Goodyear India Limited
Corporate Office :
9th Floor, Emaar Capital Tower - II
Sector 26, MG Road
Gurgaon, Haryana - 122002
email: gyi_info@goodyear.com

July 17, 2026

To,
The Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Scrip Code: 500168
ISIN: INE533A01012

Sub: Submission of Annual Report along with the Notice of Annual General Meeting held through Video Conferencing / Other Audio-Visual Means ("VC / OAVM") on August 12, 2026

Dear Sir(s),

Pursuant to Regulations 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a copy of the Annual Report for the Financial Year 2025-26 along with the Notice of the Annual General Meeting ("AGM"). The 65th AGM of the Company will be held through Video Conferencing / Other Audio-Visual Means ("VC / OAVM") on Wednesday, August 12, 2026.

The Notice of the 65th AGM and Annual Report for the Financial Year 2025-26 is being sent by email to those Members whose email address are registered with the Company/Depository Participant(s).

The Notice of the AGM and the Annual Report for the Financial Year 2025-26 are also available on the website of the Company at www.goodyear.co.in/investor-relations.

We request you to take the above information on record.

Thanking you.

Yours sincerely,
For **Goodyear India Limited**
ANUP KARNWAL
Digitally signed by ANUP KARNWAL
Date: 2026.07.17 16:52:20 +05'30'
Anup Karnwal
Company Secretary & Compliance Officer

Encl.: as above

Telephone : +91 124 4747600
Telefax : +91 124 4747615

website: www.goodyear.co.in

No contract is valid unless signed by a duly authorised officer of the company.
Regd. Office : Mathura Road, Ballabgarh, (Dist. Faridabad) - 121004, Haryana
CIN : L25111HR1961PLC008578

GOODYEAR INDIA LIMITED

(CIN: L25111HR1961PLC008578)
Registered Office: Mathura Road, Ballabgarh, (Dist. Faridabad)-121004, Haryana, India
Telephone: 0129-6611000
E-mail: goodyearindia_investorcell@goodyear.com, **Website**: www.goodyear.co.in

NOTICE

NOTICE is hereby given that the Sixty Fifth (65th) Annual General Meeting ("AGM") of the Members of Goodyear India Limited ("the Company") will be held on **Wednesday, August 12, 2026** at **10.00 A.M.** Indian Standard Time (IST) through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") facility to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 including Balance Sheet as at March 31, 2026, the Statement of Profit and Loss Account and the Cash Flow Statement for the Financial Year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon.

2. To declare a Final Dividend of Rs. 26.50/- per equity share fully paid up of Rs 10/- each for the Financial Year ended March 31, 2026.

3. To appoint a director in place of Mr. Sandeep Garg (DIN: 10360979), Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES:

4. **To ratify the remuneration of M/s Vijender Sharma & Co. (Firm Registration No: 000180), Cost Auditors of the Company, for the Financial Year ending on March 31, 2027**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), M/s Vijender Sharma & Co, Cost Accountants (Firm Registration No. 000180), appointed as the Cost Auditors by the Board of Directors of the Company to conduct the audit of Cost records and submit the Cost Audit Report of the Company for the Financial Year ending on March 31, 2027, be paid a remuneration of Rs. 6,39,000/- (Rupees Six Lakhs Thirty-Nine Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid Audit."

5. **To approve the waiver of recovery of excess managerial remuneration paid to Managing Director of the Company for the Financial Year 2025-26**

   To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Sections 197 and 198 read with Schedule V of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (including any statutory modification(s) or re-enactment thereof) as amended from time to time and Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded for waiver of recovery of the excess remuneration amounting to Rs. 20,265,182/- (Rupees Two Crores Two Lakhs Sixty-Five Thousand One Hundred Eighty-Two only) read with the details as mentioned in the Explanatory Statement and paid/payable to Mr. Arvind Bhandari (DIN: 10864817), Chairman and Managing Director for the Financial Year 2025-26 in the form of fixed pay or otherwise, which is in excess of the limits prescribed under Section 197 of the Act and limits as approved by the Members of the Company through postal ballot notice dated December 30, 2024.

FURTHER RESOLVED THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any documents, papers, etc. as may be necessary or desirable in connection with or incidental to give effect to this resolution."

6. To approve the waiver of recovery of excess managerial remuneration paid to all Directors and all Executive Directors (including Managing Director of the Company) for the Financial Year 2025-26

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 197 and 198 read with Schedule V of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (including any statutory modification(s) or re-enactment thereof) as amended from time to time and Articles of Association of the Company and based on the recommendations of Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for waiver of recovery of the excess remuneration aggregating to Rs. 10,310,125/- (Rupees One Crores Three Lakhs Ten Thousand One Hundred Twenty-Five only) read with the details as mentioned in the Explanatory Statement and paid / payable to all the Executive Directors of the Company for the Financial Year 2025-26, in the form of fixed pay or otherwise including the Managing Director & Whole Time Director(s) (current and former) of the Company exceeding the managerial remuneration limit of 10% of net profits calculated under Section 198 of the Companies Act, 2013.

FURTHER RESOLVED THAT pursuant to the provisions of Sections 197 and 198 read with Schedule V of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (including any statutory modification(s) or re-enactment thereof) as amended from time to time and Articles of Association of the Company and based on the recommendations of Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for waiver of recovery of the excess remuneration aggregating to Rs. 5,964,028/- (Rupees Fifty-Nine lakhs Sixty-Four Thousand Twenty-Eight only) read with the details as mentioned in the Explanatory Statement and paid / payable to all the Directors of the Company for the Financial Year 2025- 26 in the form of fixed pay or otherwise including the Managing Director & Whole Time Director(s) (current and former) exceeding the overall managerial remuneration limit of 11% of net profits calculated under Section 198 of the Companies Act, 2013.

FURTHER RESOLVED THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any documents, papers, etc. as may be necessary or desirable in connection with or incidental to give effect to this resolution."

7. To approve the payment of minimum remuneration to be paid to Mr. Arvind Bhandari (DIN: 10864817), in case of no profits or inadequate profits, as Managing Director of the Company for a period of three years

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015"), including any statutory modification(s) or re-enactment thereof) as amended from time to time and Articles of Association of the Company and based on the recommendations of Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the Company, be and is hereby accorded for payment of remuneration to Mr. Arvind Bhandari (DIN: 10864817) as Managing Director of the Company in his professional capacity, for a period commencing from May 01, 2026 till

March 31, 2029, as minimum remuneration in the event of absence or inadequacy of profits in any financial year during the aforesaid period, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act, upon the terms and conditions including remuneration as set out below and Explanatory Statement:

Salary: Rs. 1,100,000 (Rupees Eleven Lakhs only) per month.

Special Allowance: Rs. 714,167/- (Rupees Seven Lakhs Fourteen Thousand One Hundred Sixty Seven only) per month.

With increments as per the Company's Policy and as may be determined by the Board of Directors, from time to time, subject to a ceiling on increment of 30% in a year over the existing Salary and Allowance.

Perquisites and Allowances:

i. **Housing Facility:** Accommodation to be provided by the Company, and if the Company's accommodation is not provided, the appointee shall be entitled to the House Rent Allowance subject to the ceiling of 50% of the basic salary.

ii. **Personal Accident, Medical and Term Life Insurance Premium** in accordance with the policies/ rules of the Company.

iii. **Special Position Allowance:** Rs. 9,250,000/- (Rupees Ninety-two lakhs fifty thousand only) for a period of 1 year. This special position allowance will be paid in February next year and will not form part of base salary.

iv. **Encashment of leave:** Encashment of leave, as per the policies/ rules of the Company.

v. **Company Lease Car with driver** for use on Company's business and personal use as per the policy/rules of the Company.

vi. **Bonus** includes Performance Bonus, Pay for Performance Bonus, other bonuses and incentive(s) as per policy/rules of the Company.

vii. **Participation** in Long Term Incentive Plan (LTIP) of Goodyear Tire & Rubber Company in the form and manner as applicable from time to time.

viii. **Reimbursement of communication expenses** on mobile, data card and residential land line with broadband as per policy/rules of the Company.

ix. **Contribution to Provident Fund and National Pension Scheme:** Contribution to Provident Fund and National Pension Scheme as per the Statutory Requirement.

x. **Gratuity:** as per the applicable laws and policies/ rules of the Company

The above perquisites and allowances shall be evaluated as per Income-Tax Act, 1961 / 2025 and rules made thereunder, wherever applicable. In the absence of any such rules, these shall be evaluated at actual cost."

FURTHER RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015"), including any statutory modification(s) or re-enactment thereof) as amended from time to time and Articles of Association of the Company and based on the recommendations of Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the Company, be and is hereby accorded that the remuneration paid/payable to Mr. Arvind Bhandari (DIN: 10864817) as Managing Director of the Company, in his professional capacity, for the month of April 2026 as approved by the Members vide Postal Ballot notice dated December 30, 2024, shall forms part of the minimum remuneration for the Financial Year 2026-27, in the event of absence or inadequacy of profits, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act, upon the terms and conditions including remuneration as set out in Postal Ballot notice dated December 30, 2024.

FURTHER RESOLVED THAT the Board of Directors (including any Committee thereof) reserves the right to revise or modify the existing remuneration structure, within the approved remuneration limits, in order to ensure compliance with the applicable labour codes and related statutory requirements, as may be amended from time to time.

FURTHER RESOLVED THAT all other existing terms and conditions of appointment of Mr. Arvind Bhandari as mentioned in the Postal Ballot notice dated December 30, 2024, shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

FURTHER RESOLVED THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any documents, papers, etc. as may be necessary or desirable in connection with or incidental to give effect to this resolution."

8. To approve the payment of minimum remuneration to be paid to Mr. Sandeep Garg (DIN: 10360979) in case of no profits or inadequate profit, as Whole Time Director and Chief Financial Officer of the Company for a period of three years

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015"), including any statutory modification(s) or re-enactment thereof) as amended from time to time and Articles of Association of the Company and based on the recommendations of Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company, be and is hereby accorded for payment of remuneration to Mr. Sandeep Garg (DIN: 10360979) as Whole Time Director and Chief Financial Officer of the Company, in his professional capacity, for a period commencing from May 01, 2026 till March 31, 2029, as minimum remuneration in the event of absence or inadequacy of profits in any financial year during the aforesaid period, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act, upon the terms and conditions including remuneration as set out below and Explanatory Statement:

Salary: Rs. 553,703/- (Rupees Five Lakhs Fifty Three Thousand Seven Hundred Three only) per month.

Special Allowance: Rs. 329,644/- (Rupees Three Lakh Twenty Nine Thousand Six Hundred Forty Four only) per month.

With increments as per the Company's Policy and as may be determined by the Board of Directors, from time to time, subject to a ceiling on increment of 15% in a year over the existing Salary.

Perquisites and Allowances:

In addition to the salary as mentioned above, expenses incurred by the Company on perquisites and allowances shall be restricted to the following:

i. **Housing Facility:** Accommodation to be provided by the Company, and if the Company's accommodation is not provided, the appointee shall be entitled to the House Rent Allowance subject to the ceiling of 50% of the basic salary.

ii. **Personal Accident, Medical and Term Life Insurance Premium** in accordance with the policies/ rules of the Company.

iii. **Encashment of leave:** Encashment of leave, as per the policies/ rules of the Company.

iv. **Company Leased Car with driver** for use on Company's business and personal use as per the policy/rules of the Company.

v. **Bonus** includes Performance Bonus, Pay for Performance Bonus, other bonuses and incentive(s) as per the policy of the Company.

vi. **Participation** in Long Term Incentive Plan (LTIP) of Goodyear Tire & Rubber Company in the form and manner as applicable from time to time.

vii. **Reimbursement of communication expenses** on mobile, data card and residential land line with broadband as per policy/rules of the Company.

viii. **Contribution to Provident Fund and National Pension Scheme:** Contribution to Provident Fund and National Pension Scheme as per the Statutory Requirement.

ix. **Gratuity:** as per the applicable laws and policies/ rules of the Company.

The above perquisites and allowances shall be evaluated as per Income-Tax Act, 1961/2025 and rules made thereunder, wherever applicable. In the absence of any such rules, these shall be evaluated at actual cost."

FURTHER RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules,

2014, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015"), including any statutory modification(s) or re-enactment thereof) as amended from time to time and Articles of Association of the Company and based on the recommendations of Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded that the remuneration paid/payable to Mr. Sandeep Garg (DIN: 10360979) as Whole Time Director and Chief Financial Officer of the Company, in his professional capacity, for the month of April 2026, as approved by the Members vide Postal Ballot notice dated March 27, 2025, shall forms part of the minimum remuneration for the Financial Year 2026-27 in the event of absence or inadequacy of profits, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act, upon the terms and conditions including remuneration as set out in Postal Ballot notice dated March 27, 2025.

FURTHER RESOLVED THAT the Board of Directors (including any Committee thereof) reserves the right to revise or modify the existing remuneration structure, within the approved remuneration limits, in order to ensure compliance with the applicable labour codes and related statutory requirements, as may be amended from time to time.

FURTHER RESOLVED THAT all other existing terms and conditions of appointment of Mr. Sandeep Garg as mentioned in Postal Ballot notice dated March 27, 2025, shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

FURTHER RESOLVED THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any documents, papers, etc. as may be necessary or desirable in connection with or incidental to give effect to this resolution."

9. To approve the appointment of Mr. Rohitashv Sharma (DIN: 11735730), as a Whole Time Director of the Company

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152, 160, 161 of the Companies Act, 2013 ("the Act") read with rules made thereunder and other applicable provisions of the Act, if any, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015") (including any statutory modification (s) or re-enactment (s) thereof for the time being in force), Article of Association of the Company, Nomination and Remuneration Policy of the Company and based on recommendation of the Nomination and Remuneration Committee, Mr. Rohitashv Sharma (DIN: 11735730), who was appointed as an Additional Director of the Company in the category of Executive Director by the Board of Directors with effect from June 01, 2026, and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Act and in respect of whom the Company has received notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company.

FURTHER RESOLVED THAT pursuant to the provisions of Section 190, 196, 197, 198, 203, Schedule V of the Act read with rules made thereunder and other applicable provisions of the Act, if any, and in terms of Regulation 17 (1C) of SEBI (LODR), 2015 and any other applicable provisions (including any statutory modification (s) or re-enactment (s) thereof for the time being in force), Nomination and Remuneration Policy of the Company and based on recommendation of the Nomination and Remuneration Committee and Board of Directors, Mr. Rohitashv Sharma (DIN: 11735730), be and is hereby appointed as Whole Time Director of the Company for a period of 5 years w.e.f. June 01, 2026 till May 31, 2031, who is liable to retire by rotation on such terms & conditions, including remuneration as mentioned in this resolution and Explanatory Statement.

FURTHER RESOLVED THAT in terms of applicable provisions and Schedule V of the Act, below mentioned remuneration be paid in the event of loss or inadequacy of profits in any financial year during the period of 3 (three) years from the date of appointment of Mr. Rohitashv Sharma, in his professional capacity, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act:

Salary: Rs. 2,64,942/- (Rupees Two Lakh Sixty Four Thousand Nine Hundred Forty Two) per month.

Special Allowance: Rs. 3,29,517/- (Rupees Three Lakh Twenty Nine Thousand Five Hundred Seventeen only) per month.

With increments as per the Company's Policy and as may be determined by the Board of Directors, from time to time, subject to a ceiling on increment of 15% in a year over the existing Salary.

Perquisites and Allowances:

In addition to the salary as above, expenses incurred by the Company on perquisites and allowances shall be restricted to the following:

i. **Housing Facility:** Accommodation to be provided by the Company, and if the Company's accommodation is not provided, the appointee shall be entitled to the House Rent Allowance subject to the ceiling of 50% of the basic salary.

ii. **Personal Accident, Medical and Term Life Insurance Premium** in accordance with the policies/ rules of the Company.

iii. **Encashment of leave:** Encashment of leave, as per the policies/ rules of the Company.

iv. **Company Leased Car with driver** for use on Company's business and personal use as per the policy/rules of the Company.

v. **Bonus:** includes Performance Bonus, Pay for Performance Bonus, other bonuses and incentive(s) as per the policy of the Company.

vi. **Participation** in Long Term Incentive Plan (LTIP) of Goodyear Tire & Rubber Company in the form and manner as applicable from time to time.

vii. **Reimbursement of communication expenses** on mobile, data card and residential land line with broadband as per policy/rules of the Company.

viii. **Contribution to Provident Fund and National Pension Scheme:** Contribution to Provident Fund and National Pension Scheme as per the Statutory Requirement.

ix. **Gratuity:** as per the applicable laws and policies/ rules of the Company.

The above perquisites and allowances shall be evaluated as per the Income-Tax Act, 1961 / 2025 and rules made thereunder, wherever applicable. In the absence of any such rules, these shall be evaluated at actual cost.

FURTHER RESOLVED THAT the Board of Directors (including any Committee thereof) reserves the right to revise or modify the existing remuneration structure, within the approved remuneration limits, in order to ensure compliance with the applicable labour codes and related statutory requirements, as may be amended from time to time.

FURTHER RESOLVED THAT the Board of Directors be and are hereby authorized to vary, alter terms of appointment (including change in designation), enhance, or widen the scope of remuneration (including Fixed Salary, Incentives & Increments thereto) payable to Mr. Rohitashv Sharma during his tenure as Whole Time Director of the Company to the extent permitted under Section 197 read with Schedule V of the Act and other applicable provisions, if any, of the Act, without being required to seek any further consent or approval of the member(s) of the Company provided that any such variation in remuneration shall not exceed any amount permitted to be paid to Mr. Rohitashv Sharma, as specified in the resolution above.

FURTHER RESOLVED THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any documents, papers, etc. as may be necessary or desirable in connection with or incidental to give effect to this resolution.

By Order of the Board
Goodyear India Limited

Anup Karnwal
Company Secretary & Compliance Officer

Date: May 28, 2026
Place: Gurugram

NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") read with Regulation 17(11) of the SEBI (Listing obligation and Disclosure Requirement), Regulations, 2015, [SEBI (LODR), 2015] setting out the material facts with respect to the Special Businesses set out in the Notice is annexed hereto and forms part of this Notice. The Board of Directors of the Company at their meeting held on May 28, 2026 considered and recommended the special businesses as mentioned under Notice, being considered unavoidable, be transacted at the 65th AGM of the Company.

2. General instructions for accessing and participating in the Annual General Meeting ("AGM") through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility and voting through electronic /means including remote e-Voting:

   (a) In Compliance with the Ministry of Corporate Affairs ("MCA") vide its Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, General Circular Nos. 3/2025 dated September 22, 2025 and other relevant circulars (hereinafter collectively referred to as "MCA Circulars"), the Act and SEBI (LODR), 2015, physical attendance of the Members to the AGM venue is not required and thus, the AGM of the Company is being held through VC/OAVM. The deemed venue for the 65th AGM shall be the Registered Office of the Company.

   (b) In terms of MCA Circulars since the AGM will be held through VC/OAVM, physical attendance of the Members has been dispensed with. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the AGM. However, the Corporate Members intending to send their authorized representatives to attend the AGM through VC/OAVM are requested to send a certified copy of the Board Resolution/ Power of Attorney authorizing their representative to attend and cast their votes through e-voting.

   (c) Members may join the AGM through VC/OAVM by following the procedure as mentioned below which shall be kept open for the Members from 9:45 a.m. IST i.e. 15 minutes before the scheduled time to start the AGM and the Company may close the window for joining the VC/OAVM facility 15 minutes after the scheduled time of the commencement of the Meeting.

   (d) National Securities Depository Limited ("NSDL") will be providing the remote e-voting facility for participation in the AGM through VC/OAVM facility and e-voting during the AGM.

   (e) Members may note that VC/OAVM facility, provided by NSDL, allows participation for at least 1000 members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, Directors, Key Managerial Personnel, the respective Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. can attend the AGM without restriction on account of first-come-first-served principle.

   (f) The Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

   (g) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General meeting (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of SEBI (LODR), 2015 (as amended) read with MCA Circulars the Company is providing facility of remote e-voting (i) for voting before the AGM and (ii) facility of e-voting at the AGM to its Members in respect of the businesses to be transacted at the AGM to be held through VC/OAVM.

   (h) In terms of the MCA Circulars, Notice of the AGM and the Annual Report for the Financial Year 2025-26 including therein the Audited Financial Statements for the Financial Year 2025-26, will be available on the website of the Company at www.goodyear.co.in/investor-relations and also available on the website of BSE Limited at www.bseindia.com. The Notice of AGM will also be available on the website of NSDL at www.evoting.nsdl.com.

(i) Since the AGM will be held through VC/OAVM facility, the Route Map is not annexed in this Notice.

3. Instructions for Members for Remote E-Voting are as under:

(a) The remote e-Voting period begins on August 09, 2026 at 9:30 A.M. and ends on August 11, 2026 at 5:00 P.M. The remote e-Voting module shall be disabled by NSDL for voting thereafter.

(b) A person who is not a Member as on August 05, 2026, ("Cut-Off date") date should treat this Notice of AGM for information purpose only.

(c) The process and manner of remote e-Voting are as under:

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

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

Step 1: Access to NSDL e-Voting system

(A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by listed companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of Members	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	I. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. II. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. III. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of Members	Login Method
	IV. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. V. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of Members	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no.1800-21-09911

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

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

I. Visit the e-Voting website of NSDL. Open web browser by typing the following URL https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

II. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders/Members' section.

III. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

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

IV. Your User ID details are given below:

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

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

(i) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

(ii) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

(iii) How to retrieve your 'initial password'?

(a) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(b) If your email ID is not registered, please follow steps mentioned below in **process for those Members whose email ids are not registered.**

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

(i) Click on "**Forgot User Details/Password**?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

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

(iii) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

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

VII. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

VIII. Now, you will have to click on "Login" button.

IX. After you click on the "Login" button, Home page of e-Voting will open.

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

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

I. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

II. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

III. Now you are ready for e-Voting as the Voting page opens.

IV. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

V. Upon confirmation, the message "Vote cast successfully" will be displayed.

VI. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

VII. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members

I. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to

info@apacandassociates.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.

II. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

III. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Sr. Manager, NSDL, 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at evoting@nsdl.com. Members may also write to the Company Secretary at the Company's email address at goodyearindia_investorcell@goodyear.com.

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

   (a) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to the email address of the Company at goodyearindia_investorcell@goodyear.com or to the RTA at srikant@skylinerta.com.

   (b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to the email address of the Company at goodyearindia_investorcell@goodyear.com or to the RTA at srikant@skylinerta.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

   (c) Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

   (d) In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

5. Instructions for Members for e-Voting during the AGM are as under:-

   (a) Members may follow the same procedure for e-voting during AGM as mentioned above for remote e-voting.

   (b) Only those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

   (c) The Members who have cast their vote by remote e-Voting prior to the AGM may also participate in the AGM through VC/ OAVM facility but shall not be entitled to cast their vote again.

   (d) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

6. Instructions for Members for attending the AGM through VC/OAVM are as under:

   (a) Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you

can see link of "VC/OAVM link" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above in the notice to avoid last minute rush.

(b) Members are encouraged to join the Meeting through Laptops for better experience.

(c) Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

(d) Please note that Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

(e) Members can submit their questions at least 48 hours before the commencement of AGM with regard to Annual Report, Financial Statements or any other matter to be placed at the AGM. Members may send their request from their registered email address mentioning their name, demat account number/folio number, email id, mobile number at email address of the Company at goodyearindia_investorcell@goodyear.com. The same will be replied by the Company suitably.

(f) Members who would like to ask questions during the AGM with regard to Annual Report, Financial Statements or any other matter to be placed at the AGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, demat account number/folio number, email id, mobile number at email address of the Company at goodyearindia_investorcell@goodyear.com at least 48 hours before the commencement of AGM. Those Members who have registered themselves as a speaker will only be allowed to ask questions during the AGM, depending upon the availability of time.

When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good Internet speed. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

7. Pursuant to the MCA Circulars, the Audited Financial Statements for Financial Year 2025-26, Auditor's report, Board's report, along with all the annexures are being sent only by email to those Members whose email addresses are registered with the Company / Depositories. Therefore, the Members, who wish to receive the Notice of the AGM and the Annual Report for the year 2025-26 and all other communications sent by the Company, from time to time, are requested to update their email address with the Company / its RTA (in case of shares held in physical mode) by sending the request at goodyearindia_investorcell@goodyear.com or RTA at srikant@skylinerta.com and Depository Participants (in case of shares held in demat mode).

8. The Register of Members of the Company will remain closed from August 06, 2026 to August 12, 2026 (both days inclusive) for the purpose of determining the names of Members eligible for dividend on equity shares, if declared at the AGM.

9. The Board of Directors has recommended Final Dividend of Rs. 26.50/- per Equity Share fully paid up of Rs. 10/- each for the Financial Year ended March 31, 2026, subject to the approval of the shareholders at the AGM.

10. The final dividend, if any, approved by the Members will be paid, as per the bank details available with the Company and/or depository participant.

    Further, as per SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2015, notified on November 18, 2025, along with SEBI Master Circular HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, as amended, mandates that any payment of dividend shall be made only through electronic mode to the members. Further, dividend warrants, cheques, demand drafts or any other instrument are no longer required to be issued.

11. In case of joint holders, the Member whose name appeared as the first holder in the order of names as per

the Register of Members of the Company will be entitled to vote at the AGM and the dividend will be paid in the name of such first holder in the order of names.

12. Pursuant to the Finance Act 2020, dividend income is taxable in the hands of Members w.e.f. April 01, 2020 and the Company is required to deduct tax at source (TDS) from dividend paid to Members at the prescribed rates. For the prescribed rates for various categories, the Members are requested to refer to the Finance Act, 2026 and amendments thereof. The Members are requested to update their PAN with the Company / its RTA (in case of shares held in physical mode) and Depository Participants (in case of shares held in demat mode). For all Members - details that should be completed and /or updated, as mentioned below:

Resident Member

- A Resident individual member with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 121 (erstwhile Form 15G / 15H), to avail the benefit of non-deduction of tax at source. No TDS is required to be deducted, if aggregate dividend distributed or likely to be distributed during the financial year to individual member does not exceed Rs. 10,000
- Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Further, if PAN of individual member has become inoperative due to non-linking of PAN and Aadhar Card, then tax will be deducted at a higher rate of 20%.
- Mutual Funds which are exempted under section 393(5) / 393(6) of the Income Tax Act, 2025 (hereinafter referred as "the Act") are required to provide self-attested SEBI registration certificate along with a declaration that they are covered under Schedule VII as per Section 11 of the Act.
- Alternative Investment Fund (AIF) established in India has to submit a documentary evidence that concerned 'Investment Fund' is a fund as defined in Clause 10(a) of Section 224 of the Act; and a declaration that its dividend income is exempt under Schedule V as per section 11 of the Act.
- Recognized Provident Fund, Approved Superannuation Fund, Gratuity Fund, Pension Fund and ESI Fund whose income is exempt under section 11 of the Act and on which TDS is not required to be deducted are required to provide self-attested valid documentary evidence (like approval granted by Income Tax Officer / Commissioner, relevant copy of registration, etc.)
- Insurance Companies are entitled for TDS exemption under section 393(4) of the Act and are required to provide self-attested IRDA registration certificate.
- New Pension System Trust (National Pension Scheme) are entitled for TDS exemption under section 393(9) of the Act and are required to provide self-attested valid documentary evidence.
- If any Member has obtained lower / nil withholding tax certificate under the Act, then TDS will be deducted at lower / nil rate mentioned on the certificate (self-attested copy of the certificate is required).
- In case dividend income is assessable in the hands of person other than member then declaration (along with details of the beneficiary) needs to be provided by member for the same as per Rule 203 of the Income Tax Rules, 2026
- If any other member is entitled for exemption, then valid self-attested documents (like registration copy, income tax order, etc.) are required to be provided for claiming exemption from TDS.

All these documents duly completed and signed are required to be send by email to either goodyearindia_investorcell@goodyear.com or RTA at srikant@skylinerta.com by August 05, 2026.

Note: *Please always quote your registered Folio Number/ DP-ID & Client-ID and PAN, while communicating/submitting documents as mentioned above with the Company.*

Non-Resident Member

- Non-resident Members including FII & FPI can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration (as per performa attached in this notice), Self-attested copy of valid Tax Residency Certificate (TRC) for the year 2026-27 obtained from the tax authorities of the country of which the member is a resident, declaration in Form 41 (filed online on Income tax Portal), Self-attested copy of PAN, any other document which may be required to avail the tax treaty benefits.

- If any member has obtained lower / nil withholding tax certificate under the Act, then TDS will be deducted at lower / nil rate mentioned on the certificate (self-attested copy of the certificate is required).
- If any member is entitled for exemption then valid self-attested documents (like registration copy, order, etc. by Indian Tax Authorities) are required to be provide for claiming exemption from TDS.

All these documents duly completed and signed are required to be send by email to either goodyearindia_investorcell@goodyear.com or RTA at srikant@skylinerta.com. The aforesaid declarations and documents need to be submitted by the Members by August 05, 2026.

Note: *Please always quote your registered Folio Number/DP-ID & Client-ID and PAN, while communicating/submitting documents as mentioned above with the Company.*

Other General Information to Members

- Application of TDS rate is subject to necessary due diligence and verification by the Company of the member details as available in register of Members on the Book Closure Date and above prescribed documents. In case of ambiguous, incomplete or conflicting information, or the valid information/documents not being provided, the Company will arrange to deduct tax at the maximum applicable rate.
- The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction on dividend paid to members. Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by Non-Resident member.
- In case TDS is deducted at a higher rate, an option is still available with the member to file the return of income and claim an appropriate refund, if eligible.
- In case dividend income is assessable in the hands of person other than member then declaration (along with details of the beneficiary) needs to be provided by member for the same as per Rule 203 of the Income Tax Rules, 2026.
- In case PAN is not be provided by the member then higher tax rate would be applicable as per the Income Tax Act, 2025.
- In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the Member/s, such Member/s will be responsible to indemnify the Company against all claims, demands, penalties, losses etc. and also, provide the Company with all information / documents and co-operation in any appellate proceedings. No claim shall lie against the Company for such taxes deducted.
- Above communication on TDS sets out the provisions of law in a summarized manner only and does not purport to be a complete analysis or listing of all potential tax consequences. Members should consult with their own tax advisors for the tax provisions applicable to their particular circumstances.

13. For Members holding shares in physical form, SEBI has mandated the submission of PAN linked with Aadhar, KYC details vide its master circular SEBI/HO/MIRSD/POD1/P/CIR/2024/37 dated May 07, 2024 read with SEBI/HO/ MIRD/POD-1/P/CIR/2024/81 dated June 10, 2024. In case any of the aforesaid documents/ details are not available in the record of the Company/ RTA, the Member shall not be eligible to lodge a grievance or avail any service request from the RTA until they furnish complete KYC details/ documents. Members holding shares in electronic form are requested to submit/ update their PAN to their Depository Participants.

    For consolidation of share certificates, Members holding shares in physical form, in identical order of names, in more than one folio, are requested to send the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio to the Company or RTA. Requests for consolidation of share certificates shall only be processed in dematerialized form.

    Nomination facility as per the provisions of Section 72 of the Act, is available for the Members in respect of the shares held by them. Members may nominate a person in respect of all the shares held by them severally or jointly. Members holding shares in physical form and who have not yet registered their nomination are requested to register the same by submitting Form 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 ISR-3 or SH-14 as the case may be. The said forms are available on the Company's website at

www.goodyear.co.in/investor-relations. Members holding shares in demat form may approach their respective DPs for completing the nomination formalities

14. Members are requested to provide/update their name, postal address, email address, telephone/mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

    (a) **For shares held in physical form:** to the Company's RTA in prescribed Form ISR-1 and other forms as available on the website of the Company pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/ SECFATF/P/ CIR/2023/169 dated October 12, 2023.

    (b) **For shares held in electronic form:** to their Depository Participants.

15. Members of the Company are informed that pursuant to the applicable provisions of the Act, the dividends that remain unpaid/unclaimed for a period of 7 (seven) consecutive years from the date of transfer to the unpaid dividend account and underlying equity shares on which dividend remain unpaid/unclaimed for a period of 7 (seven) consecutive years are required to be transferred to the Investor Education & Protection Fund ("IEPF") Authority established by the Central Government.

    The status of the unpaid/unclaimed dividend and underlying equity shares for the following Financial Year are as follows:

Financial Year	Date of Declaration of Dividend	Date of Transfer/ Due Date of Transfer of Dividend to IEPF	Date of Transfer/ Due Date of transfer of Shares to IEPF
2017-18	August 08, 2018	September 11, 2025	September 11, 2025
2018-19	August 12, 2019	September 12, 2026	September 12, 2026
2019-20	August 13, 2020	September 13, 2027	September 13, 2027

    Members are requested to note that the details of the unclaimed dividends are available on the Company's website at https://www.goodyear.co.in/investor-relations and Ministry of Corporate Affairs – IEPF Authority at www.iepf.gov.in. The Members/ claimants whose shares or unclaimed dividend(s) have been transferred to IEPF Authority may claim the shares or apply for refund by making an online application to IEPF Authority in e-form IEPF-5 (available on www.iepf.gov.in).

    Members who have not encashed their dividend are requested in their own interest to write to the Company / RTA immediately claiming the Dividend(s) declared by the Company pertaining to the Financial Year ended March 31, 2019 to the Financial Year ended March 31, 2025.

    Kindly note that once the amount and/or shares is transferred to the IEPF Authority, no claims shall lie against the Company. However, the Members can claim such amount and shares from the Authority in the manner prescribed in IEPF Rules.

    Members may address all the correspondences relating to dividend, unclaimed shares, claiming refund of shares & dividend transferred to IEPF, change of address, share transfer, transmission, nomination etc. to the Company at goodyearindia_investorcell@goodyear.com or RTA at srikant@skylinerta.com.

16. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

17. In accordance with the proviso to Regulation 40(1) of the SEBI LODR, 2015, as amended from time to time, and read with SEBI circular no. SEBI/HO/MIRSD/ MIRSD_ RTAMB/P/CIR/2022/8 dated January 25, 2022, transfer of securities of the Company including transmission and transposition requests shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, members holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them, eliminate all risks associated with physical holding.

18. Documents referred to in the accompanying Notice of the 65th AGM and the Explanatory Statement shall

be available at the Registered Office of the Company for inspection without any fee during normal business hours (11:00 A.M. to 1:00 P.M. IST) on all working days except Saturday, up to and including the date of the 65th AGM of the Company.

19. During the AGM, Members may access the scanned copy of 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, upon Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com.

