grant.			
5	Maximum term of Options granted (years)	7 Years	7 Years	7 Years	5 Years
6	Method of Settlement	Equity settled	Equity settled	Equity settled	Equity settled
7	Source of shares	Fresh Issue	Fresh Issue	Fresh Issue	Fresh Issue

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

Sr. No.	Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
8	Variation in terms of ESOP	Nil	Nil	The Nomination & Remuneration Committee of the Company at its meeting held on 12 November 2021 amended the Scheme to align it with the requirements of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	Nil
9	Equity Shares reserved for issue under Employee Stock Options outstanding as at March 31, 2025	As of 31 March 2026, the Company has a total pool of 30,27,073 equity shares of ₹2/- each available for issuance under the ESOP 2015 Scheme. Out of this: - 12,57,598 stock options remain ungranted, - 4,34,050 stock options have been vested and are exercisable, and - 1,42,250 stock options are currently unvested. Accordingly, the total number of equity shares reserved for issuance under the ESOP 2015 Scheme and outstanding as on 31 March 2026, is 5,76,300 stock options.			As of 31 March 2026, the Company has a total pool of 5,75,510 equity shares of ₹2/- each available for issuance under the PSOP 2023 Scheme. Out of this: - 1,55,889 stock options remain ungranted, - 6,833 stock options have been vested and are exercisable, and - 3,94,078 stock options are currently unvested. Accordingly, the total number of equity shares reserved for issuance under the PSOP 2023 Scheme and outstanding as on 31 March 2026, is 5,56,800 stock options.

II. Option Movement

Option Movement during the year ended March 31, 2026

Sr. No.	Particulars	BAJAJ GROWTH 2007		ESOP 2011		ESOP 2015		PSOP 2023	
		No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price
1	No. of Options Outstanding at the beginning of the year	-	-	-	-	7,36,050	926.98	1,38,424	2.00
2	Options Granted during the year	-	-	-	-	-	NA	3,30,342	2.00
3	Options Forfeited / Surrendered during the year	-	-	-	-	1,10,500	945.44	49,145	2.00
4	Options Expired (Lapsed) during the year	-	-	-	-	19,500	693.13	-	NA

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

Sr. No.	Particulars	BAJAJ GROWTH 2007		ESOP 2011		ESOP 2015		PSOP 2023	
		No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price
5	Options Exercised during the year	-	-	-	-	29,750	284.83	18,710	2.00
6	Number of options outstanding at the end of the year	-	-	-	-	5,76,300	964.51	4,00,911	2.00
7	Number of options exercisable at the end of the year	-	-	-	-	4,34,050	950.45	6,833	2.00

Option Movement during the year ended March 31, 2025

Sr. No.	Particulars	BAJAJ GROWTH 2007		ESOP 2011		ESOP 2015		PSOP 2023	
		No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price
1	No. of Options Outstanding at the beginning of the year	-	-	-	-	11,68,475	875.16	-	-
2	Options Granted during the year	-	-	-	-	42,500	921.30	1,55,681.00	2.00
3	Options Forfeited / Surrendered during the year	-	-	-	-	3,23,000	978.85	17,257.00	2.00
4	Options Expired (Lapsed) during the year	-	-	-	-	5,750	452.56	-	NA
5	Options Exercised during the year	-	-	-	-	1,46,175	415.14	-	NA
6	Number of options outstanding at the end of the year	-	-	-	-	7,36,050	926.98	1,38,424.00	2.00
7	Number of Options exercisable at the end of the year	-	-	-	-	4,00,175	860.53	493.00	2.00

III. Weighted Average remaining contractual life

Weighted average contractual life (years) as on March 31, 2026

Range of Exercise Price	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
0 to 100	Nil	Nil	Nil	3.16
No. of Options Outstanding	Nil	Nil	Nil	4,00,911.00
101 to 200	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
201 to 300	Nil	Nil	0.57	Nil
No. of Options Outstanding	Nil	Nil	12,125.00	Nil
301 to 400	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

Range of Exercise Price	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
401 to 500	Nil	Nil	0.17	Nil
No. of Options Outstanding	Nil	Nil	750.00	Nil
501 to 600	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
601 to 700	Nil	Nil	1.30	Nil
No. of Options Outstanding	Nil	Nil	30,375.00	Nil
701 to 800	Nil	Nil	1.86	Nil
No. of Options Outstanding	Nil	Nil	22,500.00	Nil
801 to 900	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
901 to 1000	Nil	Nil	1.83	Nil
No. of Options Outstanding	Nil	Nil	2,58,050.00	Nil
1001 to 1100	Nil	Nil	2.59	Nil
No. of Options Outstanding	Nil	Nil	2,52,500.00	Nil
1101 to 1200	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
1201 to 1300	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil

Weighted average contractual life (years) as on March 31, 2025

Range of Exercise Price	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
0 to 100	Nil	Nil	Nil	3.38
No. of Options Outstanding	Nil	Nil	Nil	1,38,424.00
101 to 200	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
201 to 300	Nil	Nil	1.60	Nil
No. of Options Outstanding	Nil	Nil	39,500.00	Nil
301 to 400	Nil	Nil	2.36	Nil
No. of Options Outstanding	Nil	Nil	8,750.00	Nil
401 to 500	Nil	Nil	0.39	Nil
No. of Options Outstanding	Nil	Nil	5,125.00	Nil
501 to 600	Nil	Nil	0.77	Nil
No. of Options Outstanding	Nil	Nil	9,000.00	Nil
601 to 700	Nil	Nil	2.12	Nil
No. of Options Outstanding	Nil	Nil	36,125.00	Nil
701 to 800	Nil	Nil	2.86	Nil
No. of Options Outstanding	Nil	Nil	22,500.00	Nil
801 to 900	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
901 to 1000	Nil	Nil	2.76	Nil
No. of Options Outstanding	Nil	Nil	3,22,550.00	Nil
1001 to 1100	Nil	Nil	3.59	Nil
No. of Options Outstanding	Nil	Nil	2,92,500.00	Nil
1101 to 1200	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
1201 to 1300	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

IV Weighted average Fair Value of Options Granted

Weighted average Fair Value of Options Granted during the year ended March 31, 2026 whose

Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
Exercise price equals market price	No options were granted during the year	No options were granted during the year	None	None
Exercise price is greater than market price			None	None
Exercise price is less than market price			None	561.09

Weighted average Fair Value of Options Granted during the year ended March 31, 2025 whose

Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
Exercise price equals market price	No options were granted during the year	No options were granted during the year	356.08	None
Exercise price is greater than market price			None	None
Exercise price is less than market price			None	946.56

V The weighted average market price of options exercised :

Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
During the year ended March 31, 2026	NIL	NIL	544.52	532.96
During the year ended March 31, 2025	NIL	NIL	953.99	NIL

VI Method and Assumptions

Method and Assumptions used to estimate the fair value of options granted during the year ended March 31, 2026:

Variables	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
	Weighted Average	Weighted Average	Weighted Average	Weighted Average
1. Risk Free Interest Rate	No options were granted during the year	No options were granted during the year	No options were granted during the year	5.83%
2. Expected Life (in years)				2.95
3. Expected Volatility				31.26%
4. Dividend Yield				0.53%
5. Exercise Price (₹)				2.00
6. Price of the underlying share in market at the time of the option grant. (₹)				571.56

Method and Assumptions used to estimate the fair value of options granted during the year ended March 31, 2025:

(₹ in Lakhs)

Variables	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
	Weighted Average	Weighted Average	Weighted Average	Weighted Average
1. Risk Free Interest Rate	No options were granted during the year	No options were granted during the year	6.97%	6.70%
2. Expected Life (in years)			4.15	3.01
3. Expected Volatility			35.26%	30.39%
4. Dividend Yield			0.00%	0.31%
5. Exercise Price (₹)			921.30	2.00
6. Price of the underlying share in market at the time of the option grant. (₹)			921.30	957.12

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

Assumptions:

Stock Price: Closing price on National Stock Exchange on the date of grant has been considered

Volatility: The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility due to publicly available information. The volatility is calculated considering the daily volatility of the stock prices on National Stock Exchange of India Ltd. (NSE), over a period prior to the date of grant corresponding with the expected life of the options.

Risk-free rate of return: The risk-free interest rate being considered for the calculation is the interest rate applicable for a maturity equal to the expected life of the options based on the zero-coupon yield curve for Government Securities

Exercise Price: Exercise Price of each specific grant has been considered.

Time to Maturity: Time to Maturity / Expected Life of options is the period for which the Company expects the options to be live.

Expected dividend yield: Expected dividend yield has been calculated as an average of dividend yields for five financial years preceding the date of the grant

VII Effect of Share-Based Payment Transactions on the Entity's standalone financial statement (₹ In Lakhs) :

Particulars	31-Mar-26	31-Mar-25
Employee share based payment expense (refer note 28)	1,012.29	1,165.06
Share option outstanding reserve (refer note 17)	3,580.95	3,117.83

Note 34 : Fair value measurements

(i) Financial instruments by category

The carrying amounts of financial instruments by class are as follows

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
A. Financial assets		
I. Measured at amortized cost		
Trade Receivables (current & non-current)	1,17,324.44	1,30,131.57
Loans	0.76	0.94
Cash and Cash Equivalents	22,231.01	11,978.53
Bank Balances other than above	3,538.13	76.17
Other Financial Assets (current & non-current)	49,922.94	40,289.49
II. Measured at fair value through profit and loss (FVTPL)		
Other Financial Assets		
- Forward contracts	150.19	-
Investments	26,684.69	6,702.78
	2,19,852.16	1,89,179.48
B. Financial liabilities		
I. Measured at amortized cost		
Trade Payables	46,747.68	44,956.55
Other Financial Liabilities (current & non-current)	14,721.47	6,966.40
Lease Liabilities (current & non-current)	15,889.37	24,328.96
Trade credits	1,50,821.74	1,46,295.42
II. Measured at fair value through profit and loss (FVTPL)		
Other Financial Liabilities		
- Forward contracts	-	13.05
	2,28,180.26	2,22,560.38

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 34 : Fair value measurements (Contd..)

- (ii) Set out below, is a fair value measurement hierarchy and comparison by class of carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts which are reasonable approximations of their fair values:

Particulars	Valuation Techniques	Carrying values	Fair Values	Fair Values Measurement using		
				Level 1	Level 2	Level 3
As at March 31, 2026						
Other Financial Assets						
- Forward contracts	Mark to Market	150.19	150.19	-	150.19	-
Investments	Net Asset Value (note a)	26,684.69	26,684.69	26,684.69	-	-
		26,834.88	26,834.88	26,684.69	150.19	-
As at March 31, 2025						
Investments	Net Asset Value (note a)	6,702.78	6,702.78	6,702.78	-	-
Other Financial Liabilities						
- Forward contracts	Mark to Market	(13.05)	(13.05)	-	(13.05)	-
		6,689.73	6,689.73	6,702.78	(13.05)	-

There have been no transfers between Level 1 and Level 2 during the year.

Note a

In case of investments, the fair value has been determined based on the NAV (net asset value).

(iii) : Reconciliation of Level 1 fair value measurement

Particulars	Amount
Balance as on 31st March 2024	3,497.64
Purchase during the year	6,046.00
Sale during the year	(3,146.00)
Profit / (loss) recognised in statement of profit and loss	305.14
Balance as on 31st March 2025	6,702.78
Purchase during the year	29,368.52
Sale during the year	(9,336.00)
Profit / (loss) recognised in statement of profit and loss	(50.61)
Balance as on 31st March 2026	26,684.69

Note 35: Financial risk management objectives and policies

The Company's principal financial liabilities comprise of trade payables, trade credits, lease liabilities and other financial liabilities. The main purpose of these financial liabilities is to finance the entity's operations and to provide support for its operations. The Company's principal financial assets include trade receivables, investments, cash and cash equivalents and bank balances, and other financial assets, that derive directly from its operations.

The Company lays down appropriate policies and procedures to ensure that financial risks are identified, measured and managed in accordance with the entity's policies and risk objectives.

The Company is exposed to credit risk, liquidity risk and market risk, which are explained in detail below:

(A) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations. Credit risk encompasses the direct risk of default, the risk of deterioration of creditworthiness as well as concentration risks. The Company is exposed to credit risk from its operating activities mainly in relation to trade and other receivables and bank deposits and investments.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 35: Financial risk management objectives and policies (Contd..)

Trade and other receivables

Trade and other receivables of the Company are typically unsecured and credit risk is managed through credit approvals and periodical monitoring of the creditworthiness of customers to which the Company grants credit terms. In respect of trade receivables, the Company typically operates in two segments:

Consumer products

The Company sells the products mainly through various channels i.e. dealers and distributors, institutions and e-commerce and through government sector. The appointment of dealers, distributors, institutions is strictly driven as per the standard operating procedures and credit policy followed by the Company. In case of government sector, the credit risk is low.

Lighting Solutions

In case of Business to Consumer (B2C) sub-segment, the credit risk of the receivables are similar to consumer products.

In case of Business to Business (B2B) sub-segment, the Company undertakes projects for government institutions (including local bodies) and private institutional customers. The credit concentration is more towards government institutions. These projects are normally of duration of 6 months to 1 year. Such projects normally are regular tender business with the terms and conditions agreed as per the tender. The Company enters into such projects after careful consideration of strategy, terms of payment, past experience etc.

In case of private institutional customers, before tendering for the projects company evaluate the creditworthiness, general feedback about the customer in the market, past experience, if any with customer, and accordingly negotiates the terms and conditions with the customer.

The Company assesses its trade and other receivables for impairment at the end of each reporting period. In determining whether an impairment loss should be recorded in profit or loss, the Company makes judgements as to whether there is observable data indicating a measurable decrease in the estimated future cash flows from such trade and other receivables. In respect of trade receivables the Company has a provisioning policy that is commensurate to the expected losses. The provisioning policy is based on past experience, customer creditability, and also on the nature and specifics of business. In case of B2B sub-segment in Lighting Solutions, the Company also provides on more case-to-case basis.

The maximum exposure to credit risk as at March 31, 2026 and March 31, 2025 is the carrying value of such trade and other receivables as shown in note 6, 8 and 10 of the standalone financial statements.

Reconciliation of impairment allowance on trade and other receivables

(₹ in Lakhs)	
Particulars	Amount
Impairment allowance on March 31, 2024	7,012.40
Additions during the year	499.56
Reversal during the year since provision no longer required	(516.45)
Impairment allowance on March 31, 2025	6,995.51
Additions during the year	944.65
Reversal during the year since provision no longer required	(617.65)
Impairment allowance on March 31, 2026	7,322.51

Bank deposits & Investments

The Company maintains its cash and bank balances with credit worthy banks and financial institutions and reviews it on an on-going basis. Moreover, the interest-bearing deposits are with banks and financial institutions of reputation, good past track record and high-quality credit rating. Hence, the credit risk is assessed to be low. The maximum exposure to credit risk as at March 31, 2026 and March 31, 2025 is the carrying value of such cash and cash equivalents and deposits with banks as shown in note 8, 12 and 13 of the financials.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 35: Financial risk management objectives and policies (Contd..)

B) Liquidity risk

The Company has a central treasury department, which is responsible for maintaining adequate liquidity in the system to fund business growth, capital expenditures, as also ensure the repayment of financial liabilities. The department obtains business plans from business units including the capex budget, which is then consolidated and borrowing requirements are ascertained in terms of long term funds and short-term funds. Treasury maintains flexibility in funding by maintaining availability under committed credit lines in the form of fund based and non-fund based (LC and BG) limits.

The limits sanctioned and utilised are then monitored monthly, fortnightly and daily basis to ensure that mismatches in cash flows are taken care of, all operational and financial commitments are honoured on time and there is proper movement of funds between the banks from cashflow and interest arbitrage perspective.

(i) Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Floating / Fixed Rate		
- Expiring within One year (Bank overdraft and other facilities)	1,06,913.47	74,285.68

Bank overdraft facilities are sanctioned for a period of one year which are then enhanced / renewed from time to time. Though the Bank overdrafts are repayable on demand as per the terms of sanction, these are usually renewed by all banks in normal circumstances. Hence Bank overdraft facilities are available for use throughout the year.

(ii) Maturities of financial liabilities

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

(₹ in Lakhs)

Particulars	Carrying value as at March 31, 2026	up to 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total
Trade payables	46,747.68	46,747.68	-	-	-	46,747.68
Lease liabilities (including expected interest payable)	15,889.37	5,932.00	5,946.57	5,719.24	916.37	18,514.18
Other financial liabilities	14,721.47	11,267.90	3,453.57	-	-	14,721.47
Trade credits	1,50,821.74	1,50,821.74	-	-	-	1,50,821.74
Total	2,28,180.26	2,14,769.32	9,400.14	5,719.24	916.37	2,30,805.07

(₹ in Lakhs)

Particulars	Carrying value as at March 31, 2025	up to 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total
Trade payables	44,956.55	44,956.55	-	-	-	44,956.55
Lease liabilities (including expected interest payable)	24,328.96	7,537.16	7,430.04	12,420.94	1,706.42	29,094.56
Other financial liabilities	6,979.45	6,960.21	19.24	-	-	6,979.45
Trade credits	1,46,295.42	1,46,295.42	-	-	-	1,46,295.42
Total	2,22,560.38	2,05,749.34	7,449.28	12,420.94	1,706.42	2,27,325.98

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 35: Financial risk management objectives and policies (Contd..)

(C) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk such as commodity risk.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates.

The Company operates in the global market and is therefore exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar ('USD'). Exposure is largely in exports receivables and Imports payables arising out of trade in the normal course of business. As these commercial transactions are recorded in currency other than the functional currency (INR), the Company is exposed to Foreign Exchange risk arising from future commercial transactions and recognised assets and liabilities. The Company is a net importer as its imports and other forex liabilities exceeds the exports. It ascertains its forex exposure and bifurcates the same into forex receivables and payables. These exposures are covered by taking appropriate forward cover from the banks.

The Company takes a forward cover based on the underlying liability for the estimated period which would be closed to the likely maturity date of the forex liability proposed to be hedged. On maturity date, the forward contracts are utilized for settlement of the underlying transactions or cancelled.

(a) Foreign currency risk exposure:

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows :

(₹ in Lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Financial assets	Financial liabilities	Financial assets	Financial liabilities
USD	1,119.19	3,164.94	1,831.14	2,397.71
EUR	-	0.01	8.88	9.31
GBP	-	-	-	19.98
SGD	-	0.41	-	0.41
CNY	10.25	10.75	-	4.16
AED	0.51	9.84	0.47	5.55

Further, the Company has open foreign exchange forward contracts amounting to USD 37.67 lakhs (March 31, 2025 - USD 23.29 lakhs)

b) Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments is given below

(₹ in Lakhs)

Particulars	Impact on profit after tax & Equity	
	31-Mar-26	31-Mar-25
USD sensitivity		
INR appreciates by 5% (31 March 2025 - 5%)	102.29	28.33
INR depreciates by 5% (31 March 2025 - 5%)	(102.29)	(28.33)

In respect of exposure in other currencies, the impact of sensitivity of which is very negligible.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In case of short term borrowings, the interest rate is fixed in a large number of cases. Hence, interest rate risk is assessed to be low. Accordingly, the sensitivity / exposure to change in interest rate is insignificant

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 35: Financial risk management objectives and policies (Contd..)

(iii) Commodity Price risk

The Company's revenue is exposed to market risk of price fluctuations related to the sales of its products. Market forces generally determine the prices for the products sold by the Company. This prices may be influenced by the factors such as supply, demand, production cost (including the cost of raw materials), regional and global economic conditions and growth. Adverse changes in any of the factors may reduce the revenue that Company earns from sale of its products. The Company is therefore subject to fluctuations in prices for the purpose of raw materials like Aluminium, Copper and other raw material inputs.

Commodity hedging is used primarily as a risk management tool to secure the future cash flow in case of volatility by entering into commodity forward contracts. The Company has entered into commodity forward contracts for aluminium and Copper. Hedging the price volatility of forecast aluminium and copper purchases is in accordance with the risk management strategy outlined by the Board of Directors. Hedging commodity is based on procurement schedule and price risk. Commodity is undertaken as a risk offsetting exercise and depending upon market conditions, hedges may extend beyond the financial year.

There is an economic relationship between the hedged items and the hedging instruments as the terms of the foreign exchange and commodity forward contracts match the terms of the expected highly probable forecast transactions (i.e., notional amount and expected payment date). The Company has established a hedge ratio of 1:1 for the hedging relationships as the underlying risk of the foreign exchange and commodity forward contracts are identical to the hedged risk components. To test the hedge effectiveness, the Company uses the hypothetical derivative method and compares the changes in the fair value of the hedging instruments against the changes in fair value of the hedged items attributable to the hedged risks.

The hedge ineffectiveness can arise from:

- Differences in the timing of the cash flows of the hedged items and the hedging instruments=
- Different indexes (and accordingly different curves) linked to the hedged risk of the hedged items and hedging instruments
- The counterparties' credit risk differently impacting the fair value movements of the hedging instruments and hedged items
- Changes to the forecasted amount of cash flows of hedged items and hedging instruments

There are no commodity future contracts held as on 31st March 2026 and 31st March 2025.

There are no hedging transactions during the year ended as on 31st March 2026 and 31st March 2025.

There are no hedging gain/loss during the year ended as on 31st March 2026 and 31st March 2025.

Note 36: Capital Management

The Company has cash surplus and has no capital other than equity and reserves.

The cash surpluses are currently invested in income generating equity instruments, debt instruments (including through mutual funds) and money market instruments depending on economic conditions in line with the guidelines and policy set out by the Management. Safety of capital is of prime importance to ensure availability of capital for operations. Further the objective of the Company's capital management is to safeguard its ability to continue as going concern, maintain strong credit rating, preserve cash and to ensure that it maintains an efficient capital structure and maximize shareholder value.

The Company does not have any borrowings and does not borrow funds unless circumstances require. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders or issue new shares. The Company is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2026 and March 31, 2025.

The cash surplus position as on March 31, 2026 and March 31, 2025 are as below.

				(₹ in Lakhs)
Particulars	Note No.	31-Mar-26	31-Mar-25	
Cash and cash equivalents	12	22,231.01	11,978.53	
Balances other than cash and cash equivalents	12.1	3,538.13	76.17	
Investments	5.2	26,196.15	6,187.46	
Deposits with maturity more than 12 months	8	30,000.00	-	
Fixed deposits with remaining maturity less than 12 months	13	11,409.60	32,608.52	
Total		93,374.89	50,850.68	

Notes to Standalone Financial Statements

for the year ended March 31, 2026

NOTE 37: Segment reporting

The Company has identified its business segments as its primary reportable segments, which comprises of Consumer Products and Lighting Solutions. "Consumer Products" includes Appliances, Fans and Morphy Richards. "Lighting Solutions" includes Professional Lighting (B2B) and Consumer Lighting (B2C).

1) Segment results and reconciliation to the amounts reflected in the standalone financial statements

For the year ended March 31, 2026

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Income			
Revenue from Operations (external customers)	3,34,265.33	1,11,950.65	4,46,215.98
Operating Segment and Profit / (loss)	(4,889.34)	9,482.53	4,593.19
Reconciliation items / Unallocated income / (expenses)			
Interest on Income Tax refund			439.64
Rent received			1.98
Interest income on financial assets measured at amortised cost			147.46
Profit / (Loss) on disposal of Property, plant & equipment			46.23
Depreciation and amortisation expenses			(26.20)
Finance Cost			(5,620.51)
Others			1,995.42
Profit / (loss) before income tax and exceptional items			1,577.21
Exceptional items (refer note 44)			(9,114.76)
Profit / (loss) before tax for the year			(7,537.55)

For the year ended March 31, 2025

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Income			
Revenue from Operations (external customers)	3,80,588.50	1,02,254.86	4,82,843.36
Operating Segment and Profit	12,290.75	6,751.61	19,042.36
Reconciliation items / Unallocated income / (expenses)			
Interest on Income Tax refund			27.39
Rent received			2.12
Interest income on financial assets measured at amortised cost			2,607.17
Profit / (Loss) on disposal of Property, plant & equipment			200.93
Depreciation and amortisation expenses			(83.13)
Finance Cost			(6,984.69)
Others			18.80
Profit before income tax and exceptional items			14,830.95
Exceptional items (refer note 44)			2,136.64
Profit before tax for the year			16,967.59

There is no single customer which is more than 10% of the entity's revenues. The amount of revenue from external customers broken down by location of the customers is shown in table below:

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
India	4,36,170.13	4,74,216.89
Outside India	10,045.85	8,626.47
Total	4,46,215.98	4,82,843.36

Notes to Standalone Financial Statements

for the year ended March 31, 2026

NOTE 37: Segment reporting (Contd..)

2) Segment Assets:

Segment assets are measured on the same principles as they have been for the purpose of these standalone financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset.

As on March 31, 2026

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Total Segment Assets	2,02,730.73	67,171.71	2,69,902.44
Unallocated assets			
Property, Plant and Equipments, Capital work in progress, Intangible assets, right-of-use assets and Intangible assets under development			13,026.81
Investment properties			14,698.13
Assets held for sale			1,773.30
Investments (current and non-current)			26,684.69
Cash and cash equivalents and other bank balances			25,769.14
Fixed deposits with remaining maturity less than 12 months			11,409.60
Fixed deposits with maturity more than 12 months			30,000.00
Deferred tax assets			1,996.94
Income tax assets (net)			3,355.90
Others			13,891.00
Total assets as per balance sheet			4,12,507.95

Others includes sales tax recoverables of ₹ 2,019.89 lakhs, fixed deposits along with accrued interest of ₹ 2,372.61 lakhs and rent deposits of ₹ 2,208.32 lakhs.

As on March 31, 2025

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Total Segment Assets	2,51,434.21	54,211.90	3,05,646.11
Unallocated assets			
Property, Plant and Equipments, Capital work in progress, Intangible assets, right-of-use assets and Intangible assets under development			16,911.98
Investment properties			15,454.45
Investments (current and non-current)			6,702.41
Cash and cash equivalents and other bank balances			12,054.70
Fixed deposits with remaining maturity less than 12 months			32,608.52
Deferred tax assets			388.18
Income tax assets (net)			4,376.02
Others			11,151.49
Total assets as per balance sheet			4,05,293.86

Others includes sales tax recoverables of ₹ 1,682.58 lakhs, fixed deposits along with accrued interest of ₹ 3,823.51 lakhs and rent deposits of ₹ 2,348.74 lakhs.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

NOTE 37: Segment reporting (Contd..)

The total of non-current assets other than financial instruments, investments and deferred tax assets, broken down by location of the assets, is shown below:

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
India	94,141.73	1,02,720.98
Total	94,141.73	1,02,720.98

The capital expenditure incurred for consumer products is ₹18,276.75 lakhs (March 31, 2025 - ₹8,996.54 lakhs), for lighting solutions is ₹151.32 lakhs (March 31, 2025 - ₹242.56 lakhs), and for Unallocable is ₹1,510.27 lakhs (March 31, 2025 - ₹2,336.73 lakhs)

3) Segment Liabilities:

Segment liabilities are measured on the same principles as they have been for the purpose of these standalone financial statements. The Company's borrowings and derivative financial instruments are not considered to be segment liabilities but are managed by the treasury function

As on March 31, 2026

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Total Segment Liabilities	1,94,863.73	58,437.67	2,53,301.40
Unallocated			
Current tax liabilities			2,078.92
Others			11,215.44
Total liabilities as per balance sheet			2,66,595.76

Others majorly includes lease liabilities of ₹ 4,659.06 lakhs, contract liabilities of ₹ 2,053.35 lakhs and other current liabilities of ₹ 3,018.31 lakhs.

As on March 31, 2025

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Total Segment Liabilities	1,92,721.08	45,905.32	2,38,626.40
Unallocated			
Current tax liabilities			2,023.36
Others			8,754.30
Total liabilities as per balance sheet			2,49,404.06

Others majorly includes lease liabilities of ₹ 6,256.40 lakhs

Finance income and costs and fair value gain and losses on financial assets are not allocated to individual segments, as the underlying instruments are managed on a Company basis.

Income tax, deferred tax and certain financial assets and liabilities are not allocated to those segment as they are also managed on a Company basis.

Capital expenditure consists of additions of property, plant & equipment, intangible assets and investment properties.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 38: Disclosure of transactions with related parties

(₹ in Lakhs)

Name of Related Party and Nature of relationship	Nature of Transaction	2025-26		2024-25	
		Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet	Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet
(A) Parent Entities					
	Not Applicable				
(B) Group Entity - Bajel Projects Limited ##					
	Payment / adjustment of Payables (includes bank transfers and settlement of LC paid on behalf of them (property in trust))	(898.39)	38.69	(1,207.75)	111.84
	Net Purchases	15,386.91	3,271.98	14,032.06	2,128.60
	Shared services	199.44	-	414.71	-
	Reimbursements of expenses	532.90	-	478.51	-
	Rent received	313.49	-	330.94	-
	Income towards bank guarantees exposure on behalf of Bajel Projects Limited	1.04	-	15.98	-
	Bank deposits placed to Banks on behalf of Bajel Projects Limited	-	175.00	1,450.00	175.00
	Interest on bank deposits placed to Banks on behalf of Bajel Projects Limited	9.63	-	37.40	-
	ESOP cross charge and tax perquisite	10.50	-	-	-
	Absorption for expenses in excess of their share in the trust	220.75	-	-	-
	Sales of raw materials and components	-	-	26.32	-
(C) Associate - Hind Lamps Private Limited (erstwhile Hind Lamps Limited)					
	Sales	357.89	20.16	290.29	(22.57)
	Rent Received	2.34	-	2.31	-
(D) Key Managerial Personnel and their relatives #					
Mr. Madhur Bajaj					
	Directors' sitting fees and commission	-	-	14.00	(6.30)
Mr. Prashant Dalvi					
	Long-term employee benefits (contribution to provident fund)	1.55	-	1.43	-
	Post-employment benefits (contribution to super annuation fund)	0.57	-	0.71	-
	Short-term employee benefits	99.51	(2.69)	79.48	(15.98)
Mr. Saurabh Kumar					
	Directors' sitting fees and commission	13.50	(5.40)	15.50	(6.30)
Mr. Shekhar Bajaj					
	Long-term employee benefits (contribution to provident fund)	28.80	-	28.80	-
	Post-employment benefits (contribution to super annuation fund)	55.99	-	55.99	-
	Purchase of Car	25.40	-	41.95	-
	Purchase of Car - Advance Given	-	-	2.00	-
	Purchase of Car - Advance Refund	-	-	(2.00)	-
	Purchase Of EPBAX AMC (part of Furnished accommodation)	-	-	0.53	-
	Received from chairman for advance rent of Metaoxide (Hill Park Residence)	(3.60)	13.73	10.84	17.33
	Short-term employee benefits	520.76	(51.84)	711.11	(318.28)

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 38: Disclosure of transactions with related parties (Contd..)

(₹ in Lakhs)

Name of Related Party and Nature of relationship	Nature of Transaction	2025-26		2024-25	
		Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet	Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet
	Mr. Vikram Hosangady				
	Directors' sitting fees and commission	25.00	(9.90)	29.50	(11.70)
	Mr. Anuj Poddar				
	Long-term employee benefits (contribution to provident fund)	-	-	12.86	-
	Perquisite value of ESOPs exercised during the year	-	-	442.65	-
	Share application money and perquisite tax received pending allotment	-	-	329.65	-
	Short-term employee benefits	-	-	478.50	-
	Mr. Ellatch C Prasad				
	Long-term employee benefits (contribution to provident fund)	4.63	-	5.67	-
	Perquisite value of ESOPs exercised during the year	38.53	-	26.30	-
	Post-employment benefits (contribution to super annuation fund)	-	-	2.46	-
	Short-term employee benefits	387.01	-	346.56	(74.82)
	Mr. Rajivnayan Bajaj				
	Directors' sitting fees and commission	2.00	(0.90)	6.00	(2.70)
	Mr. Shailesh Haribhakti				
	Directors' sitting fees and commission	25.00	(9.90)	29.50	(11.70)
	Mr. Sudarshan Sampathkumar				
	Directors' sitting fees and commission	29.00	(9.90)	33.00	(11.70)
	Mrs. Pooja Bajaj				
	Long-term employee benefits (contribution to provident fund)	0.95	-	0.44	-
	Purchase of Car	-	-	53.00	-
	Short-term employee benefits	26.08	-	13.86	-
	Ms. Swati Salgaocar				
	Directors' sitting fees and commission	13.50	(5.40)	15.50	(6.30)
	Mr. Nirav Nayan Bajaj				
	Directors' sitting fees and commission	10.00	(4.50)	-	-
	Mr. Pramod Agrawal				
	Directors' sitting fees and commission	2.50	(0.90)	-	-
	Mr. Suketu Shah				
	Long-term employee benefits (contribution to provident fund)	0.06	-	-	-
	Perquisite value of ESOPs exercised during the year	0.08	-	-	-
	Short-term employee benefits	6.77	(4.99)	-	-
	Mr. Sanjay Sachdeva				
	Long-term employee benefits (contribution to provident fund)	22.00	-	-	-
	Short-term employee benefits	599.17	(83.49)	-	-
	Purchase of Car	44.34	-	-	-

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 38: Disclosure of transactions with related parties (Contd..)

(₹ in Lakhs)

Name of Related Party and Nature of relationship	Nature of Transaction	2025-26		2024-25	
		Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet	Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet
(E) Transactions with the Entities which is Controlled or Jointly Controlled by a person identified in para 9 (a) of Ind AS 24 - Related Party Disclosures					
	Reimbursement of Expenses	707.54	(32.37)	334.37	(45.42)
	Services Received	21.49	-	264.14	(0.20)
	Donations Given	39.46	-	6.97	-
(F) Dividend to Other Related Parties					
	Dividend Paid	2,203.06	-	2,203.49	-
(G) Transactions with the entities in which a person identified in para 9 (a) (i) of Ind AS 24 - Related Party Disclosures is a member of the Key Management Personnel of the entity					
	CSR Contribution (Bajaj Electricals Foundation)	479.76	-	339.53	-
	Sales	8.29	(4.43)	-	-
	Reimbursement of Expenses	7.36	-	5.38	-
	Rent Deposit Advanced	-	200.00	-	200.00
	Rent Paid	56.64	(2.77)	54.28	-
	Services Received	23.96	(2.54)	26.26	(8.80)
	Rent Received	2.88	0.26	2.44	0.17
(H) Transactions with the entities in which a person identified in para 9 (a) (i) of Ind AS 24 - Related Party Disclosures has significant influence over the entities					
	Services Received	37.63	0.45	44.55	4.62
	Deposits Given/Refund	2.94	-	-	2.94
	Sales	4.11	0.83	3.73	(0.21)
(I) Transactions with the entities which are the post employment benefit plans as identified in para 9 (b) (v) of Ind AS 24 - Related Party Disclosures					
	Trustees Bajaj Electricals Ltd Employees Provident Fund	2,712.62	(215.12)	2,630.23	(215.56)
	Matchwel Electrical India Limited Employees Provident Fund Trust (now merged)	72.07	(5.22)	74.13	(5.77)
(J) Transactions with the persons identified in para 9 (a) (i) of Ind AS 24 - Related Party Disclosures					
	Refund of Advance Rent	-	(15.00)	-	(15.00)
	Sales	2.50	0.01	219.91	20.05
(K) Material transactions with related parties					
Bajaj General Insurance Limited					
	Insurance Premium paid	8,787.64	(681.91)	10,942.68	(735.09)
	Advance Insurance Premium (Deposit)	933.10	933.10	439.83	439.83
	Claims Received	8,006.19	3,306.19	8,806.81	3,748.66
	Advance against sale consideration for sale of ground floor office premises situated at Sion Mumbai	496.83	(496.83)	-	-
Bajaj Life Insurance Limited					
	Claims Received	761.45	-	718.56	-
	Advance Insurance Premium for next year	114.39	114.39	-	-
	Right to reimbursement against employee benefit obligations for non-qualifying insurance policies	-	4,297.46	-	4,423.85
	Advance against sale consideration for sale of 5th floor office premises situated at Sion Mumbai	829.60	(829.60)	-	-

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 38: Disclosure of transactions with related parties (Contd..)

(₹ in Lakhs)

Name of Related Party and Nature of relationship	Nature of Transaction	2025-26		2024-25	
		Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet	Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet
Bajaj Finance Limited					
	Sales	0.09	0.04	(0.50)	0.04
	Services Received	472.74	(72.52)	208.79	0.58
	Fixed Deposit Placed / Renewed (Gross)	28,500.00	28,500.00	19,800.00	18,300.00
	Interest Received on Fixed Deposit	956.45	538.82	1,306.13	1,021.61

As the future liability for defined benefit obligations and other long term employment benefits is provided on an actuarial basis for the Company as a whole, the amounts pertaining to key managerial personnel is not ascertainable and hence not included above.

There are no loans or advances granted to promoters, directors, KMPs and the related parties that are repayable on demand or without any terms or period of repayment

Refer note 40(xi) and 40(xii) for transactions entered between Bajaj Electricals Limited and Bajel Projects Limited pursuant to the scheme of demerger.

As on March 31, 2026, the Company has granted 129,069 employee stock options to Key Managerial Personnel. Of this, 13,662 options are vested, 51,480 options are unvested, 16,300 options are exercised and 47,627 options are cancelled.

Terms and conditions of major transactions with related parties

(i) Sales to related parties and concerned balances

Sales are made to related parties on the same terms as applicable to third parties in the ordinary course of business. The Company mutually negotiates and agrees sales price, discount and payment terms with the related parties by benchmarking the same to transactions with non-related parties, who purchase goods and services of the Company in similar quantities. Such sales generally include payment terms requiring related party to make payment within 30 to 60 days from the date of invoice.

Trade receivables outstanding balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these receivables. The amounts are recoverable within 30 to 60 days from the reporting date (31 March 2025: 30 to 60 days from the reporting date). For the year ended 31 March 2026, the Company has not recorded any impairment on receivables due from related parties (31 March 2025: Nil)

(ii) Purchase of goods and concerned balances

Purchases are made from related parties on the same terms as applicable to third parties in the ordinary course of business. The Company mutually negotiates and agrees purchase price and payment terms with the related parties by benchmarking the same to sale transactions with non-related parties entered into by the counter-party and similar purchase transactions entered into by the Company with the other non-related parties. Such purchases generally include payment terms requiring the Company to make payment within 30 to 60 days from the date of invoice.

Trade payables outstanding balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been given against these payables. The amounts are payable within 30 to 60 days from the reporting date (31 March 2025: 30 to 60 days from the reporting date).

(iii) Compensation to KMP of the Company

The amounts disclosed above are the amounts recognised as an expense during the financial year related to KMP. The amounts do not include expense, if any, recognised toward post-employment benefits and other long-term benefits of key managerial personnel. Such expenses are measured based on an actuarial valuation done for each Company in the Company as a whole. Hence, amounts attributable to KMPs are not separately determinable. Short-term employee benefits includes the sitting fees and commission as approved by the Board. Long-term employee benefits includes contribution to provident fund. Post-employment benefits includes contribution to super annuation fund. Further non-executive directors do not receive any gratuity or post-employment benefits from the Company.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 38: Disclosure of transactions with related parties (Contd..)

(iv) Transactions with group entity (Bajel Projects Limited)

The transactions entered with Bajel Projects Limited mainly includes transactions like cross charge for shared services, reimbursement of expenses and rental for a let-out property. All of these transactions are on the same terms as applicable to third parties in the ordinary course of business. Outstanding balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these outstanding. The amounts are recoverable within 30 to 60 days from the reporting date (31 March 2025: 30 to 60 days from the reporting date). For the year ended 31 March 2026, the Company has not recorded any impairment on these outstanding due from related parties (31 March 2025: Nil)

The Company has also given certain performance guarantees to third parties on behalf of the group entity. The Company has entered into a back-to-back indemnity arrangement by way of an Undertaking cum Corporate Guarantee ("UGC"), whereby the group entity shall, inter alia, agree to indemnify the Company for any loss, if any, suffered in the event that any Guarantee is invoked by a customer during this interim period. For the year ended 31 March 2026, the Company has not recorded any impairment on guarantee arrangement (31 March 2025: Nil). Refer note 40(xi) and 40(xii) for more details

(v) Transactions with group entity (Bajaj General Insurance Limited)

The Company has taken certain general insurances like warranty insurance and others from the group entity Bajaj Allianz General Insurance Company Limited. All of these transactions are on the same terms as applicable to third parties in the ordinary course of business. The Company has certain insurance claims receivable for warranty insurances as on the balance sheet date. For the year ended 31 March 2026, the Company has not recorded any impairment on these outstanding due from the group entity (31 March 2025: Nil)

(vi) Transactions with group entity (Bajaj Life Insurance Limited)

The Company has taken insurance policies towards the gratuity and earned leave obligations towards the employees. These insurance policies are actuarially valued by an independent valuer. For the year ended 31 March 2026, the Company has not recorded any impairment on these outstanding due from the group entity (31 March 2025: Nil)

(vii) Transactions with group entity (Bajaj Finance Limited)

The Company has invested the surplus funds in fixed deposits with the the group entity, Bajaj Finance Limited. The rate of interest offered are on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. For the year ended 31 March 2026, the Company has not recorded any impairment on these outstanding due from the group entity (31 March 2025: Nil)

Note 39. Earnings per share (EPS):

(₹ in Lakhs, except per share data)		
Particulars	31-Mar-26	31-Mar-25
Profit / (loss) for the year before exceptional items (A) (₹ In Lakhs)	(904.98)	11,116.86
Profit / (loss) for the year after exceptional items (B) (₹ In Lakhs)	(7,725.74)	13,342.46
Weighted average number of equity shares for basic EPS (C)	11,53,66,242	11,52,72,874
Add: Effect of dilution (employee stock options - Refer Note 33)	4,03,943	1,78,166
Weighted average number of equity shares for diluted EPS (D)	11,57,70,185	11,54,51,040
Earnings Per Share in ₹		
(a) Basic EPS before exceptional items (A/C)	(0.78)	9.64
(b) Diluted EPS before exceptional items (A/D)	(0.78)	9.63
(a) Basic EPS after exceptional items (B/C)	(6.70)	11.57
(b) Diluted EPS after exceptional items (B/D)	(6.70)	11.56

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 40. Commitments and contingencies

a. Contingent liabilities

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Contingent Liabilities not provided for :		
i) Claims against the Company not acknowledged as debts (Refer Note ix and x below)	2,005.49	1,323.30
ii) Excise and Customs duty matters under dispute	15.49	15.49
iii) Service Tax matters under dispute	149.40	149.40
iv) Income Tax matters under dispute	731.63	235.94
v) Sales Tax and Goods and Service Tax matters under dispute	18,465.95	14,836.67
vi) Uncalled liability in respect of partly paid Shares held as investments	7.20	7.20
vii) Others	1,062.60	1,062.60

viii) The E-waste Rules, 2022 replaced E-waste (Management) Rules, 2016 and became effective from April 1, 2023. The Company manufactures wide range of products like, consumer electrical and electronics, and large and small electrical and electronic equipment, which are covered under the E-waste Rules, 2022.

Pursuant to the 2024 Amendment Rules, the Central Pollution Control Board (CPCB) also introduced the Guidelines for Environment Compensation under the E-Waste (Management) Rules, 2022 dated 9th September 2024 ("CPCB Guidelines"), which, fixed the lowest price for the purposes of non - fulfilment of EPR target end - product wise, for Electrical and Electronic Equipment ("EEE") products, anywhere between INR 22 per kilogram to INR 41 per kilogram. Many companies/producers have proceeded to file Writ Petitions before the Hon'ble High Court of Delhi under Article 226 of the Constitution of India, 1950, inter alia challenging the validity of the 2024 Amendment Rules and the CPCB Guidelines.

The Company has also taken a legal opinion on this matter challenging the same as ultravires. Pursuant to the above the Company has fulfilled its EPR obligations of FY26 at the rates prevailing/charged in the market by the EPR agencies, which is around ₹ 7-10 per kilogram. However, since the matter above is sub-judice, the Company is disclosing ₹ 2,886.36 lakhs and ₹ 1,193.00 lakhs for FY26 and FY25 respectively, as a contingent liability.

The amounts recognised in the financial statements towards fulfilment of EPR obligations for FY26 is ₹ 1,546.96 lakhs (1,000.68 lakhs 31 March 2025) which is shown under other expenses (note 30).

ix) These represent legal claims filed against the Company by various parties and these matters are in litigation. Management has assessed that in all these cases the outflow of resources embodying economic benefits is not probable.

x) The Company had in earlier years terminated employment agreements of few die casting workmen at the Chakan plant. On 3rd July, 2018, the Honourable Hight Court of Bombay had awarded the appeal in favour of the Company. On 27th June, 2019, the appeal on the matter has been admitted in the Honourable Supreme Court. Management has assessed that the outflow of resources embodying economic benefits is not probable and has accordingly considered the claim of ₹369.65 lakhs as contingent liability as at March 31, 2026 (₹ 354.17 lakhs as at March 31, 2025).

xi) For certain customer contracts that formed part of the demerged undertaking (erstwhile EPC Segment of the Company), the Company had provided certain performance bank guarantees. For smooth transitioning, the Company had allowed these guarantees to remain in place for a limited period post the effective date (September 1, 2023) until such time as Bajel Projects Limited (BPL) is able to have them replaced by its own bank guarantees. In turn, BPL and the Company has entered into a back-to-back indemnity arrangement by way of an Undertaking cum Corporate Guarantee ("UGC"), whereby BPL shall, inter alia, agree to indemnify the Company for any loss, if any, suffered in the event that any Guarantee is invoked by a customer during this interim period. The open exposure as on March 31, 2026 and March 31, 2025 is ₹1,003.73 lakhs and ₹ 1,571.86 lakhs, respectively.

xii) Before the Scheme of Demerger between the Company and Bajel Projects Limited ('BPL') (erstwhile EPC segment of the Company), took effect, the Company had secured a contract for developing the electric supply infrastructure in Sasaram and Munger, Bihar, by South Bihar Power Distribution Company Limited ("Contract"). Following the Scheme, this Contract stands transferred and vested in Bajel Projects Limited.

To facilitate this transition of the Contract smoothly, it was proposed to form a Tripartite Agreement among Bajel Projects Limited, the Company, and South Bihar Power Distribution Company Limited, alongside an Irrevocable Indemnity Cum Undertaking between Bajel Projects Limited and the Company.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 40. Commitments and contingencies (Contd..)

b. Commitments

- i. Estimated amounts of contracts remaining to be executed in capital account (net of capital advances) is ₹286.83 lakhs (March 31, 2025, ₹1,546.99 lakhs).

Note 41: Disclosures of revenue from contracts with customers

The disclosures as required for revenue from contracts with customers are as given below

(i) Disaggregation of revenue

Disaggregation of the Company's revenue from contracts with customers and reconciliation of amount of revenue recognised in the statement of profit and loss with the contracted price is as given below.

(₹ in Lakhs)		
Particulars	31-Mar-26	31-Mar-25
A. Revenue from contracts with customers		
Consumer products (includes appliances, lighting and fans)	3,33,486.89	3,80,277.43
Lighting solutions (includes professional and consumer lighting)	1,11,865.90	1,02,242.11
	4,45,352.79	4,82,519.54
B. Reconciliation of contracted price with (A) above		
Revenue at contracted price	4,84,750.14	5,19,626.96
Unbilled on account of work under certification	1,006.24	151.61
Billing in excess of revenue from illumination projects	271.44	267.18
Revenue deferred on customer loyalty program	1,816.54	(1,328.05)
Discounts	(42,387.86)	(36,125.94)
Others	(103.71)	(72.22)
Revenue from contracts with customers (a)	4,45,352.79	4,82,519.54
Add: Miscellaneous other operating income (b)		
Claims received, export incentives, etc	863.19	323.82
Revenue from operations (a+b)	4,46,215.98	4,82,843.36

(₹ in Lakhs)		
Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Timing of revenue recognition		
At a point in time	3,78,521.26	4,20,465.73
Over a period of time	67,694.72	62,377.63
Revenue from operations	4,46,215.98	4,82,843.36

(ii) Contract balances

The details of the contract assets, contract liabilities and receivables are as under

(₹ in Lakhs)		
Particulars	31-Mar-26	31-Mar-25
Contract assets	1,484.15	476.67
Contract liabilities	6,106.19	4,912.73
Trade receivables	1,17,324.44	1,30,131.57

The contract assets and contract liabilities balances mentioned above pertain to the B2B sub-segment Lighting Solutions Unit of the Company. The Company executes the work as per the terms and agreements mentioned in the contracts. The Company receives payments from the customers based on the milestone achievement and billing schedule as established in the contracts.

Contract assets are initially recognised for revenue earned from supply of materials and erection services provided when the performance obligation is met. Upon achievement and acceptance of milestones mentioned by the customer, the amounts recognised as contract assets are reclassified to trade receivables.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 41: Disclosures of revenue from contracts with customers(Contd..)

Contract liabilities are relates to payments received in advance of performance under the contract and billing in excess of contract revenue recognised. Contract liabilities are recognised as revenue when the Company satisfies the performance obligation under the contract.

(iii) Performance obligations

Information about the Company's performance obligations under

Consumer Products & Lighting Solutions segment are summarised below:

Consumer Product and B2C sub-segment of Lighting Solutions Segment:

a) Delivery of goods:

The Company sells fans, appliances and lighting products to the customers. The performance obligation is satisfied and revenue is recognised on dispatch of the goods to the customers. The stand alone selling price of the performance obligation is determined after taking the variable consideration and right to return. The contracts do not have a significant financing component. The Company offers standard warranty on selected products. The Company makes provision for same as per the principles laid down under Ind AS 37. The payment is generally due within 30 to 60 days across various streams of customers.

b) Loyalty program:

The Company operates a customer loyalty program (for retailers), where the customer is awarded certain points on purchase of selected products from the Company. The customer (retailer) can redeem these points in future. The Company treats the redemption of customer loyalty points as a separate performance obligation. Accordingly, the revenue is recognised by allocating the total transaction price on the stand alone selling prices of sale of goods and loyalty points.

c) Extended warranties:

The Company provides a warranty beyond fixing defects that existed at the time of sale. These service-type warranties are bundled together with the sale of products. Contracts for bundled sales of products and a service-type warranty comprise two performance obligations because the product and service-type warranty are both sold on a stand-alone basis and are distinct within the context of contract. Using the relative stand-alone selling price method, a portion of the transaction price is allocated to the service-type warranty and recognised as deferred revenue. Revenue for service-type warranties is recognised over the period in which the service is provided based on the time elapsed.

B2B sub-segment of Lighting Solutions:

The performance obligations is the supply of materials and erection services. The supply of materials and erection services are promised goods and services which are not individually distinct. Hence both of them are counted as a single performance obligation under the contract. The satisfaction of this performance obligation happens over time, as the performance or enhancement of the obligation is controlled by the customer. Also, the performance of the obligation creates an asset without any alternative use to the customer. The Company uses the input method to determine the progress of the satisfaction of the performance obligation and accordingly recognises revenue.

The standalone selling price of the performance obligation is determined after taking the variable consideration and significant financing component.

iv) Unsatisfied performance obligations

The transaction price allocated to the unsatisfied performance obligations are as below:

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Consumer products (mainly retailer bonding program)	2,611.26	4,427.81
Lighting solutions	349.70	349.70
Total	2,960.96	4,777.51

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 42: Leases:

The Company for the consumer products segment, generally takes godowns on lease to store the goods at various locations. These godowns generally have a term of 1 year to 3 years. There are few godowns with a longer lease period of 5 years or more also. Further, the Company has few guest houses, residential premises and office premises also on leases which generally for a longer period ranging from 2-5 years.

The Company's obligations under its leases are secured by the lessor's title to the leased assets. Upon adoption of Ind AS 116, the Company applied a single recognition and measurement approach for all leases for which it is the lessee, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets, on the commencement of the lease. There are several lease contracts that include extension and termination options. The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The leases which the Company enters, does not have any variable payments. The lease rents are fixed in nature with gradual escalation in lease rent.

Apart from the above, the Company also has various leases which are either short term in nature or the assets which are taken on the leases are generally low value assets (e.g. printers). Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Disclosures under Ind AS 116

Particulars	(₹ in Lakhs)	
	31-Mar-26	31-Mar-25
Depreciation charge for right of use assets	5,776.84	5,872.91
Interest expense on lease liabilities	1,797.39	2,005.47
Lease rent expenses for short term leases	1,015.18	823.67
Cash outflow towards lease liabilities	6,574.10	6,858.71
- as principal	4,776.71	4,853.24
- as interest	1,797.39	2,005.47
Carrying amount of right of use assets	15,771.37	24,412.28
Carrying amount of lease liabilities	15,889.37	24,328.96

For movement of right of use assets, refer note 3

For movement of lease liability, refer note 3. For maturity profile of lease liabilities, refer note 35 (liquidity risk)

For significant judgements used for accounting right of use assets and lease liabilities, refer note 1D(6)

Note 43: Corporate Social Responsibility

As per section 135 of the Companies Act, 2013, the gross amount to be spent by the Company during financial year 25-26 is ₹ 455.81 lakhs (Previous year ₹ 471.22 Lakhs). The Company has spent ₹ 237.75 lakhs (Previous year ₹ 260.38 Lakhs) on various CSR initiatives as below:

Particulars	(₹ in Lakhs)	
	31-Mar-26	31-Mar-25
Two percent of average net profit of the company as per section 135(5)	455.81	471.22
Spent on ongoing projects	226.87	249.32
Administrative expenses	10.88	11.06
Total Amount Spent for the Financial Year. (in ₹) *	237.75	260.38
Total Amount transferred to Unspent CSR Account as per section 135(6) (b)	218.06	210.84
Total (a + b)	455.81	471.22

* The amount has been spent on purposes other than construction / acquisition of asset and no amounts are yet to be paid in cash

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 43: Corporate Social Responsibility (Contd..)

Details of un-spent CSR amounts (deposited in separate CSR unspent account)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Financial year 2023-24	-	37.07
Financial year 2024-25	5.90	210.83
Financial year 2025-26	218.06	-
Total (refer note 19)	223.96	247.90

No amounts are spent in current year and previous year for construction / acquisition of any asset.

For details of related parties transactions, refer note 38.

Note 44: Exceptional items

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Exceptional Losses		
Voluntary retirement scheme for Nashik Factory, Maharashtra	-	876.50
Ex-gratia for Nashik Factory, Maharashtra	667.91	-
Labour codes impact (refer note 1 below)	2,872.00	-
Impairment of Goodwill (refer note 2 below)	2,644.36	-
Impairment of property, plant and equipment (refer note 3 below)	2,930.49	-
Exceptional Gains		
Profit on liquidation of few immovable properties	-	3,013.14
	(9,114.76)	2,136.64

Note 1

The Government of India has notified the Code on Wages, 2019; Industrial Relations Code, 2020; Code on Social Security, 2020; and Occupational Safety, Health and Working Conditions Code, 2020 (collectively, "Labour Codes") on November 21, 2025. Based on the revised definition of wages under the Labour Codes, the Company has recognized an estimated additional expense of ₹ 2,872.00 lakhs towards gratuity and leave encashment as an exceptional item in the Statement of Profit and Loss for the year ended March 31, 2026. This impact is subject to final rules and requisite approvals. The Ministry is in the process of notifying related rules to the New Labour Codes and impact of those will be evaluated and accounted for in the period in which they are notified. The Company is in the process of reassessing and implementing policy changes to its existing employee benefit policies.

Note 2

The Company has recognised impairment provision of Goodwill of ₹ 2,644.36 lakhs of the Chhatrapati Sambhajnagar Unit (Aurangabad facility, Nirlep) for the year ended March 31, 2026. The impairment is based on a valuation performed by an independent valuer and has been recognised in accordance with Ind AS 36 - Impairment of Assets.

Note 3

The Company has recognised an impairment provision of ₹ 2,930.49 lakhs on certain Property, Plant and Equipment pertaining to moulds and dies, based on annual review of their expected economic benefits and market performance of related products.

Note 45: Purchase of Brand

The Company has been associated with the 'Morphy Richards' brand in India since 2002 under an exclusive licensing arrangement. Over this period, the brand has been positioned in the premium domestic appliances segment, supported by an established distribution network and consistent product offerings.

On September 23, 2025, the Board of Directors of Bajaj Electricals Limited has given the consent to the proposal for the acquisition of the 'Morphy Richards' brand and related intellectual property rights in the territories of India, Nepal, Bhutan, Bangladesh, the Maldives, and Sri Lanka, from Glen Electric Limited (part of the Glen Dimplex Group, Ireland), subject to negotiation and execution of definitive agreements and receipt of necessary statutory and regulatory approvals.

Pursuant to the aforesaid Board approval and subsequent negotiations, the Company, on March 16, 2026 (the "Transfer Date"), executed the definitive agreements. The basic consideration for the sale of the Business Intellectual Property and Goodwill under the Agreement is INR 14,140 lakhs (net consideration to the Seller), payable in GBP Sterling in three instalments:

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 45: Purchase of Brand (Contd..)

- INR 49.00 crore - on the *Transfer Date
- INR 49.00 crore - on or before March 31, 2027
- INR 43.40 crore - on or before March 31, 2028

The Company has also incurred withholding taxes of ₹ 2,235.22 lakhs and has also paid a stamp duty of ₹ 424.21 lakhs towards this transaction. The total consideration inclusive of the withholding taxes and stamp duties is ₹ 16,799.43 lakhs.

In accordance with applicable accounting principles, deferred consideration payable subsequent to the acquisition date has been measured at its present value as of the valuation date and the same has been recognised as an intangible asset at ₹15,870.79 lakhs.

Note 46: Goodwill

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Goodwill on merger of Nirlep Appliances Private Limited (BEL Chhatrapati Sambhajinagar Unit)	-	2,644.36
Goodwill on merger of Starlite Lighting Limited (BEL Nashik Unit)	16,356.73	16,356.73
TOTAL	16,356.73	19,001.09

Goodwill on merger of Starlite Lighting Limited (BEL Nashik Unit)

During the year ended March 31, 2026, the Company has performed its annual impairment test and determined that there is no impairment. The recoverable amounts of the CGU's have been determined on the basis of the value in use calculations. The calculation uses cash flow projections based on budgets approved by the management, discounting rate and terminal growth rate. Management believes that any reasonably possible change in the key assumptions on which the specific CGU's recoverable amount is based would not cause its carrying amount to exceed its recoverable amount.

Goodwill on merger of Nirlep Appliances Private Limited (BEL Chhatrapati Sambhajinagar Unit)

Refer note 44(2)

Significant unobservable inputs used in Level 3 fair values as at March 31, 2026

Particulars	Significant Unobservable Inputs	Sensitivity
Goodwill on business combinations	BEL Nashik Unit Discount rate - 12.5% Terminal value growth rate - 3%	BEL Nashik Unit The enterprise value is greater than the value of the goodwill plus WDV of CGU of Nashik Unit and considering the sensitivity around the assumptions used, there is no impairment required as on March 31, 2026 0.5% increase in discount rate will decrease fair value by ₹ 2,926.63 lakhs. 0.5% decrease in discount rate will increase the fair value by ₹ 3,251.79 lakhs 0.5% increase in terminal value growth rate will increase fair value by ₹ 2,223.27 lakhs. 0.5% decrease in terminal value growth rate will decrease the fair value by ₹ 2,000.94 lakhs
	BEL Chhatrapati Sambhajinagar Unit Discount rate - 14.75% Terminal value growth rate - 3%	
	BEL Chhatrapati Sambhajinagar Unit The enterprise value is lesser than the value of the goodwill plus WDV of CGU of Aurangabad Unit and considering the sensitivity around the assumptions used, there is Goodwill has been impaired as on March 31, 2026. Refer note 44(2).	

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 47: Ratios

(₹ in Lakhs)

Ratio	Numerator	Denominator	31-Mar-26	31-Mar-25	% Change	Reasons for variance > 25%
Current ratio (in times)	Total current assets	Total current liabilities	1.11	1.29	(13.36%)	NA
Debt equity ratio (in times)	Total borrowings (excluding lease liabilities)	Total equity	-	-	0.00%	NA
Debt service coverage ratio (in times)	(Net Profit / (Loss) for the year + Finance Costs + Depreciation and amortisation expense + Non-cash operating expenses	Finance Costs + Long term borrowings scheduled principal repayments during the year, excluding lease liabilities	4.07	4.82	(15.48%)	NA
Return on equity ratio (%)	Profit / (loss) for the year	Average total equity	(5.12%)	8.89%	(157.56%)	The ratio is negative due to negative profit after tax, mainly due to high exceptional items
Inventory turnover ratio (in times)	Cost of raw materials consumed + Purchases of traded goods + Changes in inventories of work-in-progress, finished goods, traded goods + Erection & subcontracting expenses	Average inventory	4.95	4.52	9.46%	NA
Trade receivables turnover ratio (in times)	Revenue from operations (including other operating income)	Average receivables	3.61	3.97	(9.16%)	NA
Trade payables turnover ratio (in times)	Cost of raw materials consumed + Purchases of traded goods + Changes in inventories of work-in-progress, finished goods, traded goods + Erection & subcontracting expenses	Average payables	6.75	6.61	2.16%	NA
Net capital turnover ratio (in times)	Revenue from operations (including other operating income)	Net capital (current assets - current liabilities)	15.98	7.52	112.45%	Significant decrease in the net capital, which has increased the overall ratio
Net profit ratio (%)	Profit / (loss) for the year	Revenue from operations	(1.73%)	2.76%	(162.66%)	The ratio is negative due to loss after tax, mainly due to high exceptional items
Return on capital employed (%)	Finance cost + Profit / (loss) before tax	Average capital employed	4.77%	14.54%	(67.20%)	Lower due to loss after tax mainly due to high exceptional items
Return on investment (%)	Interest / income on bank deposits / mutual funds	Average bank deposits / mutual funds	3.41%	8.44%	(59.61%)	Lower % due to MTM losses taken on equity investments

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 48: Other statutory information

1. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
2. The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period,
3. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
4. 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:
 - a. 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
 - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
5. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall
 - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
6. The Company has not had or does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)
7. The Company has not granted any loans or advances in nature of loans to promoters, directors and KMPs either severally or jointly with any other person during the year ended March 31, 2026 and March 31, 2025.
8. The Company has not been declared wilful defaulter by any bank, financial institution, government or government authority.
9. The Company has not revalued its property, plant and equipment (including right-to-use assets) or intangible assets during the year ended March 31, 2026 and March 31, 2025.
10. Transactions with the companies which are struck off are as under

(₹ in Lakhs)

Nature of Transaction	Count (FY26)	Count (FY25)	As on March 31, 2026	As on March 31, 2025
Receivables from customers	1	1	0.31	39.07
Receivables from vendors	2	2	(1.20)	0.16

11. The Company has used accounting software for maintaining its books of account including privileged access management tool 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, there are no instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

Notes to Standalone Financial Statements

for the year ended March 31, 2026

Note 49: Subsequent events

The Company has evaluated subsequent events from the balance sheet date through May 15, 2026, the date at which the standalone financial statements were available to be issued, and determined that there are no material items to disclose.

Note 50: Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our report attached of even date
For **S R B C & Co LLP**
ICAI Firm Registration No. 324982E/E300003
Chartered Accountants

per **Aruna Kumaraswamy**
Partner
Membership No.219350
Navi Mumbai, May 15, 2026

For and on behalf of the Board of directors
of **Bajaj Electricals Limited**

Shekhar Bajaj
Chairman
DIN: 00089358

Sanjay Sachdeva
Managing Director & Chief Executive Officer
DIN: 11017868

Prashant Dalvi
Company Secretary

Suketu Shah
Chief Financial Officer - Interim

Shailesh Haribhakti
Chairman - Audit Committee
DIN: 00007347
Navi Mumbai, May 15, 2026

Consolidated Financial Statements



Independent Auditor's Report

To the Members of **Bajaj Electricals Limited**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Bajaj Electricals Limited (hereinafter referred to as "the Holding Company"), its associate and joint ventures (the Holding Company, its associate and joint ventures together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31, 2026, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the associate and joint ventures, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the 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 consolidated state of affairs of the Group as at March 31, 2026, their consolidated loss including other comprehensive loss, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities

for the Audit of the Consolidated Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India 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 audit opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matters	How our audit addressed the key audit matters
<p>A. Timing of revenue recognition (Refer Notes 1B(3)(1) and 24 of the consolidated financial statements)</p> <p>Revenue from contracts with customers is recognised upon transfer of control of promised goods and is measured at the transaction price of the consideration received or receivable, net of returns, schemes and rebates, based on contractually defined terms.</p> <p>The timing of transfer of control in case of sales to distributors is basis the terms of arrangements such as delivery specifications, incoterms, ability of customers to return unsold goods which results in risk regarding recognition of revenue in the appropriate period.</p> <p>Considering the above factors and the risk around recognition of revenue in the correct period, it was determined to be a key audit matter in our audit of the consolidated financial statements.</p>	<p>Audit procedures included the following:</p> <ul style="list-style-type: none"> Assessed the Holding Company's revenue recognition policy and its compliance in terms of Ind AS 115 'Revenue from contracts with customers'; Assessed the design and tested the operating effectiveness of internal financial controls related to timing of revenue recognition; On a sample basis, we tested the underlying documents and terms of arrangement to assess the appropriateness of timing of revenue recognition in accordance with Ind AS 115; Performed analytical procedures on sales and sales return trend including subsequent sales returns; Tested manual journal entries posted to revenue to identify unusual items;

Key audit matters	How our audit addressed the key audit matters
<p>B. Allowances for inventories (Refer note 1B(13) and 11 for disclosure of the accompanying consolidated financial statements)</p> <p>As at March 31, 2026, the carrying amount of inventories amounted to ₹53,351.87 lakhs, after considering allowance for aged and obsolete inventories of ₹4,795.13 lakhs.</p> <p>Management applies judgement in determining the provision for such aged and obsolete inventories based upon its detailed analysis of old inventories using the ageing report of such inventories, net realizable value, its physical condition, future use and sales projections for the said inventories.</p> <p>The determination of saleability of such aged and obsolete inventories requires management to rely on certain assumptions and significant judgement.</p> <p>Accordingly, the assessment of the provision for aged and obsolete inventories has been considered as a key audit matter.</p>	<p>Audit procedures included the following:</p> <ul style="list-style-type: none"> • Read the Holding Company's accounting policy for provisioning for aged and obsolete inventories; • Obtained an understanding, evaluated the design and tested the operating effectiveness of internal financial controls that the Holding Company has in relation to the identification of aged and obsolete inventories and assessing the amount of allowance for such inventories; • We performed audit procedures such as testing the inventory ageing report, testing the reasonableness of sales projections considered for future liquidation of the aged and obsolete inventories and the realizable value of such inventories based on historical sales data, orders in hand etc; • We also tested the appropriateness of the net realizable value considered by management for the aged and obsolete inventories by comparing the inventories value with the subsequent sales prices of the finished goods/recently realized prices; • We observed the inventory count performed by management for the year-end on a sample basis and assessed the physical condition of the inventories segregated as aged and obsolete inventories and compared the same with the inventories listing to check completeness; • We analyzed the inventory turnaround and compared that to management's estimates on aged and obsolete inventories; • We verified if the computation of inventory provisioning for such aged and obsolete inventories is in line with Holding Company's policy; • We assessed the adequacy and appropriateness of the Holding Company's disclosures in Note 1B(13) on material accounting policy and Note 11 Inventories to the consolidated financial statements, as required by the applicable Indian Accounting Standards.
<p>C. Impairment testing of Goodwill (Refer Note 46 of the consolidated financial statements)</p> <p>During the year, the Company has carrying amount of Goodwill of ₹19,001.09 lakhs pertaining to Starlite Lighting Limited and Nirlep Appliances Private Limited, wholly owned subsidiaries which has been merged into the Company in previous years.</p> <p>In accordance with the requirements of Ind AS 36 Impairment of Assets, the Holding Company performs an annual impairment assessment of Goodwill and the corresponding cash generating units to determine whether the recoverable value is below the carrying amount as at March 31, 2026.</p> <p>For this purpose, the recoverable value of the cash generating unit is based on the value in use model, which has been derived from the discounted cash flow model. The model requires the Holding Company to make significant assumptions such as discount rate, near and long-term revenue growth rate and projected margins which involves inherent uncertainty since they are based on future business prospects and economic outlook.</p> <p>Changes in certain methodologies and assumptions can lead to significant changes in the assessment of the recoverable value.</p> <p>Due to the level of judgments involved and its significance to the Holding Company's financial position, this is considered to be a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> • Obtained an understanding of the process followed by the management to determine the recoverable amounts of cash generating units determined by the Holding Company; • Evaluated the design and implementation and tested the operating effectiveness of key internal controls related to the Holding Company's process relating to review of the annual impairment analysis; • Assessed Holding Company's valuation methodology applied in determining recoverable value including the reasonableness of identification of cash generating units around the key drivers (cash flow forecasts, discount rates, expected growth rates, forecasted margins and terminal growth rates) based on our knowledge of the Holding Company and Industry. Compared the historical accuracy by comparing past forecasts to actual results achieved; • Assessed the recoverable value headroom by performing sensitivity testing of key assumptions used; • Tested the arithmetical accuracy of the computation of recoverable amounts of cash generating units; • Assessed the disclosures made in the consolidated financial statements.