20. The relevant details, pursuant to SEBI (LODR), 2015 and SS-2 issued by ICSI in respect of Directors seeking appointment/re-appointment are also annexed as **Annexure-A.**

21. As per Section 118(1) of the Companies Act, 2013 read with the SS- 2 issued by ICSI, "No gifts, gift coupons or cash in lieu of gifts shall be distributed to the members in connection with the meeting".

22. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login)

23. **Other Guidelines for Members:**

    (a) This Notice is being sent to all the Members whose names appear as on Friday, July 10, 2026, in the Register of Members or in the Register of beneficial owners as received from M/s Skyline Financial Services Private Limited, the Registrar and Transfer Agent ("RTA") of the Company.

    (b) A person whose name is recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories as on Wednesday, August 05, 2026 i.e. Cut-Off date only shall be entitled to avail the facility of remote e-voting. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as of the Cut-Off date.

    (c) Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA at srikant@skylinerta.com.

    (d) APAC & Associates LLP, Company Secretaries (ICSI Unique Code – P2011DE025300) represented by its partner Ms. Ayushi Jain (COP No. 14498), has been appointed as the Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

    (e) During the AGM, the Chairman shall, after response to the questions raised by the Members in advance or as a Speaker at the AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of vote through the e-Voting system. After the Members participating through VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be closed with the formal announcement of closure of the AGM.

    (f) The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM and thereafter unblock the votes casted through remote e-voting and e-voting at AGM, prepare and present a consolidated scrutinizer report of the total votes cast in favour or against, invalid votes, if any, to the Chairman of the Company or a person authorised by him in writing who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.

    (g) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.goodyear.co.in/investor-relations and on the website of NSDL at www.evoting.nsdl.com immediately after the declaration of Results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the BSE Limited, Mumbai, where the equity shares of the Company are listed.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 4

The Board at its meeting held on May 28, 2026, on the recommendation of Audit Committee, had appointed M/s Vijender Sharma & Co., Cost Accountants (Firm Registration No. 000180), as Cost Auditors to conduct an audit of the cost records of the Company for the Financial year ending March 31, 2027, on a remuneration of Rs. 6,39,000/- (Rupees Six Lakhs Thirty-Nine Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors is required to be ratified and approved by the Members of the Company. Accordingly, consent of the Members is sought by passing an Ordinary Resolution as set out at Item No. 4 of the Notice of the AGM for ratification and approval of remuneration payable to the Cost Auditors for the Financial Year ending March 31, 2027.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution.

The Board recommends the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM for approval by the Members.

Item No. 5 & 6

Section 197 of the Companies Act, 2013 inter alia provides that the remuneration payable to any Managing Director or Whole-Time Director shall not exceed 5% of the net profits of the Company and if there is more than one such Director remuneration shall not exceed 10% of the net profits of the Company and the total managerial remuneration payable by a Company to its Directors, including Managing Director and Whole-Time Director and Non-Executive Director for any Financial Year shall not exceed 11% of the net profits of the Company for that Financial Year, calculated as per the Section 198 of the Act to all such Directors taken together.

Mr. Arvind Bhandari (DIN: 10864817) was appointed as the Managing Director of the Company for a period of five years with effect from January 02, 2025, by means of an Ordinary Resolution passed by the Members vide Postal Ballot notice dated December 30, 2024, on the terms and conditions including payment of remuneration as mentioned therein.

The Board of Directors on the recommendation of Nomination and Remuneration Committee at its meeting held on May 28, 2026, subject to approval of the Members of the Company, accorded its approval for waiver of the recovery of the excess remuneration amounting to Rs. 20,265,182/- (Rupees Two Crores Two Lakhs Sixty-Five Thousand One Hundred Eighty-Two only) paid by the Company to Managing Director of the Company in the form of fixed pay or otherwise for the Financial Year 2025-26 exceeding the managerial remuneration limit of 5% of net profits calculated under Section 198 of the Companies Act, 2013.

Mr. Gajender Singh (DIN: 10681092) was appointed as Whole Time Director of the Company for a period of five years with effect from w.e.f. September 02, 2024, by means of an Ordinary Resolution passed by the Members vide Postal Ballot notice dated September 12, 2024, on the terms and conditions including payment of remuneration as mentioned therein. Further, Mr. Gajender Singh resigned as Whole Time Director of the Company from the close of business hours on April 06, 2025.

Ms. Varsha Chaudhary Jain (DIN: 08388940) was appointed as Whole Time Director for a period of five years w.e.f. November 12, 2024, by means of an Ordinary Resolution passed by the Members vide Postal Ballot notice dated November 11, 2024, on the terms and conditions including payment of remuneration as mentioned therein. Further, Ms. Varsha Chaudhary Jain resigned as Whole Time Director of the Company from the close of business hours on December 31, 2025.

Mr. Sandeep Garg (DIN: 10360979) was appointed as Whole Time Director for a period of five years w.e.f. April 07, 2025, by means of an Ordinary Resolution passed by the Members vide Postal Ballot notice dated March 27, 2025, on the terms and conditions including payment of remuneration, as mentioned therein and Subsequently, Members of the Company, by way of Special Resolution, passed through Postal Ballot vide notice dated November 06, 2025, approved the payment of an additional remuneration amounting to Rs. 6,34,774/- towards perquisites being reimbursement of notice period payout made to Mr. Sandeep Garg.

The Board of Directors on the recommendation of Nomination and Remuneration Committee at its meeting held on May 28, 2026, subject to approval of the Members of the Company, accorded its approval for waiver of the recovery of the excess remuneration aggregating to Rs. 10,310,125/- (Rupees One Crores Three Lakhs Ten Thousand One Hundred Twenty-Five only) paid / payable to all the Directors and all Executive Directors in the form of fixed pay or otherwise including the Managing Director & Whole Time Director(s)(current and former) of the Company for the Financial Year 2025- 26 exceeding the managerial remuneration limit of 10% of net profits calculated under Section 198 of the Companies Act, 2013.

In furtherance to above, the Board of Directors on the recommendation of Nomination and Remuneration Committee at its meeting held on May 28, 2026, accorded its approvals for waiver of the recovery of the excess overall remuneration aggregating to Rs. 5,964,028/- (Rupees Fifty-Nine lakhs Sixty-Four Thousand Twenty-Eight only) paid / payable to all the Directors in the form of fixed pay or otherwise including the Managing Director & Whole Time Director(s)(current and former) for the Financial Year 2025- 26 exceeding the overall managerial remuneration limit of 11% of net profits calculated under Section 198 of the Companies Act, 2013.

The remuneration paid has resulted as excess due to inadequacy of profits on account of several business and industry-related factors affecting the Company including inter alia, the impact of the strategic review of Farm business, low volume and other various macro-economic factor that have affected the Company's profitability. Owing to the above factors, the financial performance of the Company in the Financial Year ended March 31, 2026 could not meet the statutory threshold.

As a result of the above, the remuneration paid to Managing Director & Whole Time Director(s) (current and former) for the Financial Year 2025-26 exceeded the limits specified under Section 197 of the Companies Act, 2013 (the Act) read with Schedule V thereto. Pursuant to Section 197(10) of the Act, the members of the Company can waive the recovery of excess remuneration by passing a special resolution.

The Board of Directors of the Company believes that the remuneration as previously approved by the members of the Company and paid to All Directors including Managing Director & Whole Time Director(s)(current and former) of the Company is justified in terms of their key role within the Company and, in the interest of the Company have recommended the aforesaid resolutions as set out in item no 5 & 6 of this Notice for approval of the Members. Accordingly, it is proposed that approval of the members of the Company by way of a special resolutions be obtained for the waiver of recovery of excess remuneration paid to All Directors including Managing Director and Whole Time Director(s)(current and former) of the Company.

All the other terms and conditions related to the appointment and remuneration of Directors shall remain same in accordance with respective Shareholder's approval of the Company for the remaining tenure of the Director(s).

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor, if any.

The relevant documents referred to in the accompanying AGM Notice and the Explanatory Statement shall be available for inspection at the Registered Office of the Company during normal business hours (11:00 A.M. to 1:00 P.M. IST) on all working days except Saturday, up to and including the date of the 65th AGM of the Company.

Save and except Directors and their relatives to the extent of their shareholding interest, if any, in the Company for item no. 5 & 6, none of the other Directors / Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the resolutions set out in item no. 5 & 6.

The Board recommends the Special Resolution as set out in Item No. 5 & 6 of the Notice of the AGM for approval by the Members.

Item No. 7 & 8

Pursuant to the provisions of Section 196, 197 and 198 of the Companies Act, 2013 read with Schedule V, a company having inadequate profits, may subject to certain conditions including the passing of a special resolution, pay such remuneration to its managerial personnel as may be decided by the Board of Directors on the recommendation of Nomination and Remuneration Committee.

The Board of Directors on the recommendation of Nomination and Remuneration Committee at its meeting held on May 28, 2026, subject to approval of the Members of the Company, accorded its approval for payment of the minimum remuneration as mentioned in the aforesaid resolutions nos. 7 & 8 to Mr. Arvind Bhandari as Managing Director and Mr. Sandeep Garg as Whole Time Director respectively, in their professional capacity, for a period of three (3) years commencing from May 01, 2026, in the event of absence or inadequacy of profits in any financial year during the aforesaid period.

Mr. Arvind Bhandari (DIN: 10864817) was appointed as the Managing Director of the Company for a period of five years with effect from January 02, 2025, by means of an Ordinary Resolution passed by the Members vide Postal Ballot notice dated December 30, 2024, on the terms and conditions including payment of remuneration as mentioned therein.

Also, Mr. Sandeep Garg (DIN: 10360979) was appointed as Whole Time Director of the Company for a period of five years w.e.f. April 07, 2025, by means of an Ordinary Resolution passed by the Members vide Postal Ballot notice dated March 27, 2025, on the terms and conditions, including payment of remuneration as mentioned therein. Subsequently, Members of the Company, by way of Special Resolution, passed through Postal Ballot vide notice dated November 06, 2025, approved the payment of an additional remuneration amounting to Rs. 6,34,774/- towards perquisites being reimbursement of notice period payout made to Mr. Sandeep Garg. Mr. Garg also appointed as Chief Financial Officer of the Company w.e.f April 07, 2025, by the Board of the Directors at its meeting held on March 27, 2025.

As explained under Item Nos. 5 and 6 above, the Company experienced inadequacy of profits during the financial year ended March 31, 2026, primarily on account of various business and industry-related factors, including, inter alia, the impact of the strategic review of the Farm Business, lower volume and certain macro-economic conditions affecting the overall business environment.

While the Company has witnessed operational improvements and the Management remains optimistic about the Company's future prospects and profitability in the coming years, the Board considers it prudent and in the best interests of the Company to obtain the requisite shareholders' approval in advance for payment of minimum remuneration to the Executive Directors in accordance with the provisions of Schedule V to the Companies Act, 2013 in order to ensure compliance with the statutory requirements in the event of inadequacy of profits.

At the time of their respective appointments, the Members had, inter alia, approved the remuneration payable to Mr. Arvind Bhandari, Managing Director, and Mr. Sandeep Garg, Whole Time Director including fixed pay, variable pay (performance-linked incentives), perquisites, allowances and other benefits. The said approvals also contemplated payment of remuneration in the event of inadequacy or absence of profits, subject to obtaining such approvals as may be required under applicable law. Since the remuneration payable to Mr. Arvind Bhandari and Mr. Sandeep Garg was originally approved by the Members through Ordinary Resolution(s) and considering the provisions of Schedule V of the Companies Act, 2013, approval of the Members is now being sought by way of Special Resolution(s) to authorize payment of the aforesaid remuneration as minimum remuneration during any financial year in which the Company may have inadequacy or absence of profits during the period commencing from May 1, 2026 till March 31, 2029.

For the remaining tenure of Mr. Arvind Bhandari, Managing Director and Mr. Sandeep Garg, Whole Time Director post March 31, 2029, remuneration as set out in the Postal Ballot notice(s) dated December 30, 2024 and Postal Ballot notice dated March 27, 2025 respectively shall be paid or payable to both the Directors.

The Board believes that the remuneration of Mr. Arvind Bhandari and Mr. Sandeep Garg as mentioned under item no 7 & 8 is justified in terms of their key role within the Company and also in the interest of the Company, has recommended the aforesaid resolution as set out in this Notice for approval of the Members

All the other terms and conditions related to the appointment and remuneration of Mr. Arvind Bhandari and Mr. Sandeep Garg shall remain same in accordance with respective Shareholder's approval of the Company for the remaining tenure of the Director(s).

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor, if any.

The statement containing additional information and disclosures as required under paragraph (iv) of the second proviso of Paragraph B of Section II of Part II of Schedule V to the Act have been provided in Annexure - B of the accompanying notice.

The relevant documents referred to in the accompanying AGM Notice and the Explanatory Statement shall be available for inspection at the Registered Office of the Company during normal business hours (11:00 A.M. to 1:00 P.M. IST) on all working days except Saturday, up to and including the date of the 65th AGM of the Company.

Save and except Mr. Arvind Bhandari and Mr. Sandeep Garg and their relatives to the extent of their shareholding interest, if any, in the Company for item no. 7 & 8, none of the other Directors / Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the resolutions set out in item no. 7 & 8.

The Board recommends the Special Resolution as set out in Item No. 7 & 8 of the Notice of the AGM for approval by the Members.

Item No. 9

The Board of Directors of the Company on the basis of recommendation of the Nomination and Remuneration Committee, at its meeting held on May 28, 2026 has approved the appointment of Mr. Rohitashv Sharma (DIN: 11735730), who was appointed as an Additional Director of the Company in the category of Executive Director by the Board of Directors with effect from June 01, 2026, and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Act read with Article 92 of the Articles of Association of the Company. Further, the Board of Directors, at the same meeting, has recommended to the members, the appointment of Mr. Rohitashv Sharma as the Whole Time Director of the Company, for a period of five (5) years w.e.f. June 01, 2026, who is liable to retire by rotation, on such terms & conditions including remuneration as mentioned in the resolution, to the Members for their approval by way of a Special Resolution, in terms of the provisions of section 152 of the Act read with rules made thereunder and SEBI (LODR), 2015.

The Company has received a Notice from a Member in writing under Section 160(1) of the Act proposing his candidature for the office of Director. The Company has also received from Mr. Sharma all necessary statutory disclosures /declarations including declaration under Part-1 of Schedule V and Section 196(3) of the Act confirming the satisfaction of all the conditions mentioned thereunder for such appointment as Whole Time Director.

Mr. Sharma fulfils the conditions specified in the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and the SEBI (LODR), 2015 for his appointment as a Executive Director of the Company and is not debarred from holding the office of Director by virtue of any SEBI, MCA order or any other such authority's order. Mr. Sharma has submitted a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

Mr. Rohitashv Sharma is a result driven and dedicated manufacturing leader with over 25 years of diverse experience in Production, Production Planning & Control (PPC) and Industrial Engineering in tire manufacturing industries. He is recognized for driving operational excellence through the design and implementation of continuous improvement initiatives that reduce waste, optimize costs, enhance productivity, and ensure consistent adherence to high-quality standards. Throughout his career, Mr. Sharma has demonstrated strong expertise in streamlining manufacturing processes, improving operational efficiency, maximizing yield, and fostering a collaborative and harmonious industrial relations environment. His strategic and results-oriented approach has consistently contributed to sustainable improvements and improved plant performance. Since October 2008, Mr. Sharma has been associated with the Goodyear, where he has successfully undertaken several leadership roles of increasing responsibility, including an international assignment as Manufacturing Director at Goodyear Malaysia. His overseas exposure and operational leadership have strengthened his capabilities in managing manufacturing operations and leading cross-functional teams in dynamic business environments. Currently, he is holding the position of manufacturing director of Ballabgarh Plant of the Company.

Mr. Sharma holds a Master of Business Administration (MBA) from FMS Maharaja Sayajirao University, Baroda. He also earned a Bachelor of Science in Operations Research from MJP Rohilkhand University, Bareilly.

As explained under Item Nos. 5 and 6 above, the Company experienced inadequacy of profits during the Financial Year ended March 31, 2026, primarily on account of various business and industry-related factors, including, inter alia, the strategic review of the Farm Business, lower profitability and certain macro-economic conditions affecting the overall business environment.

While the Company has witnessed operational improvements and the management remains optimistic about the Company's future prospects and profitability in the coming years, the Board considers it prudent and in the best interests of the Company to obtain the requisite prior shareholders' approval for payment of minimum remuneration to the Executive Directors in accordance with the provisions of Schedule V to the Companies Act, 2013 in order to ensure compliance with the statutory requirements even in the event of inadequacy of profits.

Based on the recommendation of the Nomination and Remuneration Committee and considering Mr. Sharma's extensive experience, the consent, disclosure of interest, and declarations provided by him, the Board of Directors is of the opinion that appointing Mr. Rohitashv Sharma as a Whole Time Director effective June 01, 2026, would be in the best interest of the Company. This proposal is now being presented/recommended by the Board for the approval of the Members by way of Special Resolution as set out in item no. 9 of the accompanying Notice.

The Board of Directors of the Company believes that the remuneration mentioned in the aforesaid resolution is justified in terms of his key role within the Company and, in the interest of the Company have recommended the aforesaid resolution as set out in this Notice for approval of the Members.

Since, Mr. Sharma is being appointed for 5(five) years and remuneration is being approved for 3 (three) years. In accordance with the provisions of Schedule V of the Act, Shareholders approval shall also be obtained by the Company for payment of remuneration for remaining period of his tenure after expiry of first three years of his tenure.

Accordingly, it is proposed that approval of the members of the Company by way of a special resolution be obtained for the payment of "Minimum Remuneration" in the event of inadequacy or absence of profits to Mr. Rohitashv for a period of three (3) years commencing from June 01, 2026 i.e. date of his appointment.

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor, if any.

The details mentioned in the resolution as well as in the Explanatory Statement may be treated as a written memorandum setting out the Terms and Conditions of the appointment of Mr. Rohitashv Sharma as Whole Time Director in terms of Section 190 of the Act read with rules thereunder.

A brief profile and other information as required under Regulation 36 of SEBI LODR, 2015 and SS-2 issued by ICSI are being provided in **"Annexure A"** to this notice.

The statement containing additional information and disclosures as required under paragraph (iv) of the second proviso of Paragraph B of Section II of Part II of Schedule V to the Act have been provided in **"Annexure – B"** of the accompanying notice.

Except Mr. Sharma being the appointee, or his relatives to the extent of their shareholding interest, if any, in the Company, none of the Directors and Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested financially or otherwise, in the resolution as set out in item no. 9 of this Notice. Further, Mr. Rohitashv Sharma is not related to any Director or Key Managerial Personnel of the Company.

By Order of the Board
Goodyear India Limited

Anup Karnwal
Company Secretary & Compliance Officer

Date: May 28, 2026
Place: Gurugram

(Refer Note 12 of the Notice of AGM)

No Permanent Establishment and Beneficial Ownership Declaration

To,
Goodyear India Limited
9th Floor, EMAAR Capital Tower-II,
Sector-26, MG Road,
Gurgaon, Haryana – 122002

Declaration

I/We hereby confirm that, ... (Name of Foreign Company / Non-Resident Member) is registered in ..... (Name of Country), having its registered address as .... (Address).

I/We are resident of ..... (Name of Country), as per Double Tax Avoidance Agreement as modified by MLI (if applicable) (hereinafter referred as DTAA) entered into by Government of the Republic of India and the ..... (Name of Country) and eligible to apply aforesaid DTAA for determination of its income tax liability in Republic of India.

I/We do not have any business connection in India as explained vide section 9 of the Indian Income Tax Act 2025 during the Indian tax year from 1st April 2026 to 31st March 2027.

I/We further confirm that, I/we do not have any Permanent Establishment in India within the meaning of the Double Taxation Avoidance Agreement between India and ..... (Name of Country) during the Indian tax year from 01st April 2026 till 31st March 2027.

I/We further confirm that, I/we are shareholder in Goodyear India Limited and all these shares are beneficially owned by me/us as per DTAA entered into by Government of the Republic of India and the Republic of ..... (Name of Country).

I/we do hereby provide the self-attested copy of the tax residency certificate for .....(period), which is valid as on ..... (the Book Closure Date), is attached herewith.

If case of any misrepresentation or false documentation provided / made by me/us, I/we shall indemnify Goodyear India Limited to the extent of taxes and other liabilities that may be levied on me/us and / or such other person by the Indian Revenue Authorities.

In the event of any change in any of the facts declared by us above, I/we undertake to forthwith inform Goodyear India Ltd, full particulars of any such change.

Verification

I, ... (name), being ..... (designation) of ..... (Name of Foreign Company / Non-Resident Member), make this declaration with the full understanding that this information will be utilized for the purpose of determining company's Indian income tax liability in respect of payments to be made by Goodyear India Limited for Dividend Distribution. I hereby also declare that what is stated above is true and correct to the best of my knowledge and belief.

Yours Faithfully

..... (Name of Foreign Company / Non-Resident Member)

..... (Name of Signing Authority)

..... (Designation)

Date :

Place :

Annexure-A

Details of Directors seeking appointment/re-appointment and fixation of Remuneration of Directors as per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are provided below:

A.

S No.	Particulars	**Arvind Bhandari** Chairman & Managing Director (appointed w.e.f. January 02, 2025)	**Sandeep Garg** Whole Time Director & Chief Financial Officer (appointed w.e.f. April 07, 2025)	**Varsha Chaudhary Jain** Whole Time Director (resigned w.e.f. December 31, 2025)	**Gajender Singh** Whole Time Director (resigned w.e.f. April 06, 2025)	**Rohitashv Sharma** Whole Time Director (appointed w.e.f. June 01, 2026)
1	Date of Birth	March 20, 1970	February 16, 1973	May 13, 1974	April 10, 1979	August 20, 1976
2	Age	56 years	53 years	52 years	47 years	50 years
3	DIN	10864817	10360979	08388940	10681092	11735730
4	Date of first Ap-pointment	January 02, 2025	April 07, 2025	November 12, 2024	September 02, 2024	June 01, 2026
5	Qualification	• MBA from SP Jain University, Mumbai • Bachelor's in arts from St. Stephen's College • Executive Management Program from IMD, Switzerland	Chartered Accountant from the Institute of Chartered Accountants of India.	Degree in Law from the University of Delhi.	Commerce Graduate & PGDMM in Materials Management from Indian Institute of Materials Management.	Master of Business Administration (MBA) from FMS Maharaja Sayajirao University, Baroda and Bachelor of Science in Operations Research from MJP Rohilkhand University, Bareilly
6	Brief Resume & Expertise in a specific functional area	• Mr. Arvind Bhandari is a Business Leader with more than 25 years of experience across categories covering the complete consumer space, with Large Indian as well as global multinationals like ITC, Pepsi, and Nestle. His career spans sales, branding, marketing, and general management roles in India, South Africa, and Switzerland, with a global reach across Asia, Africa, LATAM, the Middle East, and the USA. • Notable roles in his career include Global CEO of Wyeth Nutrition, EVP & Regional Business Head at Nestle Nutrition, and Managing Director for Eastern & Horn of Africa.	• Mr. Sandeep Garg is a Chartered Accountant with approximately 27 years of extensive experience in strategic and operational financial management. He has a proven track record of progressive leadership, driving financial initiatives, and implementing both short-term and long-term financial strategies. • He possesses significant expertise in working with private equity investors on large-scale mergers and acquisitions (M&A), including business planning, valuation, due diligence, and post-merger integration. Additionally, Mr. Garg excels in leading and coordinating large, multidisciplinary teams, even beyond his direct span of control, ensuring alignment with organizational objectives. • Before this, he served as the Chief Financial Officer at Wavin Industries Limited, where he played a key role in shaping financial strategies and advancing business performance.	• Ms. Varsha Chaudhary Jain is the Head of Legal & Compliance at Goodyear India Limited and has over 27 years of rich and diverse experience with law firms and large multinational corporations in the FMCG & Healthcare sector. • Ms. Jain holds a degree in law from the University of Delhi and has extensive experience in the areas of Law, Compliance, Governance and Corporate Affairs. As part of senior leadership team, she is adept at leveraging legal strategy and compliance to support reputation and business growth. • Ms. Varsha served as Whole Time Director of the Company till December 31, 2025. Prior to joining Goodyear, she has worked with Hindustan Unilever Ltd. where she was the legal lead for the Foods & Refreshments Division. She has also worked with GlaxoSmithKline Consumer Healthcare Ltd., Amway India Enterprises Pvt. Ltd., Kohinoor Foods Ltd. and HB Stockholdings Ltd.	• Mr. Gajender Singh has more than two decades of comprehensive experience in Supply Chain. • Mr. Singh is with Goodyear for around twelve years in various roles across the Asia Pacific region, including India and has demonstrated proficiency in providing strong leadership in effectively managing supply chain operation including FG & RM across manufacturing sites and distribution centers. • Mr. Singh also has experience in implementing logistics & planning solutions tools and automations (D&A) to enhance operational efficiencies. • During his association with Goodyear, Mr. Singh: i. Ensured uninterrupted business operations amidst global SC disruption and safeguarding customer commitments & service; ii. engineered the design and optimization of strategic distribution centers, optimizing route-to-market strategies for finished goods; iii. Established collaborative partnerships with 3PLs and effectively managed contracts to achieve long-term sustainable cost targets; iv. Implemented real-time visibility systems and enhanced customer service KPI, fostering improved transparency and responsiveness.	• Mr. Rohitashv Sharma is a result driven and dedicated manufacturing leader with over 25 years of diverse experience in Production, Production Planning & Control (PPC) and Industrial Engineering in tire manufacturing industries. • He is recognized for driving operational excellence through the design and implementation of continuous improvement initiatives that reduce waste, optimize costs, enhance productivity, and ensure consistent adherence to high-quality standards. • Throughout his career, Mr. Sharma has demonstrated strong expertise in streamlining manufacturing processes, improving operational efficiency, maximizing yield, and fostering a collaborative and harmonious industrial relations environment. His strategic and results-oriented approach has consistently contributed to sustainable improvements and improved plant performance.

S No.	Particulars	**Arvind Bhandari** Chairman & Managing Director (appointed w.e.f. January 02, 2025)	**Sandeep Garg** Whole Time Director & Chief Financial Officer (appointed w.e.f. April 07, 2025)	**Varsha Chaudhary Jain** Whole Time Director (resigned w.e.f. December 31, 2025)	**Gajender Singh** Whole Time Director (resigned w.e.f. April 06, 2025)	**Rohitashv Sharma** Whole Time Director (appointed w.e.f. June 01, 2026)
		• He is an MBA from SP Jain University, Mumbai and has completed his Bachelor's in Arts from St. Stephen's College and Executive Management Programme from IMD, Switzerland.	• Prior to Wavin Industries, he has worked with Musahi Auto Parts and Exicom Power Solutions as CFO. He has also spent a significant part of his career working in diverse roles with Schneider Electric India, Motherson Sumi Systems and Premier Global Group.		• Prior to Goodyear, Mr. Singh was associated with Castrol India Ltd. as Manager Logistics Optimization. Mr. Singh has worked with JCB India Ltd., Honda Motor Company and Trelleborg Automotive and Sealing Solution. • Mr. Singh served as Whole Time Director of the Company till April 07, 2025. However, he has continued to work with Company as Director – Supply Chain, India	• Since October 2008, Mr. Sharma has been associated with the Goodyear, where he has successfully undertaken several leadership roles of increasing responsibility, including an international assignment as Manufacturing Director at Goodyear Malaysia. His overseas exposure and operational leadership have strengthened his capabilities in managing manufacturing operations and leading cross-functional teams in dynamic business environments. • Currently, he is holding the position of manufacturing director of Ballabgarh Plant of the Company.
7	Directorships held in Other Companies in India including listed entities from which the person has resigned in the past three years	• Goodyear South Asia Tyres Private Limited • Goodyear Technology Center India Private Limited	Goodyear South Asia Tyres Private Limited	None	None	None
8	Chairman/ Member of Committee of the Board of other listed Companies in which they are director	None	None	None	None	None
9	Shareholding in the Company	None	None	None	None	None
10	Inter-se Relationship between Directors/ Mangers/Key Managerial Personnel	None	None	None	None	None
11	Remuneration Last Drawn	686. 21 Lakhs	238.33 Lakhs	142.66 Lakhs	3.01Lakhs	None
12	Number of Board Meetings Attended during the Financial Year 2025-26	10 of 10	10 of 10	7 of 10	0 of 10*	It is proposed to appoint Mr. Rohitashv Sharma as Director for his first term on the Board and hence, these details are not applicable.

*Mr. Singh resigned from the office of Whole Time Director of the Company w.e.f. April 06, 2025

B.

S No.	Particulars	**Ms. Uma Ratnam** Krishnan Independent Director (appointed w.e.f. June 07, 2024)	**Mr. Sumit Dutta Chowdhury** Independent Director (appointed w.e.f. March 06, 2025)	**Mr. Rajiv Lochan Jain** Independent Director (resigned w.e.f. December 31, 2025)	**Mr. Gajanan Vithal Gandhe** Independent Director (appointed w.e.f. January 01, 2026)
1	Date of Birth	February 18, 1962	December 30, 1969	January 1, 1951	March 01, 1964
2	Age	64 years	56 years	76 years	62 years
3	DIN	00370425	02117586	00161022	02023395
4	Date of first Appointment	June 07, 2024	March 06, 2025	March 12, 2018	January 01, 2026
5	Qualification	MBA in finance and marketing from the Indian Institute of Management (IIM) Bangalore.	BTech from IIT Kanpur and Master of Science and Ph.D. from Carnegie Mellon University, USA.	B. Tech. (Hons.) in Chemical Engineering from IIT, Kharagpur and MBA from the Peter T. Paul College of Business and Economics at the University of New Hampshire, USA.	B.Tech in Civil Engineering from IIT Bombay, an M.S. in Engineering Mechanics from Virginia Tech, an MBA in Finance and International Economics from Oakland University, and completed the Advanced Management Program at Harvard Business School
6	Brief Resume & Expertise in a specific functional area	• Ms. Uma Ratnam Krishnan has more than 37 years of experience in the Banking and Financial Services Industry. • Ms. Krishnan has been a diplomat with the Indian Foreign Service. Prior to starting her corporate career, she completed an MBA in finance and marketing from the Indian Institute of Management (IIM) Bangalore. • After a short stint in the India Foreign Service, Ms. Uma Ratnam Krishnan has been in Banking and held senior leadership roles in ANZ Grindlays Bank, HDFC Bank, ABN Amro Bank, NatWest Group and Barclays -in India and globally. • Working across many aspects of banking in both India and overseas has given her rich and diverse experience in Business Strategy, Risk Governance and a Global Perspective. In her global roles she has contributed towards shaping and transforming organizations across functions and geographies.	• Mr. Sumit Dutta Chowdhury is a seasoned leader with a strong background in digital transformation, having led and delivered technology based solutions for both companies and Governments across various sectors and geographies. He brings subject matter expertise in technology, government, and ESG, particularly in driving the use of Artificial Intelligence, machine learning, and digital transformation. He has been a Program Manager Consultant under the Smart Cities Mission, including Agra Smart City, which under his guidance has won multiple national, global, and MoHUA awards for technology design and deployment. He led the PMU of Swachh Bharat Mission. He is also consulting with the Government of Mauritius on several Digital transformation projects. • He is the Founder and CEO of GreenEarthX Inc., pioneering the world's first Green Hydrogen Trading Exchange, a Fintech platform for global commerce of sustainable fuels. Also, as the Founder of Gaia Smart Cities, he has been engaged in strategic consulting and Digitalization solutions using its network of global experts in Smart Cities, IOT, Devices, Networks and follow up with execution of the concepts. • Mr. Chowdhury has held leadership roles at Reliance Jio, Reliance Communications, IBM, KPMG, and Brookfield Properties, earning recognition. He is also an author of bestselling career management book, TEDx speaker, and visiting faculty member at Carnegie Mellon University, USA.	• He was the Chief Executive of the Specialty Chemicals, Rubber Chemicals and Explosives businesses of ICI India Limited (now Akzo Nobel India Limited) before being appointed as the Chief Operating Officer. He joined the Board in 1997 and served as Chief Executive Officer and Managing Director of ICI India Limited from 2003. He successfully led the portfolio reshaping of ICI India Ltd. from a diversified chemical Company to a focused and fastest growing player in the paints and coatings business. He was also the Chairman of both ICI's Research Company in India and the joint venture company of ICI with Orica, Australia. • He advises global and local companies on their entry and growth strategies for India and serves as Independent Director on the Boards of Gujarat Alkalies and Chemicals Ltd., and Goodyear India Limited. He is also on the Board of Governors of GSFC University. • Mr. Jain served as Independent Director of the Company till December 31, 2025.	• Mr. Gajanan Vithal Gandhe is a seasoned leader with over 35 years of experience in the global automotive and mobility sector, having held key roles across the USA, China, India, and South Africa. • He is currently the Country Head and Vice President of Dana Incorporated India, leading strategic initiatives including the company's e-mobility strategy and serving on its India based boards. • Previously, he held leadership positions at International Automotive Components, Lear Corporation, Dow Automotive, and General Motors. He brings deep expertise in business transformation, operational scaling, and cross-border team leadership. • Mr. Gandhe holds a B.Tech in Civil Engineering from IIT Bombay, an M.S. in Engineering Mechanics from Virginia Tech, an MBA in Finance and International Economics from Oakland University, and completed the Advanced Management Program at Harvard Business School. He also serves on the boards of other companies, including Minda Corporation Limited and Dana TM4 India Pvt. Ltd.