We have determined that there are no other key audit matters to communicate in our report.

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies 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 the 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of their respective companies.

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

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

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

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

statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

- (a) The consolidated financial statements also include the Group's share of net profit of ₹ 0.00 lakhs for the year ended March 31, 2026, as considered in the consolidated financial statements, in respect of one associate, whose financial statements, other financial information have been audited by other auditor and whose report have been furnished to us by the Management.
- (b) The consolidated financial statements also include the Group's share of net loss of ₹ 3,116.04 lakhs for the year ended March 31, 2026, as considered in the consolidated financial statements, in respect of five joint ventures, whose financial statements, other financial information have been audited by other auditor and whose report have been furnished to us by the Management.
- (c) Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these associate and joint ventures and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid associate and joint ventures, is based solely on the reports of such other auditors.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statement and the other financial information of the associate company and joint ventures, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements and the other financial information of associate and joint ventures and, as noted in the 'other matter' paragraph we report, to the extent applicable, that:
 - (a) We/the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditor who are appointed under Section 139 of the Act, of its associate company and joint ventures, none of the directors of the Holding Company's, its associate, and joint ventures incorporated in India, is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and its associate company and joint ventures, incorporated in India, and the operating effectiveness of such controls, based on our audit and on the consideration of reports of the other auditors on separate financial statements and the other financial information of such associate and

joint ventures, incorporated in India and to the extent applicable, as noted in the 'Other Matter' paragraph, refer to our separate Report in "Annexure 2" to this report;

- (g) In our opinion and based on the consideration of reports of other statutory auditor of the associate and joint venture incorporated in India, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Holding Company incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act. The provisions of section 197 read with Schedule V of the Act are not applicable to its associate and joint ventures company incorporated in India for the year ended March 31, 2026.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statement as also the other financial information of the associate and joint ventures, as noted in the 'Other matter' paragraph:
- i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated financial statements - Refer Note 40 to the consolidated financial statements;
 - ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2026;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its associate and joint ventures, incorporated in India during the year ended March 31, 2026.
 - iv. a) The respective managements of the Holding Company and its associate and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such associate and joint venture respectively that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such associate and joint ventures 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such associate and joint ventures ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The respective managements of the Holding Company and its associate and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such associate and joint ventures respectively that, to the best of its knowledge and belief, no funds have been received by the respective Holding Company or any of such associate and joint ventures from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such associate and joint ventures shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the associate and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
 - v) As stated in note 16 to the consolidated financial statements, The final dividend paid by the Holding Company incorporated in India during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend. Further, the Board of Directors of the Holding Company, incorporated in India have proposed final dividend for the year which is subject to the approval of the members of the Holding Company at the respective ensuing

Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

- vi) Based on our examination which included test checks and that performed by the respective auditors of an associate and joint ventures, which are companies incorporated in India, whose financial statements have been audited under the Act, and as described in note 48(11) to the consolidated financial statements, the Holding Company, its associate and joint ventures has used accounting software for maintaining its books of account including privileged access management tool 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

audit, we and respective auditors of the above referred associate and joint ventures did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Holding Company, its associate and joint ventures as per the statutory requirements for record retention.

For **SRBC & COLLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Aruna Kumaraswamy**

Partner

Membership No.: 219350

UDIN: 26219350QYHKIW7506

Navi Mumbai, May 15, 2026

Annexure '1'

referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Bajaj Electricals Limited ("the Holding Company")

(xxi) Qualifications or adverse remarks in the Companies (Auditors Report) Order (CARO) report of the Company included in the consolidated financial statements are:

Sr no	Name	CIN	Holding company/ Associate/ Joint ventures	Clause number of the CARO report which is qualified or is adverse
1	Bajaj Electricals Limited	L31500MH1938PLC009887	Holding Company	Paragraph 3(i)(c)

For **SRBC & COLLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Aruna Kumaraswamy**

Partner

Membership No.: 219350

UDIN: 26219350QYHKIW7506

Navi Mumbai, May 15, 2026

Annexure '2' referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Bajaj Electricals Limited ("the Holding Company")

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

In conjunction with our audit of the consolidated financial statements of Bajaj Electricals Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its associate and joint ventures, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

Meaning of Internal Financial Controls With Reference to Consolidated Financial Statements

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls With Reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of

controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company, which is a company incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2026, based on the internal controls over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements of the Holding Company, in so far as it relates to these associate and joint ventures, which are companies incorporated in India, is based on the corresponding reports of the auditors of such associate and joint ventures incorporated in India.

For **SRBC & COLLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Aruna Kumaraswamy**

Partner

Membership No.: 219350

UDIN: 26219350QYHKIW7506

Navi Mumbai, May 15, 2026

Consolidated Balance Sheet

as at 31st March 2026

(₹ in Lakhs)

Particulars	Notes	As at 31-Mar-26	As at 31-Mar-25
ASSETS			
Non-Current Assets			
Property, plant and equipment	2	27,369.64	35,080.45
Capital work in progress	2	142.48	922.98
Right-of-use assets	3	15,771.37	24,412.28
Intangible assets	4	16,485.02	894.76
Intangible assets under development	4	88.71	332.04
Investment properties	4.1	14,851.29	15,628.87
Goodwill	46	16,356.73	19,001.09
Investments in an associate	5.1	-	-
Investments in joint ventures	5.1	13,505.60	16,621.64
Financial Assets			
i) Investments	5.3	488.54	515.32
ii) Trade receivables	6	3,175.86	1,492.24
iii) Other financial assets	8	36,403.60	6,929.10
Deferred tax assets (net)	9	1,996.94	388.18
Income tax assets (net)		3,355.90	4,376.02
Other non-current assets	10	3,076.49	6,448.51
Total Non-Current Assets		1,53,068.17	1,33,043.48
Current Assets			
Inventories	11	53,351.87	71,735.59
Financial Assets			
i) Investments	5.2	26,196.15	6,187.46
ii) Trade receivables	6	1,14,148.58	1,28,639.33
iii) Cash and cash equivalents	12	22,231.01	11,978.53
iv) Bank balances other than (iii) above	12.1	3,538.13	76.17
v) Loans	7	0.76	0.94
vi) Other current financial assets	13	13,669.53	33,360.39
Other current assets	14	36,551.90	36,416.94
Contract assets	41	1,484.15	476.67
		2,71,172.08	2,88,872.02
Assets classified as held for sale	15	1,773.30	-
Total Current Assets		2,72,945.38	2,88,872.02
Total Assets		4,26,013.55	4,21,915.50
EQUITY & LIABILITIES			
EQUITY			
Equity share capital	16	2,307.81	2,306.84
Other Equity	17	1,57,109.98	1,70,204.60
Total Equity		1,59,417.79	1,72,511.44
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
ia) Lease liabilities	3	11,133.91	18,666.52
ii) Other financial liabilities	19	3,453.57	19.24
Provisions	20	779.23	1,221.62
Employee benefit obligations	21	6,214.68	4,836.36
Total Non-Current Liabilities		21,581.39	24,743.74
Current Liabilities			
Financial Liabilities			
ia) Lease liabilities	3	4,755.46	5,662.44
ii) Trade credits	22.1	1,50,821.74	1,46,295.42
iii) Trade payables	22		
Total Outstanding dues of micro enterprises & small enterprises		4,626.41	5,424.00
Total Outstanding dues of other than micro enterprises & small enterprises		42,121.27	39,532.55
iv) Other current financial liabilities	19	11,267.90	6,960.21
Provisions	20	8,034.16	5,319.93
Employee benefit obligations	21	3,375.04	1,533.63
Current tax liabilities (net)		2,078.92	2,023.27
Contract liabilities	41	6,106.19	4,912.73
Other current liabilities	23	11,827.28	6,996.14
Total Current Liabilities		2,45,014.37	2,24,660.32
Total Liabilities		2,66,595.76	2,49,404.06
Total Equity & Liabilities		4,26,013.55	4,21,915.50
Summary of material accounting policies	1B		

As per our report attached of even date

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

ICAI Firm Registration No. 324982E/E300003

Chartered Accountants

For and on behalf of the Board of directors

of **Bajaj Electricals Limited****Shekhar Bajaj**

Chairman

DIN: 00089358

Sanjay Sachdeva

Managing Director & Chief Executive Officer

DIN: 11017868

per **Aruna Kumaraswamy**

Partner

Membership No.219350

Navi Mumbai, May 15, 2026

Prashant Dalvi

Company Secretary

Suketu Shah

Chief Financial Officer - Interim

Shailesh Haribhakti

Chairman - Audit Committee

DIN: 00007347

Navi Mumbai, May 15, 2026

Consolidated Statement of Profit and Loss

for the year ended 31st March 2026

(₹ In lakhs unless otherwise stated)

Particulars	Notes	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Income:			
Revenue from operations	24	4,46,215.98	4,82,843.36
Other income	25	6,218.18	5,477.66
Total Income		4,52,434.16	4,88,321.02
Expenses:			
Cost of raw materials consumed	26	49,292.08	54,852.49
Purchases of traded goods		2,37,028.47	2,71,781.14
Changes in inventories of work-in-progress, finished goods and traded goods	26	18,274.27	2,887.36
Erection and subcontracting expenses	27	5,115.83	3,892.84
Employee benefits expenses	28	39,109.54	37,998.91
Depreciation and amortisation expense	29	14,151.65	14,407.13
Other expenses	30	82,264.60	80,685.51
Finance costs	31	5,620.51	6,984.69
Total Expenses		4,50,856.95	4,73,490.07
Profit / (loss) before exceptional items, share of profit / (loss) of an associate and a joint venture, and tax		1,577.21	14,830.95
Exceptional Items before tax	44	(9,114.76)	2,136.64
Profit / (loss) before share of profit / (loss) of an associate and a joint venture, and tax		(7,537.55)	16,967.59
Share of profit / (loss) of associates and joint ventures accounted for using equity method		(1,359.85)	-
Profit / (loss) before tax for the year		(8,897.40)	16,967.59
Tax expense / (credit) :			
Current tax	32	777.71	4,950.63
Deferred tax	9	(1,641.71)	(1,325.50)
Adjustment of tax relating to earlier years	32	1,052.19	-
Total tax expenses		188.19	3,625.13
Profit / (loss) for the year		(9,085.59)	13,342.46
Other comprehensive income / (loss)			
Items that will not be reclassified to profit and loss in subsequent periods			
Remeasurement gains/(losses) on defined benefit plans	21	130.90	210.36
Income tax effect	9	(32.95)	(52.94)
Share of other comprehensive income / (loss) of associates and joint ventures accounted for using equity method		(2,049.23)	-
Income tax effect		293.04	-
Other comprehensive income / (loss) net of tax		(1,658.24)	157.42
Total Comprehensive Income / (loss) for the year net of tax		(10,743.83)	13,499.88
Profit / (loss) for the year attributable to			
Equity holders of the holding company		(9,085.59)	13,342.46
Non-controlling interest		-	-
Other comprehensive income / (loss) for the year attributable to			
Equity holders of the holding company		(1,658.24)	157.42
Non-controlling interest		-	-
Total comprehensive income / (loss) for the year attributable to			
Equity holders of the holding company		(10,743.83)	13,499.88
Non-controlling interest		-	-
Earnings Per Share	39		
Earnings per equity share before exceptional items (face value per share ₹ 2)			
Basic computed on the basis of profit / (loss) for the year		(1.96)	9.64
Diluted computed on the basis of profit / (loss) for the year		(1.96)	9.63
Earnings per equity share after exceptional items (face value per share ₹ 2)			
Basic computed on the basis of profit / (loss) for the year		(7.88)	11.57
Diluted computed on the basis of profit / (loss) for the year		(7.88)	11.56
Summary of material accounting policies	1B		

The accompanying notes are an integral part of the Consolidated Financial Statements

As per our report attached of even date
For **SRBC & Co LLP**
ICAI Firm Registration No. 324982E/E300003
Chartered Accountants

For and on behalf of the Board of directors
of **Bajaj Electricals Limited**

Shekhar Bajaj
Chairman
DIN: 00089358

Sanjay Sachdeva
Managing Director & Chief Executive Officer
DIN: 11017868

per **Aruna Kumaraswamy**
Partner
Membership No.219350
Navi Mumbai, May 15, 2026

Prashant Dalvi
Company Secretary

Suketu Shah
Chief Financial Officer - Interim

Shailesh Haribhakti
Chairman - Audit Committee
DIN: 00007347
Navi Mumbai, May 15, 2026

Consolidated Statement of Changes in Equity

for the year ended 31st March 2026

A. Equity share capital (Note 16)

Particulars	Year Ended	
	31st March 2026	31st March 2025
Equity shares of ₹2 each issued, subscribed and fully paid-up		
At the beginning of the year	2,306.84	2,303.92
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the year	2,306.84	2,303.92
Issue of equity share capital during the year	0.97	2.92
At the end of the year	2,307.81	2,306.84

(₹ in Lakhs)

B. Other equity (Note 17)

Particulars	Share Application Money Pending Allotment	Reserves and surplus										Total
		Amalgamation Adjustment Reserve	Effective Portion of Cashflow Hedges	Securities premium reserve	Shares Option Outstanding	General Reserve	Retained earnings*	Other comprehensive income/ (loss) for equity component	Capital Redemption Reserve	Capital Reserve	Employee welfare trust Capital Reserve	
Balance as at 31st March 2025	-	(2,327.15)	(38.31)	68,200.48	3,117.83	45,967.75	38,351.47	-	135.71	175.18	16,621.64	1,70,204.60
Profit / (loss) for the year	-	-	-	-	-	(9,085.59)	-	-	-	-	-	(9,085.59)
Other comprehensive income/ (loss) **	-	-	-	-	-	97.95	(1,756.19)	-	-	-	-	(1,658.24)
Total	-	(2,327.15)	(38.31)	68,200.48	3,117.83	45,967.75	29,363.83	(1,756.19)	135.71	175.18	16,621.64	1,59,460.77
Exercise of share options	-	-	-	84.14	-	-	-	-	-	-	-	84.14
Exercise of share options - transferred from shares options outstanding account	-	-	-	216.93	(216.93)	-	-	-	-	-	-	-
Employee stock option expense for the year	-	-	-	-	987.24	-	-	-	-	-	-	987.24
Transferred from share options outstanding account on account of lapse of vested options	-	-	-	-	(307.19)	-	307.19	-	-	-	-	-
Dividend on equity shares	-	-	-	-	-	(3,460.50)	-	-	-	-	-	(3,460.50)
Share application monies received	0.02	-	-	-	-	-	-	-	-	-	-	0.02
Transfer to employee welfare trust reserve	-	-	-	-	-	-	1,359.85	1,756.19	-	-	(3,116.04)	-
Charge for the year	-	-	38.31	-	-	-	-	-	-	-	-	38.31
Balance as at 31st March 2026	0.02	(2,327.15)	-	68,501.55	3,580.95	45,967.75	27,570.37	-	135.71	175.18	13,505.60	1,57,109.98

(₹ in Lakhs)

* Retained earnings includes revaluation reserve of ₹ 808.60 lakhs subsumed during transition to Ind AS

** Other comprehensive income includes remeasurement (gains)/losses on defined benefit plans (net of tax) which are transferred to retained earnings.

Consolidated Statement of Changes in Equity

for the year ended 31st March 2026

B. Other equity (Note 17)

Particulars	Share Application Money Pending Allotment	Reserves and surplus										Total
		Amalgamation Adjustment Reserve	Effective Portion of Cashflow Hedges	Securities premium reserve	Shares Option Outstanding	General Reserve	Retained earnings*	Capital Redemption Reserve	Capital Reserve	Employee welfare trust Capital Reserve		
Balance as at 31st March 2024	3.03	(2,327.15)	(38.31)	67,307.46	2,698.94	45,967.75	27,895.47	135.71	175.18	-	1,41,818.08	
Profit for the year	-	-	-	-	-	-	13,342.46	-	-	-	13,342.46	
Other comprehensive income/ (loss)	-	-	-	-	-	-	157.42	-	-	-	157.42	
Total comprehensive income for the year	3.03	(2,327.15)	(38.31)	67,307.46	2,698.94	45,967.75	41,395.35	135.71	175.18	-	1,55,317.96	
Exercise of share options	-	-	-	603.92	-	-	-	-	-	-	603.92	
Exercise of share options - transferred from shares options outstanding account	-	-	-	289.10	(289.10)	-	-	-	-	-	-	
Employee stock option expense for the year	-	-	-	-	1,121.06	-	-	-	-	-	1,121.06	
Transferred from share options outstanding account on account of lapse of vested options	-	-	-	-	(413.07)	-	413.07	-	-	-	-	
Dividend on equity shares	-	-	-	-	-	-	(3,456.95)	-	-	-	(3,456.95)	
Application money received	(3.03)	-	-	-	-	-	-	-	-	-	(3.03)	
Recognised during the year (refer note 5.1)	-	-	-	-	-	-	-	-	-	16,621.64	16,621.64	
Balance as at 31st March 2025	-	(2,327.15)	(38.31)	68,200.48	3,117.83	45,967.75	38,351.47	135.71	175.18	16,621.64	1,70,204.60	

* Retained earnings includes revaluation reserve of ₹ 808.60 lakhs subsumed during transition to Ind AS

** Other comprehensive income includes remeasurement (gains)/losses on defined benefit plans (net of tax) which are transferred to retained earnings.

Summary of material accounting policies (Note 1B). The accompanying notes are an integral part of the Consolidated Financial Statements

As per our report attached of even date

For **SRBC & Co LLP**

ICAI Firm Registration No. 324982E/E300003

Chartered Accountants

For and on behalf of the Board of directors

of **Bajaj Electricals Limited**

Shekhar Bajaj

Chairman

DIN: 00089358

Prashant Dalvi

Company Secretary

Sanjay Sachdeva

Managing Director & Chief Executive Officer

DIN: 11017868

Suketu Shah

Chief Financial Officer - Interim

Shailesh Haribhakti

Chairman - Audit Committee

DIN: 00007347

Navi Mumbai, May 15, 2026

Consolidated Cash Flow Statement

for year ended March 31, 2026

(₹ in Lakhs)

Particulars	Year ended 31-Mar-26	Year ended 31-Mar-25
Cash flow from operating activities		
Profit / (loss) before income tax	(8,897.40)	16,967.59
Adjustments for:		
Depreciation and amortisation expense	14,151.65	14,407.13
Employee share-based payment expense	1,012.29	1,121.06
(Gain) / loss on disposal of property, plant and equipment and right-of-use assets (net)	(463.57)	(497.21)
Measurement of financial assets held at fair value through Profit or Loss	(112.63)	(305.14)
Measurement of financial assets and liabilities held at amortised cost	(147.46)	(159.77)
Share of loss of associate and joint venture	1,359.85	-
Exceptional items	9,114.76	(2,136.64)
Finance costs	5,620.51	6,984.69
Interest income	(2,459.43)	(2,608.51)
Credit balances written back	(60.81)	(226.23)
Impairment allowance for doubtful debts & advances (net of write back)	327.00	82.61
Bad debts and other irrecoverable debit balances written off	1,112.44	816.11
	20,557.20	34,445.69
Change in operating assets and liabilities:		
(Increase)/decrease in trade receivables (current & non-current)	11,948.88	(13,225.25)
(Increase)/decrease in financial and other assets (current & non-current)	41.59	1,452.08
(Increase)/decrease in inventories	18,383.72	3,928.44
Increase/(decrease) in trade payables, provisions, employee benefit obligations, other financial liabilities and other liabilities (current & non-current)	11,749.32	8,320.62
Cash generated from operations	62,680.71	34,921.58
Income taxes (net of refund)	(754.14)	(241.94)
Net cash inflow from operating activities (A)	61,926.57	34,679.64
Cash flows from investing activities		
Purchase of property, plant and equipment including capital work in progress and capital advances	(3,206.16)	(4,722.42)
Purchase of intangible assets including intangible assets under development	(5,472.46)	(671.60)
Proceeds from sale of property, plant and equipment	134.86	2,497.17
Proceeds from sale of assets held for sale	-	2,388.58
Proceeds from sale of investment properties	0.02	4.58
Purchase of mutual funds	(29,368.52)	(6,046.00)
Proceeds from sale of mutual funds	9,336.00	3,146.00
Investments in bank deposits	(12,443.53)	(17,644.38)
Interest received	3,042.28	1,552.26
Net cash used in investing activities (B)	(37,977.51)	(19,495.81)
Cash flows from financing activities		
Proceeds from issues of shares	85.13	603.81
Payment of principal portion of lease liabilities	(4,776.71)	(4,853.24)
Interest paid on lease liabilities	(1,797.39)	(2,005.47)
Interest paid on borrowings	(3,747.11)	(4,895.60)
Dividend paid to equity shareholders	(3,460.50)	(3,456.95)
Net cash used in financing activities (C)	(13,696.58)	(14,607.45)
Net increase in cash and cash equivalents (A+B+C)	10,252.48	576.38
Cash and cash equivalents at the beginning of the year	11,978.53	11,402.15
Cash and cash equivalents at the end of the year	22,231.01	11,978.53

Summary of material accounting policies (Note 1B)

The accompanying notes are an integral part of the Consolidated Financial Statements

As per our report attached of even date
For **SRBC & Co LLP**
ICAI Firm Registration No. 324982E/E300003
Chartered Accountants

For and on behalf of the Board of directors
of **Bajaj Electricals Limited**

Shekhar Bajaj
Chairman
DIN: 00089358

Sanjay Sachdeva
Managing Director & Chief Executive Officer
DIN: 11017868

per **Aruna Kumaraswamy**
Partner
Membership No.219350
Navi Mumbai, May 15, 2026

Prashant Dalvi
Company Secretary

Suketu Shah
Chief Financial Officer - Interim

Shailesh Haribhakti
Chairman - Audit Committee
DIN: 00007347
Navi Mumbai, May 15, 2026

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

1A GENERAL INFORMATION.

Bajaj Electricals Limited ('the Parent Company') is an existing public limited company incorporated on 14th July 1938 under the provisions of the Indian Companies Act, 1913 and deemed to exist within the purview of the Companies Act, 2013, having its registered office at 45/47, Veer Nariman Road, Mumbai-400 001.

The Holding Company deals in Consumer Products (CP) (which includes domestic appliances, kitchen appliances, and electric Fans). The Parent Company deals in Lighting Solutions (which includes consumer and professional lighting). The equity shares of the Parent Company are listed on Bombay Stock Exchange Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). The consolidated financial statements are presented in Indian Rupee (INR). The Consolidated financial statements comprises the financial statements of the holding Company and an associate and joint venture, together are referred to as "the Group"

The consolidated financial statements have been recommended for approval by the audit committee and is approved and adopted by the Board of the Holding Company, in their meeting held in Navi Mumbai on May 15, 2026.

1B MATERIAL ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all the years presented.

1 Statement of compliance and basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (hereinafter referred to as Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, as amended from time to time and other relevant provisions of the Act.

The consolidated financial statements are prepared under the historical cost basis except for the following:

- certain financial assets and liabilities (including derivative instruments) that are measured at fair value;

- assets held for sale which are measured at lower of carrying value and fair value less cost to sell;
- defined benefit plans where plan assets are measured at fair value; and
- share-based payments at fair value as on the grant date of options given to employees.

Estimates, judgements and assumptions used in the preparation of the consolidated financial statements and disclosures are based upon management's evaluation of the relevant facts and circumstances as of the date of the consolidated financial statements, which may differ from the actual results at a subsequent date. The critical estimates, judgements and assumptions are presented in Note no. 1D.

The Group presents assets and liabilities in the balance sheet based on current and non-current classification. Deferred tax assets and liabilities are classified as non-current.

The Group has prepared the consolidated financial statements on the basis that it will continue to operate as a going concern.

The Group segregates assets and liabilities into current and non-current categories for presentation in the balance sheet after considering its normal operating cycle and other criteria set out in Ind AS 1, "Presentation of Financial Statements". For this purpose, current assets and liabilities include the current portion of non-current assets and liabilities respectively. Deferred tax assets and liabilities are always classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Group has identified period up to twelve months as its operating cycle.

Basis of consolidation

The consolidated financial statements includes financial statements of Bajaj Electricals Limited (together referred as a Group), and an associate and joint ventures, consolidated in accordance with Ind AS 28 - Investments in associate and joint venture, Ind AS 111 - Joint Arrangements and Ind AS 110 - Consolidated financial statements as given below:

Name of the Company	Country of Incorporation	% share holding of the Company	Consolidated / Equity accounted as
Hind Lamps Private Limited (erstwhile Hind Lamps Limited)	India	19.00%	Associate
Bajaj Electricals Limited Employees' Welfare Fund No 1	India	67.07%	Joint Venture
Bajaj Electricals Limited Employees' Welfare Fund No 2	India	67.07%	Joint Venture
Bajaj Electricals Limited Employees' Welfare Fund No 3	India	67.07%	Joint Venture
Bajaj Electricals Limited Employees' Welfare Fund No 4	India	67.07%	Joint Venture
Bajaj Electricals Limited Employees' Housing Welfare Fund	India	67.07%	Joint Venture

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and other events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies. The financial statement of all entities used for the purpose of consolidation are drawn upto same reporting date as that of the parent company i.e., year ended 31st March 2026.

Consolidation procedure:

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiary. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.
- (c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiary to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiary

When assessing control, the Group considers the nature of its relationship with other parties and whether those other parties are acting on the investor's behalf (i.e. they are 'de facto agents'). The determination of

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

whether other parties are acting as de facto agents requires judgement, considering not only the nature of the relationship but also how those parties interact with each other and the investor. A party is a de facto agent when the Group has, or those that direct the activities of the Group have, the ability to direct that party to act on the Group's behalf. In these circumstances, the Group shall consider its de facto agent's decision-making rights and its indirect exposure, or rights, to variable returns through the de facto agent together with its own when assessing control of an investee.

Interest in associate and joint ventures are accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition the consolidated financial statements include the groups share of profit and loss and OCI of equity accounted investee until the date on which significant influence or joint control ceases

When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the other entity. Unrealised gains on transactions between the group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

2 Business combination and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their acquisition date fair values (including related deferred tax as per Ind AS). For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Recognise that distribution of shares of subsidiary to Group in Group's capacity as owners
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or transferred directly to retained earnings, if

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

required by other Ind ASs as would be required if the Group had directly disposed of the related assets or liabilities

3 Revenue from contract with customers:

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

The recognition criteria for sale of products and construction contracts is described below

(1) Sale of products

Revenue from sale of products is recognized at the point in time when control of the asset is transferred to the customer, generally on dispatch of the product to the customer's destination. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated (e.g., customer loyalty points and warranties). In determining the transaction price for the sale of product, the Group considers the effects of variable consideration, the existence of significant financing components, and consideration payable to the customer (if any).

The Group provides volume rebates to certain customers once the quantity of products purchased during the period exceeds a threshold specified in the contract. Rebates are offset against amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the Group applies the most likely amount method. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract.

Generally, the Group receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

The Group has a loyalty points program, "Retailer Bonding Program", which allows customers to accumulate points that can be redeemed for free products. The loyalty points give rise to a

separate performance obligation as they provide a material right to the customer. A portion of the transaction price is allocated to the loyalty points awarded to customers based on relative stand-alone selling price and recognized as deferred revenue until the points are redeemed. Revenue is recognized upon redemption of products by the customer. When estimating the stand-alone selling price of the loyalty points, the Group considers the likelihood that the customer will redeem the points. The Group updates its estimates of the points that will be redeemed on a quarterly basis and any adjustments to the deferred revenue are charged against revenue.

The Group provides a warranty beyond fixing defects that existed at the time of sale. These service-type warranties are bundled together with the sale of products. Contracts for bundled sales of products and a service-type warranty comprise two performance obligations because the product and service-type warranty are both sold on a stand-alone basis and are distinct within the context of contract. Using the relative stand-alone selling price method, a portion of the transaction price is allocated to the service-type warranty and recognised as deferred revenue. Revenue for service-type warranties is recognised over the period in which the service is provided based on the time elapsed.

(2) Construction contracts

Performance obligation in case of construction contracts is satisfied over a period of time, as the Group creates an asset that the customer control and the Group has an enforceable right to payment for performance completed to date if it meets the agreed specifications. Revenue from construction contracts is recognised based on the stage of completion determined with reference to the actual costs incurred up to reporting date on the construction contract and the estimated cost to complete the project. Cost estimates involves judgments including those relating to cost escalations; assessment of technical, political, regulatory and other related contract risks and their financial estimation; scope of deliveries and services required for fulfilling the contractually defined obligations and expected delays, if any. Provision for foreseeable losses/ construction contingencies on said contracts is made based on technical assessments of costs to be incurred and revenue to be accounted for. The Group has long-term receivables from customers. The transaction price for such contracts is discounted, using the rate that would be reflected in a separate financing transaction between the Group and its customers at contract inception, to take into consideration the significant financing component

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(3) Contract balances

Contract asset

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivables

A receivable represents the Group right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

4 Other income:

(1) Interest income on financial asset is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instruments.

(2) Rental income:

The Group recognises other income on accrual basis. However, where the ultimate collection of the same is uncertain, revenue recognition is postponed to the extent of uncertainty. Rental income arising from operating leases is accounted for on a straight line basis over lease terms unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases and is included in the Consolidate Statement of profit or loss due to its operating nature.

(3) Government grants:

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an

expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

5 Leases:

As a lessee:

Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment test.

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised

Leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Group's general policy on the borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The variable lease payments that do not depend on an index or a rate are recognised as expense in the period on which the event or condition that triggers the payment occurs.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low value assets recognition exemption to leases that are considered of low value (i.e., below ₹ 5,00,000). Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

6 Property, plant and equipment :

A) Asset class:

- i) Freehold land is carried at cost including expenditure that is directly attributable to the acquisition of the land.
- ii) All other items of property, plant and equipment (including capital work in progress) are stated at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.
- iii) Capital goods manufactured by the Group for its own use are carried at their cost of production (including duties and other levies, if any) less accumulated depreciation and impairment losses if any.
- iv) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the consolidated statement of profit and loss. during the year in which they are incurred.
- v) Losses arising from the retirement of, and gains or losses arising from disposal of property, plant and equipments which are carried at cost are recognised in the consolidated statement of profit and loss.
- vi) Capital work-in-progress, property, plant and equipment is stated at cost, net of accumulated depreciation. Such cost includes the cost of replacing part of the property, plant and equipment and

borrowing cost for long-term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repairs and maintenance costs are recognised in profit or loss as incurred. Capital work-in-progress comprises cost of property, plant and equipment (including related expenses), that are not yet ready for their intended use at the reporting date.

B) Depreciation:

- i) Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives. Premium of Leasehold land and leasehold improvements cost are amortised over the primary period of lease.
- ii) 100% depreciation is provided in the month of addition for temporary structure cost at project site
- iii) Where a significant component (in terms of cost) of an asset has an economic useful life different than that of it's corresponding asset, the component is depreciated over it's estimated useful life.
- iv) The Group, based on internal technical assessments and management estimates, depreciates certain items of property, plant & equipment over the estimated useful lives and considering residual value which are different from the one prescribed in Schedule II of the Companies Act, 2013. The management believes that these estimated useful lives and residual values are realistic and reflect fair approximation of the period over which the assets are likely to be used.
- v) Useful life of asset is as given below:

Asset block	Useful Life (in years)
Building - Office	1 to 70
Building - Factory	1 to 60
Ownership Premises	60
Plant & Machinery	1 to 24
Furniture & Fixtures	1 to 15
Electric Installations	1 to 25
Office Equipment	1 to 16

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Asset block	Useful Life (in years)
Vehicles	8 to 10
Dies & Jigs	1 to 16
Leasehold Improvements	5 to 10
Roads & Borewell	3 to 21
IT hardware	1 to 10
Laboratory equipment's	1 to 23

- vi) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year and adjusted prospectively, if appropriate.

7 Intangible assets:

An intangible asset shall be recognised if, and only if:

- it is probable that the expected future economic benefits that are attributable to the asset will flow to the Group; and
- the cost of the asset can be measured reliably.

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use.

Intangible assets and amortisation:

Computer softwares / licenses are carried at historical cost. They have an expected finite useful life of 3 years and are carried at cost less accumulated amortisation and impairment losses. Computer licenses which are purchased on annual subscription basis are expensed off in the year of purchase.

Trademarks are carried at historical cost. They have an registered finite useful life of 10 years and are carried at cost less accumulated amortisation and impairment losses.

Brand (Nirlep) is recognised on business combination and is amortised over a period of 5 years.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the consolidate statement of profit and loss unless

such expenditure forms part of carrying value of another asset.

Research and development costs

Research costs are expensed as incurred. Development expenditures on an individual project are recognised as an intangible asset when the Group can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete, and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the consolidate statement of profit and loss unless such expenditure forms part of carrying value of another asset. The Company tests such assets including moulds & dies for impairment on annual basis.