S No.	Particulars	**Ms. Uma Ratnam** Krishnan Independent Director (appointed w.e.f. June 07, 2024)	**Mr. Sumit Dutta Chowdhury** Independent Director (appointed w.e.f. March 06, 2025)	**Mr. Rajiv Lochan Jain** Independent Director (resigned w.e.f. December 31, 2025)	**Mr. Gajanan Vithal Gandhe** Independent Director (appointed w.e.f. January 01, 2026)
7	Directorships held in Other Companies in India including listed entities from which the person has resigned in the past three years	• Optum Global Solutions (India) Private Limited • Footprint Leisure Private Limited • Barclays Shared Services Private Limited	• Meterology Data Private Limited • Techcrew Solutions Private Limited • Gaia Smart Cities Solutions Private Limited • Technology Innovation in Exploration & Mining Foundation • D and B Foodarts Private Limited • ABM Knowledgeware Limited	Gujarat Alkalies and Chemicals Limited	• Minda Corporation Limited • Insolare Energy Private Limited
8	Chairman/ Member of Committee of the Board of other listed Companies in which they are director	None	None	None	Chairman of the Nomination and Remuneration Committee and Member of the Corporate Social Responsibility and Stakeholders Relationship Committee of Minda Corporation Limited
9	Shareholding in the Company	None	None	None	None
10	Inter-se Relationship between Directors/ Mangers/Key Managerial Personnel	None	None	None	None
11	Remuneration Last Drawn (Sitting Fee)	18 Lakhs	17.25 Lakhs	12 Lakhs	6 Lakhs
12	Number of Board Meetings Attended during the Financial Year 2025-26	10 of 10	10 of 10	7 of 10	3 of 3

Annexure-B

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE V OF THE COMPANIES ACT, 2013

I. General Information

<table>
<tr><td>1.</td><td>Nature of industry</td><td colspan="4">Manufacturing</td></tr>
<tr><td>2.</td><td>Date or expected date of commencement of commercial production</td><td colspan="4">The Company was registered and incorporated as a Private Company on October 10, 1922 and converted into a Public Company with a Fresh Certificate of Incorporation on March 28, 1961.</td></tr>
<tr><td>3.</td><td>In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</td><td colspan="4">Not applicable</td></tr>
<tr><td rowspan="6">4.</td><td rowspan="6">Financial performance based on given indicators (past 3 FY)</td><td colspan="4">Financial Performance:
(Rs In Lakhs)</td></tr>
<tr><td></td><td>FY 2025-26</td><td>FY 2024-25</td><td>FY 2023-24</td></tr>
<tr><td>Revenue from operations</td><td>247,588</td><td>260,805</td><td>255,171</td></tr>
<tr><td>Other income</td><td>1,870</td><td>1,752</td><td>1,697</td></tr>
<tr><td>Total Expenses</td><td>238,965</td><td>2,55,089</td><td>2,44,065</td></tr>
<tr><td>Profit/Loss before tax</td><td>10,493</td><td>7,468</td><td>12,803</td></tr>
<tr><td>Profit/Loss after tax</td><td>6,150</td><td>5,512</td><td>9,485</td></tr>
<tr><td>5.</td><td>Foreign investments or collaborations, if any</td><td colspan="4">Goodyear Orient Company (Private) Limited (incorporated in Singapore) holds 74% Equity Shares in the Company as a Promoter.

There is no Foreign Direct Investment in the Company except above and shares held by FPIs, NRIs and foreign nationals.</td></tr>
</table>

II. A. Information about the Director:

S. No.	Particulars	**Arvind Bhandari** Chairman & Managing Director (appointed w.e.f. January 02, 2025)	**Sandeep Garg** Whole Time Director & Chief Financial Officer (appointed w.e.f. April 07, 2025)	**Varsha Chaudhary Jain** Whole Time Director (resigned w.e.f. December 31, 2025)	**Gajender Singh** Whole Time Director (resigned w.e.f. April 06, 2025)	**Rohitashv Sharma** Whole Time Director (appointed w.e.f. June 01, 2026)
1	Background details	Mr. Arvind Bhandari is a Business Leader with more than 26 years of experience across categories covering the complete consumer space, with Large Indian as well as global multinationals like ITC, Pepsi, and Nestle. His career spans sales, branding, marketing, and general management roles in India, South Africa, and Switzerland, with a global reach across Asia, Africa, LATAM, the Middle East, and the USA. Notable roles in his career include Global CEO of Wyeth Nutrition, EVP & Regional Business Head at Nestle Nutrition, and Managing Director for Eastern & Horn of Africa.	Mr. Sandeep Garg is a Chartered Accountant with approximately 27 years of extensive experience in strategic and operational financial management. He has a proven track record of progressive leadership, driving financial initiatives, and implementing both short-term and long-term financial strategies. He possesses significant expertise in working with private equity investors on large-scale mergers and acquisitions (M&A), including business planning, valuation, due diligence, and post-merger integration. Additionally, Mr. Garg excels in leading and coordinating large, multidisciplinary teams, even beyond his direct span of control, ensuring alignment with organizational objectives. Before this, he served as the Chief Financial Officer at Wavin Industries Limited, where he played a key role in shaping financial strategies and advancing business performance. Prior to Wavin Industries, he has worked with Musahi Auto Parts and Exicom Power Solutions as CFO. He has also spent a significant part of his career working in diverse roles with Schneider Electric India, Motherson Sumi Systems and Premier Global Group.	Ms. Varsha Chaudhary Jain is the Head of Legal & Compliance at Goodyear India Limited and has over 27 years of rich and diverse experience with law firms and large multinational corporations in the FMCG & Healthcare sector. Ms. Jain holds a degree in law from the University of Delhi and has extensive experience in the areas of Law, Compliance, Governance and Corporate Affairs. As part of senior leadership team, she is adept at leveraging legal strategy and compliance to support reputation and business growth. In the past, she has worked with Hindustan Unilever Ltd. where she was the legal lead for the Foods & Refreshments Division. She has also worked with GlaxoSmithKline Consumer Healthcare Ltd., Amway India Enterprises Pvt. Ltd., Kohinoor Foods Ltd. and HB Stockholdings Ltd.	Mr. Gajender Singh has more than two decades of comprehensive experience in Supply Chain. Mr. Singh is with Goodyear for around twelve years in various roles across the Asia Pacific region, including India and has demonstrated proficiency in providing strong leadership in effectively managing supply chain operation including FG & RM across manufacturing sites and distribution centers. Mr. Singh also has experience in implementing logistics & planning solutions tools and automations (D&A) to enhance operational efficiencies. Prior to Goodyear, Mr. Singh was associated with Castrol India Ltd. as Manager Logistics Optimization. Mr. Singh has worked with JCB India Ltd., Honda Motor Company and Trelleborg Automotive and Sealing Solution.	• Mr. Rohitashv Sharma is a result driven and dedicated manufacturing leader with over 25 years of diverse experience in Production, Production Planning & Control (PPC) and Industrial Engineering in tire manufacturing industries. • He is recognized for driving operational excellence through the design and implementation of continuous improvement initiatives that reduce waste, optimize costs, enhance productivity, and ensure consistent adherence to high-quality standards. • Throughout his career, Mr. Sharma has demonstrated strong expertise in streamlining manufacturing processes, improving operational efficiency, maximizing yield, and fostering a collaborative and harmonious industrial relations environment. His strategic and results-oriented approach has consistently contributed to sustainable improvements and improved plant performance. • Since October 2008, Mr. Sharma has been associated with the Goodyear, where he has successfully undertaken several leadership roles of increasing responsibility, including an international assignment as Manufacturing Director at Goodyear Malaysia. His overseas exposure and operational leadership have strengthened his capabilities in managing manufacturing operations and leading cross-functional teams in dynamic business environments. • Currently, he is holding the position of manufacturing director of Ballabgarh Plant of the Company.

S. No.	Particulars	Arvind Bhandari Chairman & Managing Director (appointed w.e.f. January 02, 2025)	Sandeep Garg Whole Time Director & Chief Financial Officer (appointed w.e.f. April 07, 2025)	Varsha Chaudhary Jain Whole Time Director (resigned w.e.f. December 31, 2025)	Gajender Singh Whole Time Director (resigned w.e.f. April 06, 2025)	Rohitashv Sharma Whole Time Director (appointed w.e.f. June 01, 2026)
2	Past remuneration	686. 21 Lakhs	238.33 Lakhs	142.66 Lakhs	3.01Lakhs	None
3	Recognition or awards	-	-	-	-	-
4	Job profile and his suitability	Mr. Arvind Bhandari was appointed as Chairman and Managing Director of the Company w.e.f. January 02, 2025. He is a member of Audit Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee	Mr. Sandeep Garg was appointed as Whole Time Director and Chief Financial Officer of the Company for a period of five years with effect from April 07, 2026. He is a member of Corporate Social Responsibility Committee and Risk Management Committee.	Ms. Varsha Chaudhary Jain was appointed as Whole Time Director for a period of five years w.e.f. November 12, 2024. Further, Ms. Varsha Chaudhary Jain resigned as Whole Time Director of the Company from the close of business hours on December 31, 2025.	Mr. Gajender Singh was appointed as Whole Time Director of the Company for a period of five years with effect from w.e.f. September 02, 2024. Further, Mr. Gajender Singh resigned as Whole Time Director of the Company from the close of business hours on April 06, 2025.	Mr. Rohitashv Sharma was appointed as Whole Time Director of the Company for a period of five years with effect from June 01, 2026
5	Remuneration proposed	As stated in the Explanatory Statement in Item No. 6, 7, 8 & 9 of this AGM Notice.				
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration of Executive Directors is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and diverse nature of its business.				
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	There is no other pecuniary relationship with the Company or the Managerial Personnel.				

III. Other information:

1. **Reasons of loss or inadequate profits:**
   Due to the impact of the strategic review of Farm business, low volume, and other various macro economic factor, the aggregate managerial remuneration paid to all the Directors, including the Managing Director(s) and Whole-time Director(s), has exceeded the limit of eleven percent (11%) of the net profits of the Company computed in accordance with the provisions of Section 198 of the Companies Act, 2013.

2. **Steps taken or proposed to be taken for improvement:**
   Although the Company has reported profits, it continues to take necessary steps towards operational and strategic improvement to enhance overall efficiency, sustain long-term growth, and strengthen internal processes.

3. **Expected increase in productivity and profits in measurable terms:**
   Although the Company has reported profits, it continues to take necessary steps towards operational and strategic improvement to enhance overall efficiency, sustain long-term growth, and strengthen internal processes.

Notes

Notes

FAST IS IN US



2025-26 ANNUAL REPORT

GOODYEAR

EAGLE

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AUDITORS

Statutory Auditors

Deloitte Haskins & Sells L.L.P

Chartered Accountants

(ICAI Firm Registration No. 11736W/W-100018)

Cost Auditors

M/s Vijender Sharma & Co.

Cost Accountants (Firm Registration No. 000180)

Secretarial Auditors

M/s Chandrasekaran Associates

Company Secretaries (FRN: P1988DE002500)

REGISTRAR & TRANSFER AGENTS

Skyline Financial Services Private Limited

D-153/A, 1st Floor, Okhla Industrial Area,

Phase-1, New Delhi-110020

Email- admin@skylinerta.com

Phone: +9111-40450193 - 197

BANKERS

BNP Paribas

HDFC Bank Ltd.

ICICI Bank Ltd.

JP Morgan Chase Bank N.A

Deutsche Bank AG

MUFG Bank Ltd.

REGISTERED OFFICE

Mathura Road, Ballabgarh, (Dist. Faridabad)-121004, Haryana

CORPORATE OFFICE

9th Floor, EMAAR Capital Tower-II, Sector-26, MG Road, Gurgaon, Haryana – 122002, India

MANUFACTURING PLANT

21/4 Milestone, Mathura Road, Ballabgarh, Haryana – 121 004

CORPORATE IDENTITY NUMBER

L25111HR1961PLC008578

WEBSITE

www.goodyear.co.in

INVESTOR EMAIL ID

goodyearindia_investorcell@goodyear.com

LISTING OF EQUITY SHARES

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai -400001

(Scrip Code : 500168)

FINANCIAL YEAR

April 01, 2025 to March 31, 2026



Message from the Chairman & Managing Director

Dear Shareholders,

Warm greetings to you and your family.

India continues to demonstrate economic resilience and remains among the world's fastest-growing economies. Robust domestic consumption, supported by rising disposable incomes, urbanization and stable rural demand, continues to support growth despite global uncertainty.

At the same time, geopolitical tensions, energy price volatility, and supply chain uncertainty continue to create economic headwinds. Given India's reliance on imported crude oil, these developments may add to inflationary and broader cost pressures. Nevertheless, resilient domestic demand and strong economic fundamentals continue to support the country's long-term growth prospects.

Against this backdrop, Goodyear India Limited remains firmly committed to strengthening its position in the Indian market. As we work toward helping Goodyear achieve its vision of becoming #1 in Tires and Service, we continue to focus on delivering best-in-class products that address our customers' evolving needs.

During the year, we launched the Assurance MaxGuard SUV, an all-rounder tire specifically engineered for Indian road conditions. Targeted at the mid-SUV segment — one of the fastest-growing categories in the Indian automotive market — the product has been well received, earning positive feedback from both channel partners and consumers.

In the Farm segment, we introduced Ultra Grip, a tractor tire developed for varied Indian soil and field conditions. Built to support farmers in demanding day-to-day farming operations, Ultra Grip is designed to balance grip, durability, and long-lasting performance, reflecting Goodyear India's continued focus on agricultural tire solutions tailored to local farming needs.

We are also implementing strategic initiatives to expand our distribution footprint and deepen our presence across the country. These efforts include strengthening partnerships with channel partners, improving product availability, and enhancing our retail and service touchpoints to deliver superior customer experiences.

We continue to create a healthy, engaging, and collaborative work environment where our associates can contribute and make a positive impact. In India, our community engagement efforts focus on creating positive outcomes through structured CSR programs and partnerships in the areas of safe mobility, skill development, women empowerment, and environmental sustainability. During the year, we continued to support skilling and entrepreneurship initiatives such as Hunar Se Udaan, helping economically disadvantaged youth and women build market-aligned skills for sustainable livelihoods. We also advanced road and tire safety awareness programs to promote responsible driving behavior and tire care, while supporting environmental initiatives such as Cleaner Air Better Life and the Greenbelt project, which contribute to cleaner air, sustainable farming practices and communities. These efforts reflect Goodyear's Better Future mission and our commitment to supporting communities through programs aligned with the Safe, Smart and Sustainable focus areas.

For the Financial Year 2025-26, the Company reported a total income of Rs. 249,458 Lakhs, compared with Rs. 262,557 Lakhs in the previous financial year. Profit Before Tax (PBT) for the year stood at Rs. 8,316 Lakhs, compared with Rs. 7,468 Lakhs in the previous financial year, representing an increase of 11.36%. The Board of Directors has recommended a Final Dividend of Rs. 26.50 per equity share of Rs. 10 each for the Financial Year 2025-26, subject to shareholders' approval.

The Government of India notified the New Labour Codes in November 2025. During Q3 FY2025–26, the Company assessed the preliminary financial impact and recognized ₹194 lakhs as past service cost relating to gratuity and compensated absences.

In Q4 FY2025–26, based on an actuarial valuation, the Company reassessed the financial impact and recognized an additional ₹1,984 lakhs as past service cost relating to gratuity and compensated absences. As these costs arose from new legislation and were not operational in nature, they were presented as exceptional items in the financial statements.

The Company will continue to monitor regulatory developments and evaluate any further accounting implications as required.

On behalf of Goodyear India, I would like to express my sincere gratitude to our shareholders, customers and all stakeholders for their continued support, confidence, and trust. Together, we remain committed to building a stronger, more resilient organization and creating sustainable value for all as we continue our journey toward long-term growth.

Best Regards,

Arvind Bhandari
Chairman & Managing Director

BOARD OF DIRECTORS



ARVIND BHANDARI

Chairman and Managing Director

Mr. Arvind Bhandari is a Business Leader with more than 25 years of experience across categories covering the complete consumer space, with Large Indian as well as global multinationals like ITC, Pepsi, and Nestle. His career spans sales, branding, marketing, and general management roles in India, South Africa, and Switzerland, with a global reach across Asia, Africa, LATAM, the Middle East, and the USA.

Notable roles in his career include Global CEO of Wyeth Nutrition, EVP & Regional Business Head at Nestle Nutrition, and Managing Director for Eastern & Horn of Africa.

He is an MBA from SP Jain University, Mumbai and has completed his Bachelor's in Arts from St. Stephen's College and Executive Management Programme from IMD, Switzerland.

He is also a Non-Executive Director of Goodyear South Asia Tyres Private Limited.



SANDEEP GARG

Whole Time Director and Chief Financial Officer

Mr. Sandeep Garg is a Chartered Accountant with approximately 27 years of extensive experience in strategic and operational financial management. He has a proven track record of progressive leadership, driving financial initiatives, and implementing both short and long term financial strategies. He possesses significant expertise in working with private equity investors on large-scale mergers and acquisitions (M&A), including valuation, due diligence, and post-merger integration.

He has extensive experience in business partnering, dynamic financial planning and driving financial performance through data-driven insights. Additionally, Mr. Garg excels in leading and coordinating large, multi-disciplinary teams, even beyond his direct span of control, ensuring alignment with organizational objectives.

Prior to joining Goodyear, he has served as Chief Financial Officer at Wavin Industries Limited, Musashi Auto Parts India, Exicom Power Solutions where he played a key role in shaping financial strategies and business transformation. He has also spent a significant part of his career working in diverse roles with Schneider Electric India, Motherson Sumi Systems and Premier Global Group.



UMA RATNAM KRISHNAN

Independent Director

Uma Ratnam Krishnan is a seasoned business leader and board professional with more than three decades of leadership experience across financial services, technology, healthcare, and global operations. She has held CEO, Managing Director, and other senior leadership roles at Barclays, NatWest, ANZ Grindlays Bank, HDFC Bank, Polaris Software, currently at Optum India. She brings deep expertise in corporate governance, strategy, business transformation, risk management, talent development, and scaling global enterprises. Uma currently serves as an Independent Director and mentors emerging entrepreneurs and high-growth startups. An influential voice in India's business ecosystem, she serves on the NASSCOM National GCC Executive Council and chairs the AMCHAM GCC Council.

She is a recognized thought leader, frequent industry speaker, and was named among the Top 25 GCC Leaders by Analytics India Magazine. Uma began her career with the Indian Foreign Service and holds an MBA from the Indian Institute of Management Bangalore, complemented by executive education at Harvard Business School and The Wharton School. She is passionate about building high-performing organizations and developing future leaders. Outside work, she enjoys trekking, fitness, and travel.



GAJANAN VITHAL GANDHE

Independent Director

Mr. Gajanan Vithal Gandhe is a seasoned techno commercial leader with over 35 years of experience in the global automotive and mobility sector, having held key roles across the USA, China, India, and South Africa.

Until Dec 2024, Gajanan was the Country Head and Vice President of Dana Incorporated India, leading strategic initiatives including the company's e-mobility strategy and serving on many of its India based boards. Mr. Gandhe also serves on the board of Minda Corporation Limited and Insolare Limited as an Independent Director.

Previously, he held leadership positions at International Automotive Components, Lear Corporation, Dow Automotive, and General Motors. He brings deep expertise in business transformation, operational scaling, and cross-border team leadership.

Mr. Gandhe holds a B.Tech in Civil Engineering from IIT Bombay, an M.S. in Engineering Mechanics from Virginia Tech, an MBA in Finance and International Economics from Oakland University and completed the Advanced Management Program at Harvard Business School. He also serves on the boards of other companies, including Minda Corporation Limited and Dana TM4 India Pvt. Ltd. Mr Gandhe is the recipient of the Distinguished Alumni Service Awards of IIT Bombay in 2023.



SUMIT DUTTA CHOWDHURY

Independent Director

Mr. Sumit Dutta Chowdhury is a seasoned leader with a strong background in digital transformation, having led and delivered technology-based solutions for both Companies and Governments across various sectors and geographies. He brings subject matter expertise in technology, government, and ESG, particularly in driving the use of Artificial Intelligence, machine learning, and digital transformation. He has been a Program Manager Consultant under the Swaach Bharat & Smart Cities Mission, including Agra Smart City, which under his guidance has won multiple national, global, and MoHUA awards for technology design and deployment. He is also consulting with the Government of Mauritius on several Digital transformation projects in Toll, Traffic and Road Projects . He is working with the FIDE on creating a Digital Energy Grid across several countries. He is also the Engineer-in-Charge for the NHAI for National Barrierless Tolling rollout across India.

He is the Founder of Gaia Smart Cities, where he has been engaged in strategic consulting and Digitalization solutions for Public and Private Sector.

Mr. Chowdhury has held leadership roles at Reliance Jio, Reliance Communications, IBM, KPMG, and Brookfield Properties, earning recognition. He is also an author of bestselling career management book, TEDx speaker, and visiting faculty member at Carnegie Mellon University, USA.

Mr. Chowdhury holds degrees in BTech from IIT Kanpur, and Master of Science & Ph.D. from Carnegie Mellon University, USA. He is also Graduate of Australian Institute of Company Directors and Certified Company Director with IoD in India.

Mr. Chowdhury is also a Board Advisor at ABM Knowledgeware Limited, D and B Foodarts Private Limited, Meterology Data Private Limited, Gaia Smart Cities Solutions Private Limited, Techcrew Solutions Private Limited and Technology Innovation in Exploration & Mining (TeXMIN) Foundation at IIT Dhanbad.



ROHITASHV SHARMA

Whole Time Director

Mr. Rohitashv Sharma is a result driven and dedicated manufacturing leader with over 25 years of diverse experience in Production, Production Planning & Control (PPC) and Industrial Engineering in tire manufacturing industries.

He is recognized for driving operational excellence through the design and implementation of continuous improvement initiatives that reduce waste, optimize costs, enhance productivity, and ensure consistent adherence to high-quality standards.

Throughout his career, Mr. Sharma has demonstrated strong expertise in streamlining manufacturing processes, improving operational efficiency, maximizing yield, and fostering a collaborative and harmonious industrial relations environment. His strategic and results-oriented approach has consistently contributed to sustainable improvements and improved plant performance.

Since October 2008, Mr. Sharma has been associated with the Goodyear, where he has successfully undertaken several leadership roles of increasing responsibility, including an international assignment as Manufacturing Director at Goodyear Malaysia. His overseas exposure and operational leadership have strengthened his capabilities in managing manufacturing operations and leading cross-functional teams in dynamic business environments.

Mr. Sharma holds a Master of Business Administration (MBA) from FMS Maharaja Sayajirao University, Baroda. He also earned a Bachelor of Science in Operations Research from MJP Rohilkhand University, Bareilly.

ANUP KARNWAL

Company Secretary & Compliance Officer

BOARD COMMITTEES

AUDIT COMMITTEE

Ms. Uma Ratnam Krishnan	Chairperson
Mr. Arvind Bhandari	Member
Mr. Gajanan Vithal Gandhe	Member
Mr. Sumit Dutta Chowdhury	Member

NOMINATION AND REMUNERATION COMMITTEE ("NRC")

Mr. Sumit Dutta Chowdhury	Chairman
Ms. Uma Ratnam Krishnan	Member
Mr. Gajanan Vithal Gandhe	Member

STAKEHOLDERS' RELATIONSHIP COMMITTEE ("SRC")

Mr. Gajanan Vithal Gandhe	Chairman
Mr. Arvind Bhandari	Member
Mr. Sumit Dutta Chowdhury	Member

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

Mr. Arvind Bhandari	Chairman
Ms. Uma Ratnam Krishnan	Member
Mr. Sumit Dutta Chowdhury	Member
Mr. Sandeep Garg	Member

RISK MANAGEMENT COMMITTEE ("RMC")

Ms. Uma Ratnam Krishnan	Chairperson
Mr. Arvind Bhandari	Member
Mr. Gajanan Vithal Gandhe	Member
Mr. Sandeep Garg	Member

BOARD'S REPORT

Dear Members,

Your Directors are pleased to present the 65th Annual Report of the Company along with the Company's Audited Financial Statements for the Financial Year ended March 31, 2026 ('Year').

1. FINANCIAL SUMMARY

A brief summary of the audited financials of the Company for the Financial Year ended March 31, 2026 is given below. The figures of the current Financial Year and previous Financial Year have been prepared in accordance with the Indian Accounting Standards ("Ind AS").

(in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Revenue from operations	247,588	260,805
Other Income	1,870	1,752
Total Income	**249,458**	**262,557**
Less: Expenditure:		
Cost of material consumed	95,059	109,615
Depreciation	4,930	5,475
Other expenses	138,976	139,999
Total Expenditure	**238,965**	**255,089**
Profit Before Tax	**10,493**	**7,468**
Exceptional item	2,177	-
Profit before tax	**8,316**	**7,468**
Less: Income Tax Expense:		
Current Tax	2,753	1,630
Deferred Tax	(587)	326
Profit before other comprehensive income	**6,150**	**5,512**
Other comprehensive income for the year, net of tax	(313)	98
Total comprehensive income for the year	**5,837**	**5,610**

2. FINANCIAL HIGHLIGHTS

During the Financial Year 2025-26, the total income was Rs. 249,458 Lakhs as compared to Rs. 262,557 Lakhs in the previous Financial Year 2024-25.

The revenue from operations during the year 2025-26 was Rs. 247,588 Lakhs as compared to Rs. 260,805 Lakhs in the previous Financial Year 2024-25, decrease by 5.07%.

Profit before tax (PBT) during the year was Rs. 8,316 Lakhs as compared to Rs. 7,468 Lakhs in the previous Financial Year 2024-25, an increase of 11.36%.

The total comprehensive income stood at Rs. 5,837 Lakhs as compared to Rs. 5,610 Lakhs in the previous Financial Year 2024-25, an increase of 4.05%.

Capital expenditure incurred during the year amounted to Rs.1,475 Lakhs as compared to Rs. 2,181 Lakhs in the previous Financial Year 2024-25. The interest and other finance cost was Rs. 516 Lakhs as compared to Rs. 468 Lakhs in the previous Financial Year 2024-25.

3. OPERATIONS

The Company manufactures and sells automotive tyres viz. farm tyres and commercial truck bias tyres at its Ballabgarh plant. The Company also markets and sells passenger car tyres which are manufactured by Goodyear South Asia Tyres Private Limited ('GSATPL'), Aurangabad, in the replacement market. Other products which the Company markets and sells include tubes and flaps.

The Farm OE segment has seen a decline of -7% in the Financial Year 2025-26 on Y-O-Y basis. This was primarily due to the headwinds from the strategic review announcement by the Company in the first quarter of the financial year. In April 2025, the Company received a communication from its ultimate parent company, The Goodyear Tire & Rubber Company, indicated its intention to undertake a strategic review of the Company's farm tire business to evaluate all strategic, operational and financial opportunities related to that business. On December 5, 2025, the Company received a subsequent communication from The Goodyear Tire & Rubber Company confirming that it has concluded the previously announced strategic review of its Farm Tire business in India and at this time has made the decision to retain ownership of the business.

The Company acknowledges the outcome of the strategic review and remains committed to the continued strengthening and expansion of its farm tire business in India, in alignment with its long-term strategic objectives and its focus on delivering sustainable value to all stakeholders.

Financial Year 2026-27 looks positive, with strong growth in farm mechanization, supported by government initiatives and advancements in technology. However, challenges of strong climate uncertainties remain. OEMs that focus on sustainability, innovation, and accessibility are well-positioned to capture the growing demand for farm machinery in India including the shift to newer application.

Farm Replacement segment has seen a decline of -7% in the Financial Year 2025-26 on Y-O-Y due to multiple challenges including portfolio gap & intense competition. However, efforts are being directed at growing distribution footprint and channel presence, while also prioritizing product quality.

In Financial Year 2026-27, the business is focused on portfolio enhancement through strategic new product launches, addressing white spaces, and further improving consumer satisfaction, while continuing to strengthen Goodyear's position in the market by leveraging its strong brand leverage & equity.

This approach is aimed at ensuring that Goodyear tires remain the preferred choice for consumers.

Urban consumption in India for the fiscal year was characterized by a "K-shaped" resilience. While high-end premium segments continued to grow, the broader urban mass market has shown signs of slowdown. High-income urban households are driving growth in specific categories, while middle-to-lower-income urban consumers are tightening their belts. In the automotive category, Luxury and SUVs segments saw healthy growth, whereas entry-level hatchbacks and budget sedans remained largely flat or declined. High housing and rental costs coupled with moderating wage growth in organized urban sector have squeezed discretionary spending for the urban middle class. However, Consumer Replacement business continued its focus to strengthen its presence in target market segments through continued focus on following key initiatives:

- Modernization of product portfolio through the launch of technologically advanced products like Assurance Maxguard SUV.
- Driving market penetration by strengthening distribution channels and optimizing availability of products nationwide.
- Integrating analytics and digital tools to strengthen customer relationships and drive higher productivity.

For the Financial Year 2026-27, the Company will continue to introduce consumer centric innovation products, improve service through technological advancements streamline its distribution network.

4. DIVIDEND

The Board has recommended a Final Dividend of Rs. 26.50/- per equity share amounting to Rs. 6,113 lakhs for the Financial Year 2025-26 as against Final Dividend of Rs. 23.90/- per equity share in the previous Financial Year 2024-25.

The Dividend recommendation is in accordance with the Dividend Distribution Policy of the Company available at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations

The Final Dividend of Rs. 26.50/- per equity share, as recommended by the Board for the Financial Year 2025-26, shall be paid to the eligible members within the stipulated time-period, if approved at the ensuing Annual General Meeting (AGM) of the Company.

5. TRANSFER TO GENERAL RESERVE

During the Financial Year 2025-26, the Company has not transferred any amount towards General Reserve.

6. AWARDS AND RECOGNITIONS

During the Financial Year 2025-26, the Company has been recognized among *India's Tyre Supply Chain Champions* by the Institute of Supply Chain Management (ISCM). This recognition highlights Company's excellence in supply chain governance, planning discipline, and operational efficiency. It also reflects our team's unwavering commitment to global standards in quality, compliance, and risk management, ensuring reliable performance across manufacturing and supply chain operations.

The Company has also been recognized as one of the Best Organizations to Work For 2025 by ET Edge, a prestigious initiative of The Economic Times, one of India's leading newspapers. The recognition celebrates the Company's commitment to fostering a people-first workplace, with a strong emphasis on organizational culture, employee well-being, and transformative leadership within the manufacturing sector.

7. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134 of the Companies Act, 2013 ("the Act"), the Directors make the following statements that:

(i) In the preparation of the annual accounts for the Financial Year 2025-26, the applicable accounting standards have been followed and that there are no material departures;

(ii) Appropriate accounting policies have been selected and applied consistently and judgements and estimates that are reasonable and prudent have been made so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit and loss of the Company for that period;

(iii) Proper and sufficient care have been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) The annual accounts for the Financial Year 2025-26 have been prepared on a going concern basis;

(v) They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(vi) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

8. FUTURE OUTLOOK

Indian Economy

Growth in India is projected at around 6.6% in FY27, as higher energy prices caused by the Middle East conflict and supply chain disruptions weigh on economic activity. Even with the slowdown, India remains among the fastest-growing major economies in the world, as per the World Bank's economic update.

Despite significant downside risks stemming from the current geo-political conflicts, the economy's strong macroeconomic fundamentals and policy buffers offer some insulation. Substantial foreign reserves, low inflation, a healthy financial

sector, and trade diversification efforts play a major role in providing resilience from external headwinds.

Despite an increase in US tariffs on India's merchandise exports in August 2025, the Indian economy continued to be the fastest-growing major economy in Financial Year 2025-26. Growth accelerated to 7.6 percent in Financial Year 2025-26, up from 7.1 percent in Financial Year 2024-25.

India's long-term growth trajectory is underpinned by robust fundamentals: a youthful demographic, a rising middle class, and accelerating digital adoption. This landscape is poised to catalyze demand across all categories, with a notable shift toward premium and high-tech offerings in both essential and discretionary spending

India's economic landscape is being reshaped by a multi-pillar growth strategy. While robust infrastructure initiatives optimize our logistics and connectivity, PLI schemes are revitalizing domestic manufacturing and strengthening our self-reliance. Meanwhile, our digital-first services sector continues to lead globally, leveraging widespread digital transformation to turn traditional industries into hubs of innovation and high-value productivity.

India's trajectory toward becoming a primary global economic hub is supported by strong fundamentals, yet long-term success hinges on several critical levers. These include the efficient utilization of human capital, the durability of reform initiatives, and the mitigation of structural bottlenecks. By driving productivity gains and incentivizing innovation, India can successfully transition from potential to a sustained, high-value economic reality.

Farm Segment

The Indian farm segment continued to demonstrate resilience during Financial Year 2026–27, supported by healthy rural sentiment, improving farm economics, and increasing mechanization across key agricultural markets. The tractor industry witnessed strong momentum during the early part of the year, aided by favorable monsoon conditions in the previous season, improved liquidity, and sustained replacement demand.

Recent GST rationalization on agricultural machinery enabled by positive government policy has emerged as a significant growth catalyst for the tractor industry. Industry reports indicate that lower GST rates have reduced tractor acquisition costs by Rs.40,000–Rs.1,00,000 across segments, improving affordability for farmers and accelerating mechanization adoption. Combined with favorable monsoon outlook and improved rural sentiment, the tax reduction has supported record tractor sales, increased first-time ownership, and strengthened demand across the agricultural value chain. The long-term impact is expected to be higher farm productivity, deeper mechanization penetration, and sustained growth for tractor manufacturers and allied industries.

The industry also continued to benefit from rising adoption of higher HP tractors, increasing mechanization in emerging rural markets, and growing preference for productivity-led farming solutions. Replacement demand remained stable and continued to support aftermarket opportunities across the value chain.

At the same time, the industry remained cautious of potential headwinds including monsoon variability, geopolitical tensions impacting fuel and fertilizer prices, commodity inflation, and moderation in industry growth following the strong performance witnessed in FY26.

Despite these external challenges, the long-term outlook for the Indian farm segment remains positive, driven by structural factors such as increasing rural infrastructure development, higher farm mechanization penetration, and continued focus on agricultural productivity enhancement.

Market Size & Growth Outlook

The Indian agricultural tractor market is estimated at ~USD 8.2–8.5 billion in 2025 and is projected to reach ~USD 11.5–12 billion by 2030, reflecting a CAGR of ~6.5%–7%. Growth is expected to remain resilient, supported by increasing mechanization, favorable government policies, and continued rural demand recovery.

Source: www.mordorintelligence.com

Key Growth Drivers

- **Government Support:** Continued push through subsidies, financing support, and schemes such as PM-KISAN, PM-KUSUM, SMAM, and irrigation-focused initiatives is accelerating farm mechanization adoption.
- **Technological Advancements:** Growing adoption of precision farming, GPS-enabled tractors, telematics, and early-stage electric tractor solutions is reshaping the segment.
- **Shift in Farm Economics:** Gradual consolidation of land holdings and increasing commercial farming are driving demand for higher horsepower tractors (>50 HP) and productivity-focused equipment.
- **Horticulture & Cash Crop Expansion:** Increased acreage under horticulture and high-value crops is boosting demand for specialized and compact tractors.
- Labour Constraints Rural labour shortages, driven by migration and demographic shifts, continue to push farmers toward mechanization-led efficiency.

Emerging Challenges

Key challenges facing the Indian tractor market include climate volatility and erratic monsoons impacting farm incomes and purchasing decisions, rising input costs for fuel, steel, and components pressuring margins, the continued dominance of small and marginal landholdings limiting adoption of higher-value machinery, and increasing competition from alternative mechanization solutions such as power tillers, mini-tractors, and harvesters in select regions.

OEM Strategic Focus Areas that are shaping farmer economies are:

- **Product Diversification:** OEMs are expanding portfolios across electric, hybrid, and smart tractors, integrating features like auto-steer, precision controls, and farm analytics.
- **Localized Innovation:** Strong focus on region-specific solutions tailored to crop patterns, soil types, and operating conditions.

- **Sustainability & Efficiency:** Increasing emphasis on fuel efficiency, low emissions, and total cost of ownership (TCO) optimization.
- **Digital Integration:** Adoption of IoT, telematics, and app-based ecosystems for fleet monitoring, predictive maintenance, and farmer engagement.

Outlook Summary:

The Indian farm tractor industry in Financial Year 2026–27 is expected to witness stable and sustainable growth, supported by:

1. Continued policy support towards rural and agricultural development,
2. Increasing mechanization across farming activities,
3. Growing adoption of advanced and productivity-led farming solutions, and
4. Rising focus on efficiency, sustainability, and farmer profitability.

The industry is also expected to benefit from improving rural infrastructure, replacement demand, and increasing preference for higher HP and technology-enabled tractors. OEMs that continue to invest in innovation, fuel efficiency, product reliability, and customer-centric solutions will be best positioned to strengthen their market presence.

As India continues its focus on agricultural modernization and productivity enhancement, the farm tractor industry will continue to play a critical role in improving farm efficiency, reducing labor dependency, and contributing to the country's long-term rural and economic growth.

Consumer Replacement Segment:

The Consumer Replacement Tyre Segment saw muted growth in Financial Year 2025-26, reflecting a broader deceleration in urban consumption. However, the long-term outlook remains highly positive; favorable demographic shifts and significantly under-penetrated vehicle ownership levels are expected to drive a robust resurgence in demand over the coming years.

Market dynamics are shifting as SUVs and premium cars overtake traditional hatchbacks, driven by a younger, more affluent demographic. While in its early stages, the EV market is accelerating rapidly due to rising fuel costs and state support. We have positioned the Luxury, SUV, and EV segments at the core of our growth strategy, focusing our organizational energy on these high-margin categories. With an increasing vehicle parc and greater consumer awareness regarding tire performance, the replacement sector is poised for sustained expansion.

9. BOARD AND KEY MANAGERIAL PERSONNEL (KMP)

Appointment/Re-appointment and/or Cessation/Resignation of Directors and KMP during the Financial Year 2025-26:

S. No	Name of Director / KMP	Position	Appointment / Re-appoint-ment	Cessation / Resigna-tion
1.	Mr. Gajender Singh	Whole Time Director	-	April 06, 2025
2.	Mr. Sunil Modi	Interim Chief Financial Officer	-	April 06, 2025
3.	Mr. Sandeep Garg	Whole Time Director & Chief Financial Officer	April 07, 2025	-
4.	Ms. Varsha Chaudhary Jain	Whole Time Director		December 31, 2025
5.	Mr. Rajiv Lochan Jain	Non-Executive Independent Director		December 31, 2025
6.	Mr. Gajanan Vithal Gandhe	Non-Executive Independent Director	January 01, 2026	
7.	Mr. Anil Kumar Singh	Non-Executive Non-Independent Director	January 07, 2026	

Mr. Gajender Singh (DIN: 10681092) resigned as Whole Time Director (Key Managerial Personnel) of the Company from the close of business hours on April 06, 2025. However, Mr. Singh has continued to work with Company as Director – Supply Chain, India (Senior Management Personnel) of the Company.

Mr. Sunil Modi resigned as Interim Chief Financial Officer (Key Managerial Personnel) of the Company from the close of business hours on April 06, 2025. However, Mr. Modi has continued to work with the Company as Finance Controller-India.

The Board in its meeting held on March 27, 2025 appointed Mr. Sandeep Garg (DIN: 10360979) as Additional Director, Whole time Director and Chief Financial Officer w.e.f. April 07, 2025. Subsequently, the Members, vide resolution passed through Postal Ballot on June 07, 2025 (i.e. the last date of e-voting) approved the appointment of Mr. Sandeep Garg (DIN: 10360979) as Whole-Time Director (Key Managerial Personnel) of the Company w.e.f. April 07, 2025.

Ms. Varsha Chaudhary Jain (DIN: 08388940) resigned as Whole Time Director (Key Managerial Personnel) of the Company from the close of business hours on December 31, 2025.

The second term of Mr. Rajiv Lochan Jain (DIN: 00161022), as an Independent Non-Executive Director of the Company, completed from the close of business hours on December 31, 2025.

The Board at its meeting held on November 06, 2025, appointed Mr. Gajanan Vithal Gandhe (DIN: 02023395) as an Independent Non-Executive Director of the Company for a term of 5 consecutive years effective from January 01, 2026. Subsequently, the Members, vide resolution passed through Postal Ballot on December 23, 2025 (i.e. the last date of e-voting) approved the appointment of Mr. Gajanan Vithal Gandhe (DIN: 02023395) as Independent Non-Executive Director of the Company w.e.f. January 01, 2026.

The Board at its meeting held on January 07, 2026, appointed Mr. Anil Kumar Singh (DIN: 11368937) as an Additional Director w.e.f. January 07, 2026, and Non-Executive Director of the Company with effect from January 07, 2026. Subsequently, the Members, vide resolution passed through Postal Ballot on 21, 2026 (i.e. the last date of e-voting) approved the appointment of Mr. Anil Kumar Singh (DIN: 11368937) as Non-Executive Non-Independent Director of the Company w.e.f. January 07, 2026.

The key changes in the Board of Directors and Key Managerial Personnel of the Company after March 31, 2026, till the date of this Report are as follows:

- Mr. Anil Kumar Singh (DIN 11368937) resigned as Non-Executive Non-Independent Director of the Company from the close of business hours of May 31, 2026.
- The Board at its meeting held on May 28, 2026 appointed Mr. Rohitashv Sharma (DIN: 11735730) as an Additional Director w.e.f. June 01, 2026 and Whole Time Director of the Company with effect from June 01, 2026 subject to approval of members at the ensuing Annual General Meeting of the Company.

None of the Director is disqualified from being appointed as or holding office of Directors as stipulated in Section 164 of the Act.

Pursuant to Section 149 (6) and 149 (7) of the Act and Regulation 16(1)(b) and 25(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) 2015"], the Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence and that they are not disqualified from continuing as Independent Directors as on March 31, 2026.

The Independent Directors have also confirmed that they have complied with the applicable provisions of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Based on the declarations received and assessment of the integrity, expertise, experience and proficiency of the Independent Directors, the Board of Directors is of the opinion that all the Independent Directors are persons of integrity and possess the requisite expertise and experience. The Board is further of the view that their continued association with the Company as Independent Directors is in the best interests of the Company.

Pursuant to Section 152(6) of the Act read with the Articles of Association of the Company, Mr. Sandeep Garg (DIN: 10360979), Whole Time Director and Chief Financial Officer of the Company, will retire by rotation at the ensuing AGM and being eligible, has offered himself for re-appointment. The Board has recommended his re-appointment to the Members. In this regard, his brief resume along with his expertise in specific functional areas, names of companies in which he holds directorships, Committee membership(s) / Chairmanship(s), shareholding etc. as stipulated under Secretarial Standard-2 issued by the Institute of Companies Secretaries of India (ICSI) and Regulation 36(3) of the SEBI LODR, 2015, is appended as an Annexure to the Notice of the ensuing AGM.

During the Financial Year 2025-26, the Board, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), carried out the annual performance evaluation of the Board, its Committees and individual Directors including Chairman and Independent Directors, in accordance with the applicable provisions of the Act and SEBI (LODR), 2015.

The performance evaluation was conducted through a structured questionnaire formulated by the NRC, covering various evaluation criteria, inter alia, the composition of the Board and its Committees, frequency and conduct of Board and Committee meetings, participation of Directors, performance of the Board, Individual Directors including Chairman and Committees, clarity of roles and responsibilities, and the Board's oversight and guidance on corporate strategy, including major plans, policies, budgets, performance and expenditure.

Feedback was sought from each Director through the said questionnaire based on the evaluation framework. Thereafter, a consolidated summary of the performance evaluation, compiled by the Company Secretary, was placed before the Board and was reviewed and noted by the Board of Directors.

The Nomination and Remuneration Policy of the Company, as formulated by the NRC and approved by the Board, lays down the criteria for appointment of Directors, Key Managerial Personnel and Senior Management, performance evaluation and the succession planning process. The Policy, inter alia, includes criteria for determining qualifications, expertise and experience, remuneration, and positive attributes such as personal qualities, characteristics and reputation, with a view to attract, retain and motivate competent talent necessary for the successful operation and growth of the Company. The same is available on the website of the Company at www.goodyear.co.in/investor-relations.

The details under Schedule V Part II (Section II) (IV) of the Act are disclosed in the Corporate Governance Report annexed as part of Annual Report.

10. A. BOARD MEETINGS

During the Financial Year 2025-26, ten (10) Meetings of the Board of Directors were held. The details regarding the number of meetings held and the attendance of each Director

at the Board and Committee meetings are disclosed in the Corporate Governance Report annexed to and forming part of this Annual Report.

B. AUDIT COMMITTEE

The Board of Directors has duly constituted the Audit Committee in accordance with the applicable provisions of the Act and the SEBI (LODR) 2015. The details of the composition of the Audit Committee, number of meetings held during the Financial Year 2025–26 and the attendance of members thereat are disclosed in the Corporate Governance Report annexed to and forming part of this Annual Report.

During the year under review, the Board has accepted all the recommendations of the Audit Committee.

11. DEPOSITS

The Company has neither accepted nor renewed any deposits during the Financial Year 2025-26. in terms of Chapter V of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has not granted any loans, provided any guarantees, or made any investments within the meaning of Section 186 of the Companies Act, 2013 during the Financial Year 2025–26.

13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions entered into by the Company during the Financial Year 2025-26 were in the ordinary course of business and on arm's length basis. All such transactions were placed before Audit Committee for its approval.

The Audit Committee has provided omnibus approval for Related Party Transactions, which are of repetitive nature, on an annual basis in accordance with applicable provisions of the Act and the SEBI (LODR), 2015. The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in the prescribed Form AOC – 2 are annexed as **'Annexure-A'** to this Report.

The Policy on dealing with Related Party Transactions is available at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations

14. ANNUAL RETURN

Pursuant to Section 92(3) and Section 134(3)(a) of the Act read with rules made thereunder, the Annual Return of the Company for the Financial Year ended on March 31, 2026 is available at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations

15. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have a Subsidiary, Joint Venture or Associate Company.

16. AUDITORS

(i) Statutory Auditors and their Report

In accordance with the provisions of the Act and rules made thereunder Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No. 117366W/W-100018) were re-appointed as Statutory Auditors to hold office from the conclusion of the 61st Annual General Meeting (AGM) held on August 01, 2022, until the conclusion of the 66th AGM to be held in the year 2027. There are no qualifications, reservations or adverse remarks and disclaimers made by Deloitte Haskins & Sells LLP, the Statutory Auditors, in their Audit Report for the Financial Year 2025-26. Further, there was no fraud reported by the Auditors of the Company for the Financial Year 2025-26. Therefore, no detail is required to be disclosed under Section 134(3)(ca) read with Section 143(13) of the Act. In furtherance to response shared in previous year's Annual Report, a fact-finding review was commissioned by the Company through Ernst & Young LLP (EY) after the Company identified variance between book stock and physical inventory of finished goods of farm tyres at its Ballabgarh Plant in November 2024. This was intimated to the stock exchange on February 12, 2025 pursuant to regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The findings in the report was reviewed by the Audit Committee and subsequently noted by the Board of Directors at its meeting held on July 04, 2025. The financial impact of the inventory shortage identified on November 16, 2024, has already been recognized in the Company's financials for the quarter ended December 31, 2024.

The Company has taken cognizance of the modus operandi / findings and initiated appropriate legal and disciplinary actions against those involved. Proactive measures, including a site security assessment and strengthened controls, have been implemented.

The Company has used accounting software for maintaining its books of account for the Financial Year ended March 31, 2026 wherein the accounting software is having audit trail (edit logs) feature of capturing logs for transactions processed through transaction codes (user interface) and the same has operated throughout the year for all relevant transactions recorded in the software, except for direct changes to certain tables at application level and for that the Company is exploring the options to implement. Statutory Auditors of the Company has also mentioned in their Report that during the course of the audit, they did not come across any instance of the audit trail feature being tampered with respect of the transactions posted through transaction codes in

accounting software for which the audit trail feature was operating. Additionally, the audit trail that was enabled and operated has been preserved by the Company as per the statutory requirements for record retention.

During the Financial Year 2025-26, the remuneration paid to Managing Director of the Company exceeded 5% of the Net profits of the Company, and the aggregate managerial remuneration paid to all the executive Directors, including the Managing Director, exceeded 10% and overall managerial remuneration paid exceeded 11% of the Net Profits of the Company calculated as per section 197 of the Companies Act. In compliance with the provisions of the Act, the Company shall seek the approval from the shareholders at the ensuing Annual General Meeting.

The Government of India, vide notification dated November 21, 2025, has brought into effect the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Labour Codes"), which subsume and replace multiple existing labour legislations. In accordance with Ind AS 19 – Employee Benefits, changes to employee benefit plans arising from the implementation of the Labour Codes are treated as plan amendments. Accordingly, the impact of such changes is required to be recognised immediately in the Statement of Profit and Loss as past service cost. This accounting treatment is in line with the guidance issued by the Institute of Chartered Accountants of India.

Pursuant to the above, during the previous quarter ended December 31, 2025, the Company had assessed the impact of the Labour Codes and recognised past service cost aggregating to ₹194 lakhs towards gratuity and compensated absences, which was included under Employee Benefits Expense in the financial results for the said period.

During the current quarter, based on actuarial valuation, the Company has reassessed the impact and recognised an additional past service cost of ₹1983 lakhs in respect of gratuity and compensated absences pertaining to the previous quarter. The said amount has been presented as Exceptional Item in the financial results for the quarter ended March 31, 2026. Accordingly, the impact recognised in previous quarter ended December 31, 2025 has been reclassified to the "Exceptional Item" in line with the current quarter.

The Company continues to closely monitor developments relating to the notified rules under the Labour Codes, including further clarifications and guidance from regulatory authorities, and will assess the consequential accounting implications, if any, in the periods ahead.

(ii) Cost Auditors and their Report

Pursuant to the Section 148 of the Act read with applicable rules made thereunder and on recommendation of Audit Committee of the Company, M/s Vijender Sharma & Co. (FRN: 000180), Cost Accountants, were re-appointed by the Board as Cost Auditors for conducting the audit of the cost records maintained by the Company for the Financial Year 2026-27, subject to ratification of remuneration by the Members in the ensuing AGM. The Company had received a consent from Cost Auditors to the effect that their re-appointment would be within the limits prescribed under section 141(3) of the Act and that they are not disqualified for such re-appointment within the meaning of Section 141 of the Act.

Cost records as specified by the Central Government under Sub-Section (1) of Section 148 of the Act are made and maintained by the Company.

(iii) Secretarial Auditors and their Report

In accordance with the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relevant provisions of the Act and rules made thereunder, Chandrasekaran Associates, Company Secretaries, (FRN: P1988DE002500) were appointed as Secretarial Auditors of the Company for a period of five consecutive years commencing from financial year 2025-26 till the financial year 2029-30.

Pursuant to the provisions of Section 204 of the Act, the Secretarial Audit Report is annexed herewith as **'Annexure-B'** to this Report duly certified by Chandrasekaran Associates, Company Secretaries, (FRN: P1988DE002500), as Secretarial Auditors of the Company.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

17. INTERNAL FINANCIAL CONTROLS

The Integrated Framework adopted by the Company, which is based on applicable guidance on Internal Financial Control, is adequate and effective. The Internal Financial Controls and its adequacy and operating effectiveness is included in the Management Discussion and Analysis Report annexed as **'Annexure C',** forming a part of this Report.

18. VIGIL MECHANISM (WHISTLE BLOWER POLICY)

The Company has formulated its Vigil Mechanism (Whistle Blower Policy) to deal with concerns/complaints of directors and employees, if any. The details of the Policy are also provided in the Corporate Governance Report annexed as part of Annual Report and the Policy is available at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations.

19. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In compliance with the applicable provisions of the SEBI (LODR) 2015, a detailed Management Discussion & Analysis Report forming part of the Annual Report is annexed as **'Annexure-C'** to this Report.

20. HUMAN RESOURCES

Industrial Relations

During the year under review, the Company continued to maintain harmonious and stable industrial relations across its operations, supported by sustained and constructive engagement with employees.

The Company remained focused on capability building through the implementation of structured learning and development programs covering critical areas such as ethics and compliance, workplace discipline, safety, and environmental sustainability. These initiatives were aimed at strengthening functional and behavioral competencies while reinforcing a culture of accountability and responsible conduct.

Employee engagement continued to be a key priority. The Company undertook several initiatives to strengthen communication and foster inclusivity, including skip-level meetings, structured interactions between new employees and senior leadership, and observance of cultural events and organizational milestones. These initiatives contributed to enhancing employee connect and sustaining a positive work environment.

The Company's rewards and recognition framework continued to play a pivotal role in acknowledging individual and team contributions. The framework is designed to promote meritocracy, encourage high performance, and align employee efforts with organizational objectives.

21. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has continuously strived to be a socially, ethically and environmentally responsible corporate entity. In Financial Year 2025-26, the Company invested in CSR projects on Environment Sustainability and Women Empowerment. Implementation of these projects were carried out through various implementation partners with expertise in Environment and Women Empowerment related projects being carried out in the communities of Faridabad, Haryana and Barnala, Punjab where the Company's manufacturing facilities and business operations are located. The Company has also identified a project on Road safety

During the Financial Year 2025-26, the Company had a total CSR obligation of Rs. 252.02 Lakhs, against which it has spent Rs. 172.49 Lakhs. The amount remaining unspent for FY 2025-26 stands at Rs. 79.53 Lakhs. The unspent amount pertains to ongoing CSR project which could not utilize the full amount allocated during the year as considerable time was devoted to identifying and evaluating projects aligned with the Company's CSR objectives, including selection of suitable implementing agencies, and designing structured, multi-year projects aimed at achieving sustainable impact.

The unspent CSR amount has been transferred to the Unspent CSR Account in accordance with the provisions of Section 135(6) of the Companies Act, 2013 and shall be utilized in the Financial Year 2026-27 in pursuance of the Company's CSR Policy and in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The annual report on CSR activities as required under the Act and rules made thereunder including the CSR activities undertaken by the Company during the year are set out in **'Annexure-D'** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014 and the CSR Policy is also available at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations.

22. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

Business Responsibility and Sustainability Report for the Financial Year 2025-26 describing the initiatives taken by the Company from an Environment, Social and Governance perspective as stipulated under Regulation 34(2)(f) of SEBI (LODR), 2015 is annexed as **'Annexure-E'** to this Report.

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

The particulars related to the conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134 of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed as **'Annexure-F'** to this Report.

24. RISK MANAGEMENT POLICY

The Board has constituted a Risk Management Committee in fulfilling its corporate governance oversight responsibilities with regard to the identification, evaluation and mitigation of strategic, operational, and external environment risks. The Risk Management Committee has formulated the Risk Management Policy for the Company.

25. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a Policy on Prevention of Sexual Harassment in compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. As per the said Policy, an Internal Committee (IC) is duly constituted by the Company. Further, during the Financial Year 2025-26, no complaint was received by the Company.

26. PARTICULARS OF EMPLOYEES [SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014]

The information required pursuant to Section 197 of the Act read with Rules 5 (1) is attached as **Annexure-G** of this Report. Information required under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company will be

provided to members upon request in writing made before the AGM wherein Financial Statements for the Financial Year 2025-26 are proposed to be adopted.

In terms of Section 136 of the Act read with MCA Circulars, the copy of the Annual Report is being sent to the Members and others entitled thereto and is also available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing AGM. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

27. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

In terms of Section 124(6) of the Act read with Rule 6 of Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time thereof), the dividends {unpaid/ unclaimed for a period of 7 (seven) years from the date of transfer to the Unpaid / Unclaimed dividend account} and underlying equity shares {on which dividend has not been paid or claimed by the members for seven consecutive years} are required to be transferred to the Investor Education & Protection Fund (IEPF) Authority established by the Central Government.

Accordingly, the Company has transferred the following Dividend and Equity Shares during the Financial Year 2025-26 to IEPF Authority:

Base Financial Year	Unpaid/Unclaimed Dividend (In Rs.)	Underlying Equity Shares
2017-18	26,05,083/-	7,656

28. OTHER INFORMATION

(i) Right Issue/Preferential issue/Shares with differential voting/Sweat Equity/ Employee Stock Option

The Company has neither come up with any Right Issue/ Preferential Issue/issuing shares with differential voting rights, nor issued any Sweat Equity Shares and not provided any Stock Option Scheme to the employees during the Financial Year 2025-26.

(ii) Significant and material orders passed by the regulators

No significant and material orders have been passed during the Financial Year 2025-26 by the regulators, courts or tribunals affecting the going concern status and Company's operations in the future.

(iii) Material Changes & Commitments

No material changes and commitments have occurred, which can affect the financial position of the Company between the end of the Financial Year and upto the date of this Report.

(iv) Change in Nature of business, if any

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

(v) Compliance with Secretarial Standards

The Company has complied with the provisions of Secretarial Standard - 1 (Secretarial Standard on meetings of Board of Directors) and Secretarial Standard - 2 (Secretarial Standard on General Meetings) issued by the by ICSI.

(vi) Proceeding under Insolvency and Bankruptcy Code, 2016

The Company has not made any application or any proceeding under the Insolvency and Bankruptcy Code, 2016 ("IBC Code") during the Financial Year 2025-26 and does not have any pending proceedings related to IBC Code. The Company has not made any onetime settlement during the Financial Year 2025-26 with Banks or Financial Institutions.

(vii) Statement with respect to the compliance of the provisions relating to the Maternity Benefit Act 1961

The Company has complied with applicable laws and regulations relating to maternity benefits during the Financial Year 2025-26. The Company are compliant with statutory requirements, and our policies/culture are committed towards diversity, equity, and inclusion.

29. ACKNOWLEDGEMENT

The Board of Directors expresses its sincere appreciation to all stakeholders for their continued trust, confidence, and unwavering support. The Board is deeply grateful for their invaluable contributions to the Company's growth and success.

The Board reaffirms its commitment to upholding the highest standards of honesty, integrity, and respect, and remains dedicated to acting responsibly and remaining fully accountable to all stakeholders.

Your Company's organizational culture is anchored in professionalism, integrity, and a commitment to continuous improvement across all functions, with a strong focus on the efficient utilization of resources to achieve sustainable and profitable growth.

The Directors place on record their sincere appreciation for the dedicated services rendered by employees at all levels. The Board also acknowledges with gratitude the valuable co-operation and support received from various Government Authorities, Banks and Financial Institutions, as well as other key stakeholders, including members, customers, and suppliers.

On behalf of the Board of Directors

Arvind Bhandari
(Chairman & Managing Director)
DIN: 10864817

Date : May 28, 2026
Place: Gurugram

ANNEXURE-A
(Para 13 of Board's Report)

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 read with section 188 of the Companies Act, 2013)

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

1. Details of contracts or arrangements or transactions not at arm's length basis – NONE

Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transaction including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in General meeting as required under first proviso to section 188
NONE							

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

S. No.	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transaction including the value, if any (Rs. in Lakhs)	Date of approval by the Board	Amount paid as advances, if any
	(a)	(b)	(c)	(d)	(e)	(f)
1	Goodyear South Asia Tyres Private Limited ("GSATPL") Mr. Arvind Bhandari and Mr. Sandeep Garg are also on the Board of GSATPL	The nature of transactions covered under the said Contract are as follows: • Availing and providing of services inter-se between the Company and GSATPL • Purchase and sale inter-se between the Company and GSATPL of different kinds of tyres, tubes and flaps, raw materials, spare parts, components, store items, moulds etc.	Ongoing	• The pricing of purchase, sale and provision of goods or services will be based on the Arms' Length Price for such transactions • The pricing methodology is subject to be reviewed by the Audit Committee and/ or Board of Directors of the Company and GSATPL, based on independent study reports as may be available from time to time. Value of transactions from April 01, 2025 to March 31, 2026 Rs. 88,243 Lakhs.	Approved by the Board on July 30, 2014	No Advance Payment

*Note:- *Material – Since the definition of Material is not defined / provided under Companies Act, 2013 read with rules made thereunder, an inference is being drawn from the proviso to Regulation 23(1) of the SEBI (LODR), 2015, i.e. transaction with related party shall be considered material, if the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds the threshold as specified in Schedule XII of SEBI (LODR) 2015, as amended from time to time.*

On behalf of the Board of Directors

Arvind Bhandari
(Chairman & Managing Director)
DIN: 10864817

Date: May 28, 2026
Place: Gurugram

ANNEXURE-B
(Para 16 of Board's Report)

FORM MR-3

SECRETARIAL AUDIT REPORT FOR THE 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 Personnel) Rules, 2014]

To,
The Members
Goodyear India Limited
Mathura Road, Ballabgarh,
(Dist. Faridabad), Haryana – 121004, India

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by **Goodyear India Limited** (hereinafter referred as "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and 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 **('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 thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(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;

(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; **to the extent applicable;**

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable;**

(e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable;**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;

(g) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable;**

(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **Not Applicable**

(vi) The Management has identified and confirmed the following Laws as being specifically applicable to the Company:

1. The Rubber Act, 1947 and Rubber Rules, 1955;

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

(i) Secretarial Standards issued by the Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs.

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")**

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

In our opinion and to the best of our information and according to the explanations given to us, we report that the remuneration paid/ payable by the Company to its Managerial Personnel during the year is in excess of the limits laid down under Section 197 of the Act.

The remuneration paid to the Managing Director of the Company exceeded 5% of the Net Profits of the Company and aggregate Managerial Remuneration paid to all the Executive Directors

including the Managing Director and all the Director exceeded 10% and 11% respectively of the Net Profits of the Company calculated as per Section 198 of the Act.

In compliance with the provisions of the Act, the Management of the Company has confirmed that the Company shall seek shareholders' approval at the forthcoming Annual General Meeting in respect of the remuneration paid in excess of the limits laid down under the Act.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Women Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board/ Committee Meetings. Agenda and detailed notes on agenda were sent in advance (and at a shorter notice for which necessary approvals obtained, if any) 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 or with requisite majority 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 following specific events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

The ultimate parent company conducted strategic review of the farm tire business of the Company to evaluate all strategic, operational and financial opportunities related to that business and concluded to retain ownership of the business. The Company had made appropriate intimations, disclosures and fulfilled all the prescribed compliance requirements.

For **Chandrasekaran Associates**
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 6689/2025

Rupesh Agarwal
Managing Partner
Membership No. A16302
Certificate of Practice No. 5673
UDIN: A016302H000499917

Date: May 28, 2026
Place: Delhi

Note:

1) *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

SECRETARIAL AUDIT REPORT

To,
The Members
Goodyear India Limited
Mathura Road, Ballabgarh,
(Dist Faridabad), Haryana – 121004, India

Auditor's responsibility

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records 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 the random 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 and for which we relied on the report of statutory auditor.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. Compliance with 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 random 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 **Chandrasekaran Associates**
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 6689/2025

Rupesh Agarwal
Managing Partner
Membership No. A16302
Certificate of Practice No. 5673
UDIN: A016302H000499917

Date: May 28, 2026
Place: Delhi

ANNEXURE -C
(Para 19 of Board's Report)

MANAGEMENT DISCUSSION & ANALYSIS REPORT

1. Industry Structure & Developments

The Indian farm tire industry in FY 2025-26 continued to operate in a dynamic market environment influenced by factors such as raw material price volatility, geopolitical uncertainties impacting fuel and logistics costs, monsoon variability, and moderation in rural demand sentiment following the strong growth witnessed in the previous financial year.

Despite these challenges, the industry demonstrated resilience, supported by stable replacement demand, increasing farm mechanization, and continued growth in the tractor population across key agricultural markets. Demand for higher-performance and productivity-oriented farm tires also continued to gain traction during the year.

The industry remained focused on strengthening distribution reach, enhancing product offerings, and improving customer engagement to address evolving market requirements while sustaining long-term growth opportunities in the Indian agricultural sector.

Few notable changes in the Consumer segment Industry are:

1. **Rapid "SUV-fication" of the Market:** The most dominant trend is the overwhelming consumer preference for SUVs and Crossovers over traditional hatchbacks and sedans. SUVs require larger tyres (typically 16-inch to 19-inch and above). This shift is driving market towards larger tyres which command higher price points and better margins.
2. **Emergence of EV segment:** As Electric Vehicle (EV) adoption grows in urban hubs, the tyre industry is adapting to the unique requirements of EVswith launch of EV ready tyres offering Low Rolling Resistance to maximize battery range.
3. **Premiumization:** Urban consumers are increasingly willing to pay a premium for technologically superior products rather than just mileage.
4. **Digital Integration:** More consumers are researching tyres online, looking at reviews and technical specs before visiting a physical dealer. This has forced manufacturers to strengthen their digital "connect" with the end-user.
5. **Sustainability & Circular Economy:** With new government regulations and ESG goals, the industry is shifting toward "Green Tyres with usage of Eco-friendly Materials, Increased use of sustainable silica, recycled rubber, and bio-based oils in the manufacturing process.

In Financial Year 2025-26, the Company focused on strengthening its position in target market segments with introduction of a new premium product lineup, supported by the application of technology and analytics to boost both customer engagement and productivity.

2. Strength, Weakness, Opportunities and Threats

Indian tyre Industry is dominated by the Commercial category (Truck & Bus) which contributes more than 50% of the tyre industry revenue. However, the Company has limited presence in the Commercial tyre category which limits its ability for portfolio selling and ability to mitigate risk of the Farm category. Despite these constraints, the outlook of the Company remains positive.

With India accounting for nearly 18% of the global population, the demand for agricultural output continues to rise steadily. The agriculture sector remains a key pillar of the economy, contributing ~18% to GDP and supporting the livelihood of over 50% of the population. Recognizing its strategic importance, the Government continues to prioritize the sector through policy support, higher Minimum Support Prices (MSP), and Direct Benefit Transfer (DBT) initiatives.

For FY 2025–26, the sector outlook remains positive, supported by expectations of a normal monsoon, healthy crop cycles, and improving farm incomes. This environment is accelerating the adoption of advanced farming technologies, mechanization, and productivity-enhancing solutions by farmers.

Over the mid- to long-term horizon (3–5 years), the farm industry is expected to sustain its growth momentum, driven by structural demand, increasing rural prosperity, and continued government focus.

In this backdrop, the Company has continued to strengthen and preserve its leadership position in the Farm business through efficient, competitive, and customer-centric operations.

A decisive market shift toward the Luxury, SUV, and EV segments is poised to catalyze growth within the replacement tire industry. This transition toward larger rim sizes is fundamentally reshaping future demand. In response, the Company is strategically prioritizing these premium segments to drive margin expansion and enhance profitability. By leveraging our technological leadership and high-performance product portfolio, we are successfully differentiating our brand to capture greater market share. Despite intense competition, we remain committed to aggressive growth through channel expansion and tech-enabled service enhancements, backed by a robust pipeline of innovative products tailored for the evolving needs of the SUV and EV markets.

3. Segment-wise/ Product-wise Performance

The Company manufactures and sells automotive tyres viz. farm tyres and commercial truck tyres at its Ballabgarh plant. The Company also markets and sells passenger car tyres which are manufactured by Goodyear South Asia Tyres Private Limited ('GSATPL'), Aurangabad, in the replacement market. Other products which the Company markets and sells include tubes and flaps.

The sales performance during the year is as follows:

(Rs. in Lakhs)

Tyres	235,103
Tubes	11,084
Flaps	36

4. Outlook

A positive outlook is emerging for FY 2026-27, supported by expectations of a normal monsoon, strong rabi crop prospects, higher wheat output compared to last year, and continued government support through increased Minimum Support Prices (MSP) and multiple Direct Benefit Transfer (DBT) schemes. However, risks remain in the form of erratic monsoon patterns, fluctuating reservoir levels, persistent inflationary pressures, and ongoing geopolitical uncertainties, which could impact overall sector sentiment.

The Company has sustained its leadership position in the Farm business through efficient and competitive operations. The Farm OE segment will continue to focus on strengthening customer service and deepening key account relationships. In the Farm Replacement segment, the strategic priority will be on channel expansion, enhanced channel engagement, and driving operational excellence—ensuring the right tyre is available at the right place, at the right time, and at the optimal cost.

Both OE and Replacement channels will be further strengthened through targeted new product launches in emerging segments, aligned with evolving customer needs and demand trends.

The trend toward larger rim specifications is projected to catalyze significant volume growth within the Consumer Replacement segment. This evolution reflects a fundamental shift in market dynamics, as consumers increasingly prioritize SUVs, EVs, and luxury models. Driven by rising disposable incomes, these segments are gaining traction due to their superior cabin space, enhanced safety profiles, and—in the case of EVs—environmental sustainability.

Recognizing this significant opportunity, the Company will continue its unwavering commitment to introduce new consumer centric innovative products, improve service through technological advancements, and streamline its distribution network.

5. Risks and Concerns

- **Slower Than Expected Growth:** While India is still a fast-growing economy, forecasts for FY25 have been revised downwards by some institutions, reflecting a potential slowdown in urban demand and the impact of global uncertainties.
- **Persistent Core Inflation:** Although headline inflation has eased, core inflation remains sticky, indicating underlying price pressures that could necessitate careful monetary management by the Reserve Bank of India
- **Unemployment and Underemployment:** Creating sufficient quality jobs for India's large and growing workforce remains a significant challenge.
- **Fiscal Constraints:** While the government is focused on infrastructure spending, high levels of government debt and potential impacts on revenue from tax exemptions could limit future fiscal space.
- **Global Economic Uncertainty:** Factors like geopolitical tensions, potential shifts in US trade policy, and volatile commodity prices (especially oil, of which India is a major importer) pose external risks.
- **Trade and Tariff Issues:** Rising trade tensions and potential reciprocal tariffs from major trading partners like the US could negatively impact India's export growth.
- **Climate Impact on Agriculture:** Adverse weather conditions and heatwaves could affect agricultural output, impacting rural incomes and potentially fueling food inflation.
- **Financial Sector Vulnerabilities:** While the situation has stabilized, potential for renewed stress in the financial sector, including the risk of rising interest rates impacting borrowers, remains a concern.
- **Raw Material Price Volatility:** Natural rubber and crude oil derivatives constitute a significant portion of tyre production costs. Fluctuations in these prices can severely impact profitability.