Brands

Brands acquired separately are measured on initial recognition at the fair value of consideration paid. Following initial recognition, Brands are carried at cost less any accumulated amortisation and impairment losses, if any. A brand acquired as part of a business combination is recognised separately from goodwill, at fair value at the date of acquisition, if the asset is separable or arises from contractual or other legal rights and its fair value can be measured reliably.

The useful lives of Brands are assessed to be either finite or indefinite. The assessment includes whether the brand name will continue to trade and the expected lifetime of the brand. Amortisation is charged on assets with finite lives on a straight-line basis over a period appropriate to the asset's useful life. The estimated useful life and amortisation method are reviewed at least at each financial year-end, any change in estimate is accounted for on a prospective basis.

The carrying values of Brands with finite and indefinite lives are reviewed for impairment whenever there is an indication at the end of each reporting period that the asset may be impaired either individually or, if the intangible asset does not generate cash flows that are largely independent of those from other assets or groups of assets, as part of the cash generating unit to

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which it belongs. Brands with indefinite useful lives are also tested for impairment annually, such intangibles are not amortised. The useful life of a brand with an indefinite life is reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

Brands having finite lives have been ascribed a useful life within a range of 15 years.

8 Investment properties:

Investment properties that are not intended to be occupied substantially for use by, or in the operations of the Group have been considered as investment properties. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. The Group does not charge depreciation to investment property land which is held for future undetermined use. Though the Group measures investment property using cost-based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer applying a valuation model.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition. In determining the amount of consideration from the derecognition of investment property the Group considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Transfers are made to (or from) investment property only when there is a change in use. The Group depreciates its investment properties over the useful life which is similar to that of property, plant and equipment.

9 Impairment of non-financial assets:

Impairment losses of continuing operations, including impairment on inventories, are recognised in the P&L, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus. For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the

asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the P&L unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase. Goodwill is tested for impairment annually as at March 31, and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at March 31 at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired. The Group assesses whether climate risks, including physical risks and transition risks could have a significant impact. If so, these risks are included in the cash-flow forecasts in assessing value-in-use amounts.

10 Financial instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

I. Financial Assets

A) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

B) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPi) on the principal amount outstanding.

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This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the consolidated statement of profit and loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

• Debt instruments at fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to consolidated statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

• Debt instruments at fair value through profit or loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the consolidated statement of profit and loss.

• Equity instruments measured at fair value through other comprehensive income (FVTOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

C) **Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred

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nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

D) Impairment of financial assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

II. Financial Liabilities

A) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

B) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

• Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of

repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the consolidated statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognized in OCI. These gains/loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the consolidated statement of profit and loss.

• Loans and Borrowings

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the consolidated statement of profit and loss.

• Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

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The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the contractual payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

C) De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the consolidated statement of profit or loss.

III. Reclassification of financial assets / liabilities

After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations.

IV. Offsetting of financial instruments

Financial assets and liabilities are offset, and the net amount is reported in the consolidated balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of Group or the counterparty.

V. Derivatives and hedging activities

The Group enters derivatives like forwards contracts to hedge its foreign currency risks. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently marked to market at the end of each reporting period with profit/loss being recognised in consolidated statement of profit and loss. Derivative assets/liabilities are

classified under "other financial assets/other financial liabilities". Profits and losses arising from cancellation of contracts are recognised in the consolidated statement of profit and loss.

The Group designates certain hedging instruments, which includes derivatives, embedded derivatives and non-derivatives in respect of foreign currency and commodity risk, as either cash flow hedge, fair value hedge or hedges or net investment in foreign operations. Hedges of foreign currency risk on firm commitments are accounted for cash flow hedges.

For the purpose of hedge accounting, hedges are classified as:

- fair value hedge is when hedging the exposure to change in fair value of a recognised asset or liability or an unrecognised firm commitment
- cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to particular risk associated with a recognised asset or liability or highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment.

At the inception of hedge relationship, the Group formally designates and keeps the hedge relationship to which the Group wishes to apply hedge accounting and risk management objective and strategy for undertaking the hedge. The documentation includes the Group's risk management objective and strategy for undertaking hedge, the hedging/economic relationship, the hedged item or transaction, the nature of the risk by hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting exposure to changes in the hedge item fair value or cash flow attributable to the hedge risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cashflows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated. Hedge that meet the strict criteria for hedge accounting accounted for as described below

Cash flow hedges

The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the Effective portion of cash flow hedges, while any ineffective portion is recognised immediately in the consolidated statement of profit and loss. The Effective portion of cash flow hedges is adjusted

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to the lower of the cumulative gain or loss on the hedging instrument and the cumulative change in fair value of the hedged item.

The Group uses forward commodity contracts for its exposure to volatility in the commodity prices. The ineffective portion relating to commodity contracts is recognised in other income or expenses.

The amounts accumulated in OCI are accounted for, depending on the nature of the underlying hedged transaction. If the hedged transaction subsequently results in the recognition of a non-financial item, the amount accumulated in equity is removed from the separate component of equity and included in the initial cost or other carrying amount of the hedged asset or liability. This is not a reclassification adjustment and will not be recognised in OCI for the period. This also applies where the hedged forecast transaction of a non-financial asset or non-financial liability subsequently becomes a firm commitment for which fair value hedge accounting is applied.

For any other cash flow hedges, the amount accumulated in OCI is reclassified to profit or loss as reclassification adjustment in the same period or periods during which the hedged cash flows affect profit or loss.

If cash flow hedge accounting is discontinued, the amount that has been accumulated in OCI must remain in accumulated OCI if the hedged future cash flows are still expected to occur. Otherwise, the amount will be immediately reclassified to profit or loss as a reclassification adjustment. After discontinuation, once the hedged cash flow occurs, any amount remaining in accumulated OCI must be accounted for depending on the nature of the underlying transaction as described above.

11. Fair value measurements:

The Group measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

12. Cash and cash equivalents:

Cash and cash equivalents in the consolidated balance sheet and for the purpose of the consolidated statement of cash flows, include cash on hand, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

13. Inventories:

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

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Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on first in, first out basis.

Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Initial cost of inventories includes the transfer of gains and losses on qualifying cash flow hedges, recognised in OCI, in respect of the purchases of raw materials. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

14. Foreign currency transactions:

Items included in the consolidated financial statements are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The consolidated financial statements are presented in Indian Rupee (INR), which is the Group functional and presentation currency.

- a) On initial recognition, all foreign currency transactions are recorded at the functional currency spot rate at the date the transaction first qualifies for recognition.
- b) Monetary assets and liabilities in foreign currency outstanding at the close of reporting date are translated at the functional currency spot rates of exchange at the reporting date.
- c) Exchange differences arising on settlement of translation of monetary items are recognised in the Consolidated statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively)

15. Income tax

The income tax expense or credit for the year is the tax payable on the current year's taxable income based on the applicable income tax rate for the jurisdiction

adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and unabsorbed depreciation.

Current and deferred tax is recognized in the consolidated statement of profit and loss. except to the extent, it relates to items recognized directly in equity or other comprehensive income, in which case it is recognized in equity or other comprehensive income.

A. Current income tax

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. The Group establishes provisions, wherever appropriate, on the basis of amounts expected to be paid to the tax authorities.

Current tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities.

B. Deferred tax

Deferred tax is provided using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred 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.

The carrying amount of deferred tax assets is reviewed at each reporting date and adjusted to reflect changes in probability that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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 relate to the same taxation authority.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

16. Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during

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the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Borrowing costs also include exchange difference arising from foreign currency borrowings to the extent they are regarded as an adjustment to interest costs. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.

17. Provisions, contingent liabilities and contingent assets

A. Provisions

A provision is recognised if

- the Group has present legal or constructive obligation as a result of an event in the past;
- it is probable that an outflow of resources will be required to settle the obligation; and
- the amount of the obligation has been reliably estimated.

Provisions are measured at the management's best estimate of the expenditure required to settle the obligation at the end of the reporting period. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

The Group provides for general repairs of defects that existed at the time of sale, as required by the law. Provision for warranty related costs are recognised when the product is sold to the customer. Initial recognition is based on historical experience. The estimate of warranty related costs is revised annually.

If the Group has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Group recognises any impairment loss that has occurred on assets dedicated to that contract. An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Group cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting

from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e., both incremental costs and an allocation of costs directly related to contract activities).

B. Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent liability recognised in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of the amount that would be recognised in accordance with the requirements for provisions above or the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with the requirements for revenue recognition.

C. Contingent assets

A contingent asset is a possible asset that arises 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 Group.

A contingent asset is not recognised but disclosed where an inflow of economic benefit is probable.

18. Employee benefits

A. Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in the same period in which the employees renders the related service and are measured at the amounts expected to be paid when the liabilities are settled.

Retirement benefit in the form of provident fund is a defined contribution plan. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related services. If the Contribution payable to the scheme for service received before the balance sheet date exceeds the contribution

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already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the prepayment will lead to a reduction in future payment or a cash refund.

B. Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the consolidated statement of profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

C. Post-employment obligations

The Group operates the following post-employment schemes

- (a) defined benefit plans - gratuity and obligation towards shortfall of Provident Fund Trusts
- (b) defined contribution plans - Provident fund (RPFC Contributions), superannuation and pension

Defined benefit plans :

The liability or asset recognised in the consolidated balance sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets excluding non-qualifying asset (reimbursement right). The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of

the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the consolidated statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the consolidated statement of changes in equity and in the balance sheet.

Insurance policy held by the Group from insurers who are related parties are not qualifying insurance policies and hence the right to reimbursement is recognised as a separate assets under other non-current and/or current assets as the case may be.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in consolidated profit or loss as past service cost.

Defined contribution plans :

In respect of certain employees, the Group pays provident fund contributions to publicly administered provident funds as per local regulations. The Group has no further payment obligations once the contributions have been paid. Such contributions are accounted for as employee benefit expense when they are due. Defined contribution to superannuation fund is being made as per the scheme of the Group. Defined contribution to Employees Pension Scheme 1995 is made to Government Provident Fund Authority whereas the contributions for National Pension Scheme is made to Stock Holding Corporation of India Limited

D. Share based payments

The Parent Company operates a number of equity settled, employee share based compensation plans, under which the Parent Company receives services from employees as consideration for equity shares of the Parent Company. Equity settled share based payment to employees and other providing similar services are measured at fair value of the equity instrument at grant date.

The fair value of the employee services received in exchange for the grant of the options is determined by reference to the fair value of the options as at the Grant Date and is recognised as an 'employee benefits expense' with a corresponding increase in equity. The total expense is recognised over the vesting period which is the period over which the applicable vesting condition is to be satisfied. The total amount to be expensed is determined by reference to the fair value of the options granted excluding the impact of any service vesting conditions.

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At the end of each year, the entity revises its estimates of the number of options that are expected to vest based on the service vesting conditions. It recognises the impact of the revision to original estimates, if any, in the consolidated profit or loss, with a corresponding adjustment to equity.

If at any point of time after the vesting of the share options, the right to the same expires (either by virtue of lapse of the exercise period or the employee leaving the Parent Company), the fair value of the options accruing in favour of the said employee are written back to the retained earnings in the reporting period in which the right expires.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

Pursuant to the scheme of demerger, the employees also have benefits available in the other group entity. The Group records as a cross charge for such employee share based compensation

19. Trade Credits

Suppliers' credit

Supplier's credit also includes amounts payable towards vendor financing entered into with the suppliers. Under this arrangement, the supplier is eligible to receive payment prior to the expiry of extended credit period by assigning such invoices to a third-party purchaser bank based on security in the form of an undertaking issued by the Group to the bank. Further, the supplier charges interest to the Group for the extended credit period which has been presented under Finance Cost.

These are normally settled up to four months. Where these arrangements are for goods used in the normal operations of the Group with a maturity of up to four months, the economic substance of the transaction is determined to be operating in nature and these are recognised as operational suppliers' credit and disclosed on the face of the balance sheet under trade credits. Payments made to vendors are treated as cash item and disclosed as cash flow from operating activity depending on the nature of the underlying transaction.

Customers' credit

Customer credits include receivables which are subject to factoring arrangements and channel financing facilities. Under this arrangement the Group has transferred the relevant receivables to the factor in exchange for cash. The Group continues to recognise the transferred assets in their entirety in its balance sheet with the corresponding liability under customer credits.

20. Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

Operating segments often exhibit similar long-term financial performance if they have similar economic characteristics. Two or more operating segments are aggregated by the Group into a single operating segment if aggregation is consistent with the core principle of Ind AS 108, the segments have similar economic characteristics, and the segments are similar in aspects as defined by Ind AS.

The Group reports separately, information about an operating segment that meets any of quantitative thresholds as defined by Ind AS. Operating segments that do not meet any of the quantitative thresholds, are considered reportable and separately disclosed, only if management of the Group believes that information about the segment would be useful to users of the consolidated financial statements

Information about other business activities and operating segments that are not reportable separately are combined and disclosed in an 'all other segments' category

21. Dividends

The Parent Company recognises a liability to pay dividend to equity holders when the distribution is authorised and is no longer at the discretion of the Parent Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity. Interim dividends are recorded as a liability on the date of declaration by the Parent Company's Board of Directors.

22. Assets held for sale

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal group), excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete

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for the year ended March 31, 2026

the sale/ distribution should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale and the sale expected within one year from the date of classification. For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned.

The Group treats sale of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Property, plant and equipment and intangible are not depreciated, or amortised assets once classified as held for sale. Assets and liabilities classified as held for sale are presented separately from other items in the balance sheet.

23. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings/ (loss) considered in ascertaining the Group's earnings per share is the net profit / (loss) for the year. The weighted average number equity shares outstanding during the year and all year's presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of share outstanding during the year is adjusted for the effects of all dilutive potential equity shares.

24. All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest lakh (upto two decimals) as per the requirement of Schedule III, unless otherwise stated.

1C NEW AND AMENDED STANDARDS

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 April 2025. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

(i) Amendments to Ind AS 21 - Lack of exchangeability

The Ministry of Corporate Affairs (MCA) notified the Companies (Indian Accounting Standards) Amendment Rules, 2025, which amend Ind AS 21, The Effects of Changes in Foreign Exchange Rates to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments are effective for annual reporting periods beginning on or after 1 April 2025. When applying the amendments, an entity cannot restate comparative information.

The amendments do not have a material impact on the Group's consolidated financial statements.

(ii) Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants

In August 2025, the MCA notified amendments to paragraphs 69 to 76 of Ind AS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

In addition, a requirement has been introduced to require disclosure when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months. If there

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is a breach of a material covenant of a long term loan arrangement on or before the end of the reporting period, resulting in the liability becoming payable on demand as at the reporting date, and the lender agrees—after the reporting period but before the financial statements are approved for issue—not to demand repayment for at least 12 months as a consequence of the breach, this shall be treated as an adjusting event. Accordingly, the entity is not required to classify the liability as current.

The amendments are effective for annual reporting periods beginning on or after 1 April 2025 retrospectively in accordance with Ind AS 8. The amendment has not had an on the classification of Company's liabilities

(iii) Amendments to Ind AS 7 and Ind AS 107 - Supplier Finance Arrangements

In August 2025, the MCA notified amendments to Ind AS 7 Statement of Cash Flows and Ind AS 107 Financial Instruments: Disclosures to clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

As a result of implementing the amendments, the Group has provided additional disclosures about its supplier finance arrangement.

(iv) International Tax Reform—Pillar Two Model Rules - Amendments to Ind AS 12

In August 2025, the MCA notified amendments to Ind AS 12 Income Taxes in response to the OECD's BEPS Pillar Two rules and include:

- A mandatory temporary exception to the recognition and disclosure of deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules; and
- Disclosure requirements for affected entities to help users of the financial statements better understand an entity's exposure to Pillar Two income taxes arising from that legislation, particularly before its effective date.

The mandatory temporary exception - the use of which is required to be disclosed - applies immediately. The remaining disclosure requirements apply for annual reporting periods beginning on or after 1 April 2025, but not for any interim periods ending on or before 31 March 2026.

The amendments had no impact on the Company's consolidated financial statements as the Group is not in scope of the Pillar Two model rules.

STANDARDS ISSUED BUT NOT YET EFFECTIVE

The amendments to the standards that are notified by the Ministry of Corporate Affairs (MCA), but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group will adopt these amendments to the standards, when they become effective.

Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants and Ind AS 10 Events after the Reporting Period

Ind AS 10 has been amended to remove the previous treatment under which a lender's post reporting date waiver—granted before the financial statements were approved for issue—of a breach of a material covenant in a long term loan arrangement that occurred on or before the end of the reporting period, resulting in the liability becoming payable on demand at the reporting date, was regarded as an adjusting event

For annual reporting periods beginning on or after 1 April 2026, any breach of a covenant—whether material or immaterial—occurring on or before the reporting date will, in accordance with Ind AS 1, require the related liability to be classified as current, unless the lender has granted a waiver of the breach on or before the reporting date and has agreed not to demand repayment for at least 12 months after the reporting date as a consequence of the breach. Such a waiver shall be treated as an adjusting event.

The amendments are effective for annual reporting periods beginning on or after 1 April 2026 retrospectively in accordance with Ind AS 8

CLIMATE RELATED MATTERS

The Group considers climate-related matters in estimates and assumptions, where appropriate and based on its overall assessment, believes that the climate-related risks might not currently have a significant impact on the Group. However, the Group will continue to closely monitor relevant changes and developments, such as any new climate-related legislation as and when they become applicable

1D SUMMARY OF CRITICAL ESTIMATES, JUDGEMENTS AND ASSUMPTIONS

The preparation of consolidated financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. The management also needs to exercise judgment in applying the Group's accounting policies. This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included below.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

1 Warranty provision

The Group generally offers 1-2 years standard warranties for its products. The Group has taken warranty insurance under which most of the products are covered. The Group recognises warranty provision basis assumptions, on serviceable sales and cost to service those serviceable sales. The warranty insurance premium paid is charged off to the statement of profit and loss account and warranty insurance assets is created on an estimated basis. The insurance claims received are then netted against the said warranty insurance assets.

The Group also sells certain lighting fitting to its customers. In few lighting fittings products, the drivers are an essential part and are expected to last for a longer period. In such cases, the Group provides warranties beyond fixing defects that existed at the time of sale. Basis this, the Group recognises this as a separate performance obligation and recognises revenue only in the period in which such service is provided based on time elapsed.

2 Impairment allowance for trade receivables

The Group makes allowances for doubtful accounts receivable using a simplified approach which is a dual policy of an ageing based provision and historical / anticipated customer experience. Management believes that this simplified model closely represents the expected credit loss model to be applied on financial assets as per Ind AS 109. Further, in case of operationally closed projects, Group makes specific assessment of the overdue balances by considering the customer's historical payment patterns, latest correspondences with the customers for recovery of the amounts outstanding and credit status of the significant counterparties where available. Accordingly, a best judgment estimate is made to record the impairment allowance in respect of operationally closed projects

3 Project revenue and costs

Revenue from construction contracts is recognised based on the stage of completion determined with reference to the actual costs incurred up to reporting date on the construction contract and the estimated cost to complete the project. The percentage-of-completion method places considerable importance on accurate estimates to the extent of progress towards completion and may involve estimates on the scope of deliveries and services required for fulfilling the contractually defined obligations. These significant estimates include total contract costs, total contract revenues, contract risks, including technical, political and regulatory risks, and other judgments. The Group re-assesses these estimates on periodic basis and makes appropriate revisions accordingly.

4 Fair value measurement

When the fair values of financial assets and financial liabilities recorded in the consolidated balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using appropriate valuation techniques. The inputs for these valuations are taken from observable sources where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of various inputs including liquidity risk, credit risk, volatility etc. Changes in assumptions/judgements about these factors could affect the reported fair value of financial instruments. Refer Note 34 of consolidated financial statements for the fair value disclosures and related sensitivity.

5 Employee benefits

The cost of the defined benefit gratuity plan and other post-employment leave benefits are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases are based on expected future inflation rates. Refer note 21 of financial statements for the disclosure.

6 Leases

Estimates are required to determine the appropriate discount rate used to measure lease liabilities. The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the IBR using observable inputs (such as market interest rates, bank rates to the Group for a loan of a similar tenure, etc). The Group has applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

7 Impairment of non-financial assets and goodwill

In case of non-financial assets, the Group estimates asset's recoverable amount, which is higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Group operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the

asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase

8 Retailer Bonding Program

The Holding Company has a loyalty points program, "Retailer Bonding Program", which allows customers to accumulate points that can be redeemed for free products upto a limited time period. The loyalty points give rise to a separate performance obligation as they provide a material right to the customer. A portion of the transaction price is allocated to the loyalty points awarded to customers based on relative stand-alone selling price and recognized as deferred revenue until the points are redeemed. Revenue is recognized upon redemption of products by the customer. When estimating the stand-alone selling price of the loyalty points, the Parent Company considers the likelihood that the customer will redeem the points. The Parent Company considers various judgement and estimates like determination of fair value, redeemed points, expiry, etc. The Parent Company updates its estimates on a quarterly basis and any adjustments to the deferred revenue are charged against revenue.

9 Share based payments

The Holding Company initially measures the cost of cash-settled transactions with employees using a binomial model to determine the fair value of the liability incurred. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

10 Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

11 For judgements relating to contingent liabilities, refer note 40(a).

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 2 : Property, plant and equipment

Particulars	(₹ in Lakhs)													
	Freehold Land	Building	Ownership Premises	Plant & Machinery	Furniture & Fixtures	Electrical Installations	Office Equipment	Vehicles	Dies & Jigs	Leasehold Improvements	Temporary Structures	Roads & Borewell	IT Hardware	Total
Opening gross block as at 31st March 2024	3,722.28	9,085.06	5,114.54	10,523.35	2,738.20	1,463.86	1,915.45	404.28	13,185.86	1,405.18	31.04	237.58	7,095.71	56,922.39
Additions	-	111.94	-	794.07	237.47	173.01	494.36	107.55	8,848.57	(285.48)	-	3.91	571.39	11,056.79
Disposals	(1,648.45)	-	-	(278.78)	(34.76)	(13.34)	(50.19)	(119.11)	(608.88)	-	-	-	(2,554.51)	(5,308.02)
Classified as investment property (refer note 4.1)	-	-	(2,613.55)	-	-	-	-	-	-	-	-	-	-	(2,613.55)
Closing gross block as at 31st March 2025	2,073.83	9,197.00	2,500.99	11,038.64	2,940.91	1,623.53	2,359.62	392.72	21,425.55	1,119.70	31.04	241.49	5,112.59	60,057.61
Additions	49.21	401.11	-	413.63	164.85	96.19	236.82	68.30	1,770.29	151.42	-	-	324.35	3,675.97
Disposals	-	-	-	(204.10)	(34.52)	(12.57)	(57.95)	(0.53)	(255.13)	-	(3.45)	-	(474.29)	(1,042.54)
Classified as held for sale (refer note 15)	-	-	(1,305.30)	-	(93.40)	(43.86)	(102.83)	-	-	(55.89)	-	-	-	(1,601.28)
Closing gross block as at 31st March 2026	2,123.04	9,598.11	1,195.69	11,248.17	2,977.64	1,663.29	2,435.66	460.49	22,940.71	1,215.23	27.59	241.49	4,962.85	61,089.76
Opening accumulated depreciation as at 31st March 2024	-	1,245.72	836.28	3,730.79	1,752.00	625.69	1,286.53	134.84	6,630.00	283.78	31.04	56.58	5,072.89	21,686.14
Depreciation charge during the year	-	323.26	93.02	1,098.93	254.39	166.37	292.57	44.53	3,887.83	188.84	-	26.95	915.57	7,292.26
Disposals	-	-	-	(261.50)	(27.64)	(10.27)	(50.17)	(29.31)	(599.82)	-	-	-	(2,563.82)	(3,532.53)
Classified as investment property (refer note 4.1)	-	-	(468.71)	-	-	-	-	-	-	-	-	-	-	(468.71)
Closing accumulated depreciation as at 31st March 2025	-	1,568.98	460.59	4,568.22	1,978.75	781.79	1,528.93	150.06	9,918.01	472.62	31.04	83.53	3,434.64	24,977.16
Depreciation charge during the year	-	332.78	44.46	1,120.29	251.56	148.84	338.76	45.54	4,323.91	213.88	-	27.18	773.55	7,620.75
Disposals	-	-	-	(143.29)	(33.62)	(12.02)	(53.79)	(0.53)	(242.96)	-	(3.45)	-	(472.16)	(961.82)
Classified as held for sale (refer note 15)	-	-	(238.13)	-	(86.24)	(43.15)	(100.16)	-	-	(55.89)	-	-	-	(523.57)
Impairment	-	-	-	-	-	-	-	-	2,607.60	-	-	-	-	2,607.60
Closing accumulated depreciation as at 31st March 2026	-	1,901.76	266.92	5,545.22	2,110.45	875.46	1,713.74	195.07	16,606.56	630.61	27.59	110.71	3,736.03	33,720.12
Closing Net carrying amount as at 31st March 2025	2,073.83	7,628.02	2,040.40	6,470.42	962.16	841.74	830.69	242.66	11,507.54	647.08	-	157.96	1,677.95	35,080.45
Closing Net carrying amount as at 31st March 2026	2,123.04	7,696.35	928.77	5,702.95	867.19	787.83	721.92	265.42	6,334.15	584.62	-	130.78	1,226.62	27,369.64

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

(i) **Leased assets**

The Group has not given any assets on operating lease to third parties.

(ii) **Property, plant and equipment pledged as security**

Refer to note 18 for information on property, plant and equipment pledged as security by the Group.

(iii) **Contractual obligations**

Refer to note 40(b) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(iv) **Capital work-in-progress (CWIP)**

Capital work-in-progress mainly comprises of dies & jigs, plant and machineries and factory building amounting to ₹ 142.48 lakhs (March 31, 2025 - ₹ 171.25 lakhs), ₹ Nil (March 31, 2025 - ₹ 126.38 lakhs) and ₹ Nil (March 31, 2025 - ₹307.25 lakhs) as at March 31, 2026, respectively, pending to be put to use.

Movement of capital work-in-progress (CWIP)

(₹ in Lakhs)

Particulars	Year ended 31-Mar-26	Year ended 31-Mar-25
Opening at the start of the year	922.98	6,183.96
Additions during the year	3,374.89	5,845.72
Capitalised during the year	(4,155.39)	(11,106.70)
Closing at the end of the year	142.48	922.98

(v) **Title deeds**

The title deeds of immovable properties are held in the name of the Group. Certain title deeds of the immovable properties, in the nature of freehold land and building, which were acquired pursuant to a Scheme of Amalgamation approved by National Company Law Tribunal's (NCLT) Order dated May 21st 2020 for Hind Lamps Limited and dated August 25th 2022 for Starlite Lighting Limited are not individually held in the name of the Holding Company, however the deed of merger has been registered by the Holding Company on March 31, 2026.

(vi) **Ageing schedule**

CWIP aging schedule as at March 31, 2026

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
Projects in progress	142.48	-	-	-	142.48
Projects temporarily suspended	-	-	-	-	-
TOTAL	142.48	-	-	-	142.48

CWIP aging schedule as at March 31, 2025

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
Projects in progress	635.83	199.96	-	87.19	922.98
Projects temporarily suspended	-	-	-	-	-
TOTAL	635.83	199.96	-	87.19	922.98

All the upcoming projects of the Group are within the timelines as estimated during the original plan and the actual cost of projects are within the total cost as estimated by the management of the Group as at the Balance Sheet date.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 3: Right of use assets and Lease liabilities

The details of the right-of-use asset held by the Group is as follows:

Right-of-use assets

(₹ in Lakhs)

Particulars	Buildings	Equipments	Leasehold land	Total
Gross block as on March 31, 2024	25,791.16	22.72	2,494.32	28,308.20
Additions for the year	9,007.27	-	-	9,007.27
Asset classified as held for sale	(3,236.24)	-	-	(3,236.24)
Gross block as on March 31, 2025	31,562.19	22.72	2,494.32	34,079.23
Additions for the year	42.45	-	-	42.45
Deletions for the year	(6,606.70)	-	-	(6,606.70)
Closing gross block as on March 31, 2026	24,997.94	22.72	2,494.32	27,514.98
Accumulated depreciation as on March 31, 2024	5,750.58	21.72	314.00	6,086.30
Depreciation for the year	5,839.02	-	33.89	5,872.91
Deletions for the year	(2,292.26)	-	-	(2,292.26)
Accumulated depreciation as on March 31, 2025	9,297.34	21.72	347.89	9,666.95
Depreciation for the year	5,743.47	-	33.37	5,776.84
Deletions for the year	(3,700.18)	-	-	(3,700.18)
Closing accumulated depreciation as March 31, 2026	11,340.63	21.72	381.26	11,743.61
Net carrying value of right of use assets as on March 31, 2025	22,264.85	1.00	2,146.43	24,412.28
Net carrying value of right of use assets as on March 31, 2026	13,657.31	1.00	2,113.06	15,771.37

The details of the lease liabilities held by the Group is as follows:

Lease liabilities

(₹ in Lakhs)

Particulars	Year ended 31-Mar-26	Year ended 31-Mar-25
Opening lease liabilities	24,328.96	21,489.56
Additions for the year	42.45	8,757.01
Deletions / Modifications for the year	(3,295.91)	(1,064.37)
Finance cost for the year	1,797.39	2,005.47
Lease instalments paid for the year	(6,983.52)	(6,858.71)
Closing lease liabilities	15,889.37	24,328.96
- classified as current	4,755.46	5,662.44
- classified as non-current	11,133.91	18,666.52

For maturity profile of lease liabilities, refer Note 35 (B)(ii)

Note 4: Intangible Assets

(₹ in Lakhs)

Particulars	Trade Marks	Computer Software	Brand	Distributor / Dealer Network	Customer relationships	Total
Opening gross block as at 31st March 2024	0.51	3,624.19	1,952.33	195.57	26.10	5,798.70
Additions	-	501.27	-	-	-	501.27
Closing gross block as at 31st March 2025	0.51	4,125.46	1,952.33	195.57	26.10	6,299.97
Additions	-	391.58	15,870.79	-	-	16,262.37
Closing gross block as at 31st March 2026	0.51	4,517.04	17,823.12	195.57	26.10	22,562.34

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 4: Intangible Assets (Contd..)

(₹ in Lakhs)

Particulars	Trade Marks	Computer Software	Brand	Distributor / Dealer Network	Customer relationships	Total
Opening accumulated amortization as at 31st March 2024	0.46	2,082.25	1,952.33	195.57	26.10	4,256.71
Amortisation charge for the year	0.05	1,148.45	-	-	-	1,148.50
Closing gross accumulated depreciation as at 31st March 2025	0.51	3,230.70	1,952.33	195.57	26.10	5,405.21
Amortisation charge for the year	-	628.63	43.48	-	-	672.11
Closing gross accumulated depreciation as at 31st March 2026	0.51	3,859.33	1,995.81	195.57	26.10	6,077.32
Closing Net carrying amount as at 31st March 2025	-	894.76	-	-	-	894.76
Closing Net carrying amount as at 31st March 2026	-	657.71	15,827.31	-	-	16,485.02

(i) Note

Intangible assets under development mainly comprises of IT softwares license and implementation cost amounting to ₹88.71 lakhs as at March 31, 2026 (March 31, 2025 - ₹332.04 lakhs).

(ii) Ageing schedule

Intangible asset under development (IAUD) ageing schedule as at March 31, 2026

(₹ in Lakhs)

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
Projects in progress	88.71	-	-	-	88.71
Projects temporarily suspended	-	-	-	-	-
TOTAL	88.71	-	-	-	88.71

Intangible asset under development (IAUD) ageing schedule as at March 31, 2025

(₹ in Lakhs)

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
Projects in progress	297.14	34.90	-	-	332.04
Projects temporarily suspended	-	-	-	-	-
TOTAL	297.14	34.90	-	-	332.04

All the upcoming projects of the Group are within the timelines as estimated during the original plan and the actual cost of projects are within the total cost as estimated by the management of the Group as at the Balance Sheet date.

(iii) Movement in intangible assets under development

(₹ in Lakhs)

Particulars	Year ended 31-Mar-26	Year ended 31-Mar-25
Opening at the start of the year	332.04	161.71
Additions during the year	16,193.45	486.47
Capitalised during the year	(16,436.78)	(316.14)
Closing at the end of the year	88.71	332.04

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 4.1: Investment properties

(₹ in Lakhs)

Particulars	Building & Ownership Premises	Land	Total
Gross block as at 31st March 2024	1,592.32	12,600.00	14,192.32
Disposals	(34.50)	-	(34.50)
Transferred from property, plant and equipment (refer note 2)	2,613.55	-	2,613.55
Gross block as at 31st March 2025	4,171.37	12,600.00	16,771.37
Disposals	(30.74)	-	(30.74)
Classified as held for sale (refer note 15)	(862.61)	-	(862.61)
Gross block as at 31st March 2026	3,278.02	12,600.00	15,878.02
Accumulated depreciation as at 31st March 2024	610.25	-	610.25
Depreciation	93.46	-	93.46
Disposals	(29.92)	-	(29.92)
Transferred from property, plant and equipment (refer note 2)	468.71	-	468.71
Accumulated depreciation as at 31st March 2025	1,142.50	-	1,142.50
Depreciation	81.95	-	81.95
Disposals	(30.72)	-	(30.72)
Classified as held for sale (refer note 15)	(167.00)	-	(167.00)
Accumulated depreciation as at 31st March 2026	1,026.73	-	1,026.73
Net carrying amount as at 31st March 2025	3,028.87	12,600.00	15,628.87
Net carrying amount as at 31st March 2026	2,251.29	12,600.00	14,851.29

The amounts recorded above for freehold land are fair values on acquisition date based on valuation performed by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. The Group has no restrictions on the realisability of its investment properties. Fair value of land as at 31st March 2026 is ₹ 12,800 lakhs (₹ 12,600 lakhs as at 31st March 2025). The fair valuation is based on current prices in the active market for similar lands. The main inputs used are quantum, area, location, demand, etc.

Note 5.1 : Investments in an associate

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Unquoted		
Investment in an associate		
Non-current equity investments (unquoted) in Hind Lamps Private Limited (erstwhile Hind Lamps Limited)	-	-
- 1,140,000 (March 31, 2025 - 1,140,000) equity shares of ₹25 each	-	-
Accumulated impairment allowance in value of investments in Hind Lamps Private Limited (erstwhile Hind Lamps Limited)	-	-
	-	-
Total investments in an associate	-	-

Note 5.1 : Investments in joint ventures

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Unquoted		
Investment in net assets of employee welfare trusts		
Bajaj Electricals Limited Employees' Welfare Fund No 1	3,152.54	3,579.65
Bajaj Electricals Limited Employees' Welfare Fund No 2	3,152.91	4,036.22
Bajaj Electricals Limited Employees' Welfare Fund No 3	3,207.39	4,367.03
Bajaj Electricals Limited Employees' Welfare Fund No 4	3,729.42	4,344.03
Bajaj Electricals Limited Employees' Housing Welfare Fund	263.34	294.71
Total investment in net assets of employee welfare trusts	13,505.60	16,621.64
Accumulated impairment allowance in net assets of employee welfare trusts	-	-
Total investments in an associate	13,505.60	16,621.64

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 5.1 : Investments in joint ventures (Contd..)

Pursuant to revisions in arrangements with regard to operations, management and beneficial interest of the Employee Welfare Trusts Funds during the year ended March 31, 2025, the Holding Company has determined that it has obtained joint control along with another group entity over the Trusts funds. Accordingly, the Holding Company has accounted for its interest in the Trust Funds in accordance with the requirements of Ind AS 111 Joint Arrangements, resulting in recognition of the Holding Company's proportionate share in net assets of the Trust Funds with a corresponding credit to the Capital Reserve.

Note 5.2 : Financial assets (Investments - Current)

5.2 (a) Investment in equity instruments

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Measured at fair value through profit and loss		
Unquoted		
Investment in mutual funds		
Investment in equity/debt mutual funds	26,196.15	6,187.46
	26,196.15	6,187.46

(₹ in Lakhs)

Particulars	No. of Units as on March 31, 2026	No. of Units as on March 31, 2025	Value as on March 31, 2026	Value as on March 31, 2025
ICICI Prudential - Money Market Fund	-	2,50,894.20	-	945.04
ICICI Prudential - Gilt Fund	8,68,408.74	-	971.87	-
ICICI Prudential - Banking & PSU Debt Fund	14,90,793.89	-	527.06	-
ICICI Prudential - Large Cap Fund	1,32,765.65	-	146.19	-
ICICI Prudential - Nifty 50 Index Fund	3,06,470.02	-	719.47	-
ICICI Prudential - Arbitrage Fund	7,85,586.90	-	303.09	-
ICICI Prudential - Multi Asset Fund	33,173.32	-	277.53	-
HDFC Mutual Fund - Money Market Fund	-	16,520.54	-	944.45
HDFC Mutual Fund - Gilt Fund	12,91,193.50	-	750.46	-
HDFC Mutual Fund - Banking & PSU Debt Fund	8,49,214.44	-	209.98	-
HDFC Mutual Fund - Large Cap Fund	12,959.70	-	143.50	-
HDFC Mutual Fund - Nifty 50 Index Fund	3,33,374.69	-	723.82	-
HDFC Mutual Fund - BSE Sensex Index Fund	1,05,372.21	-	720.82	-
HDFC Mutual Fund - Flexi Cap Fund	7,407.73	-	147.89	-
HDFC Mutual Fund - Arbitrage Fund	14,33,209.12	-	303.10	-
Bajaj Finserv Money Market Fund-Direct Plan-Growth	2,45,340.88	81,546.14	2,980.39	928.05
SBI Savings Fund - Direct Plan - Growth	-	12,29,407.01	-	536.07
SBI Mutual Fund - Gilt Fund	7,71,347.28	-	542.48	-
SBI Mutual Fund - Large Cap Fund	1,56,079.95	-	145.56	-
SBI Mutual Fund - Nifty 50 Index Fund	3,47,896.91	-	721.92	-
SBI Mutual Fund - Flexi Cap Fund	1,32,622.18	-	144.80	-
SBI Mutual Fund - Arbitrage Fund	8,03,990.67	-	303.19	-
SBI Mutual Fund - Multi Asset Fund	4,02,679.02	-	280.54	-
Tata Ultra Short Term Fund-Direct Plan- Growth	-	64,64,340.03	-	944.15
Tata Mutual Fund - Liquid Fund	47,350.38	-	2,059.60	-
Tata Mutual Fund - Large Cap Fund	27,863.06	-	145.60	-
Tata Mutual Fund - Multi Asset Fund	10,75,045.51	-	276.90	-
Axis Mutual Fund - Banking & PSU Debt Fund	18,718.86	-	526.56	-
Axis Mutual Fund - Large Cap Fund	2,30,256.31	-	143.31	-
Mirae Asset Mutual Fund - Money Market Fund	35,718.95	-	477.33	-
Mirae Asset Mutual Fund - Short Duration Fund	58,05,258.67	-	1,004.00	-
Mirae Asset Mutual Fund - Large Cap Fund	1,26,667.71	-	143.29	-
Canara Robecco Mutual Fund - Savings Fund	22,14,620.77	-	1,001.72	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 5.2 : Financial assets (Investments - Current) (Contd..)

(₹ in Lakhs)

Particulars	No. of Units as on March 31, 2026	No. of Units as on March 31, 2025	Value as on March 31, 2026	Value as on March 31, 2025
Canara Robecco Mutual Fund - Flexi Cap Fund	41,910.67	-	142.74	-
Canara Robecco Mutual Fund - Large Cap Fund	2,19,257.69	-	142.04	-
Aditya Birla Sunlife Mutual Fund - Flexi Cap Fund	8,032.98	-	149.78	-
Aditya Birla Sunlife Mutual Fund - Large Cap Fund	27,541.00	-	142.55	-
Aditya Birla Sunlife Mutual Fund - Arbitrage Fund	10,08,573.30	-	303.06	-
Nippon India Mutual Fund - Large Cap Fund	1,58,760.84	-	145.19	-
Nippon India Mutual Fund - Multi Asset Fund	11,25,077.35	-	275.76	-
Nippon India Mutual Fund - Index Fund-Nifty 50 plan	14,14,790.85	-	579.33	-
Nippon India Mutual Fund - Liquid Fund	29,849.66	-	2,013.09	-
Kotak Money Market Fund - (Growth) - Direct	-	21,247.33	-	944.53
Kotak Mutual Fund - Gilt Fund	6,84,728.27	-	730.90	-
Kotak Mutual Fund - Banking & PSU Debt Fund	2,98,744.91	-	211.25	-
Kotak Mutual Fund - Large Cap Fund	24,481.95	-	146.09	-
Kotak Mutual Fund - Flexi Cap Fund	1,66,475.64	-	144.56	-
Kotak Mutual Fund - Arbitrage Fund	7,21,629.52	-	303.30	-
DSP Mutual Fund - Large Cap Fund	30,989.38	75,457.38	144.30	945.17
Sundaram Mutual Fund - Liquid Fund	44,167.66	-	1,075.10	-
3P India Equity Fund - Alternate Asset Fund	18,50,409.15	-	2,705.14	-
Total			26,196.15	6,187.46
Aggregate value of quoted investments			26,196.15	6,187.46
Aggregate value of impairment in value of investment			-	-

Note 5.3 : Financial assets (Investments - Non-Current)

5.3 (a) Investment in equity instruments

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Measured at fair value through profit and loss		
Unquoted		
Investment in equity shares		
Non-current equity investments (unquoted) in M. P. Lamps Limited * - 48,000 (March 31, 2025 - 48,000) equity shares of ₹ 10/- each; (Partly paid shares - ₹ 2.50/- Per share paid up, Called up ₹ 5.00/- per share)	2.40	2.40
- 95,997 (March 31, 2025 - 95,997) equity shares of ₹ 10/- each; (Partly paid shares - ₹ 1.25 Per share paid up, Called up ₹ 5 per share).		
Accumulated Fair value loss recorded in value of investments M. P. Lamps Limited.	(2.40)	(2.40)
	-	-
Non-current equity investments (unquoted) in Mayank Electro Ltd. - 100 (March 31, 2025 - 100) equity shares of ₹ 100/- each.	0.10	0.10
Total equity instruments	0.10	0.10

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 5.3 : Financial assets (Investments - Non-Current) (Contd..)

5.3 (b) Investment in debt instruments

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Measured at fair value through profit and loss		
Unquoted		
Investment in venture capital fund		
Units of Bharat Innovation Fund - 3,840.6558 Units as on March 31, 2026 (4,189.470 Units as on March 31, 2025)	488.07	514.85
Investment in other securities		
Gold coins	0.37	0.37
Total debt instruments	488.44	515.22
Total non-current investments	488.54	515.32
Aggregate value of quoted investments	-	-
Aggregate value of unquoted investments	488.54	515.32

* In respect of Investments made in M. P. Lamps Ltd., calls of ₹ 2.50 per share on 48,000 equity shares and ₹ 3.75 per share on 95,997 Equity Shares aggregating to ₹ 4.80 Lakhs have not been paid by the Holding Company. On principles of prudence the entire investment in M.P. Lamps Ltd. is considered as impaired and accordingly carried at ₹ NIL.

Note 6 : Trade receivables

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Current	1,14,148.58	1,28,639.33
Non-current	3,175.86	1,492.24
	1,17,324.44	1,30,131.57
Unsecured, considered good	1,17,324.44	1,30,131.57
Unsecured, credit impaired	6,910.55	6,583.55
Total	1,24,234.99	1,36,715.12
Impairment allowance, credit impaired (allowance for bad and doubtful debts)	(6,910.55)	(6,583.55)
Total trade receivables (net of impairment allowance)	1,17,324.44	1,30,131.57

The above includes receivables from related parties. Refer note 38 for more details.

Transferred receivables

The carrying amount of trade receivables, include receivables which are subject to factoring arrangements and channel financing facilities. Under this arrangement the Holding Company has transferred the relevant receivables to the factor in exchange for cash. The Holding Company continues to recognise the transferred assets in their entirety in its balance sheet. The amount repayable under the factoring agreement is presented as other financial liabilities. The amount repayable under the factoring agreement is presented as trade credits in note 22.1

(₹ in Lakhs)

	31-Mar-26	31-Mar-25
Customer credits (Note 22.1)	65,551.82	65,145.26
Total Transferred receivables	65,551.82	65,145.26

Trade receivable are non-interest bearing and are generally received within the credit period. For trade and other receivables due from firms or private companies in which any director is a partner, a director or a member, refer note 38.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 6 : Trade receivables (Contd..)

Trade Receivables ageing schedule as at 31st March 2026

(₹ in Lakhs)

Particulars	Outstanding for following periods from *					Total
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables — considered good	1,06,924.15	2,199.84	5,426.15	549.92	2,224.38	1,17,324.44
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	286.39	563.38	121.21	3,063.31	4,034.29
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	0.12	178.43	2,431.56	266.15	2,876.26
TOTAL	1,06,924.15	2,486.35	6,167.96	3,102.69	5,553.84	1,24,234.99

Trade Receivables ageing schedule as at 31st March 2025

(₹ in Lakhs)

Particulars	Outstanding for following periods from *					Total
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables — considered good	1,23,052.96	1,017.45	5,115.63	789.33	156.20	1,30,131.57
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	58.46	314.25	492.06	2,719.21	3,583.98
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	24.52	58.98	1,841.92	1,074.15	2,999.57
TOTAL	1,23,052.96	1,100.43	5,488.86	3,123.31	3,949.56	1,36,715.12

* Outstanding from the transaction date for FY26 & FY25

Note 7 : Loans

(Unsecured, considered good unless otherwise stated)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Current		
Unsecured, considered good	0.76	0.94
Total current loans	0.76	0.94

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 8 : Other financial assets

(Unsecured, considered good unless otherwise stated)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Security deposits, considered good	3,365.06	3,037.02
Security deposits, credit impaired	146.54	146.54
Impairment allowance for credit impaired security deposits	(146.54)	(146.54)
	3,365.06	3,037.02
Deposits with maturity more than 12 months	30,000.00	-
Long term deposits with banks with remaining maturity period of more than 12 months (provided as security for various regulatory registrations)	2,372.61	2,199.00
Interest accrued on bank deposits	665.93	1,693.08
Total non-current other financial assets	36,403.60	6,929.10

For breakup of financial assets carried at amortised cost, refer note 34. For deposits with related parties, refer note 38

Note 9 : Deferred tax assets (net)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Deferred tax assets	5,890.17	5,148.76
Deferred tax liabilities	(3,893.23)	(4,760.58)
Total deferred tax assets/ (liabilities) (net)	1,996.94	388.18

Breakup and movement in deferred tax assets

(₹ in Lakhs)

Particulars	Employee benefit obligations (gratuity)	Employee benefit obligations (leave obligations)	Impairment allowance (allowance for doubtful debts and advances)	Assets held for sale	Carried forward losses	Lease liabilities and Others	Total
As at 31st March, 2024	77.74	166.47	1,796.45	580.12	1,414.71	2,592.17	6,627.66
(Charged) / Credited :							
to statement of profit and loss	141.79	38.67	20.79	(580.12)	-	367.62	(11.25)
to other comprehensive income	(52.94)	-	-	-	-	-	(52.94)
transferred to income tax assets	-	-	-	-	(1,414.71)	-	(1,414.71)
As at 31st March, 2025	166.59	205.14	1,817.24	-	-	2,959.79	5,148.76
(Charged) / Credited :							
to statement of profit and loss	696.89	142.09	82.30	-	-	(146.92)	774.36
to other comprehensive income	(32.95)	-	-	-	-	-	(32.95)
As at 31st March, 2026	830.53	347.23	1,899.54	-	-	2,812.87	5,890.17

Breakup and movement in deferred tax liabilities

(₹ in Lakhs)

Particulars	Property, plant and equipment and intangible assets	Financial Assets measured at Amortised Cost	Investment properties	Right of Use assets and Others	Total
As at 31st March, 2024	1,899.26	75.15	2,648.21	1,474.71	6,097.33
Charged / (credited) :					
to Statement of Profit or Loss	(945.13)	(24.31)	(178.34)	(188.97)	(1,336.75)
As at 31st March, 2025	954.13	50.84	2,469.87	1,285.74	4,760.58

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 9 : Deferred tax assets (net) (Contd..)

(₹ in Lakhs)

Particulars	Property, plant and equipment and intangible assets	Financial Assets measured at Amortised Cost	Investment properties	Right of Use assets and Others	Total
Charged / (credited) :					
to Statement of Profit or Loss	(640.73)	(22.35)	(195.70)	(8.57)	(867.35)
As at 31st March, 2026	313.40	28.49	2,274.17	1,277.17	3,893.23

Note 10 : Other non-current assets

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Capital advances	64.05	656.20
Impairment allowance for credit impaired capital advances	(6.63)	(6.63)
	57.42	649.57
Sales tax recoverables	1,906.36	2,227.11
Right to reimbursement against employee benefit obligations for insurers who are related parties (Non-qualifying insurance policies) (refer note 21)	1,017.74	2,076.16
Others	353.77	1,754.47
	3,335.29	6,707.31
Impairment allowance for doubtful advances	(258.80)	(258.80)
Total other non-current assets	3,076.49	6,448.51

*Others mainly include advances to suppliers.

Note 11 : Inventories

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Raw material	6,317.47	6,381.50
Work-in-progress	2,302.71	2,491.02
Finished goods	1,300.62	1,505.39
Traded goods	41,394.88	58,450.64
Material in Transit (traded goods)	1,191.75	2,017.18
Others (majorly stores and spares)	844.44	889.86
Total Inventories	53,351.87	71,735.59

The above includes provision of inventories of ₹ 4,795.13 lakhs and ₹3,512.35 lakhs as at March 31, 2026 and March 31, 2025 respectively.

Note 12 : Cash and cash equivalents

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Balances with banks		
in current accounts	2,731.81	5,406.43
in cash credit accounts	6,998.46	4,445.90
Deposits with original maturity of less than three months	12,500.00	2,125.72
Cash on hand	0.74	0.48
Total cash and cash equivalents	22,231.01	11,978.53

There are no restrictions with regards to cash and cash equivalents as at the end of the reporting period and prior period.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 12.1 : Bank balances

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Unpaid Dividend Accounts *	32.18	39.06
Deposits with original maturity of more than three months & less than twelve months	3,500.00	-
Others	5.95	37.11
Total bank balances	3,538.13	76.17

* There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as at March 31, 2026 and March 31, 2025

Note 13 : Other current financial assets

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Interest accrued on bank deposits	492.96	48.87
Security deposits	3.43	3.43
Receivable from Gratuity Fund	1.43	0.90
Derivative Asset	150.19	-
FDs with original maturity more than 12 months but remaining maturity less than 12 months	11,409.60	32,608.52
Government grants receivable (Packaged Scheme of Incentives)	1,611.92	698.67
Total other current financial assets	13,669.53	33,360.39

For deposits with related parties, refer note 38

Note 14 : Other current assets

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Export benefits receivable	32.61	50.98
Balances with government authorities	10,698.78	13,034.19
Right to reimbursement against employee benefit obligations for insurers who are related parties (Non-qualifying insurance policies)	3,278.96	2,346.92
Others *	22,428.02	20,871.32
Sales tax recoverables	113.53	113.53
Total other current assets	36,551.90	36,416.94

*Others mainly includes warranty insurance assets of ₹8,158.24 lakhs (March 31, 2025 ₹ 5,542.88 lakhs), insurance claims receivable of ₹3,306.19 lakhs (March 31, 2025 ₹3,748.66 lakhs) and advances to suppliers of ₹9,093.42 lakhs (March 31, 2025 ₹9,872.77 lakhs)

Note 15 : Assets classified as held for sale

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Transferred from property, plant and equipment (refer note 2)	1,077.69	-
Transferred from investment property (refer note 4.1)	695.61	-
Total assets classified as held for sale	1,773.30	-

Sale of Office Premises at Rustomjee Aspiree, Sion, Mumbai:

The Holding Company owned the following office premises in the building known as "RUSTOMJEE ASPIREE", situated at Anik Wadala Link Road, Sion (East), Mumbai - 400 022:

- Office No. 001, Ground Floor, admeasuring 3,112 sq. ft. carpet area, along with four (4) car parking spaces at podium level ("Ground Floor Property"); and

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 15 : Assets classified as held for sale (Contd..)

- ii. Office No. 502, Fifth Floor, admeasuring 5,130 sq. ft. carpet area, along with six (6) car parking spaces at podium level ("Fifth Floor Property").

It is proposed to sell the Sion Office Properties, together with all furniture and other assets lying therein, on an "as is, where is" basis, for an aggregate consideration of ₹2,652.86 lakhs; to (i) Bajaj General Life Insurance Limited, purchaser of the Ground Floor Property at ₹ 993.66 lakhs; and to (ii) Bajaj Life Insurance Company Limited, purchaser of the Fifth Floor Property at ₹1,659.19 lakhs.

Note 16 : Equity share capital

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Authorised	Amount	Amount
75,50,00,000 equity shares (March 31, 2025 - 75,50,00,000) of ₹ 2/- each.	15,100.00	15,100.00

i) Movement in Issued, Subscribed and Paid up Equity Share Capital

Issued capital

(₹ in Lakhs)

Particulars	No of Shares	Amount
As at 31st March 2024	11,51,96,078	2,303.92
Exercise of Options under employee stock option scheme (refer note iv below)	1,46,175	2.92
As at 31st March 2025	11,53,42,253	2,306.84
Exercise of Options under employee stock option scheme (refer note iv below)	48,460	0.97
As at 31st March 2026	11,53,90,713	2,307.81
Paid-up capital		
Calls in arrears @ ₹2 per share, under rights issue (refer note iii below)	(55)	(0.00110)
As at 31st March 2026	11,53,90,658	2,307.81

ii) Terms and rights attached to equity shares

The Holding Company has only one class of equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Holding Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

iii) The Details of Shareholders holding more than 5% Shares:

(₹ in Lakhs)

Name of the Shareholder	As at 31st March 2026		As at 31st March 2025	
	Nos.	% Holding	Nos.	% Holding
Jamnial Sons Private Limited	2,25,48,276	19.54	2,25,48,276	19.55
Bajaj Holdings & Investment Limited	1,91,36,840	16.58	1,91,36,840	16.59
Kiran Bajaj	56,45,224	4.89	75,45,224	6.54
HDFC Small Cap Fund	93,82,209	8.13	1,09,08,004	9.46

iv) Share reserved for issue under employee stock option scheme

For details of shares reserved for issue under the employee share based payment plan of the Holding Company, please refer Note 33.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 16 : Equity share capital (Contd..)

v) Change in promoter shareholding

(₹ in Lakhs)

Promoter Name	As at		As at		% change during the year
	31st March, 2026		31st March, 2025		
	No of shares	% of total shares	No of shares	% of total shares	
Promoters					
Mr. Shekhar Bajaj	18,14,639	1.57%	18,14,639	1.57%	0.00%
Mr. Madhur Bajaj ****	-	0.00%	2,00,000	0.17%	(0.17%)
Mr. Niraj Bajaj	11,30,882	0.98%	11,30,882	0.98%	0.00%
Mr. Sanjivnayan Bajaj *	4,28,749	0.37%	4,28,749	0.37%	0.00%
Mr. Rahul Kumar Bajaj **	NA	NA	NA	NA	0.00%
Mr. Rajivnayan Bajaj ***	-	0.00%	-	0.00%	0.00%
Promoter Group					
Individuals :					
Mrs. Kiran Bajaj	56,45,224	4.89%	75,45,224	6.54%	(1.65%)
Ms. Neelima Bajaj Swamy	1,85,000	0.16%	1,85,000	0.16%	0.00%
Ms. Minal Bajaj	6,94,674	0.60%	6,94,674	0.60%	0.00%
Ms. Geetika Bajaj	21,60,084	1.87%	21,60,084	1.87%	0.00%
Mr. Niravnayan Bajaj	2,82,507	0.24%	2,82,507	0.24%	0.00%
Ms. Kumud Bajaj	4,00,000	0.35%	2,00,000	0.17%	0.18%
Ms. Pooja Bajaj	15,41,875	1.34%	15,41,875	1.34%	0.00%
Ms. Suman Jain	1,10,700	0.10%	1,10,700	0.10%	0.00%
Ms. Kriti Bajaj	1,01,297	0.09%	1,01,297	0.09%	0.00%
Ms. Shefali Bajaj	33,767	0.03%	33,767	0.03%	0.00%
Ms. Deepa Bajaj	1,126	0.00%	1,126	0.00%	0.00%
Master Vanraj Bajaj	18,43,556	1.60%	18,43,556	1.60%	0.00%
Mr. Manish Santoshkumar Kejriwal	12,40,730	1.08%	12,40,730	1.08%	0.00%
Body Corporate					
Jamn Lal Sons Private Limited	2,25,48,276	19.54%	2,25,48,276	19.55%	(0.01%)
Bajaj Holdings And Investment Limited	1,91,36,840	16.58%	1,91,36,840	16.59%	(0.01%)
Hind Musafir Agency Limited	12,88,000	1.12%	12,88,000	1.12%	0.00%
Baroda Industries Private Limited	14,12,738	1.22%	14,12,738	1.22%	0.00%
Bajaj International Private Limited	9,17,881	0.80%	9,17,881	0.80%	0.00%
Hercules Investments Limited	6,24,596	0.54%	6,24,596	0.54%	0.00%
Shekhar Holdings Private Limited	5,40,253	0.47%	5,40,253	0.47%	0.00%
Rahul Securities Private Limited	4,67,093	0.40%	4,67,093	0.40%	0.00%
Bachhraj Factories Private Limited	1,05,466	0.09%	1,05,466	0.09%	0.00%
Bajaj Sevashram Private Limited	5,550	0.00%	5,550	0.00%	0.00%
Bachhraj And Company Private Limited	81,585	0.07%	81,585	0.07%	0.00%
Kamal Nayan Investment & Trading Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Madhur Securities Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Niraj Holdings Private Limited	4,72,162	0.41%	4,72,162	0.41%	0.00%
Rupa Equities Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Sanraj Nayan Investments Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Trusts					
Geetika Trust No.2 (Kiran Bajaj as a Trustee)	-	0.00%	-	0.00%	0.00%
Geetika Shekhar Bajaj Trust (Shekhar Bajaj as a Trustee)	19,00,000	1.65%	-	0.00%	1.65%
Niravnayan Trust (Niraj Bajaj as a Trustee)	5,24,721	0.45%	5,24,721	0.45%	0.00%

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 16 : Equity share capital (Contd..)

(₹ in Lakhs)

Promoter Name	As at		As at		% change during the year
	31st March, 2026		31st March, 2025		
	No of shares	% of total shares	No of shares	% of total shares	
Neelima Bajaj Swamy Family Trust (Neelima Bajaj Swamy as a Trustee)	8,12,973	0.70%	8,12,973	0.70%	0.00%
Nimisha Jaipuria Family Trust (Nimisha Jaipuria as a Trustee)	6,28,043	0.54%	6,28,043	0.54%	0.00%
Kriti Bajaj Family Trust (Minal Niraj Bajaj as a Trustee)	5,00,000	0.43%	5,00,000	0.43%	0.00%
Niravnayan Bajaj Family Trust (Niraj Bajaj as a Trustee)	5,00,000	0.43%	5,00,000	0.43%	0.00%
Rishab Family Trust (Rajivnayan Bajaj as a Trustee)	-	0.00%	-	0.00%	0.00%
Sanjali Family Trust (Sanjivnayan Bajaj as a Trustee)	2,62,717	0.23%	2,62,717	0.23%	0.00%
Siddhant Family Trust (Sanjivnayan Bajaj as a Trustee)	2,62,717	0.23%	2,62,717	0.23%	0.00%
Nimisha Bajaj Family Trust (Kumud Bajaj as a Trustee)	2,06,575	0.18%	2,06,575	0.18%	0.00%
Neelima Bajaj Family Trust (Kumud Bajaj as a Trustee)	21,644	0.02%	21,644	0.02%	0.00%
Vanraj Bajaj Trust (Kiran Bajaj as a Trustee)	10,00,000	0.87%	10,00,000	0.87%	0.00%
Kumud Neelima Family Trust (Nimisha Jaipuria as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%
Kumud Nimisha Family Trust (Neelima Bajaj Swamy as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%
Madhur Neelima Family Trust (Kumud Bajaj as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%
Madhur Nimisha Family Trust (Kumud Bajaj as a Trustee)	1,25,799	0.11%	1,25,799	0.11%	0.00%
Total	7,23,42,279	62.69%	7,23,42,279	62.69%	0.00%

(₹ in Lakhs)

Promoter Name	As at		As at		% change during the year
	31st March, 2026		31st March, 2025		
	No of shares	% of total shares	No of shares	% of total shares	
Promoters					
Mr. Shekhar Bajaj	18,14,639	1.57%	18,14,639	1.58%	(0.01%)
Mr. Madhur Bajaj	2,00,000	0.17%	2,00,000	0.17%	0.00%
Mr. Niraj Bajaj	11,30,882	0.98%	11,30,882	0.98%	0.00%
Mr. Sanjivnayan Bajaj *	4,28,749	0.37%	4,28,749	0.37%	0.00%
Mr. Rahul Kumar Bajaj **	NA	NA	NA	NA	0.00%
Mr. Rajivnayan Bajaj ***	-	0.00%	-	0.00%	0.00%
Promoter Group					
Individuals:					
Mrs. Kiran Bajaj	75,45,224	6.54%	75,45,224	6.55%	(0.01%)
Ms. Neelima Bajaj Swamy	1,85,000	0.16%	2,00,000	0.17%	(0.01%)
Ms. Minal Bajaj	6,94,674	0.60%	6,94,674	0.60%	0.00%
Ms. Geetika Bajaj	21,60,084	1.87%	21,60,084	1.88%	(0.01%)
Ms. Nimisha Jaipuria	-	0.00%	-	0.00%	0.00%
Ms. Sunaina Kejriwal	-	0.00%	12,40,730	1.08%	(1.08%)
Mr. Niravnayan Bajaj	2,82,507	0.24%	2,82,507	0.25%	(0.01%)
Ms. Kumud Bajaj	2,00,000	0.17%	2,00,000	0.17%	0.00%

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 16 : Equity share capital (Contd..)

(₹ in Lakhs)

Promoter Name	As at		As at		% change during the year
	31st March, 2026		31st March, 2025		
	No of shares	% of total shares	No of shares	% of total shares	
Ms. Pooja Bajaj	15,41,875	1.34%	15,41,875	1.34%	0.00%
Ms. Suman Jain	1,10,700	0.10%	1,10,700	0.10%	0.00%
Ms. Kriti Bajaj	1,01,297	0.09%	1,01,297	0.09%	0.00%
Ms. Shefali Bajaj	33,767	0.03%	33,767	0.03%	0.00%
Ms. Deepa Bajaj	1,126	0.00%	1,126	0.00%	0.00%
Master Vanraj Bajaj	18,43,556	1.60%	18,43,556	1.60%	0.00%
Mr. Manish Santoshkumar Kejriwal	12,40,730	1.08%	-	0.00%	1.08%
Body Corporate					
Jamnadal Sons Private Limited	2,25,48,276	19.55%	2,25,48,276	19.57%	(0.02%)
Bajaj Holdings And Investment Limited	1,91,36,840	16.59%	1,91,36,840	16.61%	(0.02%)
Hind Musafir Agency Limited	12,88,000	1.12%	12,88,000	1.12%	0.00%
Baroda Industries Private Limited	14,12,738	1.22%	14,12,738	1.23%	(0.01%)
Bajaj International Private Limited	9,17,881	0.80%	9,17,881	0.80%	0.00%
Hercules Hoists Limited	6,24,596	0.54%	6,24,596	0.54%	0.00%
Shekhar Holdings Private Limited	5,40,253	0.47%	5,40,253	0.47%	0.00%
Rahul Securities Private Limited	4,67,093	0.40%	4,67,093	0.41%	(0.01%)
Bachhraj Factories Private Limited	1,05,466	0.09%	1,05,466	0.09%	0.00%
Bajaj Sevashram Private Limited	5,550	0.00%	5,550	0.00%	0.00%
Bachhraj And Company Private Limited	81,585	0.07%	66,585	0.06%	0.01%
Kamalnayan Investment & Trading Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Madhur Securities Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Niraj Holdings Private Limited	4,72,162	0.41%	4,72,162	0.41%	0.00%
Rupa Equities Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Sanraj Nayan Investments Private Limited	1,110	0.00%	1,110	0.00%	0.00%
Trusts					
Geetika Trust No.2 (Kiran Bajaj as a Trustee)	NA	NA	NA	NA	0.00%
Niravnayan Trust (Niraj Bajaj as a Trustee)	5,24,721	0.45%	5,24,721	0.46%	(0.01%)
Neelima Bajaj Swamy Family Trust (Neelima Bajaj Swamy as a Trustee)	8,12,973	0.70%	8,12,973	0.71%	(0.01%)
Nimisha Jaipuria Family Trust (Nimisha Jaipuria as a Trustee)	6,28,043	0.54%	6,28,043	0.55%	(0.01%)
Kriti Bajaj Family Trust (Minal Niraj Bajaj as a Trustee)	5,00,000	0.43%	5,00,000	0.43%	0.00%
Niravnayan Bajaj Family Trust (Niraj Bajaj as a Trustee)	5,00,000	0.43%	5,00,000	0.43%	0.00%
Rishab Family Trust	-	0.00%	-	0.00%	0.00%
Sanjali Family Trust	2,62,717	0.23%	2,62,717	0.23%	0.00%
Siddhant Family Trust	2,62,717	0.23%	2,62,717	0.23%	0.00%
Nimisha Bajaj Family Trust (Madhur Bajaj as a Trustee)	2,06,575	0.18%	2,06,575	0.18%	0.00%
Neelima Bajaj Family Trust (Kumud Bajaj as a Trustee)	21,644	0.02%	21,644	0.02%	0.00%
Vanraj Bajaj Trust (Kiran Bajaj as a Trustee)	10,00,000	0.87%	10,00,000	0.87%	0.00%
Kumud Neelima Family Trust (Madhur Bajaj as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%
Kumud Nimisha Family Trust (Madhur Bajaj as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 16 : Equity share capital (Contd..)