6. Internal Control Systems and Adequacy

The Company has a proper and adequate system of internal control including internal financial controls. The Company has an Audit Committee headed by a Non-Executive Independent Director, inter-alia, to oversee the Company's financial reporting process, disclosure of financial information, and reviewing the performance of statutory and internal auditors with management. The internal control system, including internal financial controls of the Company, is monitored by an independent internal audit team, which encompasses examination/periodic reviews to ascertain adequacy of internal controls and compliance to the Company's policies. Weaknesses noted, if any, along with agreed upon action plans are shared with the Audit Committee, which is designed to ensure orderly and efficient conduct of the business and effectiveness of the internal control system.

The audit function also looks into preventive controls, investigations, as well as other areas requiring mandatory review as per applicable laws. The powers of the Audit Committee, inter-alia, include seeking information from any

employee, obtaining outside legal or other professional advice, and investigating any activity of the Company within the Committee's term of reference. The internal audit department shares regular updates regarding the work that is done, coverage, weaknesses noted and other relevant issues with appropriate management levels including Audit Committee. Observations/ weaknesses noted from time to time are suitably acted upon and followed up at different levels of management. The internal control is supplemented by an extensive program of audits and periodic review by the management.

7. Discussion on Financial Performance with respect to Operational Performance

The details of the financial performance of the Company are reflected in the Balance Sheet, Statement of Profit & Loss and other Financial Statements, appearing separately. Highlights are provided below:

(Rs. in Lakhs)

Particulars	March 31, 2026	March 31, 2025
Total Income	249,458	262,557
Profit Before Tax	8,316	7,468

The financial performance of the Company has been further explained in the Board's Report of the Company for the Financial Year 2025-26 appearing separately.

The financial statements have been prepared in accordance with the requirement of the Act, and applicable accounting standards issued by the Institute of Chartered Accountant of India.

8. Human Resources

Industrial Relations

During the year under review, the Company continued to maintain harmonious and stable industrial relations across its operations, supported by sustained and constructive engagement with employees.

The Company remained focused on capability building through the implementation of structured learning and development programs covering critical areas such as ethics and compliance, workplace discipline, safety, and environmental sustainability. These initiatives were aimed at strengthening functional and behavioral competencies while reinforcing a culture of accountability and responsible conduct.

Employee engagement continued to be a key priority. The Company undertook several initiatives to strengthen communication and foster inclusivity, including skip-level meetings, structured interactions between new employees and senior leadership, and observance of cultural events and organizational milestones. These initiatives contributed to enhancing employee connect and sustaining a positive work environment.

The Company's rewards and recognition framework continued to play a pivotal role in acknowledging individual and team contributions. The framework is designed to promote meritocracy, encourage high performance, and align employee efforts with organizational objectives.

9. Details of significant changes in key financial ratios along with detailed explanations thereof, include:

S. No.	Particulars	Financial Year 2025-26	Financial Year 2024-25
1	Debtors Turnover	8.68	9.36
2	Inventory Turnover	9.09	8.74
3	Interest Coverage Ratio*	17.12	16.96
4	Current Ratio	1.43	1.35
5	Debt Equity Ratio	0.04	0.05
6	Operating Profit Margin in percentage	3.7%	2.4%
7	Net profit margin in Percentage	2.5%	2.1%
8	Details of any change in Return on Net worth as compared to the immediately previous Financial Year along with a detailed explanation thereof**	10.2%	9.3%

10. Cautionary Statement

Certain statements in the Management Discussion and Analysis report may constitute forward-looking statements within the meaning of applicable laws and regulations. These statements reflect the Company's current views regarding the industry, future expectations, objectives, and forecasts. However, actual results may differ materially from those expressed or implied due to various risks and uncertainties.

Factors that may cause such differences include, but are not limited to, disruptions in supply and demand arising from geo-political tensions or other unforeseen events, fluctuations in input prices and availability, persistent fuel inflation, changes in Government policies, tax laws, judicial or regulatory decisions, industrial relations issues, global economic conditions, and potential restrictions in certain geographies.

On behalf of the Board of Directors

Arvind Bhandari
(Chairman & Managing Director)
DIN: 10864817

Date: May 28, 2026
Place: Gurugram

ANNEXURE- D
(Para 21 of Board's Report)

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

1. Brief outline on CSR Policy of the Company:

The Company has continuously strived to be a socially, ethically and environmentally responsible corporate entity. In Financial Year 2025-26, the Company invested in CSR projects on Environment Sustainability and Women Empowerment. Implementation of these projects were carried out through various implementation partners having expertise in Environment and Women Empowerment and related projects being carried out in the communities of Faridabad, Haryana and Barnala, Punjab where the Company's manufacturing facilities and business operations are located. Additionally, in line with the Company's CSR Policy and the priorities outlined under Schedule VII of the Companies Act, 2013, the Company has also identified Road Safety Awareness as a key area of intervention, with activities planned in the Delhi NCR region.

To ensure effective implementation of the projects, the Company instituted an extensive monitoring and evaluation framework which facilitates successful achievement of the projects' goals.

2. Composition of CSR Committee:

As on the date of this report, composition of CSR Committee is as follows:

S. No	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Arvind Bhandari	Chairman / (Chairman & Managing Director)	1	1
2	Mr. Sumit Dutta Chowdhury	Member / (Independent Non-Executive Director)	1	1
3	Ms. Uma Ratnam Krishnan	Member / (Independent Non-Executive Director)	1	1
4	Mr. Sandeep Garg[1]	Member / (Whole Time Director & Chief Financial Officer)	1	0

(1) The Board in its meeting held on November 06, 2025 reconstituted the CSR committee and appointed Mr. Sandeep Garg, Whole Time Director and CFO, as a Member w.e.f. January 01, 2026.

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company.

The Composition of the CSR Committee, CSR Policy and CSR projects may be accessed on the Company's website at: https://www.goodyear.co.in/investor-relations

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

No impact assessment of CSR projects was carried out as the same is not applicable to the Company.

5. a. Average net profit of the company as per sub-section (5) of section 135: Rs. 12,601.15 Lakhs

b. Two percent of average net profit of the company as per sub-section (5) of section 135: Rs. 252.02 Lakhs

c. Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: Not Applicable

d. Amount required to be set-off for the financial year, if any: NIL

e. Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs. 252.02 Lakhs

6. a. **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).** Rs. 168.14 lakhs

   b. **Amount spent in Administrative Overheads:** Rs 4.35 Lakhs

   c. **Amount spent on Impact Assessment, if applicable:** NIL

   d. **Total amount spent for the Financial Year [(a)+(b)+(c)]:** Rs. 172.49 Lakhs

   e. **CSR amount spent or unspent for the Financial Year:** Rs. 79.53 Lakhs

Total Amount Spent for the Financial Year. (Rs. In Lakhs)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per sub- section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
172.49	79,53,272	April 29, 2026	Not applicable		

   f. **Excess amount for set-off, if any:** Nil

Sl. No.	Particular	Amount (Rs. In Lakhs)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	252.02
(ii)	Total amount spent for the Financial Year	172.49
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	Nil
(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)]	Nil

7. **Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:**

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub- section (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer		
Not Applicable								

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

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

   Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:



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

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: During the Financial Year 2025-26, the Company had a total CSR obligation of Rs. 252.02 Lakhs, against which it has spent Rs. 172.49 Lakhs. The amount remaining unspent for FY 2025-26 stands at Rs. 79.53 Lakhs. The unspent amount pertains to ongoing CSR project which could not utilize the full amount allocated during the year as considerable time was devoted to identifying and evaluating projects aligned with the Company's CSR objectives, including selection of suitable implementing agencies, and designing structured, multi-year projects aimed at achieving sustainable impact. The unspent CSR amount has been transferred to the Unspent CSR Account in accordance with the provisions of Section 135(6) of the Companies Act, 2013 and shall be utilized in the Financial Year 2026-27 in pursuance of the Company's CSR Policy and in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

On behalf of the Board of Directors

Arvind Bhandari
(Chairman & Managing Director and Chairman of CSR Committee)
DIN: 10864817

Date: May 28, 2026
Place: Gurugram

ANNEXURE- E
(Para 22 of Board's Report)

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

Sr. No.	Particulars	Details
1.	Corporate Identity Number (CIN) of the Listed Entity	L25111HR1961PLC008578
2.	Name of the Listed Entity	Goodyear India Limited
3.	Year of incorporation	1961
4.	Registered office address	Mathura Road, Ballabgarh (Dist. Faridabad) – 121004, Haryana
5.	Corporate address	9th Floor, Emaar Capital Tower-2, Sector-26, MG Road, Gurugram -122002, Haryana
6.	Email	goodyearindia_investorcell@goodyear.com
7.	Telephone	0124 4747600
8.	Website	http://www.goodyear.co.in/
9.	Financial year reported	April 01, 2025, to March 31, 2026
10.	Name of the Stock Exchange(s) where shares are listed	BSE Ltd.
11.	Paid-up capital	₹ 23,06,65,070
12.	Name and contact details (telephone, e-mail address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Anup Karnwal Company Secretary Ph: 0124 4747600 goodyearindia_investorcell@goodyear.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together).	The disclosures under this report are made on a standalone basis.
14.	Name of the assurance provider	NA
15.	Type of assurance obtained	NA

II. Products/services

16. Details of business activities *(accounting for 90% of the turnover):*

S. No.	Description of Main Activity	Description ofBusiness Activity	% of Turnover of the entity
1.	Manufacturing & Trading	Manufacturing and trading of tyres, tubes and flaps	100%

17. Products/Services sold by the entity *(accounting for 90% of the entity's Turnover):*

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Manufacturing of tyres, tube, and flaps	22111	59.8%
2.	Trading of tyres, tubes, and flaps	46909	40.2%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	1	7	8
International	Nil	Nil	Nil

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	Pan India
International (No. of Countries)	10 + Countries

b. What is the contribution of exports as a percentage of the total turnover of the entity?

- **Exports from India –** Rs. 3,396 lakhs
- **% to Total Turnover** - 1.38%

c. A brief on types of customers

Response: Goodyear India ("the Company") manufactures and sells automotive tyres such as farm tyres and commercial truck tyres. The Company also markets and sells passenger car tyres in the replacement market. The Company's customers include original equipment manufacturers for tractors, passenger car owners, fleet operators, the export market, and ancillary buyers for tubes and flaps.

IV. Employees

20. Details as at the end of Financial Year:

1. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
Employees						
1.	Permanent (D)	313	297	94.89%	16	5.11%
2.	Other than Permanent (E)	183	157	85.79%	26	14.21%
3.	**Total employees (D + E)**	**496**	**454**	**91.53%**	**42**	**8.47%**
Workers						
4.	Permanent (F)	612	606	99.02%	6	0.98%
5.	Other than Permanent (G)	935	876	93.69%	59	6.31%
6.	**Total workers (F + G)**	**1547**	**1482**	**95.80%**	**65**	**4.20%**

2. Differently abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
Differently Abled Employees						
1.	Permanent (D)	-	-	-	-	-
2.	Other than permanent (E)	-	-	-	-	-
3.	Total differently abled employees (D + E)	-	-	-	-	-
Differently Abled Workers						
4.	Permanent (F)	-	-	-	-	-
5.	Other than permanent (G)	-	-	-	-	-
6.	Total differently abled workers (F + G)	-	-	-	-	-

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	6	1	16.67%
Key Management Personnel	3	0	0.00%

22. Turnover rate for permanent employees and workers

	FY 2025-26			FY 2024-25			FY 2023-24		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	33.3%	25.0%	32.9%	20.8%	43.8%	22.0%	16.9%	15.1%	16.8%
Permanent Workers	0.5%	0%	0.5%	2.0%	0%	1.9%	6.4%	16.7%	6.5%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding/ subsidiary/associate companies/ joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated in column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	The Goodyear Tire & Rubber Company	Ultimate holding company	-	Yes
2.	Goodyear Orient Company (Private) Limited	Holding company	74%	No
Note: The Company does not have a Subsidiary, Joint Venture, or Associate Company.				

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes
(ii) Turnover (in ₹.): 246,223 Lakhs
(iii) Net worth (in ₹.): 60,589Lakhs

VII. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) *(If Yes, then provide web-link for grievance redress policy)*	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Community Members	The Company has a robust vigil mechanism policy in place that is available to all its stakeholders, including employees, value chain partners, and investors. The weblink to this policy is: https://www.goodyear.co.in/investor-relations/communication-to-shareholder	-	-	-	-	-	-
Investors (other than shareholders)		-	-	-	-	-	-
Shareholders		3	-	-	3	-	-
Employees and workers		13	2		19	4	All the complaints pending resolution at the end of 24-25 stand resolved in 25-26
Customers		171	-		322	-	

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Value Chain Partners	Additionally, customers can contact the Company through its website at: https://www.goodyear.co.in/customer-care/feedback Any individual who has a grievance or concern regarding any potential violation of any law or Company Policy may also contact Goodyear's confidential Integrity Hotline, which is available 24 hours a day, every day of the year from anywhere in the world via toll-free telephone or by a dedicated website: The weblink of the Integrity Hotline: www.goodyear.ethicspoint.com	3	0	0	1	0	All the complaints pending resolution at the end of 24-25 stand resolved in 25-26
Other (please specify) Anonymous		15	11	0	6	02	All the complaints pending resolution at the end of 24-25 stand resolved in 25-26

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk opportunity (Indicate positive or negative implications)
1	Decarbonization	Risk	Decarbonizing Goodyear's operations and value chain, adapting to the changing climate and building resiliency through ongoing mitigation of climate risks and pursuing climate-related opportunities are a core focus for Goodyear. Decarbonization, adaption and transition strategies are evaluated continuously and are integrated into its business objectives, processes, decisions and planning as well as Goodyear's products.	Goodyear is committed to achieving net-zero greenhouse gas (GHG) emissions across its value chain by no later than 2050. Goodyear is also committed to achieving near-term science-based targets by 2030, reducing Scope 1 and 2 GHG emissions by 46 percent and target Scope 3 GHG emissions by 28 percent, compared to a 2019 baseline. Goodyear's decarbonization targets were validated by the Science Based Targets initiative (SBTi) in September 2023 and align with the recommendation to limit global temperature rise to no more than 1.5° Celsius above pre-industrial levels.	Negative

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk opportunity (Indicate positive or negative implications)
				Goodyear is building and implementing decarbonization strategies to address GHG-intensive aspects of its business — purchased goods & services, energy, and transport. Although use phase is not included in its science-based targets, Goodyear sets additional targets to help reduce rolling resistance and tire weight, which can help to improve use phase emissions	
2	Circularity	Opportunity	Goodyear's commitment to circularity reflects its reliance on the use of materials in its operations and products and its responsibility to manage Goodyear's resource use, operational waste and end-of-life tires (ELT). Using circular materials, where possible, helps minimize the depletion of natural resources and recaptures materials that would otherwise be discarded.	N. A	Positive
3	Climate change adaptation and resiliency	Risk	The Company recognizes that climate change poses the risk of moderate to severe physical events affecting the Company's operations and/or supply chain. The Company could also be affected by chronic weather conditions impacting the supply of raw materials.	Goodyear has business continuity plans in place to help ensure all Goodyear locations are prepared for climate-related risk, among other risks. Additionally, Goodyear uses past climate-related events and weather predictions to model future risk and the potential financial impacts. This and the data Goodyear's insurance carriers provide help to inform decisions on where to invest to mitigate potential climate-related risk. Goodyear's robust Business Continuity (BC) strategy focuses on supporting its operational resilience. Goodyear uses its BC process to minimize impacts and resume operations as quickly as possible. By proactively identifying risks and critical processes, Goodyear can take steps to speed up response and recovery when incidents occur. Goodyear's involvement in the Global Platform for Sustainable Natural Rubber (GPSNR) and its supplier diversity is also key to mitigating supply chain risks.	Negative

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk opportunity (Indicate positive or negative implications)
4	Supply chain transparency and governance	Risk	Proactively working with suppliers to identify, evaluate and address environmental and societal impacts, risks and opportunities is critical to sustainable sourcing. Within this lies the opportunity to collaborate with suppliers to build a more sustainable and resilient supply chain, advancing toward our sustainability objectives.	Goodyear is committed to managing sourcing in a manner that helps reduce environmental and social impacts and improves its global risk management. Goodyear requires its suppliers to comply with Goodyear's Supplier Code of Conduct or have their own comparable code of conduct and/or commitments. Topics covered in the Supplier Code of Conduct include child labor and other working condition regulations, safety, business ethics, environmental practices and anti-corruption as well as Goodyear's requirements related to competition law compliance, conflicts of interest and privacy, among other topics.	Negative
5	Regulatory compliance	Risk	Uncertainty and complexities arising from current/emerging regulations will likely require the Company to continue to evolve its manufacturing operations, use of materials and/or business model. Non-compliance with the regulatory and statutory requirements can impact the Company's operations and its ability to conduct business as well as generating revenue/profits.	The Company has a robust monitoring and governance mechanism to anticipate, plan and adapt to regulatory changes and compliances. The Company makes the investments needed for compliance.	Negative
6	Advanced mobility	Opportunity	The future of mobility is changing with stakeholder expectations that the transport sector will transition to low- or zero-emissions solutions. The demand for advanced mobility solutions leads to the opportunity of new products, new services, and better management of the tire life cycle.	N. A	Positive

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk opportunity (Indicate positive or negative implications)
7	Human and labour rights	Risk	Companies are expected to implement strong policies on human rights and other social issues — including protecting employee well-being and enacting supply chain due diligence and transparency — to help ensure the protection of human rights throughout the Company's operations and supply chain and ensure long-term business resilience.	Integrating a strong governance structure for Human Rights from Goodyear's Global Human Rights Policy, grievance redressal mechanism and due diligence extending to supply chain partners	Negative
8	Customer satisfaction	Risk/ Opportunity	The Company recognizes the significance of a satisfied customer when it comes to the quality, safety, affordability, and performance of its products. Customer expectations are constantly evolving and to meet the needs of its customers, the Company needs to adapt to the expectations. Satisfied customers bring reputational credibility in the market as well as enhance the potential for the Company's business growth. Focused on strong innovation capability and technology-based solutions, the Company has the right tools to continue to deliver customer satisfaction.	a. Improved customer handling and relevant support systems b. Established mechanisms to identify and mitigate possible technical issues and how they may arise.	Negative/ Positive
9	Total worker health	Risk	The nature of Goodyear's business as a manufacturer places paramount importance on health and safety performance.	The health and safety of Goodyear's associates are its highest priority. Goodyear is committed to eliminating all serious injuries (SI), or those with the highest-severity outcomes across Goodyear's global operations.	Negative

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	http://www.goodyear.co.in/investor-relations								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	Supplier Code of Conduct, Anti-bribery policy and privacy policy extend to our value chain partners								
4. Name of the national and international codes/certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trusted) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	The policies are based on prescribed principles, conformance to the spirit of international standards, like ISO 9001, ISO 14001, guidelines and frameworks, wherever relevant and applicable.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Goals and targets are set annually, and specific commitments are set periodically.								
6. Performance of the entity against the specific commitments, goals and targets along with reasons in case the same are not met.	The performance against specific commitments, goals and targets and identified KPIs at the unit level is discussed on periodic basis by the Management.								

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets, and achievements (listed entity has flexibility regarding the placement of this disclosure)

   Response:

   Goodyear defines sustainability as responsibly balancing environmental, societal and financial demands while making sure still meet the needs of future generations.

   Goodyear is committed to ethical and sustainable practices to protect the planet and people; give back to the community; provide a safe and healthy workplace; and engage its associates in these efforts.

   This focus informs how Goodyear operates its business — guiding decisions that protect people and the planet, support a safe and healthy workplace and strengthen the communities where we live and work. Goodyear's teams use this lens every day as they collaborate with customers and partners around the world.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).

   Response: Mr. Arvind Bhandari
   Chairman and Managing Director
   Tel No: 0124-4747600
   email: goodyearindia_investorcell@goodyear.com

9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.

   Response: Sustainability-related issues are discussed and deliberated upon in various board committees including the Corporate Social Responsibility Committee, Audit Committee and Risk Management Committee.

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director /Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow-up action	The policies of the Company are reviewed periodically / on a need basis by department heads / directors / board committees / board members, wherever applicable.																	
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	Status of compliance with all applicable statutory requirements is reviewed by the Board of Directors on a quarterly basis.																	

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.

P1	P2	P3	P4	P5	P6	P7	P8	P9
No	No	No	No	No	No	No	No	No

12. If answer to question (1) above is "No" i.e., not all Principles are covered by a policy, reasons to be stated.

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the principles material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought under essential indicators is expected to be disclosed by every entity that is mandated to file this report.

PRINCIPLE 1

Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent, and Accountable.

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	Percentage of persons in respective category covered by the awareness programmes
Board of Directors	7	• 2025 Business Conduct Manual Certification • Acting Responsibly with Generative AI • Antitrust and Fair Competition Law • Cultivating a Respectful and Inclusive Workplace • Global Anti-Bribery and Anti-Corruption • Protect Our Good Name: Business Conduct Manual • Protecting Human Rights: Modern Slavery	100% Full-time directors (excluding the independent board)
Key Managerial Personnel (KMPs) and other Employees	7	• 2025 Business Conduct Manual Certification • Acting Responsibly with Generative AI • Antitrust and Fair Competition Law • Cultivating a Respectful and Inclusive Workplace • Global Anti-Bribery and Anti-Corruption • Protect Our Good Name: Business Conduct Manual • Protecting Human Rights: Modern Slavery • Other classroom trainings are provided based on a functional, grade and need basis, and when necessitated.	100%
Workers	2	• Prevention of Sexual Harassment • Employee Health & Safety Training	100%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	None				
Settlement	None				
Compounding fee	None				

Non-monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	None				
Punishment	None				

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed:

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
N. A	

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Response: Yes, the Company has an Anti-Bribery Policy that applies to the Company, its employees and all its third parties, i.e., suppliers, contractors, vendors, channel partners, etc. The policy emphasises the Company's zero-tolerance approach toward corruption and bribery. The Company has appropriate and reasonable internal controls to help monitor that neither the Company nor its employees engage in any kind of unethical practices. The Company conducts proactive training, reviews, audits and internal investigations to enforce and monitor the compliance in alignment with the policy.
The weblink for policy https://www.goodyear.co.in/wp-content/uploads/Goodyear-India-Limited_Policies-related-to-BRR_22.05.2020.pdf

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY 2025-26	FY 2024-25
Directors	NIL	NIL
KMPs	NIL	NIL
Employees	NIL	NIL
Workers	NIL	NIL

6. Details of complaints with regard to conflict of interest:

	FY 2025-26		FY 2024-25	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	-	Nil	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	-	Nil	-

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Response: N/A

8. Number of days of accounts payables (Accounts payable *365) / Cost of goods/services procured) in the following format:

	FY 2025-26	FY 2024-25
Number of days of accounts payable	79	71

*Average accounts payable

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2025-26	FY 2024-25
Concentration of Purchases	Purchases from trading houses as % of total purchases	NIL	NIL
	Number of trading houses where purchases are made from	NIL	NIL
	Purchases from top 10 trading houses as % of total purchases from trading houses	NIL	NIL

Parameter	Metrics	FY 2025-26	FY 2024-25
Concentration of Sales	Sales to dealers / distributors as % of total sales	45%	44%
	Number of dealers / distributors to whom sales are made	3,678	4,159
	Sales to top 10 dealers/ distributors as % of total sales to dealers / distributors	13%	13%
Share of RPTs in	Purchases (Purchases with related parties/ Total Purchases)	44%	38%
	Sales (Sales to related parties / Total Sales)	0.4%	1%
	Loans & advances (Loans & advances given to related parties /Total loans & advances)	0%	0%
	Investments (Investments in related parties / Total Investments made)	NA	NA

PRINCIPLE 2

Businesses should provide goods and services in a manner that is sustainable and safe.

Essential Indicators

1. Percentage of R&D and capital expenditure (CapEx) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and CapEx investments made by the entity, respectively.

	FY 2025-26	FY 2024-25	Details of improvements in environmental and social impacts
R&D	-	-	• The Company's CapEx investments that help to facilitate positive environmental impact are as follows: • Factory water pump replacement with energy efficient pump – 16.2 Lakhs • 50 Kw Solar Plant – 9.0 Lakhs Man cooler fans to replace Energy efficient BDLS fans – 5.4 Lakhs
Capex	1.8 %	16.0 %	

2. a) Does the entity have procedures in place for sustainable sourcing? (Yes/No)
Response: Yes

b) If yes, what percentage of inputs were sourced sustainably?
Response:

Goodyear requires its suppliers to comply with Goodyear's Supplier Code of Conduct or have their own comparable code of conduct and/or commitments, and Goodyear may deny or terminate a business relationship should a supplier not do so. Topics covered in the Supplier Code of Conduct include child labor and other working condition regulations, safety, business ethics, environmental practices and anti-corruption as well as Goodyear's requirements related to competition law compliance, conflicts of interest and privacy, among other topics.

Additionally, Goodyear has implemented several policies that underscore its commitment to sustainable sourcing. These include:

- Natural Rubber Procurement Policy: Aligned with the Global Platform for Sustainable Natural Rubber (GPSNR) Policy Framework, this policy outlines our commitment to completing projects that improve livelihoods or yields, and to encouraging broader efforts aimed at improving living conditions in the communities that support our supply chain
- Sustainable Soybean Oil Procurement Policy: Helps guide processors, farmers and other members of the supply chain to establish practices and make sound environmental and social decisions related to growing, harvesting and processing soybeans. As we continue to replace petroleum-based oils in our products, we expect to continue to develop and assess supporting policies and reporting mechanisms, as needed, to help ensure responsible supply chain management.

Goodyear uses a third-party platform to assess its raw materials suppliers, as well as targeted strategic indirect materials suppliers, around their sustainability commitments, focusing on four pillars – environment; ethics; human and labor rights; and sustainable procurement. These survey results help Goodyear to take effective action as Goodyear determines supply chain opportunities and strategies, as well as to create and implement action and improvement plans when appropriate. In 2025, Goodyear completed assessments of suppliers covering 98.5 percent of its raw materials by volume.

Goodyear strives to make an impact through its choice of the materials it uses. Goodyear is committed to managing sourcing in a manner that helps reduce environmental and social impacts and improves its global risk management.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste:

Response:

Plastics (including packaging)	The recycling and disposal of plastic packaging waste adhere to the guidelines and provisions of Plastic Waste Management Rules.
E-waste	E-waste is disposed of through authorized vendors.
Hazardous waste	The Company has a standard operation for handling and storage of hazardous waste at site. The waste is sold to a government-authorised vendor.
Other waste	Other waste, such as bio-medical waste, is sold to a government authorized vendor.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Response:

Extended Producer Responsibility (EPR) for waste tyres and plastic packaging is applicable to the Company's activities. The EPR on waste tyres rules requires the Company to fulfil their EPR obligation through purchase of EPR certificates from registered recyclers and file returns online on the CPCB portal. The Company takes necessary steps for compliance with the rules.

PRINCIPLE 3

Businesses should respect and promote the well-being of all employees, including those in their value chains.

Essential Indicators

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day-care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	297	297	100%	297	100%	-	-	-	0%	77	25.93%
Female	16	16	100%	16	100%	16	100%	-	-	4	25.0%
Total	**313**	**313**	**100%**	**313**	**100%**	**16**	**100%**	**-**	**0%**	**81**	**25.88%**
Other than permanent employees											
Male	157	157	100%	157	100%	0	0%	-	0%	68	43.31%
Female	26	26	100%	26	100%	26	100%	-	-	9	34.62%
Total	**183**	**183**	**100%**	**183**	**100%**	**26**	**100%**	**-**	**0%**	**77**	**42.08%**

Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health Insurance*		Accident Insurance*		Maternity Benefits		Paternity Benefits		Day-care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent workers											
Male	606	606	100%	606	100%	-	-	-	0%	606	100%
Female	6	6	100%	6	100%	6	100%	-	-	6	100%
Total	**612**	**612**	**100%**	**612**	**100%**	**6**	**100%**	**-**	**0%**	**612**	**100%**
Other than Permanent workers											
Male	876	876	100%	876	100%	-	-	-	0%	876	100%
Female	59	59	100%	59	100%	59	100%	-	-	59	100%
Total	**935**	**935**	**100%**	**935**	**100%**	**59**	**100%**	**-**	**0%**	**935**	**100%**

**Health and Accidental insurance are covered through ESI wherever applicable.*

b. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format

	FY 2025-26	FY 2024-25
Cost incurred on well- being measures as a % of total revenue of the company	0.11%	0.13%

**Following costs are considered: Health and accident insurance premium, day care cost and staff welfare expenses relating to well-being.*

2. Details of retirement benefits, for Current FY and Previous Financial Year

	FY 2025-26 (data for employees active as on 31.03.2026)			FY 2024-25 (data for employees active as on 31.03.2025)		
Benefits	**No. of employees covered as a % of total employees**	**No. of workers covered as a % of total workers**	**Deducted and deposited with the authority (Y/N/N.A.)**	**No. of employees covered as a % of total employees**	**No. of Workers covered as a % of total workers**	**Deducted and deposited with the authority (Y/N/N.A.)**
PF	100%	100%	Y	100%	100%	Y
Gratuity	100%	100%	Y	100%	100%	Y
ESI	As per act	As per act	As per act	As per act	As per act	As per act
Others-please specify	N. A	N. A	N.A	N. A	N. A	N. A

3. Accessibility of workplaces: Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Response: The Company aims to ensure its physical infrastructure (buildings, furniture, facilities, and services in the building/campus) adheres to the accessibility standards prescribed by the Government of India to enable person(s) with disabilities to effectively perform their duties in the establishment and to provide assistive devices as required, subject to practical feasibility, to enable person(s) with disability to have access to common facilities including the physical environment, transportation, information, and communications, including technologies and systems, without any inconvenience.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Response: Yes, the company has an equal opportunity policy for Persons with Disabilities. The web link for the same is https://www.goodyear.co.in/investor-relations

The Company is an equal opportunity employer and provides equal employment opportunities to qualified applicants for employment without regard to race, colour, ethnicity, religion, sex, age, disability, or other characteristics protected by applicable law. The Company strives to maintain a work environment that is free from any harassment.

The Company has a mechanism to provide necessary training to person(s) with disabilities as and when required to enhance their capabilities and enable them to efficiently discharge their duties in the Company.

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

	Permanent Employees		Permanent Workers	
Gender	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	-	-	-	-
Female	-	-	-	
Total	**-**	**-**	**-**	

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent Workers	Yes, any individual, including all category of workers and employees, who has a grievance or concern may contact the Company's confidential Integrity Hotline, which is available 24 hours a day, 7 days a week from anywhere in the world via toll-free telephone or by a dedicated website. The Company's Integrity Hotline allows employees, workers and third parties to report a concern or ask a question, anonymously. The Company's employees may also report concerns via the internal channels set forth in the company's Business Conduct Manual. Each report is reviewed by the Goodyear Compliance & Ethics Department to determine how to best address the matter. The Compliance and Ethics Department reviews each Integrity Hotline matter reported and, in cases where an allegation of misconduct is substantiated, the Company takes appropriate disciplinary or remedial action. Goodyear strictly prohibits retaliation against individuals for making a report in good faith. 'Speak Up' education and awareness campaigns are held to remind employees of the Integrity Hotline and to encourage them to raise questions or concerns. The weblink of the Integrity Hotline is www.goodyear.ethicspoint.com Additionally, for Permanent Workers, the Company also have alternate grievance reporting channels in place to report and address any grievances such as the safety committee, canteen managing committee, POSH committee, etc. In case of non-redressal or any need to escalate, union office bearers can also highlight the issues before the management and the same are resolved subject to the merits of the issue. Further, the contract workmen (Other than Permanent Workers) can raise their grievances through their respective contractors/ supervisors, or they can also escalate their grievances to the company's HR Department or their line managers.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or unions recognised by the listed entity:

Category	FY 2025-26			FY 2024-25		
	Total employees /workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D/ C)
Permanent Employees						
Male	297	N/A	N/A	N/A	N/A	N/A
Female	16	N/A	N/A	N/A	N/A	N/A
Total	**313**	**N/A**	**N/A**	**N/A**	**N/A**	**N/A**
Permanent Workers						
Male	606	591	97,52%	615	594	96.69%
Female	6	0	0%	6	0	0%
Total	**612**	**591**	**96.57%**	**621**	**594**	**95.65%**

8. Details of training given to employees and workers:

Category	FY 2025-26					FY 2024-25				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No.(B)	% (B/A)	No.(C)	% (C/A)		No.(E)	%(E/D)	No.(F)	%(F/D)
Employees										
Male	297	297	100%	297	100%	312	312	100%	312	100%
Female	16	16	100%	16	100%	16	16	100%	16	100%
Total	**313**	**313**	**100%**	**313**	**100%**	**328**	**328**	**100%**	**328**	**100%**
Workers										
Male	606	606	100%	606	100%	615	615	100%	615	100%
Female	6	6	100%	6	100%	6	6	100%	6	100%
Total	**612**	**612**	**100%**	**612**	**100%**	**621**	**621**	**100%**	**621**	**100%**

9. Details of performance and career development reviews of employees and worker:

Category	FY 2025-26			FY 2024-25		
	Total (A)	No.(B)	% (B/A)	Total (C)	No.(C)	% (C/A)
Employees						
Male	297	297	100%	312	312	100%
Female	16	16	100%	16	16	100%
Total	**313**	**313**	**100%**	**328**	**328**	**100%**
Workers						
Male	606	606	100%	615	615	100%
Female	6	6	100%	6	6	100%
Total	**612**	**612**	**100%**	**621**	**621**	**100%**

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Response: Yes, the Company has successfully implemented an environmental health and safety (EHS) management system. Key activities under this system encompass health and safety training, safety audits, work permit system, and feedback from risk assessments and monitoring mechanisms like incident reporting, investigation, hazard hunting, and lagging/reactive monitoring

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

Response: The Company prioritizes occupational health and safety by conducting regular internal and external audits to uphold compliance within its manufacturing operations. Key processes involve identifying work-related hazards using design checklists, activity monitoring, and adherence to safety protocols like Job Safety Analysis, Hazard Identification and Risk Assessment (HIRA), standard operating procedures, and operational control procedures. To manage high-severity activities effectively, a stringent Work Permit system is in place to safeguard the well-being of employees and workers.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Response: Yes, the Company prioritizes safety through well-established Standard Operating Procedures (SOP) for employees and workers. These procedures empower the Company's team to identify and report potential work-related hazards effectively. Additionally, the Company provides comprehensive training to all employees and workers through occupational health and safety modules. These training sessions focus on equipping individuals with the methodology to identify hazards, analyse associated risks, and implement necessary steps to mitigate them. Safety is a core value, and the Company ensures that its workforce is well-prepared to maintain a secure work environment.