(₹ in Lakhs)

Promoter Name	As at		As at		% change during the year
	31st March, 2026		31st March, 2025		
	No of shares	% of total shares	No of shares	% of total shares	
Madhur Neelima Family Trust (Kumud Bajaj as a Trustee)	1,25,800	0.11%	1,25,800	0.11%	0.00%
Madhur Nimisha Family Trust (Kumud Bajaj as a Trustee)	1,25,799	0.11%	1,25,799	0.11%	0.00%
Total	7,23,42,279	62.69%	7,23,42,279	62.82%	(0.13%)

* Considered as a Promoter post demise of Mr. Rahul Kumar Bajaj on February 12, 2022

** Ceased to be a promoter post sad demise on February 12, 2022

*** Rajivnayan Bajaj classified in Promoter category from June, 2023 quarter

**** Ceased to be a promoter post sad demise on April 11, 2025

Note 17 : Other Equity

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
i) Securities premium reserve	68,501.55	68,200.48
ii) General reserve	45,967.75	45,967.75
iii) Share options outstanding account	3,580.95	3,117.83
iv) Retained earnings	27,570.37	38,351.47
v) Capital reserve	175.18	175.18
vi) Capital redemption reserve	135.71	135.71
vii) Effective portion of cash flow hedges	-	(38.31)
viii) Share application money pending allotment	0.02	-
ix) Amalgamation adjustment reserve	(2,327.15)	(2,327.15)
x) Employee welfare trust Capital Reserve	13,505.60	16,621.64
xi) Other comprehensive income / (loss) for equity component	-	-
Total reserves and surplus	1,57,109.98	1,70,204.60

i) Securities premium reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	68,200.48	67,307.46
Add: Exercise of share options	84.14	603.92
Add: Exercise of share options - transferred from shares options outstanding account	216.93	289.10
Closing Balance	68,501.55	68,200.48

ii) General Reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	45,967.75	45,967.75
Closing Balance	45,967.75	45,967.75

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 17 : Other Equity (Contd..)

iii) Shares options outstanding account

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	3,117.83	2,698.94
Add : Employee stock option expense for the year	987.24	1,121.06
Less : Transferred to retained earnings on account on lapse of vested options	(307.19)	(413.07)
Less : Exercise of options - to securities premium	(216.93)	(289.10)
Closing Balance	3,580.95	3,117.83

iv) Retained earnings

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	38,351.47	27,895.47
Add / (less) : Net profit / (loss) for the year	(9,085.59)	13,342.46
Add: Other comprehensive income	97.95	157.42
Add : Transferred from share options reserve for vested cancelled options	307.19	413.07
Less: Dividend on equity shares	(3,460.50)	(3,456.95)
Less: Transfer to employee welfare trust reserve	1,359.85	-
Closing Balance	27,570.37	38,351.47

v) Capital reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	175.18	175.18
Closing Balance	175.18	175.18

vi) Capital redemption reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	135.71	135.71
Closing Balance	135.71	135.71

vii) Effective portion of cash flow hedges

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	(38.31)	(38.31)
Add / (less): Charge for the year	38.31	-
Closing Balance	-	(38.31)

viii) Share application money pending allotment

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	-	3.03
Add / (less) : (Issue of share capital) / share application monies received	0.02	(3.03)
Closing Balance	0.02	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 17 : Other Equity (Contd..)

ix) Amalgamation adjustment reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	(2,327.15)	(2,327.15)
Closing Balance	(2,327.15)	(2,327.15)

x) Employee welfare trust Capital Reserve

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	16,621.64	-
Add / (less) : Recognised during the year	(3,116.04)	16,621.64
Closing Balance	13,505.60	16,621.64

x) Other comprehensive income / (loss) for equity component

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	-	-
Add / (less) : Recognised during the year	(1,756.19)	-
Less: Transfer to employee welfare trust reserve	1,756.19	-
Closing Balance	-	-

Nature and purpose of reserves

Securities Premium

Securities Premium Reserve is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act, 2013.

General Reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid-up capital of the Holding Company for that year, then the total dividend distribution is less than the total distributable results for that year. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

Share options outstanding account

The fair value of the equity-settled share based payment transactions is recognised in Statement of Profit and Loss with corresponding credit to Employee Stock Options Outstanding Account.

Effective Portion of Cashflow Hedges

The Group uses hedging instruments as part of its management of foreign currency risk and interest rate risk associated on borrowings. For hedging foreign currency and interest rate risk, the Group uses foreign currency forward contracts, cross currency swaps, foreign currency option contracts and interest rate swaps. To the extent these hedges are effective, the change in fair value of the hedging instrument is recognised in the effective portion of cash flow hedges. Amounts recognised in the effective portion of cash flow hedges is reclassified to the statement of profit and loss when the hedged item affects profit or loss.

Amalgamation adjustment reserve

The Group creates amalgamation adjustment reserve on account of business combination pursuant to any schemes for merger/demerger, etc.

Retained earnings

Retained earnings are the profits/(loss) that the Group has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Capital reserve

In case of business combinations, if the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 17 : Other Equity (Contd..)

Capital redemption reserve

The Holding Company in the past had redeemed certain preference shares of ₹1,000.00 lakhs. The Holding Company had set aside an equal amount from retained earnings into capital redemption reserve. Further, the said capital redemption reserve was used for issue of bonus shares in the year ended March 31, 2008 and an amount of ₹ 864.29 lakhs was utilised from the said reserve.

Employee welfare trust Capital Reserve

Pursuant to revisions in arrangements with regard to operations, management and beneficial interest of the Employee Welfare Trust Funds, the Holding Company has determined that it has obtained joint control along with another group entity over the Trusts Funds. Accordingly, the Holding Company has accounted for its interest in the Trust Funds in accordance with the requirements of Ind AS 111 Joint Arrangements, resulting in recognition of the Holding Company's proportionate share in net assets of the Trust Funds.

Distribution paid and proposed

(₹ in Lakhs)		
Particulars	31-Mar-26	31-Mar-25
Dividend proposed		
Final dividend proposed for the year ended March 31, 2026 of ₹ 3/- per share, pending shareholder's approval	3,461.72	-
Dividend paid:		
Final dividend paid for the year ended March 31, 2025 of 3/- per share and March 31, 2024 of 3/- per share	3,460.50	3,456.95

Note 18 : Borrowings

There are no borrowings outstanding as at 31st March 2026 and 31st March 2025

Note a : Below are the details of the assets hypothecated and immovable properties charged towards the facility of fund and non-fund based limits with the Group

First pari passu charge by way of hypothecation of inventories, book debts and all movable assets under the head property, plant and equipment

First pari passu charge on the Holding Company's immovable properties at

- Hari Kunj - Flat No. 103 and 104, 'B' wing, Sindhi Society, Chembur East, Mumbai - 400071
- Second pari passu charge over present and future property, plant and equipment of the Holding Company, situated at
- Chakan Unit : Village Mahalunge, Chakan Talegaon Road, Khed, Pune - 410501;
- Showroom on Ground floor and Office Premises on Second Floor at Bajaj Bhawan 226, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400 021.
- Office Premises No : 701, 'Rustomjee Aspiree', Bhanu Shankar Yagnik Marg, Off Eastern Highway, Sion (East), Mumbai - 400 022
- R & D centre at Plot no. 27/ pt 2/ at Millennium Business Park, TTC Industrial area, Mahape, Navi Mumbai

The Holding Company has not defaulted on any loans which were due for repayment during the year.

Note b : The Group has used the borrowings from banks and financial institutions for the specific purpose for which it was taken. Further, the Group has borrowings from banks or financial institutions on the basis of security of current assets and has filed quarterly returns / statement of current assets with banks or financial institutions which are in agreement with the books of accounts.

Note 19 : Other Financial Liabilities

(₹ in Lakhs)		
Particulars	31-Mar-26	31-Mar-25
Non Current		
Deferred consideration payable (refer note 45)	3,436.30	-
Employee benefit liabilities	17.27	19.24
Total other non-current financial liabilities	3,453.57	19.24

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 19 : Other Financial Liabilities (Contd..)

(₹ in Lakhs)

Particulars	31-Mar-26		31-Mar-25	
	Current	Non Current	Current	Non Current
Capital creditors			188.21	366.34
Unpaid dividends			32.18	39.06
Trade deposits (dealers, vendors etc.)			748.67	662.24
Derivative liability			-	13.05
Deferred consideration payable (refer note 45)			4,900.00	-
Other payables *			1,143.90	742.58
Liability towards corporate social responsibility (shortfall) (refer note 43)			223.96	247.90
Employee benefit liabilities			4,030.98	4,889.04
Total other current financial liabilities			11,267.90	6,960.21

All the above financial liabilities are carried at amortised cost except for derivative liabilities (forward exchange contracts) which are fair valued through profit and loss and financial guarantee contracts which are initially recognised at fair value.

Note 20 : Provisions

(₹ in Lakhs)

Particulars	31-Mar-26			31-Mar-25		
	Current	Non Current	Total	Current	Non Current	Total
Service warranties*	7,249.47	779.23	8,028.70	4,505.86	1,221.62	5,727.48
Legal claims	36.23	-	36.23	247.24	-	247.24
Other matters**	748.46	-	748.46	566.83	-	566.83
Total Provisions	8,034.16	779.23	8,813.39	5,319.93	1,221.62	6,541.55

Movement in provisions is as given below:

(₹ in Lakhs)

Particulars	Service Warranties	Legal Claims	Other matters
Closing balance as on 31st March, 2024	5,446.75	302.41	448.16
Provision for the year	6,206.29	-	118.67
Utilised during the year	(5,925.56)	(55.17)	-
Closing balance as on 31st March, 2025	5,727.48	247.24	566.83
Provision for the year	8,206.00	-	181.63
Utilised during the year	(5,904.78)	(211.01)	-
Closing balance as on 31st March, 2026	8,028.70	36.23	748.46

*Refer note 1D(1)

**The Group has made provisions for certain litigation cases and pending assessments in respect of taxes, the outflow of which would depend on the outcome of the respective events.

Note 21 : Employee Benefit Obligations

(₹ in Lakhs)

Particulars	31-Mar-26			31-Mar-25		
	Current	Non Current	Total	Current	Non Current	Total
Leave obligations	739.60	1,283.58	2,023.18	436.43	1,277.37	1,713.80
Interest rate guarantee on provident fund	-	613.41	613.41	-	469.90	469.90
Gratuity (refer note a below)	2,635.44	4,317.69	6,953.13	1,097.20	3,089.09	4,186.29
Total employee benefit obligations	3,375.04	6,214.68	9,589.72	1,533.63	4,836.36	6,369.99

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

Disclosure of defined benefit plans are as given below :

A. Gratuity :

The Group has a defined benefit gratuity plan in India (Funded) for its employees, which requires contribution to be made to a separately administered fund. The gratuity benefit payable to the employees of the Group is greater of the two : (i) The provisions of Code on Social Security, 2020 or (ii) The Company's gratuity scheme as described below.

The Board of Directors of the Holding Company has approved an amendment in the gratuity deed and making it consistent with the provisions of the applicable law governing payment of gratuity, including the Code on Social Security, 2020 (including Rules made thereunder), and any statutory modification, amendment, re-enactment, or replacement thereof, subject to the maximum limit prescribed under applicable law from time to time.

Completion of 240 days during the 5th year can be treated as completion of 1 year of continuous service.

In case of employees with age above the retirement age, the retirement is assumed to happen immediately and valuation is done accordingly.

Changes in the Present Value of Obligation are as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Present Value of Obligation as at the beginning	5,007.00	4,916.21
Current Service Cost	521.11	477.29
Past Service Cost (refer note 44)	2,322.73	-
Interest Cost	357.81	351.26
Re-measurement (gain) / loss arising from:		
- change in demographic assumptions	(39.07)	(370.01)
- change in financial assumptions	(539.24)	422.54
- experience adjustments (i.e. Actual experience vs assumptions)	27.04	(71.73)
Benefits Paid	(534.24)	(718.56)
Present Value of Obligation as at the end	7,123.14	5,007.00

Changes in the Fair Value of Plan Assets is as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Fair Value of Plan Assets as at the beginning	820.71	763.13
Investment Income	53.31	54.53
Employer's Contribution	2.80	-
Return on plan assets, excluding amount recognised in interest (expense) / income	(12.73)	3.05
Transfer In / (Out)	(694.08)	-
Fair Value of Plan Assets as at the end	170.01	820.71

Changes in the Fair Value of Reimbursement Right is as given below * (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Fair Value of Reimbursement Right as at the beginning	3,524.35	3,844.18
Transfer In / (Out)	694.08	-
Investment Income	228.92	274.66
Benefits Paid	(534.24)	(718.56)
Return on plan assets, excluding amount recognised in interest (expense)/income	(259.94)	124.07
Fair Value of Reimbursement Right as at the end	3,653.17	3,524.35

* Reimbursement right is a non-qualifying insurance policy under Ind AS 19 as it is with Bajaj Allianz Life Insurance Co. Ltd (a related party of Bajaj Electricals Limited). The same has been disclosed in Note 10 and Note 14 of the consolidated financials statements

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

Amount recognised in balance sheet is as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	As on	
	31-Mar-26	31-Mar-25
Present Value of Obligation (a)	7,123.14	5,007.00
Fair Value of Plan Assets (b)	170.01	820.71
(Surplus) / Deficit (a - b)	6,953.13	4,186.29
Effects of Asset Ceiling, if any	-	-
Net Actuarially Valued (Asset) / Liability	6,953.13	4,186.29
Liability on an actual basis for employees at foreign branches	-	-
Total Net (Asset) / Liability	6,953.13	4,186.29

Amount recognised in statement of profit and loss and other comprehensive income is as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Costs charged to statement of profit and loss :		
Current Service Cost	521.11	477.29
Past Service Cost (refer note 44)	2,322.73	-
Investment Income	75.58	22.07
Expense recognised in statement of profit and loss	2,919.42	499.36
Re-measurement (gain) / loss arising from:		
Change in demographic assumptions	(39.07)	(370.01)
Change in financial assumptions	(539.24)	422.54
Experience adjustments (i.e. Actual experience vs assumptions)	27.04	(71.73)
Return on plan assets, excluding amount recognised in interest expense / (income)	272.67	(127.12)
(Income) / Expense recognised in Other Comprehensive Income	(278.60)	(146.32)
Total Expense Recognised during the year	2,640.82	353.04

Major categories of Plan Assets & Reimbursement Right (as percentage of Total Assets)

Particulars	As on	
	31-Mar-26	31-Mar-25
Funds managed by Insurer	100%	100%
Total	100%	100%

As the funds are managed wholly by the insurance company, the break-up of the plan assets is unavailable

The significant actuarial assumptions are as follows:

Financial Assumptions

Particulars	As on	
	31-Mar-26	31-Mar-25
Discount rate (per annum) - Range	6.50%	6.50%
Salary growth rate (per annum) - Range	4.60%	10.00%

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

Demographic Assumptions

Particulars	As on	
	31-Mar-26	31-Mar-25
Mortality Rate	100% of IALM 2012-14	100% of IALM 2012-14

Summary of Membership Status

Particulars	As on	
	31-Mar-26	31-Mar-25
Number of employees	1,501	1,775
Total monthly salary (₹ In Lakhs)	1,243.91	896.70
Average past service (years) - Range	7.05	6.19
Average age (years) - Range	39.48	38.27
Average remaining working life (years)	18.53	19.74
Number of completed years valued	10,589	10,995
Decrement adjusted remaining working life (years) - Range	2.97	3.16
Normal retirement age	58	58

Sensitivity Analysis

The sensitivity analysis is determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. (Amounts in INR Lakhs)

Particulars	As on	
	31-Mar-26	31-Mar-25
Defined Benefit Obligation (Base)	7,123.14	5,007.00

(₹ in Lakhs)

(₹ in Lakhs)

Particulars	31-Mar-26		31-Mar-25	
	Result of decrease	Result of increase	Result of decrease	Result of increase
Discount Rate (- / + 1%)	7,276.61	6,978.69	5,135.67	4,887.03
(% change compared to base due to sensitivity)	2.20%	(2.00%)	2.60%	(2.40%)
Salary Growth Rate (- / + 1%)	6,993.72	7,257.81	4,902.19	5,116.86
(% change compared to base due to sensitivity)	(1.80%)	1.90%	(2.10%)	2.20%
Attrition Rate (- / + 50% of attrition rates)	7,247.42	7,041.13	5,671.64	4,715.76
(% change compared to base due to sensitivity)	1.70%	(1.20%)	13.30%	(5.80%)
Mortality Rate (- / + 10% of mortality rates)	7,120.20	7,126.07	5,005.76	5,008.22
(% change compared to base due to sensitivity)	0.00%	0.00%	0.00%	0.00%

The description of plans ability to affect the amount, timing and uncertainty of the entity's future cash flows

a) Funding arrangements and Funding Policy

The scheme is managed on funded basis. Payment for present liability of future payment of gratuity is being made to approved gratuity fund, which fully covers the same under Cash Accumulation Policies of the Life Insurance Corporation of India (LIC) and Bajaj Life Insurance Ltd. (BLIL). Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company at regular intervals.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

b) Expected Contribution during the next annual reporting period (Amounts in INR Lakhs)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
The Group's best estimate of Contribution during the next year	3,788.17	1,066.70

c) Maturity Profile of Defined Benefit Obligation (Amounts in INR)

Particulars	31-Mar-26	31-Mar-25
Weighted average duration (based on discounted cashflows)	2 Years	3 Years

(₹ in Lakhs)

Expected cash flows over the next (valued on undiscounted basis):(Amounts in INR Lakhs):	31-Mar-26	31-Mar-25
1 year	2,803.44	1,917.91
More than 1 and up to 2 years	1,423.35	820.20
More than 2 and up to 5 years	2,538.07	1,734.69
More than 5 and up to 10 years	1,283.22	1,188.57
More than 10 years	276.37	385.89

d) Funding

For gratuity, the Group has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance company, as part of the policy terms, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Group is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset)

B. Provident Fund (Defined Benefit Plan) :

Bajaj Electricals Limited operates in two schemes for the compliance of provident fund statute - (i) Bajaj Electricals Limited Employees' Provident Fund Trust (defined benefit plan) and (ii) RPF Contributions for provident fund (defined contribution plan).

For exempt provident fund, the defined benefit obligation of the Group arises from the possibility that during anytime in the future, the scheme may earn insufficient investment income to meet the guaranteed interest rate declared by government / EPFO / relevant authorities as well as for fund assets shortfall against the liabilities of the Trusts

The net defined benefit obligation as at the valuation date represents the excess of accumulated fund value (determined on actuarial basis) plus interest rate guaranteed liability over the fair value of plan assets or vice-a-versa

The benefit valued under PF obligation are summarised below:

Normal Retirement Age	58 Years *
Benefit on normal retirement	Accrued Account Value
Benefit on early retirement / termination / resignation / withdrawal	Accrued Account Value
Benefit on death in service	Accrued Account Value

* The standard retirement date for executive employees is June 30th of every year and the same is April 1st of every year for the staff employees.

The Group's compliances for provident fund is governed by Employees' Provident Fund and Miscellaneous Provisions Act, 1952. Responsibility for governance of the plans, including investment decisions and contribution schedules lies jointly with the Group and the board of trustees. The board of trustees are composed of representatives of the Group and plan participants in accordance with the plan's regulations

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

Changes in the Present Value of Obligation of Trusts are as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Present Value of Obligation as at the beginning	22,832.96	23,044.84
Interest Cost	1,479.19	1,586.12
Current Service Cost	1,136.68	1,094.55
Employee's Contributions	1,669.13	1,639.65
Transfer In / (out) of the liability	80.53	580.55
Settlement of PF Trust to EPFO*	(507.01)	-
Benefits Paid	(3,157.50)	(5,164.66)
Re-measurement (gain) / loss arising from:		
- experience variance (i.e. Actual experience vs assumptions), loss if positive	261.98	36.37
- change in financial assumptions	100.25	15.54
Present Value of Obligation as at the end	23,896.21	22,832.96

Changes in the Fair Value of Plan Assets of Trusts are as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Fair Value of Plan Assets as at the beginning	23,257.33	23,505.39
Investment Income	1,470.93	1,616.53
Employer's Contributions	1,077.28	1,021.62
Employee's Contributions	1,669.13	1,639.65
Transfers In	80.53	580.55
Settlement of PF Trust to EPFO*	(1,025.58)	-
Benefits Paid	(3,157.50)	(5,164.66)
Return on plan assets, excluding amount recognised in interest (expense)/income	269.96	58.25
Fair Value of Plan Assets as at the end	23,642.08	23,257.33

*As confirmed and provided by the Company, with effect from 1st April 2025 the Company has surrendered its Chakan Division PF Trust to the EPFO. The settlement amount shown above has been confirmed by the Company.

A deterministic approach is considered to estimate the value of Interest Rate Guarantee on the Exempt Provident Fund. The per annum cost of guarantee at which Interest Rate Guarantee Liability has been valued is mentioned below

Amount recognised in balance sheet of Trusts is as given below:

Bajaj Electricals Limited Employees' Provident Fund Trust (for H.O. employees) (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	As on	
	31-Mar-26	31-Mar-25
Present Value of Obligation	23,896.21	22,832.96
Fair Value of Plan Assets	23,642.08	23,257.33
Surplus / (Deficit)	(254.13)	424.37
Effects of Asset Ceiling, if any	-	-
Net Asset / (Liability)	(254.13)	424.37
Interest rate guarantee (included in present value of obligation)	613.41	469.90

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

Amount recognised in statement of profit and loss and other comprehensive income of Trusts is as given below (Amounts in INR Lakhs) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Costs charged to statement of profit and loss :		
Current Service Cost	1,136.68	1,094.55
Interest Cost	1,479.19	1,586.12
Investment Income	(1,470.93)	(1,616.53)
Expense recognised in statement of profit and loss	1,144.94	1,064.14
Re-measurement (gain) / loss arising from:		
- Experience variance (i.e. Actual experience vs assumptions) *	261.98	36.37
- change in financial assumptions	100.25	15.54
Return on plan assets, excluding amount recognised in interest expense / (income)	(269.96)	(58.25)
Expense recognised in Other Comprehensive Income	92.27	(6.34)
Total Expense Recognised during the year	1,237.21	1,057.80

* included in other comprehensive income in the statement of profit and loss

The significant actuarial assumptions are as follows :

Financial and Demographic Assumptions

Particulars	As on	
	31-Mar-26	31-Mar-25
Discount rate (per annum)	7.11%	6.67%
Interest rate guarantee (per annum)	8.25%	8.25%
Average Historic Yield on the Investment (p.a.)	7.82%	7.91%
Mortality Rate	100.00%	100.00%

Particulars	As on	
	31-Mar-26 Live Employees	31-Mar-25 Live Employees
Attrition Rate, based on ages:		
- Up to 30 years	4.99%	4.99%
- 31 to 44 years	3.63%	3.63%
- 45 to 57 years	3.62%	3.62%
- Above 57 years	0.38%	0.38%

Summary of Membership Status :

Particulars	As on	
	31-Mar-26	31-Mar-25
Live Number of employees	1,372	1,355
Average age active employees (years)	39.10	38.89

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

Major categories of Plan Assets (as percentage of Total Plan Assets)

Particulars	As on	
	31-Mar-26	31-Mar-25
Government of India securities	1.60%	3.20%
State Government securities	35.70%	37.50%
High quality corporate bonds	38.50%	34.40%
Equity shares of listed companies	18.80%	0.00%
Special Deposit Scheme	0.00%	6.50%
Funds managed by Insurer	0.00%	0.00%
Bank balance	0.00%	0.40%
Other Investments	5.40%	18.00%
Total	100.00%	100.00%

Sensitivity Analysis

The sensitivity analysis is determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. (Amounts in INR Lakhs)

Particulars	31-Mar-26	31-Mar-25
Defined Benefit Obligation (Base)	23,896.21	22,832.96

(₹ in Lakhs)

Particulars	31-Mar-26		31-Mar-25	
	Result of decrease	Result of increase	Result of decrease	Result of increase
Discount Rate (- / + 1%)	23,920.67	23,873.21	22,849.93	22,816.93
(% change compared to base due to sensitivity)	0.10%	(0.10%)	0.10%	(0.10%)
Interest rate guarantee (- / + 1%)	23,282.83	25,438.67	22,363.09	24,264.86
(% change compared to base due to sensitivity)	(2.60%)	6.50%	(2.10%)	6.30%

The description of plans ability to affect the amount, timing and uncertainty of the entity's future cash flows

a) Funding arrangements and Funding Policy

The scheme is managed on funded basis. Payment for present liability of future payment of PF is made by the Group towards shortfall of Bajaj Electricals Limited Employees' Provident Fund Trust. The investments for the same are managed by Trustees as per advice and recommendations of a professional consultant and in compliance of obligatory pattern of investments as per government notification in official gazette for the pattern of investment for EPF exempted establishments. Any deficit in the assets of PF Trusts is funded by the Group. The provident fund for certain employees is a defined contribution plans covered under RPF Contributions

b) Expected contribution during the next annual reporting period (Amounts in INR Lakhs)

Particulars	31-Mar-26	31-Mar-25
The Trusts' best estimate of Contribution during the next year	1,128.83	1,070.50

This has been calculated assuming that the employer's contribution next year shall increase by 5%.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 21 : Employee Benefit Obligations (Contd..)

c) Asset liability matching strategies

For PF Trust Investments, the same are managed by Trustees as per advice and recommendations of a professional consultant. The Employees' Provident Fund Organisation, Ministry of Labour, Government of India, vide its notification in official gazette notified the pattern of investment for EPF exempted establishments, which depicts the obligatory pattern of investments of PF contributions and interests. The pattern mandates to invest as below :

Category / Sub-Category	Percentage of amount to be invested
Government Securities and Related Investments	Minimum 45% and up to 50%
Debt Instruments and Related Investments	Minimum 35% and up to 45%
Short-Term Debt Instruments and Related Investments	Up to 5%
Equity and Related Investments	Minimum 5% and up to 15%
Asset Backed, Trust Structured and Miscellaneous Investments	Up to 5%

C. Expenses Recognised during the year (Defined Contribution Plan) :

(₹ in Lakhs)

Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Provident Fund	1,169.50	1,157.00
Superannuation	209.42	200.93
Pension	549.95	546.04

Note 22 : Trade Payables

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Current		
Dues to micro, small and medium enterprises *	4,626.41	5,424.00
Trade payable due to others	42,121.27	39,532.55
Total current trade payables	46,747.68	44,956.55

For payables to related parties, refer note 38

* Information as required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Group.

Principal amount and interest due thereon remaining unpaid to any supplier covered under MSMED Act, 2006:

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Principal	4,440.13	5,180.94
Interest	186.28	243.06
The amount of interest paid by the buyer in terms of Section 16, of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	186.28	243.06
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 22 : Trade Payables (Contd..)

Trade Payables aging schedule as at March 31, 2026

(₹ in Lakhs)

Particulars	Outstanding for following periods from transaction date				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
(i) Micro, small and medium enterprises (MSME)	4,558.52	67.89	-	-	4,626.41
(ii) Others	41,517.68	238.88	128.03	236.68	42,121.27
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
TOTAL	46,076.20	306.77	128.03	236.68	46,747.68

Trade Payables aging schedule as at March 31, 2025

(₹ in Lakhs)

Particulars	Outstanding for following periods from transaction date				Total
	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
(i) Micro, small and medium enterprises (MSME)	5,222.01	126.39	22.38	53.22	5,424.00
(ii) Others	36,867.34	1,205.27	644.47	814.81	39,531.89
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	0.66	0.66
TOTAL	42,089.35	1,331.66	666.85	868.69	44,956.55

There are "no unbilled" and "Not due" trade payables, hence the same are not disclosed in the ageing schedule.

Note 22.1 : Trade credits

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Customer credits *	65,551.82	65,145.26
Supplier credits **	85,269.92	81,150.16
Total trade credits	1,50,821.74	1,46,295.42

* Customer credits include receivables which are subject to factoring arrangements and channel financing facilities. Under this arrangement the Group has transferred the relevant receivables to the factor in exchange for cash. The Group continues to recognise the transferred assets in their entirety in its balance sheet with the corresponding liability under customer credits.

** Supplier's credit also includes amounts payable towards vendor financing entered into with the suppliers. Under this arrangement, the supplier is eligible to receive payment prior to the expiry of extended credit period by assigning such invoices to a third-party purchaser bank based on security in the form of an undertaking issued by the Group to the bank. Further, the supplier charges interest to the Group for the extended credit period which has been presented under Finance Cost. There were no significant non-cash changes in the carrying amount of the trade payables included in the Group's supplier finance arrangement. This also represents the amounts for which the suppliers have received payment.

Note 23 : Other Current Liabilities

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Statutory liabilities payable	8,866.32	2,218.64
Deferred revenue (majorly retailer bonding program)	2,960.96	4,777.50
Total other current liabilities	11,827.28	6,996.14

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 24 : Revenue from operations

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Sale of products	4,27,751.23	4,69,932.20
Revenue from illumination projects	17,076.94	11,659.13
Other operating revenue		
Scrap sales	524.63	925.86
Insurance claims	623.61	85.38
Others (majorly export incentives)	239.57	240.79
Total revenue from operations (Refer Note 41(i))	4,46,215.98	4,82,843.36

For details of related parties transactions, refer note 38.

Note 25 : Other income

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Interest income on bank deposits and others	2,459.43	2,581.12
Interest income from financial assets at amortised cost	147.46	159.77
Interest on income tax refund	439.64	27.39
Rental income	270.16	282.57
Net gain on disposal of property, plant & equipment	54.15	437.02
Others		
Impairment allowance on trade receivables and others written back	617.65	516.45
Credit balance written back	60.81	226.23
Gain on termination of right-of-use assets	409.42	60.19
Others (majorly cross charge from group entity and income from package scheme of incentives) *	1,759.46	1,186.92
Total other income	6,218.18	5,477.66

* Others includes government grants (Packaged Scheme of Incentives) of ₹ 1,227.97 lakhs for the year ended March 31, 2026 (Nil for year ended March 31, 2025)

Note 26 : Cost of raw materials consumed

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Raw materials at the beginning of the year	6,381.50	7,266.08
Add : Purchases	49,228.05	53,967.91
Less : Raw materials at the end of the year (refer note 11)	6,317.47	6,381.50
Total cost of raw material consumed	49,292.08	54,852.49

Note 26 : Changes in inventories of work-in-progress, finished goods, traded goods

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening balance		
Work in progress	2,491.02	2,872.34
Finished Goods	1,505.39	1,789.40
Traded goods (including materials in transit)	60,467.82	62,689.85
Total opening balance	64,464.23	67,351.59
Closing balance		
Work in progress (refer note 11)	2,302.71	2,491.02
Finished Goods (refer note 11)	1,300.62	1,505.39
Traded goods (including materials in transit) (refer note 11)	42,586.63	60,467.82
Total Closing balance	46,189.96	64,464.23
Total Changes in inventories of work in progress, traded goods and finished goods	18,274.27	2,887.36

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 27 : Erection and subcontracting expenses

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Erection and subcontracting expense	5,115.83	3,892.84
Total Erection and subcontracting expense	5,115.83	3,892.84

Note 28 : Employee benefits expenses

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Salaries, wages and bonus	35,249.42	34,071.69
Contribution to provident and other funds (refer note 21)	1,992.99	1,966.73
Employees share based payment expense including cross charge (refer note 33)	1,012.29	1,165.06
Gratuity (refer note 21)	596.69	499.36
Staff welfare expenses	258.15	296.07
Total employee benefit expense	39,109.54	37,998.91

For details of related parties transactions, refer note 38.

Note 29 : Depreciation and amortisation expense

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Depreciation of property, plant and equipment (Note 2)	7,620.75	7,292.26
Depreciation on investment properties (Note 4.1)	81.95	93.46
Amortisation of intangible assets (Note 4)	672.11	1,148.50
Depreciation of Right of Use assets (Note 3)	5,776.84	5,872.91
Total depreciation and amortisation expense	14,151.65	14,407.13

Note 30 : Other expenses

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Consumption of stores and spares	246.64	326.03
Packing material consumed	3,352.55	4,006.29
Power and fuel	1,333.23	1,496.99
Rent (refer note 42)	1,015.18	823.67
Repairs and maintenance		
Plant and machinery	327.94	431.57
Buildings	19.66	19.15
Others	206.36	325.59
Telephone and communication charges	324.90	377.18
Rates and taxes	45.93	104.52
Travel and conveyance	4,336.21	4,269.74
Insurance	1,031.64	1,181.87
Printing and stationery	45.33	57.49
Directors fees	68.50	80.50
Non executive directors commission	52.00	63.00
Advertisement and publicity	11,652.12	14,036.62
Freight and forwarding	15,967.67	13,135.80
Product promotion, demonstration and installation charges	13,127.74	10,568.73
Sales commission	1,587.26	1,573.55
Impairment allowance for doubtful debts and advances (net of reversals)	944.65	599.06
Bad debts and other irrecoverable debit balances written off	1,112.44	816.11

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 30 : Other expenses (Contd..)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Payments to auditors	175.23	154.47
Corporate social responsibility expenditure (refer note 43)	455.81	471.22
E-Waste Management	1,546.96	1,000.68
Legal and Professional Fees	1,836.81	2,276.56
Sales tax expenses (net)	120.00	214.97
Security service charges	1,312.56	1,274.27
Software expenses (AMC)	3,665.40	3,355.54
Warehouse Management Services	3,604.03	3,493.96
Warranty expenses (net of insurance premium and claims)	4,492.01	6,414.19
Miscellaneous expenses	8,257.84	7,736.19
Total other expenses	82,264.60	80,685.51

For details of related parties transactions, refer note 38.

Note 31 : Finance costs

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Interest expense on financing activities including trade credits	3,321.59	4,162.16
Interest expense on mobilization advances	203.23	274.81
Interest expense on lease liabilities (refer note 3)	1,797.39	2,005.47
Unwinding of discount on provisions	101.53	84.42
Other borrowing costs	196.77	457.83
Total finance cost	5,620.51	6,984.69

Note 32 : Income Tax Expense

(a) Income Tax Expense

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Current Tax		
Current income tax charge	777.71	4,950.63
Adjustments of tax relating to earlier years	1,052.19	-
Total Current tax expense	1,829.90	4,950.63
Total deferred tax expense / (benefit)	(1,641.71)	(1,325.50)
Income tax expense in the statement of profit and loss	188.19	3,625.13

(b) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Profit / (loss) before income tax expense	(8,897.40)	16,967.59
Income Tax @ standard tax rate of 25.168% (March 31, 2025 - 25.168%)	(2,239.30)	4,270.40
Permanent differences due to:		
Adjustments of tax relating to earlier years	1,052.19	-
Capital gains	-	(626.71)
Impairment of goodwill	665.53	-
Corporate social responsibility	117.95	124.88
Interest on micro, small & medium enterprises	46.88	(156.33)

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 32 : Income Tax Expense (Contd..)

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Donation expenses	-	0.52
Share of profit / (loss) of associates and joint ventures accounted for using equity method	342.25	-
Others	202.69	12.37
Income Tax Expense reported in statement of profit and loss	188.19	3,625.13

Note 33 : Employee stock options :

I. Details of the ESOS :

Sr. No.	Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
1	Date of Shareholder's Approval	Approved at AGM held on 26 July 2007. Revised/Modified at AGM held on 28 July 2010.		As per the Postal Ballot dated 21 Jan 2016	Approved via Postal Ballot dated 25 Jan 2024
2	Total Number of Options approved	Bajaj Growth 2007 Scheme approved 4,321,440 shares of face value ₹2 each (erstwhile 864,288 shares of ₹10 each prior to share-split) equivalent to 5% of paid up equity shares i.e. 86,428,800 shares as at the date of the announcement of scheme. The ESOP 2011 being the modified ESOP 2007 Scheme approved aggregate of 78,03,560 shares of face value ₹2 each equivalent to 8% of paid up equity shares i.e. 97,544,495 as at the date of the announcement of scheme.		30,27,073 shares of face value ₹2 each equivalent to 3% of paid up equity i.e. 100,902,426 shares as at the date of the announcement of scheme.	5,75,510 shares of face value ₹2 each, equivalent to 0.50% of paid-up equity capital (i.e. 11,51,01,953 shares as on the date of announcement of scheme).
3	Vesting Requirements & Exercise Period	<p>The vesting of options is subject solely to the condition of continued employment with the Holding Company. Options are granted to employees at the level of Assistant General Manager and above.</p> <p>In accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, the SEBI (Share Based Employee Benefits) (Amendment) Regulations, 2015, and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the Holding Company maintains a minimum period of one year between the grant of options and their vesting.</p> <p>As per the Holding Company's policy, vested options under all ESOP Schemes may be exercised at any time within three years from the date of vesting.</p> <p>Options granted under the plan do not carry any dividend or voting rights until they are exercised and equity shares are duly allotted. Upon exercise, each option entitles the holder to one equity share of the Holding Company.</p>			<p>The vesting of options granted under the PSOP 2023 Scheme shall be subject to the fulfilment of specified performance criteria, including the Holding Company's overall performance and individual performance assessments. The vesting confirmation, along with specific details, will be provided by the HR team closer to the respective vesting dates. Options are granted to employees at the level of Assistant General Manager and above.</p> <p>In compliance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, the SEBI (Share Based Employee Benefits) (Amendment) Regulations, 2015, and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the Holding Company adheres to a minimum period of one year between the date of grant and the date of vesting of options.</p>

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

Sr. No.	Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
					As per the Holding Company's policy under the PSOP 2023 Scheme, vested options may be exercised at any time within two years from the date of vesting. Options granted under the plan do not carry any dividend or voting rights until they are exercised and equity shares are duly allotted to the employees. Upon exercise, each option entitles the holder to receive one equity share of the Holding Company.
4	The Pricing Formula	Closing price on the stock exchange where there is highest traded volume on working day prior to the date of grant.			
5	Maximum term of Options granted (years)	7 Years	7 Years	7 Years	5 Years
6	Method of Settlement	Equity settled	Equity settled	Equity settled	Equity settled
7	Source of shares	Fresh Issue	Fresh Issue	Fresh Issue	Fresh Issue
8	Variation in terms of ESOP	Nil	Nil	The Nomination & Remuneration Committee of the Company at its meeting held on 12 November 2021 amended the Scheme to align it with the requirements of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	Nil
9	Equity Shares reserved for issue under Employee Stock Options outstanding as at March 31, 2025	As of 31 March 2026, the Company has a total pool of 30,27,073 equity shares of ₹2/- each available for issuance under the ESOP 2015 Scheme. Out of this: - 12,57,598 stock options remain ungranted, - 4,34,050 stock options have been vested and are exercisable, and - 1,42,250 stock options are currently unvested. Accordingly, the total number of equity shares reserved for issuance under the ESOP 2015 Scheme and outstanding as on 31 March 2026, is 5,76,300 stock options.			As of 31 March 2026, the Company has a total pool of 5,75,510 equity shares of ₹2/- each available for issuance under the PSOP 2023 Scheme. Out of this: - 1,55,889 stock options remain ungranted, - 6,833 stock options have been vested and are exercisable, and - 3,94,078 stock options are currently unvested. Accordingly, the total number of equity shares reserved for issuance under the PSOP 2023 Scheme and outstanding as on 31 March 2026, is 5,56,800 stock options.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

II. Option Movement

Option Movement during the year ended March 31, 2026

Sr. No.	Particulars	BAJAJ GROWTH 2007		ESOP 2011		ESOP 2015		PSOP 2023	
		No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price
1	No. of Options Outstanding at the beginning of the year	-	-	-	-	7,36,050	926.98	1,38,424	2.00
2	Options Granted during the year	-	-	-	-	-	NA	3,30,342	2.00
3	Options Forfeited / Surrendered during the year	-	-	-	-	1,10,500	945.44	49,145	2.00
4	Options Expired (Lapsed) during the year	-	-	-	-	19,500	693.13	-	NA
5	Options Exercised during the year	-	-	-	-	29,750	284.83	18,710	2.00
6	Number of options outstanding at the end of the year	-	-	-	-	5,76,300	964.51	4,00,911	2.00
7	Number of options exercisable at the end of the year	-	-	-	-	4,34,050	950.45	6,833	2.00

Option Movement during the year ended March 31, 2025

Sr. No.	Particulars	BAJAJ GROWTH 2007		ESOP 2011		ESOP 2015		PSOP 2023	
		No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price	No. of options	Wt. avg exercise price
1	No. of Options Outstanding at the beginning of the year	-	-	-	-	11,68,475	875.16	-	-
2	Options Granted during the year	-	-	-	-	42,500	921.30	1,55,681.00	2.00
3	Options Forfeited / Surrendered during the year	-	-	-	-	3,23,000	978.85	17,257.00	2.00
4	Options Expired (Lapsed) during the year	-	-	-	-	5,750	452.56	-	NA
5	Options Exercised during the year	-	-	-	-	1,46,175	415.14	-	NA
6	Number of options outstanding at the end of the year	-	-	-	-	7,36,050	926.98	1,38,424.00	2.00
7	Number of Options exercisable at the end of the year	-	-	-	-	4,00,175	860.53	493.00	2.00

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

III. Weighted Average remaining contractual life

Weighted average contractual life (years) as on March 31, 2026

Range of Exercise Price	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
0 to 100	Nil	Nil	Nil	3.16
No. of Options Outstanding	Nil	Nil	Nil	4,00,911.00
101 to 200	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
201 to 300	Nil	Nil	0.57	Nil
No. of Options Outstanding	Nil	Nil	12,125.00	Nil
301 to 400	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
401 to 500	Nil	Nil	0.17	Nil
No. of Options Outstanding	Nil	Nil	750.00	Nil
501 to 600	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
601 to 700	Nil	Nil	1.30	Nil
No. of Options Outstanding	Nil	Nil	30,375.00	Nil
701 to 800	Nil	Nil	1.86	Nil
No. of Options Outstanding	Nil	Nil	22,500.00	Nil
801 to 900	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
901 to 1000	Nil	Nil	1.83	Nil
No. of Options Outstanding	Nil	Nil	2,58,050.00	Nil
1001 to 1100	Nil	Nil	2.59	Nil
No. of Options Outstanding	Nil	Nil	2,52,500.00	Nil
1101 to 1200	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
1201 to 1300	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil

Weighted average contractual life (years) as on March 31, 2025

Range of Exercise Price	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
0 to 100	Nil	Nil	Nil	3.38
No. of Options Outstanding	Nil	Nil	Nil	1,38,424.00
101 to 200	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
201 to 300	Nil	Nil	1.60	Nil
No. of Options Outstanding	Nil	Nil	39,500.00	Nil
301 to 400	Nil	Nil	2.36	Nil
No. of Options Outstanding	Nil	Nil	8,750.00	Nil
401 to 500	Nil	Nil	0.39	Nil
No. of Options Outstanding	Nil	Nil	5,125.00	Nil
501 to 600	Nil	Nil	0.77	Nil
No. of Options Outstanding	Nil	Nil	9,000.00	Nil
601 to 700	Nil	Nil	2.12	Nil
No. of Options Outstanding	Nil	Nil	36,125.00	Nil
701 to 800	Nil	Nil	2.86	Nil
No. of Options Outstanding	Nil	Nil	22,500.00	Nil

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

Range of Exercise Price	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
801 to 900	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
901 to 1000	Nil	Nil	2.76	Nil
No. of Options Outstanding	Nil	Nil	3,22,550.00	Nil
1001 to 1100	Nil	Nil	3.59	Nil
No. of Options Outstanding	Nil	Nil	2,92,500.00	Nil
1101 to 1200	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil
1201 to 1300	Nil	Nil	Nil	Nil
No. of Options Outstanding	Nil	Nil	Nil	Nil

IV Weighted average Fair Value of Options Granted

Weighted average Fair Value of Options Granted during the year ended March 31, 2026 whose

Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
(a) Exercise price equals market price	No options were granted during the year	No options were granted during the year	None	None
(b) Exercise price is greater than market price			None	None
(c) Exercise price is less than market price			None	561.09

Weighted average Fair Value of Options Granted during the year ended March 31, 2025 whose

Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
(a) Exercise price equals market price	No options were granted during the year	No options were granted during the year	356.08	None
(b) Exercise price is greater than market price			None	None
(c) Exercise price is less than market price			None	946.56

V The weighted average market price of options exercised :

Particulars	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
During the year ended March 31, 2026	NIL	NIL	544.52	532.96
During the year ended March 31, 2025	NIL	NIL	953.99	NIL

VI Method and Assumptions

Method and Assumptions used to estimate the fair value of options granted during the year ended March 31, 2026:

Variables	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
	Weighted Average	Weighted Average	Weighted Average	Weighted Average
1. Risk Free Interest Rate	No options were granted during the year	No options were granted during the year	No options were granted during the year	5.83%
2. Expected Life (in years)				2.95
3. Expected Volatility				31.26%
4. Dividend Yield				0.53%
5. Exercise Price (₹)				2.00
6. Price of the underlying share in market at the time of the option grant. (₹)				571.56

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 33 : Employee stock options : (Contd..)

Method and Assumptions used to estimate the fair value of options granted during the year ended March 31, 2025:

(₹ in Lakhs)

Variables	BAJAJ GROWTH 2007	ESOP 2011	ESOP 2015	PSOP 2023
	Weighted Average	Weighted Average	Weighted Average	Weighted Average
1. Risk Free Interest Rate	No options	No options	6.97%	6.70%
2. Expected Life (in years)	granted during	granted during	4.15	3.01
3. Expected Volatility	the year	the year	35.26%	30.39%
4. Dividend Yield			0.00%	0.31%
5. Exercise Price (₹)			921.30	2.00
6. Price of the underlying share in market at the time of the option grant. (₹)			921.30	957.12

Assumptions:

Stock Price: Closing price on National Stock Exchange on the date of grant has been considered

Volatility: The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility due to publicly available information. The volatility is calculated considering the daily volatility of the stock prices on National Stock Exchange of India Ltd. (NSE), over a period prior to the date of grant corresponding with the expected life of the options.

Risk-free rate of return: The risk-free interest rate being considered for the calculation is the interest rate applicable for a maturity equal to the expected life of the options based on the zero-coupon yield curve for Government Securities

Exercise Price: Exercise Price of each specific grant has been considered.

Time to Maturity: Time to Maturity / Expected Life of options is the period for which the Holding Company expects the options to be live.

Expected dividend yield: Expected dividend yield has been calculated as an average of dividend yields for five financial years preceding the date of the grant

VII Effect of Share-Based Payment Transactions on the Entity's consolidated financial statement (₹ In Lakhs) :

Particulars	31-Mar-26	31-Mar-25
Employee share based payment expense (refer note 28)	1,012.29	1,165.06
Share option outstanding reserve (refer note 17)	3,580.95	3,117.83

Note 34 : Fair value measurements

(i) Financial instruments by category

The carrying amounts of financial instruments by class are as follows

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
A. Financial assets		
I. Measured at amortized cost		
Trade Receivables (current & non-current)	1,17,324.44	1,30,131.57
Loans	0.76	0.94
Cash and Cash Equivalents	22,231.01	11,978.53
Bank Balances other than above	3,538.13	76.17
Other Financial Assets (current & non-current)	49,922.94	40,289.49
II. Measured at fair value through profit and loss (FVTPL)		
Other Financial Assets		
- Forward contracts	150.19	-
Investments	26,684.69	6,702.78
	2,19,852.16	1,89,179.48

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 34 : Fair value measurements (Contd..)

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
B. Financial liabilities		
I. Measured at amortized cost		
Trade Payables	46,747.68	44,956.55
Other Financial Liabilities (current & non-current)	14,721.47	6,966.40
Lease Liabilities (current & non-current)	15,889.37	24,328.96
Trade credits	1,50,821.74	1,46,295.42
II. Measured at fair value through profit and loss (FVTPL)		
Other Financial Liabilities		
- Forward contracts	-	13.05
	2,28,180.26	2,22,560.38

- (ii) Set out below, is a fair value measurement hierarchy and comparison by class of carrying amounts and fair value of the Group's financial instruments, other than those with carrying amounts which are reasonable approximations of their fair values:

Particulars	Valuation Techniques	Carrying values	Fair Values	Fair Values Measurement using		
				Level 1	Level 2	Level 3
As at March 31, 2026						
Other Financial Assets						
- Forward contracts	Mark to Market	150.19	150.19	-	150.19	-
Investments	Net Asset Value (note a)	26,684.69	26,684.69	26,684.69		
		26,834.88	26,834.88	26,684.69	150.19	-
As at March 31, 2025						
Investments	Net Asset Value (note a)	6,702.78	6,702.78	6,702.78		
Other Financial Liabilities						
- Forward contracts	Mark to Market	(13.05)	(13.05)	-	(13.05)	-
		6,689.73	6,689.73	6,702.78	(13.05)	-

There have been no transfers between Level 1 and Level 2 during the year.

Note a

In case of investments, the fair value has been determined based on the NAV (net asset value).

- (iii) Reconciliation of level 1 fair value measurement

Particulars	Amount
Balance as on 31st March 2024	3,497.64
Purchase during the year	6,046.00
Sale during the year	(3,146.00)
Profit / (Loss) recognised in statement of profit and loss	305.14
Balance as on 31st March 2025	6,702.78
Purchase during the year	29,368.52
Sale during the year	(9,336.00)
Profit / (Loss) recognised in statement of profit and loss	(50.61)
Balance as on 31st March 2026	26,684.69

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 35: Financial risk management objectives and policies

The Group's principal financial liabilities comprise of trade payables, trade credits, lease liabilities and other financial liabilities. The main purpose of these financial liabilities is to finance the entity's operations and to provide support for its operations. The Group's principal financial assets include trade receivables, investments, cash and cash equivalents and bank balances, loans and other financial assets, that derive directly from its operations.

The Group lays down appropriate policies and procedures to ensure that financial risks are identified, measured and managed in accordance with the entity's policies and risk objectives.

The Group is exposed to credit risk, liquidity risk and market risk, which are explained in detail below:

A) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counter-party fails to meet its contractual obligations. Credit risk encompasses the direct risk of default, the risk of deterioration of creditworthiness as well as concentration risks. The Group is exposed to credit risk from its operating activities mainly in relation to trade and other receivables and bank deposits and investments.

Trade and other receivables

Trade and other receivables of the Group are typically unsecured and credit risk is managed through credit approvals and periodical monitoring of the creditworthiness of customers to which the Group grants credit terms. In respect of trade receivables, the Group typically operates in two segments:

Consumer products

The Group sells the products mainly through various channels i.e. dealers and distributors, institutions and e-commerce and through government sector. The appointment of dealers, distributors, institutions is strictly driven as per the standard operating procedures and credit policy followed by the Group. In case of government sector, the credit risk is low.

Lighting Solutions

In case of Business to Consumer (B2C) sub-segment, the credit risk of the receivables are similar to consumer products.

In case of Business to Business (B2B) sub-segment, the Group undertakes projects for government institutions (including local bodies) and private institutional customers. The credit concentration is more towards government institutions. These projects are normally of duration of 6 months to 1 year. Such projects normally are regular tender business with the terms and conditions agreed as per the tender. The Group enters into such projects after careful consideration of strategy, terms of payment, past experience etc.

In case of private institutional customers, before tendering for the projects Group evaluate the creditworthiness, general feedback about the customer in the market, past experience, if any with customer, and accordingly negotiates the terms and conditions with the customer.

The Group assesses its trade and other receivables for impairment at the end of each reporting period. In determining whether an impairment loss should be recorded in profit or loss, the Group makes judgements as to whether there is observable data indicating a measurable decrease in the estimated future cash flows from such trade and other receivables. In respect of trade receivables the Group has a provisioning policy that is commensurate to the expected losses. The provisioning policy is based on past experience, customer creditability, and also on the nature and specifics of business. In case of B2B sub-segment in Lighting Solutions, the Group also provides on more case-to-case basis.

The maximum exposure to credit risk as at March 31, 2026 and March 31, 2025 is the carrying value of such trade and other receivables as shown in note 6, 8 and 10 of the consolidated financial statements.

Reconciliation of impairment allowance on trade and other receivables

Particulars	Amount
Impairment allowance on March 31, 2024	7,012.40
Additions during the year	499.56
Reversal during the year since provision no longer required	(516.45)
Impairment allowance on March 31, 2025	6,995.51
Additions during the year	944.65
Reversal during the year since provision no longer required	(617.65)
Impairment allowance on March 31, 2026	7,322.51

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 35: Financial risk management objectives and policies (Contd..)

Bank deposits and investments

The Group maintains its cash and bank balances with credit worthy banks and financial institutions and reviews it on an on-going basis. Moreover, the interest-bearing deposits are with banks and financial institutions of reputation, good past track record and high-quality credit rating. Hence, the credit risk is assessed to be low. The maximum exposure to credit risk as at 31 March 2026 and 31 March 2025 is the carrying value of such cash and cash equivalents and deposits with banks as shown in note 8, 12 and 13 of the financials.

B) Liquidity risk

The Group has a central treasury department, which is responsible for maintaining adequate liquidity in the system to fund business growth, capital expenditures, as also ensure the repayment of financial liabilities. The department obtains business plans from business units including the capex budget, which is then consolidated and borrowing requirements are ascertained in terms of Long term funds and short-term funds. Considering the peculiar nature of EPC business, which is very working capital intensive, treasury maintains flexibility in funding by maintaining availability under committed credit lines in the form of fund based and non-fund based (LC and BG) limits.

The limits sanctioned and utilised are then monitored monthly, fortnightly and daily basis to ensure that mismatches in cash flows are taken care of, all operational and financial commitments are honoured on time and there is proper movement of funds between the banks from cashflow and interest arbitrage perspective.

(i) Financing arrangements

The Group had access to the following undrawn borrowing facilities at the end of the reporting period

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Floating / Fixed Rate		
- Expiring within One year (Bank overdraft and other facilities)	1,06,913.47	74,285.68

Bank overdraft facilities are sanctioned for a period of one year which are then enhanced / renewed from time to time. Though the Bank overdrafts are repayable on demand as per the terms of sanction, these are usually renewed by all banks in normal circumstances. Hence Bank overdraft facilities are available for use throughout the year.

(ii) Maturities of financial liabilities

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

(₹ in Lakhs)

Particulars	Carrying value as at March 31, 2026	up to 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total
Trade payables	46,747.68	46,747.68	-	-	-	46,747.68
Lease liabilities (including expected interest payable)	15,889.37	5,932.00	5,946.57	5,719.24	916.37	18,514.18
Other financial liabilities	14,721.47	11,267.90	3,453.57	-	-	14,721.47
Trade credits	1,50,821.74	1,50,821.74	-	-	-	1,50,821.74
Total	2,28,180.26	2,14,769.32	9,400.14	5,719.24	916.37	2,30,805.07

(₹ in Lakhs)

Particulars	Carrying value as at March 31, 2025	up to 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total
Trade payables	44,956.55	44,956.55	-	-	-	44,956.55
Lease liabilities (including expected interest payable)	24,328.96	7,537.16	7,430.04	12,420.94	1,706.42	29,094.56
Other financial liabilities	6,979.45	6,960.21	19.24	-	-	6,979.45
Trade credits	1,46,295.42	1,46,295.42	-	-	-	1,46,295.42
Total	2,22,560.38	2,05,749.34	7,449.28	12,420.94	1,706.42	2,27,325.98

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 35: Financial risk management objectives and policies (Contd..)

(C) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk such as commodity risk.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates.

The Group operates in the global market and is therefore exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar ('USD'). Exposure is largely in exports receivables and Imports payables arising out of trade in the normal course of business. As these commercial transactions are recorded in currency other than the functional currency (INR), the Group is exposed to Foreign Exchange risk arising from future commercial transactions and recognised assets and liabilities. The Group is a net importer as its imports and other forex liabilities exceeds the exports. It ascertains its forex exposure and bifurcates the same into forex receivables and payables. These exposures are covered by taking appropriate forward cover from the banks.

The Group takes a forward cover for the period which matches the maturity date of the forex liability which is proposed to be hedged. On maturity date, the forward contracts are utilized for settlement of the underlying transactions.

(a) Foreign currency risk exposure:

The Group's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows :

(₹ in Lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Financial assets	Financial liabilities	Financial assets	Financial liabilities
USD	1,119.19	3,164.94	1,831.14	2,397.71
EUR	-	0.01	8.88	9.31
GBP	-	-	-	19.98
SGD	-	0.41	-	0.41
CNY	10.25	10.75	-	4.16
AED	0.51	9.84	0.47	5.55

Further, the Group has open foreign exchange forward contracts amounting to USD 37.67 lakhs (March 31, 2025 - USD 23.29 lakhs)

b) Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments is given below

(₹ in Lakhs)

Particulars	Impact on profit after tax & Equity	
	31-Mar-26	31-Mar-25
USD sensitivity		
INR appreciates by 5% (31 March 2025 - 5%)	102.29	28.33
INR depreciates by 5% (31 March 2025 - 5%)	(102.29)	(28.33)

In respect of exposure in other currencies, the impact of sensitivity of which is very negligible.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In case of short term borrowings, the interest rates is fixed in a large number of cases, Hence, interest rate risk is assessed to be low. Accordingly, the sensitivity / exposure to change in interest rate is insignificant

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 35: Financial risk management objectives and policies (Contd..)

(iii) Commodity Price risk

The Holding Company's revenue is exposed to market risk of price fluctuations related to the sales of its products. Market forces generally determine the prices for the products sold by the Holding Company. This prices may be influenced by the factors such as supply, demand, production cost (including the cost of raw materials), regional and global economic conditions and growth. Adverse changes in any of the factors may reduce the revenue that Holding Company earns from sale of its products. The Holding Company is therefore subject to fluctuations in prices for the purpose of raw materials like Aluminium, Copper and other raw material inputs.

Commodity hedging is used primarily as a risk management tool to secure the future cash flow in case of volatility by entering into commodity forward contracts. The Holding Company has entered into commodity forward contracts for aluminium and Copper. Hedging the price volatility of forecast aluminium and copper purchases is in accordance with the risk management strategy outlined by the Board of Directors. Hedging commodity is based on procurement schedule and price risk. Commodity is undertaken as a risk offsetting exercise and depending upon market conditions, hedges may extend beyond the financial year.

There is an economic relationship between the hedged items and the hedging instruments as the terms of the foreign exchange and commodity forward contracts match the terms of the expected highly probable forecast transactions (i.e., notional amount and expected payment date). The Holding Company has established a hedge ratio of 1:1 for the hedging relationships as the underlying risk of the foreign exchange and commodity forward contracts are identical to the hedged risk components. To test the hedge effectiveness, the Holding Company uses the hypothetical derivative method and compares the changes in the fair value of the hedging instruments against the changes in fair value of the hedged items attributable to the hedged risks.

The hedge ineffectiveness can arise from:

- Differences in the timing of the cash flows of the hedged items and the hedging instruments
- Different indexes (and accordingly different curves) linked to the hedged risk of the hedged items and hedging instruments
- The counterparties' credit risk differently impacting the fair value movements of the hedging instruments and hedged items
- Changes to the forecasted amount of cash flows of hedged items and hedging instruments

There are no commodity future contracts held as on 31st March 2026 and 31st March 2025.

There are no hedging transactions during the year ended as on 31st March 2026 and 31st March 2025.

There are no hedging gain/loss during the year ended as on 31st March 2026 and 31st March 2025.

Note 36: Capital Management

The Group has cash surplus and has no capital other than equity and reserves.

The cash surpluses are currently invested in income generating debt instruments (including through mutual funds) and money market instruments depending on economic conditions in line with the guidelines set out by the Management. Safety of capital is of prime importance to ensure availability of capital for operations. Further the objective of the Group's capital management is to safeguard its ability to continue as going concern, maintain strong credit rating, preserve cash and to ensure that it maintains an efficient capital structure and maximize shareholder value.

The Group does not have any borrowings and does not borrow funds unless circumstances require. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders or issue new shares. The Group is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2026 and March 31, 2025.

The cash surplus position as on March 31, 2026 and March 31, 2025 are as below.

(₹ in Lakhs)			
Particulars	Note No.	31-Mar-26	31-Mar-25
Cash and cash equivalents	12	22,231.01	11,978.53
Balances other than cash and cash equivalents	12.1	3,538.13	76.17
Investments	5.2	26,196.15	6,187.46
Deposits with maturity more than 12 months	8	30,000.00	-
Fixed deposits with remaining maturity less than 12 months	13	11,409.60	32,608.52
Total		93,374.89	50,850.68

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

NOTE 37: Segment reporting

The Holding Company has identified its business segments as its primary reportable segments, which comprises of Consumer Products and Lighting Solutions. "Consumer Products" includes Appliances, Fans and Morphy Richards. "Lighting Solutions" includes Professional Lighting (B2B) and Consumer Lighting (B2C).

1) Segment results and reconciliation to the amounts reflected in the consolidated financial statements

For the year ended March 31, 2026

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Revenue from Operations (external customers)	3,34,265.33	1,11,950.65	4,46,215.98
Operating Segment and Profit / (loss)	(4,889.34)	9,482.53	4,593.19
Reconciliation items / Unallocated income / (expenses)			
Interest on Income Tax refund			439.64
Rent received			1.98
Interest income on financial assets measured at amortised cost			147.46
Profit / (Loss) on disposal of Property, plant & equipment			46.23
Depreciation and amortisation expenses			(26.20)
Finance Cost			(5,620.51)
Others			1,995.42
Profit / (loss) before income tax and exceptional items			1,577.21
Exceptional items (refer note 44)			(9,114.76)
Profit / (loss) before tax for the year			(7,537.55)

For the year ended March 31, 2025

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Revenue from Operations (external customers)	3,80,588.50	1,02,254.86	4,82,843.36
Operating Segment and Profit / (loss)	12,290.75	6,751.61	19,042.36
Reconciliation items / Unallocated income / (expenses)			
Interest on Income Tax refund			27.39
Rent received			2.12
Interest income on financial assets measured at amortised cost			2,607.17
Profit / (Loss) on disposal of Property, plant & equipment			200.93
Depreciation and amortisation expenses			(83.13)
Finance Cost			(6,984.69)
Others			18.80
Profit before income tax and exceptional items			14,830.95
Exceptional items (refer note 44)			2,136.64
Profit before tax for the year			16,967.59

There is no single customer which is more than 10% of the entity's revenues. The amount of revenue from external customers broken down by location of the customers is shown in table below:

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
India	4,36,170.13	4,74,216.89
Outside India	10,045.85	8,626.47
Total	4,46,215.98	4,82,843.36

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

NOTE 37: Segment reporting (Contd..)

2) Segment Assets:

Segment assets are measured on the same principles as they have been for the purpose of these consolidated financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset.

As on March 31, 2026

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Total Segment Assets	2,02,730.73	67,171.71	2,69,902.44
Unallocated assets			
Property, Plant and Equipments, Capital work in progress, Intangible assets, right-of-use assets and Intangible assets under development			13,026.81
Investment properties			14,698.13
Assets held for sale			1,773.30
Investments (current and non-current)			26,684.69
Cash and cash equivalents and other bank balances			25,769.14
Fixed deposits with remaining maturity less than 12 months			11,409.60
Fixed deposits with maturity more than 12 months			30,000.00
Deferred tax assets			1,996.94
Income tax assets (net)			3,355.90
Investment in net assets of employee welfare trusts			13,505.60
Others			13,891.00
Total assets as per balance sheet			4,26,013.55

Others includes sales tax recoverables of ₹ 2,019.89 lakhs, fixed deposits along with accrued interest of ₹ 2,372.61 lakhs and rent deposits of ₹ 2,208.32 lakhs.

As on March 31, 2025

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Total Segment Assets	2,51,434.21	54,211.90	3,05,646.11
Unallocated assets			
Property, Plant and Equipments, Capital work in progress, Intangible assets, right-of-use assets and Intangible assets under development			16,911.98
Investment properties			15,454.45
Investments (current and non-current)			6,702.41
Cash and cash equivalents and other bank balances			12,054.70
Fixed deposits with remaining maturity less than 12 months			32,608.52
Investment in net assets of employee welfare trusts			16,621.64
Deferred tax assets			388.18
Income tax assets (net)			4,376.02
Others			11,151.49
Total assets as per balance sheet			4,21,915.50

Others includes sales tax recoverables of ₹ 1,682.58 lakhs, fixed deposits along with accrued interest of ₹ 3,823.51 lakhs and rent deposits of ₹ 2,348.74 lakhs.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

NOTE 37: Segment reporting (Contd..)

The total of non-current assets other than financial instruments, investments and deferred tax assets, broken down by location of the assets, is shown below:

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
India	94,141.73	1,02,720.99
Total	94,141.73	1,02,720.99

The capital expenditure incurred for consumer products is ₹18,276.75 lakhs (March 31, 2025 - ₹8,996.54 lakhs), for lighting solutions is ₹151.32 lakhs (March 31, 2025 - ₹242.56 lakhs), and for Unallocable is ₹1,510.27 lakhs (March 31, 2025 - ₹2,336.73 lakhs)

3) Segment Liabilities:

Segment liabilities are measured on the same principles as they have been for the purpose of these consolidated financial statements. The Group's borrowings and derivative financial instruments are not considered to be segment liabilities but are managed by the treasury function

As on March 31, 2026

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Total Segment Liabilities	1,94,863.73	58,437.67	2,53,301.40
Unallocated			
Current tax liabilities			2,078.92
Others			11,215.44
Total liabilities as per balance sheet			2,66,595.76

Others majorly includes lease liabilities of ₹ 4,659.06 lakhs, contract liabilities of ₹ 2,053.35 lakhs and other current liabilities of ₹ 3,018.31 lakhs.

As on March 31, 2025

(₹ in Lakhs)

Particulars	Consumer Products	Lighting Solutions	Total
Total Segment Liabilities	1,92,721.08	45,905.32	2,38,626.40
Unallocated			
Current tax liabilities			2,023.36
Others			8,754.30
Total liabilities as per balance sheet			2,49,404.06

Others majorly includes lease liabilities of ₹ 6,256.40 lakhs

Finance income and costs and fair value gain and losses on financial assets are not allocated to individual segments, as the underlying instruments are managed on a Company basis.

Income tax, deferred tax and certain financial assets and liabilities are not allocated to those segment as they are also managed on a Company basis.