During safety and emergency evacuation drills, employees undergo training on utilizing emergency equipment like fire hydrants, firefighting systems, leak and spill control procedures, and safety alarms. Their proficiency in handling emergency situations is regularly assessed through practical exercises. The combination of hands-on drills and online safety modules ensures that employees are well-prepared to report work-related hazards and safely extricate themselves from such scenarios.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Response: Yes, the Company prioritizes employee well-being by offering non-occupational medical and healthcare services along with a fully equipped Occupational Health Centre (OHC) that operates 24/7 at the plant, complete with an on-site ambulance service. Compliant with the Indian Factories Act, the OHC meets all required medical standards. In a commitment to enhance both physical and mental health, the Company collaborates with a third-party agency to assist employees in sustaining their overall well-being.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2025-26	FY 2024-25
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	1.16
	Workers	1.96	0.33
Total recordable work-related injuries	Employees	0	1
	Workers	6	7
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

Response: The Company prioritizes health and safety through a comprehensive program that monitors key performance indicators (KPI) closely. With a foundation built on established policies and procedures, the program utilizes monitoring KPI mechanisms like GEMBA audits, reactive monitoring, hazard hunting, incident reporting, and investigation to ensure effective implementation of the EHS program.

Goodyear's Responsible Operations policy underscores the principles that guide continuous improvement of EHS and Goodyear's commitment to operating in a manner that protects its people, customers, company, reputation and the communities in which Goodyear operates. Internal and external audits are conducted regularly to evaluate safety practices in line with the EHS management system. Identified critical areas prompt immediate corrective actions, with thorough analysis of incidents and hazards to prevent re occurrence.

Education and training remain central to Goodyear's culture. Goodyear invests in EHS training and structured workforce engagement mechanisms – including formal safety committees – because a strong safety culture is built through visible leadership reinforcement and meaningful employee participation.

To safeguard employee well-being, the Company offers health awareness sessions, medical facilities, and insurance benefits. Additionally, voluntary health promotion services such as lifestyle counseling, stress management, and nutritional campaigns aim to foster healthy practices among individuals.

13. Number of Complaints on the following made by employees and workers:

	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	-	-	-	-	-	-
Health & Safety	1	1	The complaint is being reviewed	2	-	-

14. Assessments for the year:

Percentage of your plants and offices that were assessed (by entity or statutory authorities or third parties)	
Health and safety practices	100*
Working Conditions	100

**Note: Industrial Hygiene sampling and monitoring is conducted by 3rd party, Regional EHS, ISO14001, Environment & Safety audit by 3rd party.*

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions

Response: At the Company, a dedicated cross-functional team of experts handles safety-related incidents and addresses significant risks and concerns identified through health and safety assessments. The team follows a structured multi-cause investigation procedure to conduct in-depth investigations and formulate effective corrective action plans. These plans play a crucial role in guaranteeing the elimination and management of safety-related risks.

PRINCIPLE 4

Businesses should respect the interests of and be responsive to all its stakeholders.

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

   Response: Key stakeholders are individuals, organizations, parties, or entities that influence the Company's business, add value, or are critical elements of the value chain. Employees and workers, customers and suppliers, regulators, industry associations and non-governmental organizations (NGOs), investors and community members are some of the Company's key stakeholders.

2. List of Stakeholder Groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees and workers	No	Intranet; email; SMS; in-person and virtual meetings; internal events, notice boards	On going	Relevant business communication; career, learning & growth; HR policies and practices; grievance mechanisms
Customers and Suppliers	No	Annual supplier meetings; emails, site visits; dealers meet; business and marketing communications	On going	Sales and marketing plan; new product strategy and inventory building; enhancing customer experience; grievance resolution
Regulators	No	Meetings; emails; conferences; external forums and public platforms	On going	Approval/permission on various regulatory requirements; compliance with applicable regulations
Industry Associations and Non-Governmental Organizations (NGOs)	No	Email communication; meeting with trade associations	Need based	Policy-making discussions and briefings, discussion on emerging regulations
Investors	No	Email communication; newspaper advertisement; Stock Exchange intimation; circulation of information through website; virtual meetings	On going	Resolving queries; annual shareholder meeting; passing of resolution through postal ballot
Community Members	Yes	Physical and virtual meetings	On going	Corporate Social Responsibility initiatives

PRINCIPLE 5

Businesses should respect and promote human rights.

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. of Employees/Workers covered (B)	% (B/A)	Total (C)	No. of Employees/Workers covered (C)	% (C/A)
Employees						
Permanent	313	313	100%	328	328	100%
Other than Permanent	183	148	81%	147	88	60%
Total	**496**	**461**	**93%**	**475**	**416**	**88%**
Workers						
Permanent	612	612	100%	621	621	100%
Other than Permanent	935		0	1498		0%
Total	**1547**	**612**	**40%**	**2119**	**621**	**29%**

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2025-26					FY 2024-25				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No.(B)	% (B/A)	No.(C)	% (C/A)		No.(E)	% (E/D)	No.(F)	% (F/D)
Employees										
Permanent										
Male	297	-	0%	297	100%	312	-	0%	312	100%
Female	16	-	0%	16	100%	16	-	0%	16	100%
Other than Permanent										
Male	157	-	0%	157	100%	122	-	0%	122	100%
Female	26	-	0%	26	100%	25	-	0%	25	100%
Worker										
Permanent										
Male	606	-	0%	606	100%	615	-	0%	615	100%
Female	6	-	0%	6	100%	6	-	0%	6	100%
Other than Permanent										
Male	876	828	95%	48	5%	1388	1348	97%	40	3%
Female	59	53	90%	6	10%	110	102	93%	8	7%

3. Details of remuneration/salary/wages,

a. Median remuneration / wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category **in lakhs**	Number	Median remuneration/ salary/ wages of respective category **in lakhs**
Board of Directors (BoD)*	2	462.27	0	-
Independent Directors	2	11.71	1	18
Key Managerial Personnel**	1	62.06	-	-
Employees other than BoD and KMP	294	16.43	16	18.27
Workers	606	13.38	6	4.58

*Whole time directors

**The median remuneration of 2 Whole Time Directors (KMPs) is covered as a part of Board of Directors, therefore not included in the median remuneration paid to KMPs.

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2025-26	FY 2024-25
Gross wages paid to females as % of total wages*	2.4%	3.3%

*Permanent employee and workers

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Response:
Goodyear's Global Human and Labor Rights Subcommittee – comprised of leaders from Human Resources, Legal, Communications, EHS, Procurement, Sustainability and Compliance & Ethics – meets routinely and is responsible for guiding Goodyear's approach to human and labor rights. This subcommittee is focused on health and safety, labor relations, supply chain, policy alignment and risk assessment and mitigation.

Goodyear's human rights policies and standards reflect its expectations across Goodyear's value chain. All Goodyear stakeholders, including suppliers and other third parties, are expected to act with respect for human rights, consistent with our human rights policy and standards.

Goodyear's Global Human Rights Policy illustrates that Goodyear is fully committed to maintaining an inclusive workplace and value chain that is free of harassment based on a person's gender, race, age, religion, disability, ancestry, national origin, sexual orientation or other characteristics protected by applicable law. The policy – which was last updated in 2025 – also outlines Goodyear's commitment to the UN Guiding Principles on Business and Human Rights. The Company has adopted Goodyear's Global Policy on Human Rights and educates leaders and employees to understand and apply human rights standards in their area of responsibility.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

Response:
Every associate is obligated to speak up as part of Goodyear's shared commitment to Acting with Integrity. Managers of others are required to lead with integrity, which includes answering associate questions on ethical issues and company policies, and reporting any potential violations of law or company policy.

Goodyear strictly prohibits any form of retaliation against those who report in good faith known or suspected violations of policy or law or who participate and cooperate truthfully and fully in an investigation. Goodyear's Speak Up Policy explains how to report concerns and describes Goodyear's anti-retaliation policy.

Compliance & Ethics (C&E) oversees Goodyear's hotline reporting and investigation case management system. Available to all associates, business partners and other stakeholders 24 hours a day, every day of the year, the Integrity Hotline, operated by a third-party provider, allows associates and others to raise grievances and accepts questions, concerns and reports, including anonymous reports, by telephone or online report and then shares the reports with C&E.

Reports can be made in different languages either verbally or in writing and supporting materials can be uploaded by the reporter. Associates are also encouraged to bring concerns to their managers or representatives in Human Resources, Legal, C&E and Internal Audit. Any non-minor compliance or ethics concern raised through any of these means and brought to the attention of C&E is reviewed by C&E and tracked in our Integrity Hotline case management system. Associates are regularly reminded of the Integrity Hotline and other Speak Up options during training sessions and via internal communications channels.

Goodyear takes all reports seriously, as they are vital to addressing potentially harmful behavior, identifying risks and tailoring training, policies and governance to the actual situations Goodyear's associates face.

Goodyear conducts investigations in response to allegations of misconduct. An investigation is intended to help Goodyear identify and understand the facts relevant to the allegations, assess the situation and decide how to resolve the issue and address any risks or misconduct that may have occurred.

Those responsible for conducting internal investigations are expected to maintain the highest ethical and legal standards. Fairness, confidentiality, an unbiased approach and a commitment to Goodyear's non-retaliation policy underlie these principles and are essential to an effective investigative process. Further information describing Goodyear's investigative processes and procedures can be found in Goodyear's Speak Up Policy.

C&E conducts ongoing data analysis to better understand our investigations data. This includes reviewing the types of allegations reported, locations involved, substantiation rates and anonymity rates. This data is shared with Goodyear's Senior Leadership Team and other global managers, the Committee on Corporate Responsibility and Compliance and Global and Regional Compliance & Ethics Committees.

The weblink of the Integrity Hotline is www.goodyear.ethicspoint.com

6. Number of Complaints on the following made by employees and workers:

	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	-	-	-	-	-	
Discrimination at workplace	2	2	Under review	1	-	Matter had already been resolved last year

	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Forced Labour/ Involuntary Labour	-	-	-	-	-	-
Wages	-	-	-	-	-	-
Other human rights related issues	-	-	-	-	-	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2025-26	FY 2024-25
Total complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	NIL	NIL
Complaint of POSH as a % of female employee/ workers	0%	0%
Complaint of POSH upheld	0	0

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

Response: Retaliation is prohibited at Goodyear India. The Company has an anti-retaliation policy that strictly prohibits any form of retaliation against individuals who:

a) Report in good faith known or suspected violations of policy or law (even if those concerns are found to be unsubstantiated); and/or
b) Participate and cooperate honestly and completely in an investigation.

Employees/Workers who believe they have experienced retaliation, or believe someone else has been retaliated against, can report this to the Integrity Hotline or by contacting one of the other resources outlined in Goodyear's Business Conduct Manual and Speak Up Policy.

9. Do human rights requirements form part of your business agreements and contracts?
(Yes/No)

Response: Yes, the same have been made a part of agreements and contracts, as and where relevant.

10. Assessments for the year:

	Percentage of your plants and offices that were assessed (By entity or statutory authorities or third parties)
Child Labour	None
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

Response: Nil

PRINCIPLE 6

Businesses should respect and make efforts to protect and restore the environment.

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	Units	FY 2025-26	FY 2024-25
From renewable sources			
Total electricity consumption (A)	GJ	7,082.51	1,853.18
Total fuel consumption (B)	GJ	0	0

Parameter	Units	FY 2025-26	FY 2024-25
Energy consumption through other sources (C)	GJ	215,050.46	208,688.49
Total energy consumption from renewable sources(A+B+C)	GJ	222,132.97	210,541.66
From non- renewable sources			
Total electricity consumption (D)	GJ	168,621.71	178,460.95
Total fuel consumption (E)	GJ	199,66.91	60,191.57
Energy consumption through other sources (F)	GJ	0	0
Total energy consumption from non- renewable sources (D+E+F)	GJ	188,588.62	238,652.52
Total energy consumed (A+B+C+D+E+F)		410,721.59	449,194.18
Energy intensity per lakhs rupee of turnover (Total energy consumed / Revenue from operations)		1.67	1.74
Energy intensity per lakhs rupee of turnover adjusted for Purchasing Power Parity (PPP)* (Total energy consumed / Revenue from operations adjusted for PPP)		33.9	36.0
Energy intensity in terms of physical output	GJ/tonnes	7.1	7.7

**The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2025 by World Bank for India which is 20.343 (previous year 20.662)*

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Response: Yes, the Company has carried out an independent audit by A-Z Energy Engineers Private Limited (external agency).

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

   Response: Not Applicable

3. Provide details of the following disclosures related to water, in the following format.

Parameter	Units	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)			
(i) Surface water	m3	199,539	2,09,560
(ii) Groundwater	m3	112,301	1,19,630
(iii) Third party water	m3	20,328	21,995
(iv) Seawater / desalinated water		0	0
(v) Others		0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	m3	332,168	3,51,185
Total volume of water consumption (in kilolitres)	m3	332,168	3,51,185
Water intensity per **lakhs** rupee of turnover (Water consumed / turnover)		1.35	1.36
Water intensity per **lakhs** rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)		27.4	28.1
Water intensity in terms of physical output	m3/tonnes	5.7	5.7

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Response: No.

4. Provide the following details related to water discharged:

Parameter	Units	FY 2025-26	FY 2024-25
Water discharge by destination and level of treatment (in kilolitres)			
(i) To Surface water			
- No treatment		Nil	Nil
- With treatment		Nil	Nil
(ii) To Groundwater			
- No treatment		Nil	Nil
- With treatment		Nil	Nil
(iii) To Seawater			
- No treatment		Nil	Nil
- With treatment		Nil	Nil
(iv) Sent to third parties			
- No treatment		Nil	Nil
- With treatment		Nil	Nil
(v) Others			
- No treatment		Nil	Nil
- With treatment		Nil	Nil
Total water discharged (in kilolitres)		Nil	Nil

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Response: No.

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Response: Yes, the Company's manufacturing facility has implemented Zero Liquid Discharge, wherein the wastewater is treated through Effluent Treatment Plant (ETP) and Sewage Treatment Plant (STP) and Reverse Osmosis (RO) systems. The treated water is re-used in cooling and steam condensation units and in forestry and gardening.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2025-26	FY 2024-25
NOx	mg/Nm3	21.	21.56
SOx	mg/Nm3	7.0	7.5
Particulate Matter (PM)	mg/Nm3	47	43.25
Persistent organic pollutants (POP)	-	NA	NA
Volatile organic compounds (VOC)	-	NA	NA
Hazardous air pollutants (HAP)	-	NA	NA
Others - Carbon Monoxide (CO)	%vv	<0.2	0.1

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Response: Yes, the Company monitors air emissions for the given parameters through a CPCB-approved and a NABL-accredited third party (Interstaller Testing centre Pvt. Ltd.) on a quarterly basis.

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 1 GHG emissions Break-up of the GHG into CO2, CH4, N2O, HFCs, FCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	1041.15	3,138.63

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 2 GHG emissions* (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	34,473.77	37,526.37
Total Scope 1 and Scope 2 GHG emissions per lakhs rupee of turnover	Metric tonnes of CO2 equivalent	0.14	0.16
Total Scope 1 and Scope 2 GHG emission intensity per **lakhs** rupee of turnover adjusted for Purchasing Power Parity (PPP)	(Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	2.93	3.26
Total Scope 1 and Scope 2 GHG emission intensity in terms of physical output	Metric tonnes of CO2 equivalent /tonnes	0.61	0.66

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Response: No

8. Does the entity have any project related to reducing green house gas emission? If yes, then provide details.

Response: As a part of the Company's initiatives to reduce GHG emissions and conserve energy, the Company has taken following steps:
» 1.0MW Solar plant installed & commissioned
» PNG Consumption reduction
» Energy Efficient Man cooler BLDC Fans
» Energy Efficient Factory Water Pump with VFD

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2025-26	FY 2024-25
Total Waste generated (in metric tonnes)		
Plastic waste (A)	328.82	297.22
E-waste (B)	0	0
Bio-medical waste (C)	0.028	0.0025
Construction and demolition waste (D)	0	0
Battery waste (E)	0	19.64
Radioactive waste (F)	0	0
Other Hazardous waste. Please specify, if any. (G)	90.34	100.37
- Asbestos sheet	-	-
- Contaminated paper board	0.11	0.09
- Contaminated polythene	0.09	0.06
- Empty plastic container	0.24	0.2
- Empty tin chemical container	0.28	0.21
- ETP Sludge	8.51	7.57
- Mixed waste	1.8	3.3
- Scrap chemical	14.22	10.72
- Water used oil with water content	65.09	78.22
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	9,556.96	9,545.7
- Equipment waste	11.09	9.13
- Fabric waste	12.23	15.2
- Metal waste	394.19	225.07
- Miscellaneous	417.21	500.27
- Paper waste	64.34	76.28

Parameter	FY 2025-26	FY 2024-25
- Tyre waste	1025.77	1,346.25
- Biomass Ash*	7624.04	7203.20
- Wood waste	8.09	170.30
Total (A+B + C + D + E + F + G+ H)	**9,976.14**	**9,962.93**
Waste intensity per **lakhs** rupee of turnover (Total waste generated / Revenue from operations)	0.041	0.039
Waste intensity per lakhs rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.82	0.80
Waste intensity in terms of physical output (Metric tonnes of CO2/tonnes)	0.17	0.16
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
(i) Recycled	9,951.39MT	9,941.19 MT
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total		
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
(i) Incineration	24.75 MT	21.4 MT
(ii) Landfiling - Construction and Demolition debris only	0 MT	0 MT
(iii) Other disposal operations	-	-
Total	-	-

Note:: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Response: No.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

Response:
The waste generated is monitored daily. The total waste generated is aggregated and segregated at a single location for proper disposal according to the guidelines issued by the State Pollution control boards (SPCBs), CPCB and MoEF.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

Sr. No	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
Not applicable as there are no operations near above-mentioned zones.			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
N. A	N. A	N. A	N. A	N. A	N. A

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Sr. No.	Specify the law/regulation/ guidelines which was not complied with	Provide details of the non-compliance	Any fines /penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
	N. A	N. A	N. A	N. A

PRINCIPLE 7

Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations

   Response: 3

   b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

Sr. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	ATMA (Automotive Tyre Manufacturers Association)	National
2	FIA (Faridabad Industries Association)	State
3	AMCHAM (American Chamber of Commerce)	International

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
N. A	N. A	N. A

PRINCIPLE 8

Businesses should promote inclusive growth and equitable development.

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

   Response: Not Applicable

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

   Response: Not Applicable

3. Describe the mechanisms to receive and redress grievances of the community.

   Response:
   The Company engages with the community through various channels such as regular meetings, periodic interaction with the concerned administrative officials and through implementation partners for CSR projects. These channels of communication facilitate the receipt and redressal of grievances of the community and are accessible systems that are largely based on dialogue and mediation.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2025-26	FY 2024-25
Directly sourced from MSMEs/ small producers	13%	14%
Directly from within India	6%	26%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost:

Location	FY 2025-26	FY 2024-25
Rural	0.0%	0.0%
Semi-Urban	2.0%	3.2%
Urban	4.8%	5.8%
Metropolitan	93.2%	91.0%

PRINCIPLE 9

Businesses should engage with and provide value to their consumers in a responsible manner.

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

   Response: The Company has adequate mechanisms and takes due efforts for addressing and redressal of consumer feedback and complaints. The Company has a dedicated phone line and mailbox through which customers and other stakeholders can approach the Company for reporting product-related complaints. The consumer complaints received at customer care email ID i.e. Gy_Care@goodyear.com are managed in accordance with the Standard Operating Procedure (SOP). Based on its nature, the complaint is forwarded to the respective department for their further actions, if any, including adequate response and resolution of the said complaints.

   Goodyear India has also introduced a mobile based app, 'Goodyear Care' for handling warranty claims for providing quicker resolution to consumers.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

Particulars	As a percentage to total turnover
Environmental and social parameters relevant to the product	All necessary information as per regulatory requirements regarding safe and responsible usage is disclosed on all our products.
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following:

	FY 2025-26			FY 2024-25		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	-	-	-	-	-	-
Advertising	-	-	-	-	-	-
Cyber-security	-	-	-	-	-	-
Delivery of essential Services	-	-	-	-	-	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Other	171	-	-	322	-	-

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	-	-
Forced recalls	-	-

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

   Response: Like many global companies, Goodyear faces data security risks and monitors new and developing regulations and best practices to anticipate and mitigate such risks. As a response to new and changing regulations, Goodyear regularly reviews and updates its data protection and privacy policies and procedures to comply with regulations and best practices and implements dedicated training programs for associates who interact with personal information. In addition, Goodyear conducts risk-based due diligence, including cybersecurity reviews of suppliers that are responsible for handling confidential information — including Personally Identifiable Information — as well as associates, customers, suppliers and others with whom we do business. Goodyear has a Global Privacy Steering Committee — comprised of global and geographical leaders — who help oversee Goodyear's Privacy Program.

   Web link- https://corporate.goodyear.com/us/en/more/terms-conditions-and-privacy-policy/global-privacy-policy.html

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products/services.

   Response: No regulatory action has been taken on the above-mentioned parameters and no corrective actions have been warranted on above mentioned aspects.

7. Provide the following information relating to data breaches:

   a. Number of instances of data breaches:
      Response: Nil

   b. Percentage of data breaches involving personally identifiable information of customers:
      Response: Nil

   c. Impact, if any, of the data breaches
      Response: Nil

On behalf of the Board of Directors

Arvind Bhandari
(Chairman & Managing Director)
DIN: 10864817

Date: May 28 2026
Place: Gurugram

ANNEXURE- F
(Para 23 of Board's Report)

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

A. CONSERVATION OF ENERGY:

(i) Steps taken or impact on conservation of energy:

- Energy Efficient BLDC Fans
- Energy Efficient lighting system upgrade
- Energy Efficient Factory Water Pump with VFD

(ii) Steps taken by the Company for utilizing alternative sources of energy:

- Solar Power utilisation.

(iii) Capital investment on energy conservation equipment's:

(Rs. In Lakhs)

Nature of Investment	Amount
Factory water pump replacement with energy efficient pump	16.2
Solar Plant	9.0

B. TECHNOLOGY ABSORPTION:

(i) Efforts made towards technology absorption

a) New Product Introduction

The Company, with the assistance of the Goodyear Tire & Rubber Company's Innovation centers in Akron, USA and development Center in Kunshan in research and development activities, aims to introduce new products as per OEM requirements and replacement market. As a part of continual improvement existing products are monitored and enhanced as required to meet changing customer's and end user's expectation.

b) Process Improvement

The Company's manufacturing unit ensures engagement of its employees through plant optimization/GPS methodology in planned activities covered under different pillars to drive process improvements, reduction in process variation and waste.

c) Systems improvement

The Company periodically reviews ISO 9001 for Quality Management System; recertified in 2024 and ISO 14001 for Environmental Management System; recertified in 2023. Further the Company's systems and procedures are based on Goodyear global Quality management system.

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution

(a) Specific areas in which Research and Development ("R&D") activities are normally carried out by the Company with the assistance of the Goodyear innovation/development centers under the:

- New products development w.r.t. Tractor Farm tyres for local and/or export market in both OE & Replacement segment.
- Emphasis on continual improvement in manufacturing process related to Farm tyres and product quality aided and guided by Asia Pacific and to cater to customer satisfaction. Reduction in organic solvent usage, process waste and energy usage.
- Embraced Plant Optimization (PO)/ GPS methodology to improve plant reliability and efficiency. This aided with technology support resulted in continuous stable process, improvement in productivity at optimum manufacturing cost.

- Development, industrialization and introduction of new and improved compound formulations as well as changes in construction have enabled to meet customer expectation and product performance
- Equipped with farm tyre testing facility for new product industrialization and new product launches with minimum lead time, as well as for product benchmarking.

(b) Benefits derived as a result of above R&D/efforts:

The R&D activities help the Company to add new Farm Tyre products to its portfolio, increase size ranges and meet customer requirement. These activities also enable the Company to reduce process waste, lower energy consumption, increase productivity and release new products, thereby achieving higher Customer Acceptance and Satisfaction. The results of such R&D activities are not used by any other Goodyear affiliates for its operations.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year 2025-26)

a) Technology imported	NONE
b) Year of import	Not Applicable
c) Has technology been fully absorbed?	
d) If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action	

(iv) Expenditure incurred on Research and Development (R&D)

Following are the details of expenditure incurred on Research and Development during the Financial Year 2025-26:

(Rs. in Lakhs)

Capital	-
Recurring	38
Total	38
Total R&D Expenditure as a Percentage of total turnover	0.02%

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

(Rs. in Lakhs)

Year	Earned		Used			
			Import (CIF)			
	Export (FOB)	Others	Capital Goods	Stores & Spares	Raw Material	Others
2025-26 (Year ended March 31, 2026)	363	1570	7	22	4874	18,351

On behalf of the Board of Directors

Arvind Bhandari
(Chairman & Managing Director)
DIN: 10864817

Date: May 28, 2026
Place: Gurugram

ANNEXURE- G
(Para 26 of Board's Report)

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2025-26:

S. No	Executive Director(s)	Ratio to Remuneration
1.	Mr. Arvind Bhandari	51:1
2.	Mr. Gajender Singh	0.2:1
3.	Mr. Sandeep Garg	18:1
4.	Ms. Varsha Chaudhary Jain	11:1

Note:

1. *Mr. Gajender Singh (DIN: 10681092) has resigned as Whole Time Director (Key Managerial Personnel) of the Company from the close of business hours on April 06, 2025.*
2. *The Board in its meeting held on March 27, 2025 appointed Mr. Sandeep Garg (DIN: 10360979) as Additional Director and Chief Financial Officer w.e.f. April 07, 2025. Subsequently, the Members, vide resolution passed through Postal Ballot on June 07, 2025 (i.e. the last date of e-voting) approved the appointment of Mr. Sandeep Garg (DIN: 10360979) as Whole-Time Director (Key Managerial Personnel) of the Company w.e.f. April 07, 2025.*
3. *Ms. Varsha Chaudhary Jain (DIN: 08388940) resigned as Whole Time Director (Key Managerial Personnel) of the Company from the close of business hours on December 31, 2025.*
4. *Independent Directors are not paid any remuneration other than sitting fee and reimbursements of expenses including travelling/conveyance expenses. Independent Directors were paid a sitting fee of Rs. 75,000/- per meeting for attending the Board and all Committee Meetings. Non-Executive Directors (Mr. Anil Kumar Singh) were not paid any remuneration or sitting fee during the Financial Year 2025-26.*

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

S. No	Name	Designation	% Increase in remuneration in the Financial Year FY 2024-25
1.	Mr. Arvind Bhandari	Chairman & Managing Director	Not Comparable
2.	Mr. Gajender Singh	Whole Time Director	Not Comparable
3.	Mr. Sandeep Garg	Whole Time Director & CFO	Not Comparable
4.	Ms. Varsha Chaudhary Jain	Whole Time Director	Not Comparable
5.	Mr. Sunil Modi	Interim Chief Financial Officer	Not Comparable
6.	Mr. Anup Karnwal	Company Secretary	11.18%

Note:

1. *Mr. Gajender Singh (DIN: 10681092) has resigned as Whole Time Director (Key Managerial Personnel) of the Company from the close of business hours on April 06, 2025.*
2. *Mr. Sunil Modi resigned as Interim Chief Financial Officer (Key Managerial Personnel) of the Company from the close of business hours on April 06, 2025.*
3. *The Board in its meeting held on March 27, 2025 appointed Mr. Sandeep Garg (DIN: 10360979) as Additional Director and Chief Financial Officer w.e.f. April 07, 2025. Subsequently, the Members, vide resolution passed through Postal Ballot on June 07, 2025 (i.e. the last date of e-voting) approved the appointment of Mr. Sandeep Garg (DIN: 10360979) as Whole-Time Director (Key Managerial Personnel) of the Company w.e.f. April 07, 2025.*
4. *Ms. Varsha Chaudhary Jain (DIN: 08388940) resigned as Whole Time Director (Key Managerial Personnel) of the Company from the close of business hours on December 31, 2025.*
5. *Independent Directors are not paid any remuneration other than sitting fee and reimbursements of expenses including travelling/conveyance expenses. Independent Directors were paid a sitting fee of Rs. 75,000/- per meeting for attending the Board and all Committee Meetings. Non-Executive Directors (Mr. Anil Kumar Singh) were not paid any remuneration or sitting fee during the Financial Year 2025-26.*

(iii) The percentage increase in the median remuneration of employees in the Financial Year:

The percentage increase in the median remuneration of employees in the Financial Year 2025-26 is **16.93%**

(iv) The number of permanent employees on the rolls of the Company: 925

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

The average annual increase made in the salary of employees other than the managerial personnel in the Financial Year 2025-26 was 5% and the salary of managerial personnel increased by 13.6% (excluding labour code impact)

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

The Company hereby affirms that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

On behalf of the Board of Directors

Arvind Bhandari
(Chairman & Managing Director)
DIN: 10864817

Date: May 28, 2026
Place: Gurugram

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

At Goodyear, corporate governance is the cornerstone of our business philosophy. We are firmly committed to maintaining the highest standards of ethics and legal compliance, ensuring that integrity remains at the core of all our operations. As a global organization, we continuously align our governance practices with internationally recognized best practices.

Our Board of Directors, comprising experienced and independent members, provides active oversight and strategic guidance to foster a governance framework that goes beyond mere regulatory compliance. The key principles underpinning our approach include independence, transparency, accountability, responsibility, compliance, ethics, values, and trust.

2. BOARD OF DIRECTORS

(a) Composition of the Board

The Board has an optimum combination of Executive and Non-Executive Directors including Independent Directors. As on March 31, 2026, the Board of the Company comprised of six (6) Directors consisting of two (2) Executive Directors and four (4) Non-Executive Directors, out of which three (3) are Independent Directors and one of them being a Non-Independent Non-Executive Director. The Company has one (1) Women Independent Director on its Board.

The details of composition and category of Directors, attendance of each Director at the Board Meeting and the last Annual General Meeting, number of other board of directors or committees in which a Director is a member or chairperson, name of the other listed companies, where such director holds a Directorship and Category of Directorship are provided below:

Name	DIN	Category/ Designation	No. of Board Meetings Attended	Number of Positions Held in Other Companies		Attendance at the Last AGM July 25, 2025	Name of other listed company	Category of Directorship
				Board[1]	Committee[2]			
Mr. Arvind Bhandari	10864817	Executive Director (Chairman & Managing Director)	10	NIL	NIL	Yes	NIL	NIL
Mr. Sandeep Garg[3]	10360979	Executive Director	10	NIL	NIL	Yes	NIL	NIL
Mr. Gajender Singh[4]	10681092	Executive Director	0	NIL	NIL	No	NIL	NIL
Ms. Uma Ratnam Krishnan	00370425	Independent Non-Executive Director	10	NIL	NIL	Yes	NIL	NIL
Mr. Sumit Dutta Chowdhury	02117586	Independent Non-Executive Director	10	1	NIL	Yes	ABM Knowledgeware Limited	NIL
Mr. Rajiv Lochan Jain[5]	00161022	Independent Non-Executive Director	7	1	2	Yes	Gujarat Alkalies and Chemicals Limited	Independent Director
Ms. Varsha Chaudhary Jain[6]	08388940	Executive Director	7	NIL	NIL	Yes	NIL	NIL
Mr. Gajanan Vithal Gandhe[7]	02023395	Independent Non-Executive Director	3	2	3	No	Minda Corporation Limited And Insolare Energy Limited	Independent Director
Mr. Anil Kumar Singh[8]	11368937	Non-Executive Non-Independent Director	2	NIL	NIL	No	NIL	NIL

(1) *Directorship in public limited companies, excluding private limited companies, foreign companies, and companies under Section 8 of the Companies Act, 2013.*

(2) *Only covers Membership / Chairmanship of Audit Committee and Stakeholders' Relationship Committee of public limited companies.*

(3) *Mr. Sandeep Garg (DIN: 10360979) was appointed as an Additional Director & Whole-Time Director and Chief Financial Officer of the Company w.e.f. April 07, 2025. Subsequently, the Members, vide resolution passed through Postal Ballot on June 07, 2025 (i.e., the last date of e-voting), approved the appointment of Mr. Sandeep Garg (DIN: 10360979) as Whole-Time Director (Key Managerial Personnel) of the Company w.e.f. April 07, 2025.*

(4) *Mr. Gajender Singh (DIN: 10681092) resigned as Whole-Time Director (Key Managerial Personnel) of the Company from the close of business hours on April 06, 2025. However, Mr. Singh has continued working with the Company as Director – Supply Chain, India (Senior Management Personnel) of the Company.*

(5) *The second term of Mr. Rajiv Lochan Jain (DIN: 00161022), as an Independent Non-Executive Director of the Company, completed from the close of business hours of December 31, 2025.*

(6) *Ms. Varsha Chaudhary Jain (DIN: 08388940) resigned as Whole Time Director (Key Managerial Personnel) of the Company from the close of business hours of December 31, 2025.*

(7) *The Members, vide resolution passed through Postal Ballot on December 23, 2025 (i.e. the last date of e-voting) approved the appointment of Mr. Gajanan Vithal Gandhe (DIN: 02023395) as Independent Non-Executive Director of the Company for a period of 5 (five) consecutive years w.e.f. January 01, 2026.*

(8) *Mr. Anil Kumar Singh (DIN: 11368937) was appointed as an Additional Director & Non-Executive Director of the Company w.e.f. January 07, 2026. Subsequently, the Members, vide resolution passed through Postal Ballot on March 21, 2026 (i.e. the last date of e-voting) approved the appointment of Mr. Anil Kumar Singh (DIN: 11368937) as Non-Executive Non-Independent Director of the Company w.e.f. January 07, 2026.*

Notes:

- *Mr. Anil Kumar Singh (DIN 11368937) resigned as Non-Executive Non-Independent Director of the Company from the close of business hours of May 31, 2026.*
- *The Board of Directors of the Company appointed Mr. Rohitashv Sharma (DIN: 11735730) as an Additional Director with effect from June 01, 2026 till the conclusion of ensuing Annual General Meeting and Whole Time Director of the Company with effect from June 01, 2026 for a period of five (5) years, along with terms and conditions and remuneration payable, subject to the approval of the shareholders at the ensuing AGM.*

During the Financial Year 2025-26, the Board met Ten times on April 17, 2025, April 21, 2025, May 27, 2025, July 04, 2025, August 11, 2025, November 06, 2025, December 05, 2025, January 07, 2026, February 05, 2026 and March 24, 2026 respectively. The Directors participated either in person or through video conferencing in all the Board and Committee meetings held during Financial Year 2025-26. The meetings and agenda items taken up during the meetings complied with the requirements of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR), 2015") read with various circulars issued by Ministry of Corporate Affairs ("MCA") and Securities Exchange Board of India ("SEBI"). The maximum gap between any two Board Meetings or Audit Committee meeting was less than one hundred and twenty days as per the statutory requirements. The notice and agenda of each Board Meeting along with the relevant notes and all material information was circulated to the Directors in advance, including minimum information required to be made available to the Board as prescribed under Part A of Schedule II of Regulation 17(7) of the SEBI (LODR), 2015. In exceptional circumstances, additional item(s) were taken up with permission of Chairperson of the respective meeting and with the consent of the majority of Board/Committee members present at the meeting.

None of the Non-Executive Directors held any equity shares or convertible instruments of the Company during the Financial Year 2025-26. Further, none of the Directors had any inter-se relationships.

None of the Directors on the Board holds Directorship in more than 7 listed entities, 10 Public companies nor are they members in Committees of the Board in more than 10 Committees or Chairperson of more than 5 Committees across all listed entities.

(b) Independent Directors

Separate meetings of the Independent Directors of the Company were held on May 27, 2025, to discuss the agenda items as prescribed under applicable laws. All Independent Directors have attended the said meetings. In the opinion of the Board, all the Independent Directors fulfil the conditions of Independence as defined under the Companies Act, 2013 and SEBI (LODR), 2015 and are independent of the management of the Company. Terms and Conditions of the appointment of Independent Director(s) are available at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations.

None of the Independent Directors of the Company is serving as an Independent Director in more than 7 Listed Companies.

(c) Familiarization Programme for Independent Directors

The Company organized Familiarization Programme(s) for the Independent Directors on various matters including a brief on the Strategy Blueprint, Performance Oriented Culture, Business Driver, CSR Update, Competition Landscape, Farm PBU update including India Agriculture sector overview, Tractor Industry Overview, Farm distribution footprint, Innovation excellence, Customer connect Programmes, Consumer PBU update and Enterprise Risk Management (ERM) framework. The details of the Programme(s) are available at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations.

(d) Key Board skills / expertise / competencies

General Management & Business Operations	• Knowledge and deeper understanding of Auto & Manufacturing Industry. • Experience and understanding on Financial Management, Decision Making, Communication, Leadership, Influencing, Stakeholder Relations including long term interest of shareholders etc. • Entrepreneurial mindset with outstanding organizational and leadership skills including experience in general management & administration of the organization. • Knowledge of Macro/ Global/ National/ Sectoral Economy.

Financial & Risk Management	• Experience in financial planning/analysis, controllership, finance operations, audit, information technology and consulting. • Understanding the structures and systems which gives an oversight to the organization to effectively identify, assess and manage Enterprise Risk Management and Crises.
Legal, Regulatory, Corporate Governance, Ethics & Compliance	• Expertise in Legal framework, the relevant laws, rules, regulation policies applicable to the industry/ sector and level/ status of compliances thereof. • Understanding of the best corporate governance practices, relevant governance codes, governance structure, processes and practices followed by the organization. • Driving the business ethics, ethical policies, codes and practices. • Ability to monitor the compliance and knowledge of legal and regulatory requirements applicable to the Company.
Environment Sustainability & CSR	• Experience in broad areas of International Trade and Commerce, Sustainable Development Policy, Environmental Management, Global Governance. • In depth understanding of, Renewable Energy, Finance, Planning and Science and Technology, and the local management of the districts. • Deeper understanding of the Environmental issues such as Pollution mitigation and Control, Biodiversity conservation, Livelihood security, Climate Change etc. • Experienced knowledge on community service and volunteer work for social cause.
Strategic Planning & Business Acumen	• Ability to think strategically, to propose ideas, identify options and plans that take advantage of available business opportunities while reflecting a broad and future-oriented perspective and advice on international practices. • Wider perspective on the business and industry, strategy implementation and change with vision & value creation.
Business Development, Sales & Marketing	• Experience and ability to identify opportunities and threats to the company and to develop strategies, inter-alia to grow sales and market share, built brand awareness and equity. • Deep knowledge and experience in business strategy, financial value and customer value creation. • Develop a strategically aligned and values-based organizational culture.

The specific skill /expertise of individual Directors as defined below. However, the absence of mark against the Director name does not mean the said director does not possess the corresponding skill/ expertise.

Directors	**Skill / Expertise**					
	General Management & Business Operations	**Financial & Risk Management**	**Legal, Regulatory, Corporate Governance, Ethics & Compliance**	**Environment Sustainability & CSR**	**Strategic Planning & Business Acumen**	**Business Development, Sales & Marketing**
Mr. Arvind Bhandari	√	√	√	√	√	√
Mr. Sandeep Garg	√	√	√	√	√	-
Ms. Uma Ratnam Krishnan	√	√	√	√	√	-
Mr. Sumit Dutta Chowdhury	√	√	√	√	√	√
Mr. Gajanan Vithal Gandhe	√	√	-	√	√	√
Mr. Anil Kumar Singh	√	√	√	√	√	√

3. AUDIT COMMITTEE

The Audit Committee of the Company comprises of four (4) Directors, out of which three (3) are Independent Directors as on March 31, 2026 are majority possessing adequate financial / accounting expertise/exposure.

The Composition of the Audit Committee as on March 31, 2026 and details of the meeting and attendance during the Financial Year 2025-26 are as under:

S. No.	Name	Designation	No. of Meetings attended	Dates of Meeting held during the year
1	Mr. Rajiv Lochan Jain[1]	Chairman	4	May 27, 2025 July 04, 2025 August 11, 2025 November 06, 2025, and February 05, 2026
2	Ms. Uma Ratnam Krishnan[2]	Chairperson	5	
3	Mr. Arvind Bhandari	Member	5	
4	Mr. Sumit Dutta Chowdhury [3]	Member	5	
5	Mr. Gajanan Vithal Gandhe[4]	Member	1	

Note:

(1) The second tenure of Mr. Rajiv Lochan Jain (DIN: 00161022) as Independent Non-Executive Director of the Company has completed from the close of business hours of December 31, 2025.

(2) Ms. Uma Ratnam Krishnan (DIN: 00370425) was appointed as a member of the Audit Committee w.e.f. March 27, 2025, and Chairperson of the Committee w.e.f. January 01, 2026.

(3) Mr. Sumit Dutta Chowdhury (DIN: 02117586) was appointed as a member of the Audit Committee w.e.f. March 27, 2025.

(4) Mr. Gajanan Vithal Gandhe (DIN: 02023395) was appointed as an Independent Non-Executive Director of the Company w.e.f. January 01, 2026, and also became a member of the Audit Committee w.e.f. January 01, 2026.

The Company Secretary acts as the Secretary of the Committee.

All members of the Audit Committee are financially literate and have related financial management expertise by virtue of their relevant experience.

In addition to the members of the Audit Committee, these meetings were attended by Whole Time Director & CFO, Controller, Internal Auditor, Statutory Auditors of the Company, whenever necessary, and those other Executives of the Company who were considered necessary for providing input to the Committee.

The Chairman of the Audit Committee was present at the Annual General Meeting of the Company held on July 25, 2025, through Video Conferencing / Other Audio-Visual Means.

In compliance with Section 177 of the Act and Regulation 18 read with Part C of Schedule II of SEBI (LODR), 2015, the terms of reference of Audit Committee inter-alia comprise of the following:

(i) Oversight of the Company's financial reporting process and the disclosure of the financial information to ensure that the financial statements are correct, sufficient and credible;

(ii) Recommendation to the Board for appointment, remuneration and terms of appointment of Auditors of the Company;

(iii) Approval of payment to statutory auditors for any services rendered by the statutory auditors;

(iv) Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval;

(v) Reviewing matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of Section 134(3)(c) of the Act;

(vi) Reviewing changes, if any, in accounting policies and practices and reasons for the same;

(vii) Reviewing major accounting entries involving estimates based on the exercise of judgement by management;

(viii) Reviewing significant adjustments made in the financial statements arising out of audit findings;

(ix) Reviewing compliances with listing and other legal requirements relating to financial statements;

(x) Reviewing disclosure of any related party transactions;

(xi) Reviewing qualifications in the draft audit report;

(xii) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;

(xiii) Reviewing, with the management, the statement of uses/application 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 documents/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public issue or rights issue, or preferential issue or qualified institutions placement and making appropriate recommendations to the Board to take up steps in this matter;

(xiv) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

(xv) Approval or any subsequent modification of transactions of the Company with related parties;

(xvi) Scrutiny of inter-corporate loans and investments;

(xvii) Valuation of undertakings or assets of the Company, wherever it is necessary;

(xviii) Evaluation of internal financial controls and risk management systems;

(xix) Reviewing with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

(xx) 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;

(xxi) Discussion with the internal auditors of any significant findings and follow-ups there on;

(xxii) Reviewing the findings of any internal investigation 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;

(xxiii) 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;

(xxiv) 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;

(xxv) Reviewing the functioning of Whistle Blower Mechanism;

(xxvi) Approval of appointment of CFO after assessing the qualifications, experiences and background etc. of the candidate;

(xxvii) Reviewing the utilization of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;

(xxviii) Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders

(xxix) Reviewing of management discussion and analysis of financial condition and results of operations;

(xxx) Reviewing Management Letters/ Letters of internal control weaknesses issued by the statutory auditors;

(xxxi) Review of Internal Audit Reports relating to internal control weaknesses and the appointment, removal and terms of remuneration of the Chief Internal Auditor;

(xxxii) Review of statement of deviations, if any:

(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 the SEBI (LODR), 2015;

(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 the SEBI (LODR), 2015.

(xxxiii) In addition to the above, the Audit Committee will carry out all such other functions as specified by the Board from time to time.

4. NOMINATION AND REMUNERATION COMMITTEE (NRC)

The Nomination and Remuneration Committee of the Company comprises of three (3) Independent Directors. The Company Secretary acts as the Secretary of the Committee.

The composition of the NRC as on March 31, 2026 and details of the meetings and attendance during the Financial Year 2025-26 are as under:

S. No.	Name	Designation	No. of Meetings attended	Dates of Meeting held during the year
1	Mr. Rajiv Lochan Jain[1]	Chairman	2	May 27, 2025 November 06, 2025 January 07, 2026 February 05, 2026 and March 24, 2026
2	Mr. Sumit Dutta Chowdhury[2]	Chairman	5	
3	Ms. Uma Ratnam Krishnan	Member	5	
4	Mr. Gajanan Vithal Gandhe[3]	Member	3	

Note:

(1) The second tenure of Mr. Rajiv Lochan Jain (DIN: 00161022) as Independent Non-Executive Director of the Company has completed from the close of business hours of December 31, 2025.

(2) Mr. Sumit Dutta Chowdhury (DIN: 02117586) was appointed as a member of the NRC w.e.f March 27, 2025 and became the Chairman of the NRC w.e.f. January 01, 2026.

(3) Mr. Gajanan Vithal Gandhe (DIN: 02023395) was appointed as an Independent Non-Executive Director of the Company w.e.f. January 01, 2026 and also appointed as a member of the NRC w.e.f. January 01, 2026.

The Chairman of the NRC was present at the Annual General Meeting of the Company held on July 25, 2025, through Video Conferencing / Other Audio-Visual Means.

In compliance with Section 178 of the Act and Regulation 19 read with Para A of Part D of Schedule II of the SEBI (LODR), 2015, the terms of reference of the NRC inter alia, comprises the following:

(i) Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to, the remuneration of the Directors, Key Managerial Personnel and other employees;

(ii) For every appointment of an independent director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

a. use the services of an external agencies, if required;

b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

c. consider the time commitments of the candidates.

(iii) Formulation of criteria for evaluation of the performance of the Independent Directors and the Board of Directors

(iv) Devising a policy on diversity of Board of Directors;

(v) Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down and recommend to the Board their appointment and removal;

(vi) To decide whether to extend or continue the terms of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors;

(vii) Recommend to the Board, all remuneration, in whatever form, payable to senior management; and

(viii) In addition to the above, NRC will carry out all such other functions as specified by the Board from time to time.

Performance Evaluation Criteria for Independent Directors

The Company has adopted a process for the performance evaluation of the entire Board, Committees and individual Director including Independent Directors. Please refer to the Board's Report for details on the Performance Evaluation.

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE (SRC)

The Company has duly constituted a Stakeholders' Relationship Committee (SRC). The SRC of the Company comprises of three (3) Directors out of which two (2) are Independent Directors.

The composition of the SRC as on March 31, 2026, and dates of the meeting and attendance during the Financial Year 2025-26 are as under:

S. No	Name	Designation	No. of Meetings attended	Dates of Meeting held during the year
1.	Mr. Rajiv Lochan Jain[1]	Chairman	1	August 11, 2025
2.	Mr. Gajanan Vithal Gandhe[2]	Chairman	0	
3.	Mr. Arvind Bhandari	Member	1	
4.	Mr. Sumit Dutta Chowdhury	Member	1	

Note:

(1) The second tenure of Mr. Rajiv Lochan Jain (DIN: 00161022) as Independent Non-Executive Director of the Company has been completed from the close of business hours of December 31, 2025.

(2) Mr. Gajanan Vithal Gandhe (DIN: 02023395) was appointed as an Independent Non-Executive Director of the Company w.e.f. January 01, 2026 and also appointed as the Chairman of the SRC w.e.f. January 01, 2026.

Mr. Anup Karnwal, Company Secretary and Compliance Officer of the Company acts as the Secretary of the Committee. Skyline Financial Services Private Limited, New Delhi, is the Registrar & Share Transfer Agent of the Company.

The Chairman of the SRC was present at the Annual General Meeting of the Company held on July 25, 2025, through Video Conferencing / Other Audio-Visual Means.

In compliance with Section 178 of the Act and Regulation 20 read with Para B of Part D of Schedule II of the SEBI (LODR), 2015, the terms of reference of SRC shall inter-alia comprises the following:

(i) Resolving 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. in a timely manner;

(ii) Review of the measures taken for effective exercise of voting rights by shareholders;

(iii) Review of the adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent and recommend measures for overall improvement in the quality of Investor Services; and

(iv) Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

Complaint Redressal Status

During the Financial Year 2025-26, three (3) complaints were received from the members, out of which 1 complaint is pending at the end of the Financial Year ended March 31, 2026. All the complaints have been redressed to the satisfaction of the members within the prescribed statutory timelines.

6. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Corporate Social Responsibility (CSR) Committee of the Company comprises of Four (4) Directors out of which two (2) are Independent Directors.

The composition of the CSR Committee as on March 31, 2026 and details of the meetings and attendance during the Financial Year 2025-26 are as under:

S. No.	Name	Designation	No. of Meeting attended	Dates of Meeting held during the year
1.	Mr. Arvind Bhandari	Chairman	1	May 27, 2025
2.	Ms. Uma Ratnam Krishnan	Member	1	
3.	Mr. Sumit Dutta Chowdhury	Member	1	
4.	Mr. Sandeep Garg[1]	Member	0	

Note:

(1) Mr. Sandeep Garg (DIN: 10360979) was appointed as an Additional Director & Whole-Time Director and Chief Financial Officer of the Company w.e.f. April 07, 2025 and appointed as a member of the CSR Committee w.e.f. January 01, 2026.

The Company Secretary of the Company acts as the Secretary to the Committee.

The CSR activities undertaken by the Company during the year are set out in **Annexure- D** of the Board's Report. The CSR Policy detailing the summary of CSR activities along with relevant details is accessible at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations.

The terms of reference of CSR Committee, inter alia comprise the following:

(i) Formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 and proposing revisions as and when required;

(ii) Recommend the amount of expenditure to be incurred on CSR activities;

(iii) Identify the modalities of implementing and monitoring the progress & impact of CSR projects or programs or activities undertaken by the Company; and

(iv) Monitor the CSR Policy of the Company from time to time.

7. RISK MANAGEMENT COMMITTEE (RMC)

The Risk Management Committee comprises of Four (4) Directors out of which two (2) are Independent Directors.

The composition of RMC as on March 31, 2026 and details of the meetings and attendance during the Financial Year 2025-26 are as under:

S. No.	Name	Designation	No. of Meeting attended	Dates of Meeting held during the year
1.	Ms. Uma Ratnam Krishnan	Chairperson	2	October 08, 2025, and March 24, 2026
2.	Mr. Arvind Bhandari[1]	Member	2	
3.	Mr. Rajiv Lochan Jain[2]	Member	1	
4.	Mr. Sandeep Garg	Member	1	
5.	Mr. Gajanan Vithal Gandhe[3]	Member	1	

Note:

(1) Mr. Arvind Bhandari (DIN: 10864817) was appointed as Chairman and Managing Director of the Company w.e.f. January 02, 2025 and was appointed as a member of the RMC w.e.f. May 27, 2025.

(2) The second tenure of Mr. Rajiv Lochan Jain (DIN: 00161022) as Independent Non-Executive Director of the Company has been completed from the close of business hours of December 31, 2025.

(3) Mr. Gajanan Vithal Gandhe (DIN: 02023395) was appointed as an Independent Non-Executive Director of the Company w.e.f. January 01, 2026, and also appointed as a Member of the RMC w.e.f. January 01, 2026.

The Company Secretary of the Company acts as the Secretary to the Committee.

The terms of reference of Risk Management Committee, inter alia comprise the following:

(i) Formulate a detailed risk management policy which shall include:

- A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee
- Measures for risk mitigation including systems and processes for internal control of identified risks
- Business continuity plan;

(ii) Ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

(iii) Monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

(iv) Periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

(v) Keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken;

(vi) Appointment, removal and terms of remuneration of the Chief Risk Officer (if any);

(vii) Review and approve the Enterprise Risk Management Framework consisting Risk Assessment and Minimisation Procedure and associated processes and practices of the Company from time to time including cyber security risk;

(viii) Ensure that the Company is taking the appropriate measures to achieve careful balance between risk and reward in business activities;

(ix) Evaluate significant risk exposures of the Company and access managements actions to mitigate the exposures in a timely manner;

(x) 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) and shall annually highlight the high risks and brief Audit Committee Chairman of the same;

(xi) Review and reassess the adequacy of terms of reference annually and recommend any proposed changes to the board for approval; and

(xii) Make reports to the Board, including with respect to Risk Management and Minimization Procedures, as and when necessary.

8. SENIOR MANAGEMENT

The Company has designated their Leadership Team members as its Senior Management. As on March 31, 2026, the details of Senior Management (Leadership team) are as follows:

S. No.	Particulars	Designation
1.	Mr. Ganga Nandan Mishra	VP Farm PBU – India
2.	Mr. Santosh Kumar	VP Consumer PBU – India
3.	Mr. Gajender Singh	Director – Supply Chain, India
4.	Mr. Abhishek Arora*	Human Resources Director – India
5.	Mr. Rohitashv Sharma	Manufacturing Director, Ballabhgarh Plant
6.	Mr. Vishal Dhingra**	HR Director, South Asia
7.	Mr. Vinay Kumar***	Head-Legal & Compliance - India

Note: This excludes the Executive Directors of the Company
* Mr. Abhishek Arora resigned as Director – Human Resource, India with effect from the close of business hours of April 20, 2026.
** Mr. Vishal Dhingra was appointed as HR Director, South Asia, w.e.f. April 21, 2026.
*** Mr. Vinay Kumar was appointed as Head-Legal & Compliance w.e.f. June 01, 2026

9. REMUNERATION TO DIRECTORS

(i) Executive Directors

The details of remuneration paid to all the Directors for the Financial Year 2025-26 are mentioned hereunder:

(Rs. in Lakhs)

S. No.	Particulars	Mr. Arvind Bhandari Chairman & Managing Director	Mr. Sandeep Garg, Whole Time Director and CFO#	Mr. Gajender Singh* Whole Time Director	Ms. Varsha Chaudhary Jain** Whole Time Director
1.	Salary and Perquisites	31,315,934	14,322,806	238,172	9,360,107
2.	Other Payment including Performance Bonus#	37,304,730	9,510,051	63,325	4,905,964
	Service Contract Valid Up to (Terminable by giving 90 days' notice from either side)	January 01, 2030 or upto the date of superannuation/ retirement, whichever is earlier	April 06, 2030	Resigned	Resigned

Note:

In terms of Part II of Schedule V of the Companies Act, 2013 approval of Shareholders by way of Special Resolution is being sought for waiver of recovery of the excess remuneration paid to Mr. Arvind Bhandari in excess of 5% of net profits, calculated under Section 198 of the Companies Act, 2013 and to all the Directors in the form of fixed pay, commission or otherwise including the Managing Director & Whole Time Directors (current and former) and the Non-Executive Directors for the Financial Year 2025- 26 exceeding the overall managerial remuneration by Rs. 5,964,028/- (Rupees Fifty-Nine lakhs Sixty-Four Thousand Twenty-Eight only) calculated based on the maximum managerial remuneration limit of 11% of net profits, calculated under Section 198 of the Companies Act, 2013

#This includes Bonus and Participation in Long Term Incentive Plan (LTIP) of Goodyear Tyre & Rubber Company (GTRC).

** Mr. Gajender Singh (DIN: 10681092) resigned as Whole Time Director (Key Managerial Personnel) of the Company from the close of business hours on April 06, 2025.*

*** Ms. Varsha Chaudhary Jain (DIN: 08388940) resigned as Whole Time Director (Key Managerial Personnel) of the Company from the close of business hours on December 31, 2025.*

 # Mr. Sandeep Garg (DIN: 10360979) was appointed as an Additional Director & Whole-Time Director and Chief Financial Officer of the Company w.e.f. April 07, 2025. Subsequently, the Members, vide resolution passed through Postal Ballot on June 07, 2025 (i.e. the last date of e-voting) approved the appointment of Mr. Sandeep Garg (DIN: 10360979) as Whole-Time Director (Key Managerial Personnel) of the Company w.e.f. April 07, 2025.

The remuneration paid during the Financial Year 2025-26, is within the limits specified in Schedule V of the Act (as amended) and has due approval from the Board of Directors of the Company. A reference, to remuneration paid to the Directors and Key Managerial Personnel under Note No. 31 of the notes to the Financial Statements of the Company for the year ended March 31, 2026, can also be made for the remuneration details.

(ii) Non-Executive Directors

The Independent Directors were paid a sitting fee of Rs. 75,000/- per meeting for attending the Board and all the Committee Meetings of the Company.

Independent Directors are also entitled for travelling/conveyance expenses and reimbursement of expenses, if any, incurred for participating/ attending the Company's meetings in person. No severance fee is payable to any Non-Executive Director. The

Company has paid sitting fees of Rs. 53,25,000/- (Rupees Fifty-Three Lakhs Twenty-Five Thousand only) to the Independent Directors during the year.

There has been no pecuniary relationship or business transaction by the Company with any Non-Executive Directors except as above.

Non-Executive Directors of the Company do not hold any shares in the Company.

Criteria of making payments to non-executive directors

The Company has formulated Nomination and Remuneration Committee Policy consisting of, inter-alia, the criteria for appointment and remuneration of directors including non-executive directors. The Policy is available on the website of the Company at https://www.goodyear.co.in/investor-relations.

10. GENERAL BODY MEETINGS

(a) Locations, day, dates and times where the last three Annual General Meetings ("AGM") were held are as follows:

Meeting	Location	Day and Date	Time	Description of Special Resolution(s)
64th AGM	Through Video Conferencing/ Other Audio-Visual Means (Deemed venue of the meeting: Goodyear India Limited Mathura Road Ballabhgarh, Distt. Faridabad-121004 (Haryana)	Friday, July 25, 2025	10:00 A.M.	(a) To approve the waiver of recovery of excess aggregate managerial remuneration paid to Managing Director(s) (Former & Current) of the Company for the Financial Year 2024-2025 (b) To approve the waiver of recovery of managerial remuneration paid to all Executive Directors (including Managing Director (s) of the Company) for the Financial Year 2024-2025
63rd AGM	Through Video Conferencing/ Other Audio-Visual Means (Deemed venue of the meeting: Goodyear India Limited Mathura Road Ballabhgarh, Distt. Faridabad-121004 (Haryana)	Tuesday July 30, 2024	10:00 A.M.	No Special Resolution was passed in this meeting
62nd AGM	Through Video Conferencing / Other Audio-Visual Means (Deemed venue of the meeting: Goodyear India Limited Mathura Road Ballabhgarh, Distt. Faridabad -121004 (Haryana)	Wednesday August 02, 2023	10:00 A.M.	No Special Resolution was passed in this meeting.

(b) Postal Ballot

1. In terms of the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and Circular No. 3/2025 dated September 22, 2025 and other relevant circulars issued by the Ministry of Corporate Affairs, the Company provided e-voting facility to the shareholders to cast their vote electronically instead of dispatching Postal Ballot form. The Company passed the following resolution through Postal Ballot process during the Financial Year 2025-26:

Resolution No.	Type of Resolution	Purpose	Postal Ballot Period	Votes in favour of the resolution		Votes against the Resolution	
				No. of Votes	% of total votes polled	No. of votes	% of total votes polled
1	Ordinary Resolution	Approve the appointment of Mr. Sandeep Garg (DIN: 10360979), as a Whole Time Director of the Company.	May 09, 2025 to June 07, 2025	18696247	99.99	657	0.01
2	Special Resolution	Approve the appointment of Mr. Gajanan Vithal Gandhe (DIN: 02023395) as an Independent Non-Executive Director of the Company.	November 24, 2025 to December 23, 2025	18873802	99.99	1843	0.01

Resolution No.	Type of Resolution	Purpose	Postal Ballot Period	Votes in favour of the resolution		Votes against the Resolution	
				No. of Votes	% of total votes polled	No. of votes	% of total votes polled
3	Special Resolution	Approve the payment of an additional remuneration amounting to Rs. 6,34,774/- towards perquisites being reimbursement of notice period payout made to Mr. Sandeep Garg (DIN: 10360979) as Whole Time Director and Chief Financial Officer of the Company.	November 24, 2025 to December 23, 2025	18873090	99.98	2555	0.02
4	Ordinary Resolution	To approve the appointment of Mr. Anil Kumar Singh (DIN: 11368937) as a Non-Executive Non-Independent Director of the Company	February 20, 2026 to March 21, 2026	18706794	99.98	2024	0.02

11. MEANS OF COMMUNICATION

In compliance with the provisions of the SEBI (LODR), 2015, the quarterly, half yearly and annual results of the Company are published in one English daily newspaper (The Financial Express) and one Hindi newspaper (Jansatta). The Quarterly/Half-Yearly/Annual Financial Results along with press release are also available on the Company's website at www.goodyear.co.in/investor-relations and Stock Exchange websites i.e. www.bseindia.com.

The Company's website also contains a separate dedicated section 'Investor Relations' where information related to shareholders are available. The Company has provided an email address "goodyearindia_investorcell@goodyear.com" on its website through which investors can directly contact the Company.

No presentations were made by the Company to analysts or to institutional investors for the Financial Year 2025-26.

12. GENERAL SHAREHOLDERS INFORMATION

(a) Basic Information

S. No.	Particular	Details
(i)	AGM Date, Time and Venue	August 12, 2026 at 10:00 A.M. The Company is conducting meeting through VC /OAVM. The deemed venue for the 65th AGM shall be the Registered Office of the Company. For details, please refer to the Notice of this AGM.
(ii)	Financial Year	April 01, 2025 to March 31, 2026
(iii)	Date of Book Closure	August 06, 2026 to August 12, 2026 (both days inclusive)
(iv)	Dividend Payments	Final Dividend of Rs. 26.50/- per equity shares of Rs. 10/- each has been recommended by the Board of Directors for the approval of the shareholders at the ensuing Annual General Meeting of the Company and if approved is proposed to be paid within 30 days from August 12, 2026.
(v)	Listing on Stock Exchanges	BSE Limited (BSE) Phiroze Jeejee bhoy Tower Dalal Street, Mumbai-400 001. It is hereby confirmed that listing fees up to Financial Year 2026-27 has been paid.
(vi)	List of all credit ratings obtained by the entity along with any revisions thereto during the relevant Financial Year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad	N.A.

(b) Registrar & Share Transfer Agent:

S. No.	Particulars	Details
1.	Name	Skyline Financial Services Private Limited
2.	Address	D-153/A, 1st Floor, Okhla Industrial Area Phase-1, New Delhi – 110 020
3.	Email id	info@skylinerta.com
4.	Phone	+9111-40450193-97

(c) Share Transfer System:

Skyline Financial Services Private Limited, Registrar & Share Transfer Agent ("RTA") of the Company handles share transfer, transmission, transposition, dematerialization and re-materialization of shares, issue of duplicate share certificates, split and consolidation of shares, IEPF matters, etc. on regular basis in compliance with various provisions of the law, as applicable.

(d) Distribution of Shareholding as on March 31, 2026:

No. of Equity Shares held	Folios		Shares held	
	Numbers	Percentage %	Numbers	Percentage %
up to 500	40732	97.71	1885054	8.17
501 – 1000	581	1.39	432281	1.87
1001 – 5000	322	0.77	627914	2.72
5001 – 10000	28	0.07	199980	0.87
10001 and above	25	0.06	19921278	86.36
Total	**41688**	**100.00**	**23066507**	**100.00**

(e) Shareholding Pattern as on March 31, 2026:

S. No.	Description of Investors	Number of Shares	Percentage %
1.	**PROMOTERS**		
(i)	Promoters Holdings (Foreign)	17069215	74.00
2.	**PUBLIC**		
(i)	Financial Institutions, Insurance Companies and Mutual Fund etc.	1832414	7.94
(ii)	Foreign Portfolio Investors	63279	0.27
(iii)	Bodies Corporate	285370	1.24
(iv)	NRIs	357231	1.55
(v)	Indian Public, Banks, KMP, NBFC, Trust, Foreign Nationals, Clearing Members, HUF & IEPF	3458998	15.00
	TOTAL	**23066507**	**100.00**

(f) Dematerialization of shares and liquidity:

As on March 31, 2026, total 2,30,66,507 equity shares of face value of Rs. 10 each are listed at BSE Limited. As on March 31, 2026, 99.33% of the Company's total Share Capital was held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Service (India) Limited (CDSL).

All members are requested to update their bank account details with their respective depositories urgently. This would facilitate transfer of dividend directly to the bank account of the members.

(g) Outstanding GDRs/ ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs/ADRs / Warrants or any convertible instruments during Financial Year 2025-26.

(h) Commodity price risk or foreign exchange risk and hedging activities:

The company manages a robust commodity prices forecast mechanism supported by a procurement model of spot buying. Inventory levels are aligned to the procurement lead time and forecasted consumption. In addition to the above, price amendments (if any) are passed on to the customer through the issuance of debit Or credit notes. The company does not enter into hedging contracts formally for fluctuations in the commodity prices.

The company has limited exposure to foreign exchange risk due to low reliance on imported raw materials and thus the company does not hedge for the foreign currency exposure and rely on natural hedging to the extent possible.

There is no Commodity Risk in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018.

Details relating to Foreign Currency Risk are given in Note No. 28 to the Financial Statements.

(i) Plant location : **Goodyear India Limited** Mathura Road, Ballabgarh, (Dist. Faridabad) – 121 004, Haryana

(j) Corporate Office/Address of Correspondence : 9th Floor, EMAAR Capital Tower-II, Sector-26, MG Road, Gurgaon, Haryana – 122002, India

Investors' Correspondence may be Addressed to : Skyline Financial Services Private Limited, D -153/A, 1st floor, Okhla Industrial Area, Phase -1, New Delhi -110 020

Tel No. : +9111-40450193-97

Website : www.goodyear.co.in

E-mail ID : goodyearindia_investorcell@goodyear.com

(k) Investor Education Protection Fund ("IEPF")

In compliance with the provisions of Section 124 of the Act read with the Rules made thereunder, the Company has uploaded the information regarding unpaid/ unclaimed amounts lying with the company at MCA's portal. The information is available on the Company's website at www.goodyear.co.in/investor-relations as well as on the IEPF website at www.iepf.gov.in.

The members of the Company are also informed that the dividends that remain unpaid/ unclaimed for a period of 7 (seven) consecutive years from the date of transfer to the unpaid / unclaimed dividend account and as per the new provisions introduced in the year 2016, underlying equity shares on which dividend remains unpaid/unclaimed for a period of seven consecutive years are required to be transferred to the Investor Education & Protection Fund (IEPF) Authority established by the Central Government.

Details of the unpaid / unclaimed dividend and underlying equity shares for the following financial years are as follows:

Financial Year	Date of Declaration of Dividend	Date of Transfer/ Due Date of Transfer of Dividend to IEPF	Date of Transfer/ Due Date of transfer of Shares to IEPF
2017-18	August 08, 2018	September 11, 2025	September 11, 2025
2018-19	August 12, 2019	September 12, 2026	September 12, 2026
2019-20	August 13, 2020	September 13, 2027	September 13, 2027

Additionally, the Company also simultaneously published notice in leading newspaper in English and regional language having wide circulation and uploaded the same on the website of the Company at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations.

Members who have not encashed their dividend are requested in their own interest to write to the Company / Registrar and Share Transfer Agent immediately claiming the Dividend(s) declared by the Company pertaining to the Financial Year 2018-19 to Financial Year ended March 2025. Kindly note that once the amount/ shares are transferred to the IEPF, no claims shall lie against the Company.

(l) Goodyear India Limited - Unclaimed Suspense Account ("Unclaimed Suspense Account")

The Company does not have any shares in the demat suspense account or unclaimed suspense account.