Capital expenditure consists of additions of property, plant & equipment, intangible assets and investment properties.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 38: Disclosure of transactions with related parties

(₹ in Lakhs)

Name of Related Party and Nature of relationship	Nature of Transaction	2025-26		2024-25	
		Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet	Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet
(A) Holding Company					
	Not Applicable				
(B) Group entity - Bajel Projects Limited ##					
	Payment / adjustment of Payables (includes bank transfers and settlement of LC paid on behalf of them (property in trust))	(898.39)	38.69	(1,207.75)	111.84
	Net Purchases	15,386.91	3,271.98	14,032.06	2,128.60
	Shared services	199.44	-	414.71	-
	Reimbursements of expenses	532.90	-	478.51	-
	Rent received	313.49	-	330.94	-
	Income towards bank guarantees exposure on behalf of Bajel Projects Limited	1.04	-	15.98	-
	Bank deposits placed to Banks on behalf of Bajel Projects Limited	-	175.00	1,450.00	175.00
	Interest on bank deposits placed to Banks on behalf of Bajel Projects Limited	9.63	-	37.40	-
	ESOP cross charge and tax perquisite	10.50	-	-	-
	Absorption for expenses in excess of their share in the trust	220.75	-	-	-
	Sales of raw materials and components	-	-	26.32	-
(C) Associate - Hind Lamps Private Limited (erstwhile Hind Lamps Limited)					
	Sales	357.89	20.16	290.29	(22.57)
	Rent Received	2.34	-	2.31	-
(C.1) Joint ventures - Employee welfare trusts funds					
	Investment in net assets of employee welfare trusts funds	(3,116.04)	13,505.60	16,621.64	16,621.64
(D) Key Management Personnel and their relatives #					
Mr. Madhur Bajaj					
	Directors' sitting fees and commission	-	-	14.00	(6.30)
Mr. Prashant Dalvi					
	Long-term employee benefits (contribution to provident fund)	1.55	-	1.43	-
	Post-employment benefits (contribution to super annuation fund)	0.57	-	0.71	-
	Short-term employee benefits	99.51	(2.69)	79.48	(15.98)
Mr. Saurabh Kumar					
	Directors' sitting fees and commission	13.50	(5.40)	15.50	(6.30)
Mr. Shekhar Bajaj					
	Long-term employee benefits (contribution to provident fund)	28.80	-	28.80	-
	Post-employment benefits (contribution to super annuation fund)	55.99	-	55.99	-
	Purchase of Car	25.40	-	41.95	-
	Purchase of Car - Advance Given	-	-	2.00	-
	Purchase of Car - Advance Refund	-	-	(2.00)	-
	Purchase Of EPBAX AMC (part of Furnished accommodation)	-	-	0.53	-
	Received from chairman for advance rent of Metaoxide (Hill Park Residence)	(3.60)	13.73	10.84	17.33

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 38: Disclosure of transactions with related parties

(₹ in Lakhs)

Name of Related Party and Nature of relationship	Nature of Transaction	2025-26		2024-25	
		Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet	Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet
	Short-term employee benefits	520.76	(51.84)	711.11	(318.28)
	Mr. Vikram Hosangady				
	Directors' sitting fees and commission	25.00	(9.90)	29.50	(11.70)
	Mr. Anuj Poddar				
	Long-term employee benefits (contribution to provident fund)	-	-	12.86	-
	Perquisite value of ESOPs exercised during the year	-	-	442.65	-
	Share application money and perquisite tax received pending allotment	-	-	329.65	-
	Short-term employee benefits	-	-	478.50	-
	Mr. Ellatch C Prasad				
	Long-term employee benefits (contribution to provident fund)	4.63	-	5.67	-
	Perquisite value of ESOPs exercised during the year	38.53	-	26.30	-
	Post-employment benefits (contribution to super annuation fund)	-	-	2.46	-
	Short-term employee benefits	387.01	-	346.56	(74.82)
	Mr. Rajivnayan Bajaj				
	Directors' sitting fees and commission	2.00	(0.90)	6.00	(2.70)
	Mr. Shailesh Haribhakti				
	Directors' sitting fees and commission	25.00	(9.90)	29.50	(11.70)
	Mr. Sudarshan Sampathkumar				
	Directors' sitting fees and commission	29.00	(9.90)	33.00	(11.70)
	Ms. Pooja Bajaj				
	Long-term employee benefits (contribution to provident fund)	0.95	-	0.44	-
	Purchase of Car	-	-	53.00	-
	Short-term employee benefits	26.08	-	13.86	-
	Ms. Swati Salgaocar				
	Directors' sitting fees and commission	13.50	(5.40)	15.50	(6.30)
	Mr. Nirav Nayan Bajaj				
	Directors' sitting fees and commission	10.00	(4.50)	-	-
	Mr. Pramod Agrawal				
	Directors' sitting fees and commission	2.50	(0.90)	-	-
	Mr. Suketu Shah				
	Long-term employee benefits (contribution to provident fund)	0.06	-	-	-
	Perquisite value of ESOPs exercised during the year	0.08	-	-	-
	Short-term employee benefits	6.77	(4.99)	-	-
	Mr. Sanjay Sachdeva				
	Long-term employee benefits (contribution to provident fund)	22.20	-	-	-
	Short-term employee benefits	599.17	(83.49)	-	-
	Purchase of Car	44.34	-	-	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 38: Disclosure of transactions with related parties

(₹ in Lakhs)

Name of Related Party and Nature of relationship	Nature of Transaction	2025-26		2024-25	
		Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet	Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet
(E) Transactions with the Entities which is Controlled or Jointly Controlled by a person identified in para 9 (a) of Ind AS 24 - Related Party Disclosures					
	Reimbursement of Expenses	707.54	(32.37)	334.37	(45.42)
	Services Received	21.49	-	264.14	(0.20)
	Donations Given	39.46	-	6.97	-
(F) Dividend to Related Parties					
	Dividend Paid	2,203.06	-	2,203.49	-
(G) Transactions with the entities in which a person identified in para 9 (a) (i) of Ind AS 24 - Related Party Disclosures is a member of the Key Management Personnel of the entity					
	CSR Contribution (Bajaj Electricals Foundation)	479.76	-	339.53	-
	Sales	8.29	(4.43)	-	-
	Reimbursement of Expenses	7.36	-	5.38	-
	Rent Deposit Advanced	-	200.00	-	200.00
	Rent Paid	56.64	(2.77)	54.28	-
	Services Received	23.96	(2.54)	26.26	(8.80)
	Rent Received	2.88	0.26	2.44	0.17
(H) Transactions with the entities in which a person identified in para 9 (a) (i) of Ind AS 24 - Related Party Disclosures has significant influence over the entities					
	Services Received	37.63	0.45	44.55	4.62
	Deposits Given/Refund	2.94	-	-	2.94
	Sales	4.11	0.83	3.73	(0.21)
(I) Transactions with the entities which are the post employment benefit plans as identified in para 9 (b) (v) of Ind AS 24 - Related Party Disclosures					
	Trustees Bajaj Electricals Ltd Employees Provident Fund	2,712.62	(215.12)	2,630.23	(215.56)
	Matchwel Electrical India Limited Employees Provident Fund Trust	72.07	(5.22)	74.13	(5.77)
(J) Transactions with the persons identified in para 9 (a) (i) of Ind AS 24 - Related Party Disclosures					
	Refund of Advance Rent	-	(15.00)	-	(15.00)
	Sales	2.50	0.01	219.91	20.05
(K) Material transactions with related parties					
Bajaj General Insurance Limited					
	Insurance Premium paid	8,787.64	(681.91)	10,942.68	(735.09)
	Advance Insurance Premium (Deposit)	933.10	933.10	439.83	439.83
	Claims Received	8,006.19	3,306.19	8,806.81	3,748.66
	Advance against sale consideration for sale of ground floor office premises situated at Sion Mumbai	496.83	(496.83)	-	-
Bajaj Life Insurance Limited.					
	Claims Received	761.45	-	718.56	-
	Advance Insurance Premium for next year	114.39	114.39	-	-
	Right to reimbursement against employee benefit obligations for non-qualifying insurance policies	-	4,297.46	-	4,423.85
	Advance against sale consideration for sale of 5th floor office premises situated at Sion Mumbai	829.60	(829.60)	-	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 38: Disclosure of transactions with related parties

(₹ in Lakhs)

Name of Related Party and Nature of relationship	Nature of Transaction	2025-26		2024-25	
		Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet	Transaction Value for the year	Outstanding receivable / (payable) carried in the Balance Sheet
Bajaj Finance Limited					
	Sales	0.09	0.04	(0.50)	0.04
	Services Received	472.74	(72.52)	208.79	0.58
	Fixed Deposit Placed / Renewed (Gross)	28,500.00	28,500.00	19,800.00	18,300.00
	Interest Received on Fixed Deposit	956.45	538.82	1,306.13	1,021.61

As the future liability for defined benefit obligations and other long term employment benefits is provided on an actuarial basis for the Group as a whole, the amounts pertaining to key managerial personnel is not ascertainable and hence not included above.

There are no loans or advances granted to promoters, directors, KMPs and the related parties) that are repayable on demand or without any terms or period of repayment.

Refer note 40(xii) and 40(xiii) for transactions entered between Bajaj Electricals Limited and Bajel Projects Limited pursuant to the scheme of demerger.

As on March 31, 2026, the Holding Company has granted 129,069 employee stock options to Key Managerial Personnel. Of this, 13,662 options are vested, 51,480 options are unvested, 16,300 options are exercised and 47,627 options are cancelled.

Terms and conditions of major transactions with related parties

(i) Sales to related parties and concerned balances

Sales are made to related parties on the same terms as applicable to third parties in the ordinary course of business. The Holding Company mutually negotiates and agrees sales price, discount and payment terms with the related parties by benchmarking the same to transactions with non-related parties, who purchase goods and services of the Holding Company in similar quantities. Such sales generally include payment terms requiring related party to make payment within 30 to 60 days from the date of invoice.

Trade receivables outstanding balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these receivables. The amounts are recoverable within 30 to 60 days from the reporting date (31 March 2025: 30 to 60 days from the reporting date). For the year ended 31 March 2026, the Holding Company has not recorded any impairment on receivables due from related parties (31 March 2025: Nil)

(ii) Purchase of goods and concerned balances

Purchases are made from related parties on the same terms as applicable to third parties and in the ordinary course of business. The Holding Company mutually negotiates and agrees purchase price and payment terms with the related parties by benchmarking the same to sale transactions with non-related parties entered into by the counter-party and similar purchase transactions entered into by the Holding Company with the other non-related parties. Such purchases generally include payment terms requiring the Holding Company to make payment within 30 to 60 days from the date of invoice.

Trade payables outstanding balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been given against these payables. The amounts are payable within 30 to 60 days from the reporting date (31 March 2025: 30 to 60 days from the reporting date).

(iii) Compensation to KMP of the Company

The amounts disclosed above are the amounts recognised as an expense during the financial year related to KMP. The amounts do not include expense, if any, recognised toward post-employment benefits and other long-term benefits of key managerial personnel. Such expenses are measured based on an actuarial valuation done for each Holding Company in the Holding Company as a whole. Hence, amounts attributable to KMPs are not separately determinable. Short-term employee benefits includes the sitting fees and commission as approved by the Board. Long-term employee benefits includes contribution to provident fund. Post-employment benefits includes contribution to super annuation fund. Further non-executive directors do not receive any gratuity or post-employment benefits from the Holding Company.

(iv) Transactions with group entity (Bajel Projects Limited)

The transactions entered with Bajel Projects Limited mainly includes transactions like cross charge for shared services, reimbursement of expenses and rental for a let-out property. All of these transactions are on the same terms as applicable to third parties in the ordinary course of business. During the year, the Holding Company has also entered into a transaction, where the

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 38: Disclosure of transactions with related parties

Holding Company has placed fixed deposits on behalf of the group entity. The Holding Company has carried out a benchmark analysis and is adequately compensated for the risk undertaken. Outstanding balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these outstanding. The amounts are recoverable within 30 to 60 days from the reporting date (31 March 2025: 30 to 60 days from the reporting date). For the year ended 31 March 2026, the Holding Company has not recorded any impairment on these outstanding due from related parties (31 March 2025: Nil)

The Holding Company has also given certain performance guarantees to third parties on behalf of the group entity. The Holding Company has entered into a back-to-back indemnity arrangement by way of an Undertaking cum Corporate Guarantee ("UGC"), whereby the group entity shall, inter alia, agree to indemnify the Holding Company for any loss, if any, suffered in the event that any Guarantee is invoked by a customer during this interim period. For the year ended 31 March 2026, the Holding Company has not recorded any impairment on guarantee arrangement (31 March 2025: Nil). Refer note 40(xi) and 40(xii) for more details

(v) Transactions with group entity (Bajaj General Insurance Limited)

The Holding Company has taken certain general insurances like warranty insurance and others from the group entity Bajaj General Insurance Limited. All of these transactions are on the same terms as applicable to third parties in the ordinary course of business. The Holding Company has certain insurance claims receivable for warranty insurances as on the balance sheet date. For the year ended 31 March 2026, the Holding Company has not recorded any impairment on these outstanding due from the group entity (31 March 2025: Nil)

(vi) Transactions with group entity (Bajaj Life Insurance Limited)

The Holding Company has taken insurance policies towards the gratuity and earned leave obligations towards the employees. These insurance policies are actuarially valued by an independent valuer. For the year ended 31 March 2026, the Holding Company has not recorded any impairment on these outstanding due from the group entity (31 March 2025: Nil)

(vii) Transactions with group entity (Bajaj Finance Limited)

The Holding Company has invested the surplus funds in fixed deposits with the the group entity, Bajaj Finance Limited. The rate of interest offered are on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. For the year ended 31 March 2026, the Holding Company has not recorded any impairment on these outstanding due from the group entity (31 March 2025: Nil)

Note 39. Earnings per share (EPS):

(₹ in Lakhs, except per share data)

Particulars	31-Mar-26	31-Mar-25
Profit / (loss) for the year before exceptional items (A) (₹ In Lakhs)	(2,264.83)	11,116.86
Profit / (loss) for the year after exceptional items (B) (₹ In Lakhs)	(9,085.59)	13,342.46
Weighted average number of equity shares for basic EPS (C)	11,53,66,242	11,52,72,874
Add: Effect of dilution (employee stock options - Refer Note 33)	4,03,943	1,78,166
Weighted average number of equity shares for diluted EPS (D)	11,57,70,185	11,54,51,040
Earnings Per Share in ₹		
(a) Basic EPS before exceptional items (A/C)	(1.96)	9.64
(b) Diluted EPS before exceptional items (A/D)	(1.96)	9.63
(a) Basic EPS after exceptional items (B/C)	(7.88)	11.57
(b) Diluted EPS after exceptional items (B/D)	(7.88)	11.56

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 40. Commitments and contingencies

a. Contingent liabilities

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Contingent Liabilities not provided for :		
i) Claims against the Group not acknowledged as debts (Refer Note ix & x below)	2,005.49	1,323.30
ii) Excise and Customs duty matters under dispute	15.49	15.49
iii) Service Tax matters under dispute	149.40	149.40
iv) Income Tax matters under dispute	731.63	235.94
v) Sales Tax and Goods and Service Tax matters under dispute	18,465.95	14,836.67
vi) Uncalled liability in respect of partly paid Shares held as investments	7.20	7.20
vii) Others	1,062.60	1,062.60

viii) The E-waste Rules, 2022 replaced E-waste (Management) Rules, 2016 and became effective from April 1, 2023. The Holding Company manufactures wide range of products like, consumer electrical and electronics, and large and small electrical and electronic equipment, which are covered under the E-waste Rules, 2022.

Pursuant to the 2024 Amendment Rules, the Central Pollution Control Board (CPCB) also introduced the Guidelines for Environment Compensation under the E-Waste (Management) Rules, 2022 dated 9th September 2024 ("CPCB Guidelines"), which, fixed the lowest price for the purposes of non - fulfilment of EPR target end - product wise, for Electrical and Electronic Equipment ("EEE") products, anywhere between INR 22 per kilogram to INR 41 per kilogram. Many companies/producers have proceeded to file Writ Petitions before the Hon'ble High Court of Delhi under Article 226 of the Constitution of India, 1950, inter alia challenging the validity of the 2024 Amendment Rules and the CPCB Guidelines.

The Holding Company has also taken a legal opinion on this matter challenging the same as ultravires. Pursuant to the above the Holding Company has fulfilled its EPR obligations of FY25 at the rates prevailing/charged in the market by the EPR agencies, which is around ₹ 7-10 per kilogram. However, since the matter above is sub-judice, the Holding Company is disclosing ₹ 2,886.36 lakhs and ₹ 1,193.00 lakhs for FY26 and FY25 respectively, as a contingent liability.

The amounts recognised in the financial statements towards fulfilment of EPR obligations for FY26 is ₹ 1,546.96 lakhs (1,000.68 lakhs 31 March 2025) which is shown under other expenses (note 30).

ix) These represent legal claims filed against the Group by various parties and these matters are in litigation. Management has assessed that in all these cases the outflow of resources embodying economic benefits is not probable.

x) The Holding Company had in earlier years terminated employment agreements of few die casting workmen at the Chakan plant. On 3rd July, 2018, the Honourable Hight Court of Bombay had awarded the appeal in favour of the Holding Company. On 27th June, 2019, the appeal on the matter has been admitted in the Honourable Supreme Court. Management has assessed that the outflow of resources embodying economic benefits is not probable and has accordingly considered the claim of ₹369.65 lakhs as contingent liability as at March 31, 2026 (₹ 354.17 lakhs as at March 31, 2025).

xi) For certain customer contracts that formed part of the demerged undertaking (erstwhile EPC Segment of the Holding Company), the Holding Company had provided certain performance bank guarantees. For smooth transitioning of the demerged undertaking, the Holding Company had allowed these guarantees to remain in place for a limited period post the effective date (September 1, 2023) until such time as Bajel Projects Limited (BPL) is able to have them replaced by its own bank guarantees. In turn, BPL and the Holding Company has entered into a back-to-back indemnity arrangement by way of an Undertaking cum Corporate Guarantee ("UGC"), whereby BPL shall, inter alia, agree to indemnify the Holding Company for any loss, if any, suffered in the event that any Guarantee is invoked by a customer during this interim period. The open exposure as on March 31, 2026 and March 31, 2025 is ₹1,003.73 lakhs and ₹1,571.86 lakhs, respectively.

xii) Before the Scheme of Demerger between the Holding Company and Bajel Projects Limited ('BPL') (erstwhile EPC segment of the Holding Company), took effect, the Group had secured a contract for developing the electric supply infrastructure in Sasaram and Munger, Bihar, by South Bihar Power Distribution Company Limited ("Contract"). Following the Scheme, this Contract stands transferred and vested in Bajel Projects Limited.

To facilitate this transition of the Contract smoothly, it was proposed to form a Tripartite Agreement among Bajel Projects Limited, the Holding Company, and South Bihar Power Distribution Company Limited, alongside an Irrevocable Indemnity Cum Undertaking between Bajel Projects Limited and the Holding Company.

b. Commitments

i. Estimated amounts of contracts remaining to be executed in capital account (net of capital advances) is ₹286.83 lakhs (March 31, 2025, ₹1,546.99 lakhs).

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 41: Disclosures of revenue from contracts with customers

The disclosures as required for revenue from contracts with customers are as given below

(i) Disaggregation of revenue

Disaggregation of the Group's revenue from contracts with customers and reconciliation of amount of revenue recognised in the statement of profit and loss with the contracted price is as given below.

(₹ in Lakhs)		
Particulars	31-Mar-26	31-Mar-25
A. Revenue from contracts with customers		
Consumer products (includes appliances, lighting and fans)	3,33,486.89	3,80,277.43
Lighting solutions (includes professional and consumer lighting)	1,11,865.90	1,02,242.11
	4,45,352.79	4,82,519.54
B. Reconciliation of contracted price with (A) above		
Revenue at contracted price	4,84,750.14	5,19,626.96
Unbilled on account of work under certification	1,006.24	151.61
Billing in excess of revenue from illumination projects	271.44	267.18
Revenue deferred on customer loyalty program	1,816.54	(1,328.05)
Discounts	(42,387.86)	(36,125.94)
Others	(103.71)	(72.22)
Revenue from contracts with customers (a)	4,45,352.79	4,82,519.54
Add: Miscellaneous other operating income (b)		
Claims received, export incentives, etc	863.19	323.82
Revenue from operations (a+b)	4,46,215.98	4,82,843.36

(₹ in Lakhs)		
Particulars	For the year ended	
	31-Mar-26	31-Mar-25
Timing of revenue recognition		
At a point in time	3,78,521.26	4,20,465.73
Over a period of time	67,694.73	62,377.63
Revenue from operations	4,46,215.98	4,82,843.36

(ii) Contract balances

The details of the contract assets, contract liabilities and receivables are as under

(₹ in Lakhs)		
Particulars	31-Mar-26	31-Mar-25
Contract assets	1,484.15	476.67
Contract liabilities	6,106.19	4,912.73
Trade receivables	1,17,324.44	1,30,131.57

The contract assets and contract liabilities balances mentioned above pertain to the B2B sub-segment Lighting Solutions Unit of the Group. The Group executes the work as per the terms and agreements mentioned in the contracts. The Group receives payments from the customers based on the milestone achievement and billing schedule as established in the contracts.

Contract assets are initially recognised for revenue earned from supply of materials and erection services provided when the performance obligation is met. Upon achievement and acceptance of milestones mentioned by the customer, the amounts recognised as contract assets are reclassified to trade receivables.

Contract liabilities are relates to payments received in advance of performance under the contract and billing in excess of contract revenue recognised. Contract liabilities are recognised as revenue when the Group satisfies the performance obligation under the contract.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 41: Disclosures of revenue from contracts with customers (Contd..)

(iii) Performance obligations

Information about the Group's performance obligations under Consumer Products and Lighting solutions segment are summarised below:

Consumer Product & Lighting Solutions Segment:

a) Delivery of goods:

The Group sells fans, appliances and lighting products to the customers. The performance obligation is satisfied and revenue is recognised on dispatch of the goods to the customers. The stand alone selling price of the performance obligation is determined after taking the variable consideration and right to return. The contracts do not have a significant financing component. The Group offers standard warranty on selected products. The Group makes provision for same as per the principles laid down under Ind AS 37. The payment is generally due within 30 to 60 days across various streams of customers.

b) Loyalty program:

The Group operates a customer loyalty program (for retailers), where the customer is awarded certain points on purchase of selected products from the Group. The customer (retailer) can redeem these points in future. The Group treats the redemption of customer loyalty points as a separate performance obligation. Accordingly, the revenue is recognised by allocating the total transaction price on the stand alone selling prices of sale of goods and loyalty points.

c) Extended warranties:

The Group provides a warranty beyond fixing defects that existed at the time of sale. These service-type warranties are bundled together with the sale of products. Contracts for bundled sales of products and a service-type warranty comprise two performance obligations because the product and service-type warranty are both sold on a stand-alone basis and are distinct within the context of contract. Using the relative stand-alone selling price method, a portion of the transaction price is allocated to the service-type warranty and recognised as deferred revenue. Revenue for service-type warranties is recognised over the period in which the service is provided based on the time elapsed

B2B sub-segment of Lighting Solutions:

The performance obligations is the supply of materials and erection services. The supply of materials and erection services are promised goods and services which are not individually distinct. Hence both of them are counted as a single performance obligation under the contract. The satisfaction of this performance obligation happens over time, as the performance or enhancement of the obligation is controlled by the customer. Also, the performance of the obligation creates an asset without any alternative use to the customer. The Group uses the input method to determine the progress of the satisfaction of the performance obligation and accordingly recognises revenue.

The standalone selling price of the performance obligation is determined after taking the variable consideration and significant financing component.

iv) Unsatisfied performance obligations

The transaction price allocated to the unsatisfied performance obligations are as below :

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Consumer products (mainly retailer bonding program)	2,611.26	4,427.81
Lighting solutions	349.70	349.70
Total	2,960.96	4,777.51

Note 42: Leases:

The Group for the consumer products segment, generally takes godowns on lease to store the goods at various locations. These godowns generally have a term of 1 year to 3 years. There are few godowns with a longer lease period of 5 years or more also. Further, the Group has few guest houses, residential premises and office premises also on leases which generally for a longer period ranging from 2-5 years.

The Group's obligations under its leases are secured by the lessor's title to the leased assets. Upon adoption of Ind AS 116, the Group applied a single recognition and measurement approach for all leases for which it is the lessee, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets, on the commencement of the lease. There are several lease contracts that include extension and termination options.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 42: Leases: (Contd..)

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The leases which the Group enters, does not have any variable payments. The lease rents are fixed in nature with gradual escalation in lease rent.

Apart from the above, the Group also has various leases which are either short term in nature or the assets which are taken on the leases are generally low value assets (e.g. printers). Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Disclosures under Ind AS 116

	(₹ in Lakhs)	
Particulars	31-Mar-26	31-Mar-25
Depreciation charge for right of use assets	5,776.84	5,872.91
Interest expense on lease liabilities	1,797.39	2,005.47
Lease rent expenses for short term leases	1,015.18	823.67
Cash outflow towards lease liabilities	6,574.10	6,858.71
- as principal	4,776.71	4,853.24
- as interest	1,797.39	2,005.47
Carrying amount of right of use assets	15,771.37	24,412.28
Carrying amount of lease liabilities	15,889.37	24,328.96

For movement of right of use assets, refer note 3

For movement of lease liability, refer note 3. For maturity profile of lease liabilities, refer note 35 (liquidity risk)

For significant judgements used for accounting right of use assets and lease liabilities, refer note 1D(6)

Note 43: Corporate Social Responsibility

As per section 135 of the Companies Act, 2013, the gross amount to be spent by the Holding Company during financial year 25-26 is ₹ 455.81 lakhs (Previous year ₹ 471.22 Lakhs). The Holding Company has spent ₹ 237.75 lakhs (Previous year ₹ 260.38 Lakhs) on various CSR initiatives as below:

	(₹ in Lakhs)	
Particulars	31-Mar-26	31-Mar-25
Two percent of average net profit of the Holding Company as per section 135(5)	455.81	471.22
Spent on ongoing projects	226.87	249.32
Administrative expenses	10.88	11.06
Total Amount Spent for the Financial Year. (in ₹) *	237.75	260.38
Total Amount transferred to Unspent CSR Account as per section 135(6) (b)	218.06	210.84
Total (a + b)	455.81	471.22

* The amount has been spent on purposes other than construction / acquisition of asset and no amounts are yet to be paid in cash

Details of amounts lying in unspent CSR (deposited in separate CSR unspent account)

	(₹ in Lakhs)	
Particulars	31-Mar-26	31-Mar-25
Financial year 2023-24	-	37.07
Financial year 2024-25	5.90	210.83
Financial year 2025-26	218.06	-
Total (refer note 19)	223.96	247.90

No amounts are spent in current year and previous year for construction / acquisition of any asset.

For details of related parties transactions, refer note 38.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 44: Exceptional items

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Exceptional Losses		
Voluntary retirement scheme for Nashik Factory, Maharashtra	-	876.50
Ex-gratia for Nashik Factory, Maharashtra	667.91	
Labour codes impact (refer note 1 below)	2,872.00	
Impairment of Goodwill (refer note 2 below)	2,644.36	-
Impairment of property, plant and equipment (refer note 3 below)	2,930.49	-
Exceptional Gains		
Profit on liquidation of few immovable properties	-	3,013.14
	(9,114.76)	2,136.64

Note 1

The Government of India has notified the Code on Wages, 2019; Industrial Relations Code, 2020; Code on Social Security, 2020; and Occupational Safety, Health and Working Conditions Code, 2020 (collectively, "Labour Codes") on November 21, 2025. Based on the revised definition of wages under the Labour Codes, the Group has recognized an estimated additional expense of ₹ 2,872.00 lakhs towards gratuity and leave encashment as an exceptional item in the Statement of Profit and Loss for the year ended March 31, 2026. This impact is subject to final rules and requisite approvals. The Ministry is in the process of notifying related rules to the New Labour Codes and impact of those will be evaluated and accounted for in the period in which they are notified. The Group is in the process of reassessing and implementing policy changes to its existing employee benefit policies.

Note 2

The Holding Company has recognised impairment provision of Goodwill of ₹ 2,644.36 lakhs of the Chhatrapati Sambhajinagar Unit (Aurangabad facility, Nirlep) for the year ended March 31, 2026. The impairment is based on a valuation performed by an independent valuer and has been recognised in accordance with Ind AS 36 - Impairment of Assets.

Note 3

The Holding Company has recognised an impairment provision of ₹ 2,930.49 lakhs on certain Property, Plant and Equipment pertaining to moulds and dies, based on annual review of their expected economic benefits and market performance of related products

Note 45: Purchase of Brand

The Group has been associated with the 'Morphy Richards' brand in India since 2002 under an exclusive licensing arrangement. Over this period, the brand has been positioned in the premium domestic appliances segment, supported by an established distribution network and consistent product offerings.

On September 23, 2025, the Board of Directors of Bajaj Electricals Limited has given the consent to the proposal for the acquisition of the 'Morphy Richards' brand and related intellectual property rights in the territories of India, Nepal, Bhutan, Bangladesh, the Maldives, and Sri Lanka, from Glen Electric Limited (part of the Glen Dimplex Group, Ireland), subject to negotiation and execution of definitive agreements and receipt of necessary statutory and regulatory approvals.

Pursuant to the aforesaid Board approval and subsequent negotiations, the Holding Company, on March 16, 2026 (the "Transfer Date"), executed the definitive agreements. The basic consideration for the sale of the Business Intellectual Property and Goodwill under the Agreement is INR 14,140 lakhs (net consideration to the Seller), payable in GBP Sterling in three instalments:

- INR 49.00 crore - on the *Transfer Date
- INR 49.00 crore - on or before March 31, 2027
- INR 43.40 crore - on or before March 31, 2028

The Holding Company has also incurred withholding taxes of ₹ 2,235.22 lakhs and has also paid a stamp duty of ₹ 424.21 lakhs towards this transaction. The total consideration inclusive of the withholding taxes and stamp duties is ₹ 16,799.43 lakhs.

In accordance with applicable accounting principles, deferred consideration payable subsequent to the acquisition date has been measured at its present value as of the valuation date and the same has been recognised as an intangible asset at ₹15,870.79 lakhs.

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 46: Goodwill

(₹ in Lakhs)

Particulars	31-Mar-26	31-Mar-25
Goodwill on acquisition of Nirlep Appliances Private Limited (BEL Chhatrapati Sambhajinagar Unit)	-	2,644.36
Goodwill on acquisition of Business (BEL Nashik Unit)	16,356.73	16,356.73
TOTAL	16,356.73	19,001.09

Goodwill on acquisition of Business (BEL Nashik Unit)

During the year ended March 31, 2025, the Group has performed its annual impairment test and determined that there is no impairment. The recoverable amounts of the CGU's have been determined on the basis of the value in use calculations. The calculation uses cash flow projections based on budgets approved by the management, discounting rate and terminal growth rate. Management believes that any reasonably possible change in the key assumptions on which the specific CGU's recoverable amount is based would not cause its carrying amount to exceed its recoverable amount.

Goodwill on acquisition of Nirlep Appliances Private Limited (BEL Chhatrapati Sambhajinagar Unit)

Refer note 44(2)

(i) Significant unobservable inputs used in Level 3 fair values as at March 31, 2025

Particulars	Significant Unobservable Inputs	Sensitivity
Goodwill on business combinations	BEL Nashik Unit	BEL Nashik Unit
	Discount rate - 12.5%	The enterprise value is greater than the value of the goodwill plus WDV of CGU of Nashik Unit and considering the sensitivity around the assumptions used, there is no impairment required as on March 31, 2026
	Terminal value growth rate - 3%	
	BEL Chhatrapati Sambhajinagar Unit	
Discount rate - 14.75%		
	Terminal value growth rate - 3%	0.5% increase in discount rate will decrease fair value by ₹ 2,926.63 lakhs.
		0.5% decrease in discount rate will increase the fair value by ₹ 3,251.79 lakhs
		0.5% increase in terminal value growth rate will increase fair value by ₹ 2,223.27 lakhs.
		0.5% decrease in terminal value growth rate will decrease the fair value by ₹ 2,000.94 lakhs
		BEL Chhatrapati Sambhajinagar Unit
		The enterprise value is lesser than the value of the goodwill plus WDV of CGU of Aurangabad Unit and considering the sensitivity around the assumptions used, there is Goodwill has been impaired as on March 31, 2026. Refer note 44(2).

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 47: Disclosure of interest in entities

Disclosure in terms of Schedule III of the Companies Act, 2013 as at and for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	Net Assets (i.e. Total assets minus total liabilities)		Share in Profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
1. Holding Company	91.53%	1,45,912.19	85.03%	(7,725.74)	(5.91%)	97.95	71.00%	(7,627.79)
Bajaj Electricals Limited								
2. Associate & Joint Ventures								
Hind Lamps Private Limited (erstwhile Hind Lamps Limited)	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Bajaj Electricals Limited Employees' Welfare Fund No 1	1.98%	3,152.54	0.03%	(2.91)	25.66%	(425.59)	3.99%	(428.50)
Bajaj Electricals Limited Employees' Welfare Fund No 2	1.98%	3,152.91	5.60%	(508.51)	25.52%	(423.17)	8.67%	(931.68)
Bajaj Electricals Limited Employees' Welfare Fund No 3	2.01%	3,207.39	6.63%	(602.08)	27.57%	(457.18)	9.86%	(1,059.26)
Bajaj Electricals Limited Employees' Welfare Fund No 4	2.34%	3,729.42	2.69%	(244.04)	26.01%	(431.28)	6.29%	(675.32)
Bajaj Electricals Limited Employees' Housing Welfare Fund	0.17%	263.34	0.03%	(2.31)	1.14%	(18.98)	0.20%	(21.29)
Total	100.00%	1,59,417.79	100.00%	(9,085.59)	100.00%	(1,658.24)	100.00%	(10,743.83)

Disclosure in terms of Schedule III of the Companies Act, 2013 as at and for the year ended March 31, 2025

(₹ in Lakhs)

Particulars	Net Assets (i.e. Total assets minus total liabilities)		Share in Profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
1. Holding Company	90.36%	1,55,889.80	100.00%	13,342.46	100%	(157.42)	100.00%	13,499.88
Bajaj Electricals Limited								
2. Associate & Joint Ventures								
Hind Lamps Private Limited (erstwhile Hind Lamps Limited)	0.00%	-	0.00%	-	0%	-	0.00%	-
Bajaj Electricals Limited Employees' Welfare Fund No 1	2.08%	3,579.65	0.00%	-	0%	-	0.00%	-
Bajaj Electricals Limited Employees' Welfare Fund No 2	2.34%	4,036.22	0.00%	-	0%	-	0.00%	-
Bajaj Electricals Limited Employees' Welfare Fund No 3	2.53%	4,367.03	0.00%	-	0%	-	0.00%	-
Bajaj Electricals Limited Employees' Welfare Fund No 4	2.52%	4,344.03	0.00%	-	0%	-	0.00%	-
Bajaj Electricals Limited Employees' Housing Welfare Fund	0.17%	294.71	0.00%	-	0%	-	0.00%	-
Total	100.00%	1,72,511.44	100.00%	13,342.46	100.00%	(157.42)	100.00%	13,499.88

Notes to Consolidated Financial Statements

for the year ended March 31, 2026

Note 48: Other statutory information

1. The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
2. The Group does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
3. The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
4. The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
 - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
5. The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall
 - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
6. The Group has not had or does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)
7. The Group has not granted any loans or advances in nature of loans to promoters, directors and KMPs either severally or jointly with any other person during the year ended March 31, 2026 and March 31, 2025.
8. The Group has not been declared wilful defaulter by any bank, financial institution, government or government authority.
9. The Group has not revalued its property, plant and equipment (including right-to-use assets) or intangible assets during the year ended March 31, 2026.
10. Transactions with the companies which are struck off are as under

(₹ in Lakhs)

Nature of Transaction	Count (FY26)	Count (FY25)	As on March 31, 2026	As on March 31, 2025
Receivables from customers	1	1	0.31	39.07
Receivables from vendors	2	2	(1.20)	0.16

11. The Group has used accounting software for maintaining its books of account including privileged access management tool 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, there are no instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Group as per the statutory requirements for record retention.

Note 49: Subsequent events

The Group has evaluated subsequent events from the balance sheet date through May 15, 2026, the date at which the consolidated financial statements were available to be issued, and determined that there are no material items to disclose.

Note 50: Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our report attached of even date
For **SRBC & Co LLP**
ICAI Firm Registration No. 324982E/E300003
Chartered Accountants

For and on behalf of the Board of directors
of **Bajaj Electricals Limited**

Shekhar Bajaj
Chairman
DIN: 00089358

Sanjay Sachdeva
Managing Director & Chief Executive Officer
DIN: 11017868

per **Aruna Kumaraswamy**
Partner
Membership No.219350
Navi Mumbai, May 15, 2026

Prashant Dalvi
Company Secretary

Suketu Shah
Chief Financial Officer - Interim

Shailesh Haribhakti
Chairman - Audit Committee
DIN: 00007347
Navi Mumbai, May 15, 2026



Electricals

Corporate Office: Bajaj Electricals Limited, 26th and 27th Floor, One Unity Center, Senapati Bapat Marg, Prabhadevi (West), Mumbai - 400013.

Registered Office: Bajaj Electricals Limited, Mulla House, 51, M.G Road, Fort, Mumbai 400 001

CIN: L31500MH1938PLC009887

www.bajajelectricals.com 