(m) Certain types of agreements binding the Company

A. Disclosure for the First Lien Credit Agreement

S. No.	Particulars	Information
1.	Name of the party entering into such an agreement and the relationship with the listed entity	The Goodyear Tire & Rubber Company ("Goodyear US"), the holding company of Goodyear Orient Company (Private) Limited ("Goodyear Singapore"), which is the promoter of Goodyear India Limited ("Goodyear India"), the listed entity.
2.	Details of the counterparties to the agreement (including name and relationship with the listed entity)	(i) JP Morgan Chase Bank, N.A., (ii) Bank Of America, N.A., (iii) Barclays Bank PLC, (iv) BNP Paribas Securities Corp., (v) Citibank, N.A., (vi) Credit Agricole Corporate And Investment Bank, (vii) Deutsche Bank Securities Inc., (viii) Fifth Third Bank, National Association, (ix) Goldman Sachs Bank USA, (x) MUFG Union Bank, N.A., (xi) PNC Bank, National Association, (xii) Sumitomo Mitsui Banking Corporation, and (xiii) Wells Fargo Bank, National Association, (as joint lead arrangers and joint bookrunners) (xiv) Bank Of America, N.A., (xv) Barclays Bank PLC, (xvi) BNP Paribas Securities Corp., (xvii) Citibank, N.A., (xviii) Credit Agricole Corporate And Investment Bank, (xix) Deutsche Bank Securities Inc., (xx) Fifth Third Bank, National Association, (xxi) Goldman Sachs Bank USA, (xxii) MUFG Union Bank, N.A., (xxiii) PNC Bank, National Association, (xxiv) Sumitomo Mitsui Banking Corporation, and (xxv) Wells Fargo Bank, National Association (as syndication agents) (xxvi) NYCB Specialty Finance Company, LLC, (xxvii) BMO Harris Bank, N.A., (xxviii) Regions Bank, and (xxix) The Huntington National Bank (as documentation agents)

S. No.	Particulars	Information
2.	Details of the counterparties to the agreement (including name and relationship with the listed entity)	(xxx) JP Morgan Chase Bank, N.A., (xxxi) Bank Of America, N.A., (xxxii) Barclays Bank PLC, (xxxiii) BNP Paribas, (xxxiv) Citibank, N.A., (xxxv) Credit Agricole Corporate and Investment Bank, (xxxvi) Deutsche Bank AG, New York Branch, (xxxvii) Fifth Third Bank, National Association, (xxxviii) Goldman Sachs Bank USA, (xxxix) MUFG Union Bank, N.A., (xl) PNC Bank, National Association, (xli) Sumitomo Mitsui Banking Corporation, (xlii) Wells Fargo Bank, National Association, (xliii) NYCB Specialty Finance Company, LLC, (xliv) BMO Harris Bank N.A., (xlv) Regions Bank, (xlvi) The Huntington National Bank, (xlvii) Capital One, National Association, (xlviii) Citizens Bank, N.A., (xlix) KeyBank National Association, and (l) Royal Bank of Canada, (as lenders) The aforementioned counterparties are all unrelated to the listed entity.
3.	Date of entering into the agreement.	June 7, 2021; as amended September 15, 2022
4.	Purpose of entering into the agreement	Goodyear US has executed this agreement for the continuation of a revolving credit facility provided earlier and to avail of additional credit.
5.	Shareholding, if any, in the entity with whom the agreement is executed.	Not applicable
6.	Significant terms of the agreement (in brief)	Please see Exhibit A.
7.	Extent and the nature of impact on management or control of the listed entity	
8.	Details and quantification of the restriction or liability imposed upon the listed entity	
9.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship.	The counterparties to the First Lien Credit Agreement are all unrelated to the listed entity, promoter/promoter group/ group companies.
10.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	The transaction is not a related party transaction.
11.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not applicable
12.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not applicable

B. Disclosure for the Revolving Credit Agreement

S. No.	Particulars	Information
1.	Name of the party entering into such an agreement and the relationship with the listed entity	Goodyear US, the holding company of Goodyear Europe B.V., Goodyear Germany GmbH, Goodyear Operations S.A (group companies of the listed entity) and Goodyear Singapore, which is the promoter of Goodyear India, the listed entity.
2.	Details of the counterparties to the agreement (including name and relationship with the listed entity)	(i) J.P. Morgan SE (as administrative agent) (ii) JP Morgan Chase Bank, N.A. (as collateral agent) (iii) Bank Of America, N.A., (iv) Barclays Bank Ireland PLC, (v) BNP Paribas Securities Corp., (vi) Citibank, N.A., (vii) Credit Agricole Corporate and Investment Bank, (viii) Goldman Sachs Bank USA, and (ix) Wells Fargo Bank, National Association, (as syndication agents) (x) BGL BNP Paribas, (xi) City National Bank, (xii) Deutsche Bank AG New York Branch, and (xiii) Unicredit Bank AG; and (as documentation agents) (xiv) The Lenders (as defined under the Revolving Credit Agreement) The aforementioned counterparties are all unrelated to the listed entity.
3.	Date of entering into the agreement.	October 12, 2022
4.	Purpose of entering into the agreement	Goodyear US has executed this agreement for the continuation of a revolving credit facility provided earlier and to avail of additional credit for the benefit of the European Goodyear companies.
5.	Shareholding, if any, in the entity with whom the agreement is executed.	Not applicable
6.	Significant terms of the agreement (in brief)	Please see Exhibit B.
7.	Extent and the nature of impact on management or control of the listed entity	
8.	Details and quantification of the restriction or liability imposed upon the listed entity	
9.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship.	The counterparties to the Revolving Credit Agreement are all unrelated to the listed entity, promoter/promoter group/ group companies.
10.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	The transaction is not a related party transaction.
11.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not applicable
12.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not applicable

Exhibit A

Key terms of the First Lien Credit Agreement in context of Goodyear India Limited as a 'Restricted Subsidiary, are as follows:

(i) **Restriction on Indebtedness:** Goodyear US will not and is required to ensure that any Restricted Subsidiary does not incur any additional indebtedness, subject to certain exceptions. For example, Goodyear US and the Restricted Subsidiaries are permitted to undertake additional indebtedness in certain circumstances including the following: (a) for Goodyear US and the Subsidiary Guarantors (which does not include Goodyear Singapore or Goodyear India) only, if the Consolidated Coverage Ratio *(as defined under the First Lien Credit Agreement)* will be greater than 2:1, after the application of the proceeds from such indebtedness; (b) indebtedness is incurred in respect of performance bonds, trade acceptances, bank guarantees, letters of credit and surety or appeal bonds entered into in the ordinary course of business; (c) indebtedness is in the nature of inter-group loans within Goodyear US and its Restricted Subsidiaries; (d) indebtedness from honoring by a bank or other financial institution of a check, draft or similar instrument drawn against insufficient funds in the ordinary course of business, provided that such indebtedness is extinguished within 5 days of the Chief Financial Officer of Goodyear US becoming aware of it; or (e) indebtedness of Foreign Restricted Subsidiaries which, in an aggregate principal amount that, when added to all other indebtedness permitted to be incurred pursuant to this clause and then outstanding, will not exceed: (x) $2,000,000,000 plus (y) any amount then permitted to be incurred pursuant to the terms of the First Lien Credit Agreement that Goodyear US instead elects to incur pursuant to this clause.

(ii) **Restriction on 'Restricted Payments':**[1] Goodyear US and the Restricted Subsidiaries may be permitted to make 'Restricted Payments', unless at the time of the making such payments: (a) a default has occurred or is continuing or would result therefrom; (b) Goodyear US cannot incur at least $1 of additional indebtedness under the Consolidated Coverage Ratio test set forth under the terms of the First Lien Credit Agreement; or (c) the aggregate amount of such Restricted Payment and all other Restricted Payments (declared and/or made subsequent from May 11, 2009) exceeds the amounts prescribed under the terms of the First Lien Credit Agreement. There are certain other payments that are not prohibited by this covenant, as set out in the First Lien Credit Agreement, which include: payments on certain subordinated obligations, payments of certain dividends, capital stock purchases in connection with employment agreements, repurchases of capital stock in connection with the vesting or exercise of stock options, and other permitted payments as further set forth in the First Lien Credit Agreement.

(iii) **Limitation on Sales of Assets:** Goodyear US will not, and is required to ensure that no Restricted Subsidiary makes, any 'Asset Disposition'[2] unless it is for: (a) at least equal to the fair market value of such assets; and (b) at least 75% of the consideration received by Goodyear US or a Restricted Subsidiary is in the form of cash (including items deemed to be cash as further set forth in the First Lien Credit Agreement) or Additional Assets (as defined in the First Lien Credit Agreement).

(iv) Limitation on Transactions with Affiliates of Goodyear US and is required to ensure that no restricted subsidiary, enters into or conducts and transaction and series of related transactions

Further, Goodyear US will not, and is required to ensure that any Restricted Subsidiary does not merge into, amalgamate or consolidate with any other person or permits any person for such consolidation or sell, transfer, lease or otherwise dispose of (in one, or a series of, transaction(s)) assets (including capital stock of subsidiaries) constituting all or substantially all

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1. *Restricted Payments have been defined under the First Lien Credit Agreement, in respect of any person, as: "(1) the declaration or payment of any dividend, any distribution on or in respect of its Capital Stock or any similar payment (including any payment in connection with any merger or consolidation involving the Borrower or any Restricted Subsidiary) to the direct or indirect holders of its Capital Stock in their capacity as such, except (A) dividends or distributions payable solely in its Capital Stock (other than Disqualified Stock or, in the case of a Restricted Subsidiary, Preferred Stock) and (B) dividends or distributions payable to the Borrower or a Restricted Subsidiary (and, if such Restricted Subsidiary has Capital Stock held by Persons other than the Borrower or other Restricted Subsidiaries, to such other Persons on no more than a pro rata basis); (2) the purchase, repurchase, redemption, retirement or other acquisition ("Purchase") for value of any Capital Stock of the Borrower held by any Person (other than Capital Stock held by the Borrower or a Restricted Subsidiary) or any Capital Stock of a Restricted Subsidiary held by any Affiliate of the Borrower (other than Capital Stock held by a Restricted Subsidiary) (other than in exchange for Capital Stock of the Borrower that is not Disqualified Stock); (3) the Purchase for value, prior to scheduled maturity, any scheduled repayment or any scheduled sinking fund payment, of any Subordinated Obligations (other than the Purchase for value of Subordinated Obligations acquired in anticipation of satisfying a sinking fund obligation, principal installment or final maturity, in each case due within one year of the date of such Purchase); or (4) any Investment (other than a Permitted Investment) in any Person."*

2. *'Asset Disposition' has been defined under the First Lien Credit Agreement as: "any sale, lease, transfer or other disposition (or series of sales, leases, transfers or dispositions that are part of a common plan) by the Borrower or any Restricted Subsidiary, including any disposition by means of a merger, consolidation or similar transaction (each referred to for the purposes of this definition as a "disposition"), of: (a) any shares of Capital Stock of a Restricted Subsidiary (other than directors' qualifying shares or shares required by applicable law to be held by a Person other than the Borrower or a Restricted Subsidiary); (b) all or substantially all the assets of any division or line of business of the Borrower or any Restricted Subsidiary; or (c) any other assets of the Borrower or any Restricted Subsidiary outside of the ordinary course of business of the Borrower or such Restricted Subsidiary; other than, in the case of clauses (a), (b) and (c) above,*

(1) a disposition by a Restricted Subsidiary to the Borrower or by the Borrower or a Restricted Subsidiary to a Restricted Subsidiary; (2) for purposes of the provisions of the First Lien Credit Agreement only, a disposition subject to the terms thereof; (3) a disposition of assets with a Fair Market Value of less than $20,000,000; (4) a transfer of accounts receivable and related assets of the type specified in the definition of "Qualified Receivables Transaction" (or a fractional undivided interest therein) to a Receivables Entity; and (5) a transfer of accounts receivable and related assets of the type specified in the definition of "Qualified Receivables Transaction" (or a fractional undivided interest therein) by a Receivables Entity in a Qualified Receivables Transaction.

the assets of Goodyear US and its 'Consolidated Subsidiaries', taken as a whole. However, Goodyear US and/or the Restricted Subsidiaries will be permitted to undertake certain customary actions, including merging into Goodyear US or any Restricted Subsidiary merging into another Restricted Subsidiary (so long as no Domestic Subsidiary merges into a Foreign Subsidiary) provided that at the time thereof and immediately after giving effect thereto, no default shall have occurred and be continuing.

(v) **Limitation on Transactions with Affiliates of Goodyear US:** Goodyear US will not, and is required to ensure that no Restricted Subsidiary, enters into or conducts any transaction or series of related transactions (including the purchase, sale, lease or exchange of any property or the rendering of any service) with any affiliate of Goodyear US unless such transaction is on the following terms: (a) no less favorable than would be obtained in an arm's-length dealing with a person who is not an affiliate; (b) in the event such transaction involves an aggregate amount in excess of $25,000,000, it has been set out in writing and has been approved by a majority of the board of directors of Goodyear US who have no personal interest in such transaction; and (c) in the event such transaction involves an amount in excess of $75,000,000, it has been determined by a nationally recognized appraisal, accounting or investment banking firm to be fair, from a financial standpoint, to Goodyear US and its Restricted Subsidiaries.

There are certain exceptions to this requirement, as set out in the First Lien Credit Agreement, which include: (w) Restricted Payments permitted under the provisions of the First Lien Credit Agreement, (x) any issuance of securities, or other payments, awards or grants in cash, securities or otherwise pursuant to, or the funding of, employment arrangements, incentive compensation plans, stock options and stock ownership plans approved by the board of directors of Goodyear US; (y) loans or advances to employees in the ordinary course of business of Goodyear US; and (z) any transaction between or among any of Goodyear US, any Restricted Subsidiary and any joint venture or similar entity which would constitute an affiliate transaction solely because Goodyear US or a Restricted Subsidiary owns equity in or has control of such Restricted Subsidiary, joint venture or similar entity.

(vi) **Limitation on Liens:** Goodyear US will not, and is required to ensure that any Restricted Subsidiary does not, incur or permit to exist any lien of any nature whatsoever on any of its property or assets (including capital stock of a Restricted Subsidiary), securing any indebtedness, except as permitted under the provisions of the First Lien Credit Agreement, which exceptions include: (x) liens to secure indebtedness permitted under the Credit Agreement and liens securing the obligations under the Goodyear US Loan Documentation, (y) liens to finance the acquisition, construction or improvement of assets, subject to certain limitations, and (z) liens on assets not constituting collateral under the First Lien Credit Agreement to secure indebtedness of any Foreign Restricted Subsidiary incurred in accordance with and as permitted by the First Lien Credit Agreement.

(vii) **Limitation on Sale/Leaseback Transactions:** Goodyear US will not, and is required to ensure that any Restricted Subsidiary does not, enter into any Sale/Leaseback Transaction[3] with respect to any property unless Goodyear US or such Restricted Subsidiary (a) can incur such indebtedness with respect to such Sale/Leaseback Transaction under the First Lien Credit Agreement; (b) is permitted to create a lien on such property securing such indebtedness pursuant to the First Lien Credit Agreement or, to the extent the assets subject to such Sale/Leaseback Transaction do not constitute collateral under the First Lien Credit Agreement, create a lien on such property pursuant to the provisions of the First Lien Credit Agreement; (c) the gross proceeds payable to Goodyear US or the Restricted Subsidiary are at least equal to the fair market value of the assets subject to the Sale/Leaseback Transaction; or (d) the transfer of such property is permitted by, and, if applicable, Goodyear US applies the proceeds of such transaction in compliance with the provisions relating to Asset Dispositions under the First Lien Credit Agreement.

Exhibit B

Key terms of the Revolving Credit Agreement, in context of Goodyear India Limited as a 'Restricted Subsidiary, are as follows:

(i) **Restriction on Indebtedness:** Goodyear US will not and is required to ensure that any Restricted Subsidiary does not incur any additional indebtedness, subject to certain exceptions. For example, Goodyear US and the Restricted Subsidiaries are permitted to undertake additional indebtedness in certain circumstances including the following: (a) for Goodyear US and the Subsidiary Guarantors (which does not include Goodyear Singapore or Goodyear India) only, if the Consolidated Coverage Ratio (as defined under the Revolving Cred Credit Agreement) will be greater than 2:1, after the application of the proceeds from such indebtedness; (b) indebtedness is incurred in respect of performance bonds, trade acceptances, bank guarantees, letters of credit and surety or appeal bonds entered into in the ordinary course of business; (c) indebtedness is in the nature of inter-group loans within Goodyear US and its Restricted Subsidiaries; (d) indebtedness from honoring by a bank or other financial institution of a check, draft or similar instrument drawn against insufficient funds in the ordinary course of business, provided that such indebtedness is extinguished within 5 days of the Chief Financial Officer of Goodyear US becoming aware of

[3] *'Sale/Leaseback Transaction' under the First Lien Credit Agreement has been defined as: "an arrangement relating to property, plant and equipment now owned or hereafter acquired by the Borrower or a Restricted Subsidiary whereby the Borrower or a Restricted Subsidiary transfers such property to a Person and the Borrower or such Restricted Subsidiary leases it from such Person, other than (i) leases between the Borrower and a Restricted Subsidiary or between Restricted Subsidiaries or (ii) any such transaction entered into with respect to any property, plant and equipment or any improvements thereto at the time of, or within 180 days after, the acquisition or completion of construction of such property, plant and equipment or such improvements (or, if later, the commencement of commercial operation of any such property, plant and equipment), as the case may be, to finance the cost of such property, plant and equipment or such improvements, as the case may be."*

it; or (e) indebtedness of Foreign Restricted Subsidiaries which, in an aggregate principal amount that, when added to all other indebtedness permitted to be incurred pursuant to this clause and then outstanding, will not exceed: (x) $2,000,000,000 plus (y) any amount then permitted to be incurred pursuant to the terms of the Revolving Cred Credit Agreement that Goodyear US instead elects to incur pursuant to this clause.

(ii) **Restriction on 'Restricted Payments':**[4] Goodyear US and the Restricted Subsidiaries may be permitted to make 'Restricted Payments', unless at the time of the making such payments: (a) a default has occurred or is continuing or would result therefrom; (b) Goodyear US cannot incur at least $1 of additional indebtedness under the Consolidated Coverage Ratio test set forth under the terms of the Revolving Cred Credit Agreement; or (c) the aggregate amount of such Restricted Payment and all other Restricted Payments (declared and/or made subsequent from May 11, 2009) exceeds the amounts prescribed under the terms of the Revolving Cred Credit Agreement. There are certain other payments that are not prohibited by this covenant, as set out in the Revolving Cred Credit Agreement, which include: payments on certain subordinated obligations, payments of certain dividends, capital stock purchases in connection with employment agreements, repurchases of capital stock in connection with the vesting or exercise of stock options, and other permitted payments as further set forth in the Revolving Cred Credit Agreement.

(iii) **Limitation on Sales of Assets:** Goodyear US will not, and is required to ensure that no Restricted Subsidiary makes, any 'Asset Disposition'[5] unless it is for: (a) at least equal to the fair market value of such assets; and (b) at least 75% of the consideration received by Goodyear US or a Restricted Subsidiary is in the form of cash (including items deemed to be

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[4] *'Restricted Payments have been defined under the Revolving Credit Agreement, in respect of any person, as: "(1) the declaration or payment of any dividend, any distribution on or in respect of its Capital Stock or any similar payment (including any payment in connection with any merger or consolidation involving Goodyear or any Restricted Subsidiary) to the direct or indirect holders of its Capital Stock in their capacity as such, except (A) dividends or distributions payable solely in its Capital Stock (other than Disqualified Stock or, in the case of a Restricted Subsidiary, Preferred Stock), (B) in the case of such payments by Goodyear or any Restricted Subsidiary other than GEBV or any Restricted GEBV Subsidiary, dividends or distributions payable to Goodyear or a Restricted Subsidiary (and, if such Restricted Subsidiary has Capital Stock held by Persons other than Goodyear or other Restricted Subsidiaries, to such other Persons on no more than a pro rata basis), and (C) in the case of such payments by GEBV or any Restricted GEBV Subsidiary, dividends or distributions payable to GEBV or a Restricted GEBV Subsidiary (and, if such Restricted GEBV Subsidiary has Capital Stock held by Persons other than GEBV or other Restricted GEBV Subsidiaries, to such other Persons on no more than a pro rata basis);*

(2) the purchase, repurchase, redemption, retirement or other acquisition ("Purchase") for value of any Capital Stock of Goodyear held by any Person (other than (A) in the case of such transactions by Goodyear or a Restricted Subsidiary other than GEBV or any GEBV Subsidiary, such Capital Stock held by Goodyear or any Restricted Subsidiary, and (B) in the case of such transactions by GEBV or a Restricted GEBV Subsidiary, such Capital Stock held by GEBV or a Restricted GEBV Subsidiary) or any Capital Stock of a Restricted Subsidiary held by any affiliate of Goodyear (other than (A) in the case of such transactions by Goodyear or a Restricted Subsidiary other than GEBV or any GEBV Subsidiary, such Capital Stock held by a Restricted Subsidiary and (B) in the case of such transactions by GEBV or a Restricted GEBV Subsidiary, such Capital Stock held by GEBV or a Restricted GEBV Subsidiary) (other than in exchange for Capital Stock of Goodyear that is not Disqualified Stock);

(3) the Purchase for value, prior to scheduled maturity, any scheduled repayment or any scheduled sinking fund payment, of any Subordinated Obligations (other than the Purchase for value of Subordinated Obligations acquired in anticipation of satisfying a sinking fund obligation, principal installment or final maturity, in each case due within one year of the date of such Purchase; provided that the exception in this parenthetical clause shall be limited in the case of payments by GEBV or any Restricted GEBV Subsidiary to payments in respect of Subordinated Obligations of GEBV or any Restricted GEBV Subsidiary); or

(4) any Investment (other than (A) in the case of Goodyear or any Restricted Subsidiary other than GEBV or any GEBV Subsidiary, a Permitted Investment, and (B) in the case of GEBV or any GEBV Subsidiary, a Permitted GEBV Investment) in any Person."

[5] *'Asset Disposition' has been defined under the Revolving Credit Agreement as: "means any sale, lease, transfer or other disposition (or series of sales, leases, transfers or dispositions that are part of a common plan) by Goodyear or any Restricted Subsidiary, including any disposition by means of a merger, consolidation or similar transaction (each referred to for the purposes of this definition as a "disposition"), of: (a) any shares of Capital Stock of a Restricted Subsidiary (other than directors' qualifying shares or shares required by applicable law to be held by a Person other than Goodyear or a Restricted Subsidiary); (b) all or substantially all the assets of any division or line of business of Goodyear or any Restricted Subsidiary; or (c) any other assets of Goodyear or any Restricted Subsidiary outside of the ordinary course of business of Goodyear or such Restricted Subsidiary;*

other than, in the case of clauses (a), (b) and (c) above,

(1) (A) a disposition by a Restricted Subsidiary other than GEBV or any Restricted GEBV Subsidiary to Goodyear or by Goodyear or a Restricted Subsidiary other than GEBV or any Restricted GEBV Subsidiary to a Restricted Subsidiary or (B) a disposition by a Restricted GEBV Subsidiary to GEBV or by GEBV or a Restricted GEBV Subsidiary to a Restricted GEBV Subsidiary;

(2) for purposes of the terms of the Revolving Credit Agreement only, a disposition subject to the terms thereof;

(3) a disposition of assets with a Fair Market Value of less than $20,000,000;

(4) a transfer of accounts receivable and related assets of the type specified in the definition of "Qualified Receivables Transaction" (or a fractional undivided interest therein) to a Receivables Entity; and

(5) a transfer of accounts receivable and related assets of the type specified in the definition of "Qualified Receivables Transaction" (or a fractional undivided interest therein) by a Receivables Entity in a Qualified Receivables Transaction.

Notwithstanding any other provision of this Agreement, each Permitted GEBV Investment pursuant to clause (5), (7) or (8) of the definition thereof in Goodyear, any of its Subsidiaries or any other Person in which Goodyear, directly or indirectly, owns any Capital Stock other than Capital Stock owned by GEBV or any GEBV Subsidiary (but which cannot also be classified as a Permitted GEBV Investment pursuant to clause (1) or (2) of the definition thereof), and that is not excluded from the definition of "Asset Disposition" pursuant to clause (3) above, is an "Asset Disposition" for purposes of clauses (A) and (B) of the provisions of the Revolving Credit Agreement) and the introductory clauses of each of the specific clauses relating to the same thereunder to the extent it entails the transfer by GEBV or any Restricted GEBV Subsidiary of an asset other than cash, accounts receivable or other financial assets."

cash as further set forth in the Revolving Cred Credit Agreement) or Additional Assets (as defined in the Revolving Cred Credit Agreement).

Further, Goodyear US will not, and is required to ensure that any Restricted Subsidiary does not merge into, amalgamate or consolidate with any other person or permits any person for such consolidation or sell, transfer, lease or otherwise dispose of (in one, or a series of, transaction(s)) assets (including capital stock of subsidiaries) constituting all or substantially all the assets of Goodyear US and its 'Consolidated Subsidiaries', taken as a whole. However, Goodyear US and/or the Restricted Subsidiaries will be permitted to undertake certain customary actions, including merging into Goodyear US or any Restricted Subsidiary merging into another Restricted Subsidiary (so long as no US Subsidiary merges into a Foreign Subsidiary) provided that at the time thereof and immediately after giving effect thereto, no default shall have occurred and be continuing.

(iv) **Limitation on Transactions with Affiliates of Goodyear US:** Goodyear US will not, and is required to ensure that no Restricted Subsidiary, enters into or conducts any transaction or series of related transactions (including the purchase, sale, lease or exchange of any property or the rendering of any service) with any affiliate of Goodyear US unless such transaction is on the following terms: (a) no less favorable than would be obtained in an arm's-length dealing with a person who is not an affiliate; (b) in the event such transaction involves an aggregate amount in excess of $25,000,000, it has been set out in writing and has been approved by a majority of the board of directors of Goodyear US who have no personal interest in such transaction; and (c) in the event such transaction involves an amount in excess of $75,000,000, it has been determined by a nationally recognized appraisal, accounting or investment banking firm to be fair, from a financial standpoint, to Goodyear US and its Restricted Subsidiaries.

There are certain exceptions to this requirement, as set out in the Revolving Cred Credit Agreement, which include: (w) Restricted Payments permitted under the provisions of the Revolving Cred Credit Agreement, (x) any issuance of securities, or other payments, awards or grants in cash, securities or otherwise pursuant to, or the funding of, employment arrangements, incentive compensation plans, stock options and stock ownership plans approved by the board of directors of Goodyear US; (y) loans or advances to employees in the ordinary course of business of Goodyear US; and (z) any transaction between or among any of Goodyear US, any Restricted Subsidiary and any joint venture or similar entity which would constitute an affiliate transaction solely because Goodyear US or a Restricted Subsidiary owns equity in or has control of such Restricted Subsidiary, joint venture or similar entity.

(v) **Limitation on Liens:** Goodyear US will not, and is required to ensure that any Restricted Subsidiary does not, incur or permit to exist any lien of any nature whatsoever on any of its property or assets (including capital stock of a Restricted Subsidiary), securing any indebtedness, except as permitted under the provisions of the Revolving Cred Credit Agreement, which exceptions include: (x) liens to secure indebtedness permitted under the Credit Agreement and liens securing the obligations under the Goodyear US Loan Documentation, (y) liens to finance the acquisition, construction or improvement of assets, subject to certain limitations, and (z) liens on assets not constituting collateral under the Revolving Cred Credit Agreement to secure indebtedness of any Foreign Restricted Subsidiary incurred in accordance with and as permitted by the Revolving Cred Credit Agreement.

(vi) **Limitation on Sale/Leaseback Transactions:** Goodyear US will not, and is required to ensure that any Restricted Subsidiary does not, enter into any Sale/Leaseback Transaction[6] with respect to any property unless Goodyear US or such Restricted Subsidiary (a) can incur such indebtedness with respect to such Sale/Leaseback Transaction under the Revolving Cred Credit Agreement; (b) is permitted to create a lien on such property securing such indebtedness pursuant to the Revolving Cred Credit Agreement or, to the extent the assets subject to such Sale/Leaseback Transaction do not constitute collateral under the Revolving Cred Credit Agreement, create a lien on such property pursuant to the provisions of the Revolving Cred Credit Agreement; (c) the gross proceeds payable to Goodyear US or the Restricted Subsidiary are at least equal to the fair market value of the assets subject to the Sale/Leaseback Transaction; or (d) the transfer of such property is permitted by, and, if applicable, Goodyear US applies the proceeds of such transaction in compliance with the provisions relating to Asset Dispositions under the Revolving Cred Credit Agreement.

The details of the said agreements are available on the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations

13. DISCLOSURES

(a) During the Financial Year 2025-26, the Company had no material significant related party transactions which is considered to have potential conflict with the interests of the Company at large. The Company has formulated a policy on materiality significant related party transactions and the details of the policy are available at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations.

(b) No penalties or strictures have been imposed on the Company by the Stock Exchange, SEBI or any other

[6] *'Sale/Leaseback Transaction' under the Revolving Credit Agreement has been defined as: "an arrangement relating to property, plant and equipment now owned or hereafter acquired by Goodyear or a Restricted Subsidiary whereby Goodyear or a Restricted Subsidiary transfers such property to a Person and Goodyear or such Restricted Subsidiary leases it from such Person, other than (i) leases between Goodyear and a Restricted Subsidiary or between Restricted Subsidiaries or (ii) any such transaction entered into with respect to any property, plant and equipment or any improvements thereto at the time of, or within 180 days after, the acquisition or completion of construction of such property, plant and equipment or such improvements (or, if later, the commencement of commercial operation of any such property, plant and equipment), as the case may be, to finance the cost of such property, plant and equipment or such improvements, as the case may be.."*

statutory authority, on any matter relating to the capital markets, during the last three years.

(c) The Business Conduct Manual of The Goodyear Tire & Rubber Company (GTRC), Akron U.S.A, applicable to all global operations including the Company, a copy of which is accessible to associates of the Company, inter-alia provides that associates can anonymously report violations by calling on the toll-free number(s) mentioned therein. In compliance with applicable provisions of the Companies Act, 2013 and Rules made thereunder and applicable provisions of SEBI (LODR), 2015, the Company has formulated a Vigil Mechanism (including Whistle Blower Mechanism/ Policy) and the policy is available at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations. No person has been denied access to the Audit Committee.

(d) The Company has duly complied with all the mandatory requirements under Chapter IV of the SEBI (LODR), 2015. The Company has not adopted the non-mandatory (discretionary) requirements as mentioned in Part E of Schedule II of the SEBI (LODR), 2015 except that the Company has financial statement with unmodified audit opinion. The Internal Auditor reports to the Chief Financial Officer and has direct access to the Audit Committee.

(e) The Company has no subsidiary, therefore, policy for determining material subsidiary is not applicable.

(f) Policy on dealing with Related Party Transactions can be accessed at the Investors Relations section on the Company's website at www.goodyear.co.in/investor-relations.

(g) The Company has not raised any funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of the SEBI (LODR), 2015.

(h) The Company has also obtained a Certificate from APAC & Associates LLP, Company Secretaries, to the effect 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 Securities and Exchange Board of India/ Ministry of Corporate Affairs or any other statutory authority.

(i) All the recommendations of all the Committees have been accepted by the Board of the Company.

(j) Details relating to fees paid to the Statutory Auditors are given in Note 25(a) to the Financial Statements.

(k) Please refer Board Report for disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

(l) During the Financial Year 2025-26, the Company has not provided any loans and advances in the nature of loans to firms/companies in which Director is interested.

(m) The Company has duly complied with the Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (LODR), 2015.

(n) Management Discussion and Analysis Report forms part of the Annual Report and annexed to the Board's Report.

(o) In terms of the requirement of the Regulation 17(8) of the SEBI (LODR), 2015, the certificate from CEO and CFO has been obtained.

(p) **Code of Conduct**

In terms of the requirement of Regulation 17(5)(a) of SEBI (LODR), 2015 & Section 149(8) read with Schedule IV of the Act, the Board of Directors of the Company, in line with the Corporate Philosophy, laid down the Code of Conduct ("Code") for all Board Members and Senior Management of the Company. As required, a declaration duly signed by the Chairman and Managing Director of the Company regarding affirmation of compliance with the Code of Conduct is attached as **"Appendix-A".**

(q) **Certificate from Statutory Auditor regarding compliance of conditions of Corporate Governance**

A certificate from the Statutory Auditors is annexed as **"Appendix-B"** certifying the compliance of corporate governance requirements by the Company.

On behalf of the Board of Directors

Arvind Bhandari
(Chairman & Managing Director)
DIN: 10864817

Date: May 28, 2026
Place: Gurugram

Appendix-A

Corporate Governance Report of Goodyear India Limited

Declaration regarding Affirmation of compliance with the Code of Conduct

I hereby, confirm that the Company has received affirmations in compliance with the Code of conduct for the Financial Year 2025-26 from all the Board Members and Senior Management Personnel pursuant to the requirements of Regulation 26(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

On behalf of the Board of Directors

Arvind Bhandari
(Chairman & Managing Director)
(DIN: 10864817)

Date: May 28, 2026
Place: Gurugram

Appendix - B

TO THE MEMBERS OF
GOODYEAR INDIA LIMITED

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

1. This certificate is issued in accordance with the terms of our engagement letter dated October 15, 2025.

2. We, Deloitte Haskins & Sells, LLP, Chartered Accountants, the Statutory Auditors of Goodyear India Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2026, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the Listing Regulations).

Managements' Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2026.

9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. - 117366W/W-100018)

Kanav Kumar
Partner
(Membership No. 507230)
UDIN: 26507230ZOTIYU3589

Date: May 28, 2026
Place: Gurugram

INDEPENDENT AUDITOR'S REPORT

To The Members of Goodyear India Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Goodyear India Limited (the "Company"), which comprise the Balance Sheet as at March 31st, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, and notes to the 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 financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31st, 2026, and its profit, other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the 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 financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated 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 Board's report including Annexures to Board's Report and Corporate Governance report but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

Sr. No.	Key Audit Matter	Auditor's Response
1	**Evaluation of disputed direct tax cases** (Refer note 32 of the financial statement) The Company has material disputed cases related to direct tax matters which involves significant judgement to determine the possible outcome of these disputes and hence it is considered as a Key Audit Matter.	**Principal Audit Procedures Performed included the following:** • We have evaluated the appropriateness of design and tested the operating effectiveness of management's controls in respect of assessment of this material disputed direct tax cases • We have obtained an understanding of these material disputed direct tax matters and management's judgement regarding the possible outcome of the matter and obtained external tax expert's opinions sought by the management. • We have also communicated with the relevant Company's tax expert regarding stated material disputed direct tax cases and obtained direct confirmation on possible outcome of these cases on test check basis. • We have involved our internal tax specialists to evaluate management's underlying assumptions in estimating the possible outcome of these material direct tax disputes by considering legal precedence and other ruling. We have also considered the developments during current financial year in respect of these disputed material direct tax cases. • We have assessed the adequacy of the Company's disclosures in the financial statements.

- 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 and Board of Directors for the 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 of these 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 Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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



Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for not complying with the requirements of audit trail as stated in (i)(vi) below.

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31st, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31st, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f) The modification relating to the maintenance of accounts and other matters connected therewith, is as stated in paragraph (b) above

   g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

   h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/ provided by the Company to its directors during the year is in excess of the limits laid down under section 197 of the Act. The remuneration paid in excess of the limits laid down under this section is Rs. 203 lacs to one managing director, which is subject to the shareholders' approval by a special resolution in the ensuing Annual General Meeting - Refer Note 31 to the financial statements.

   i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer note 32 to the financial statements.

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. Refer note 33(b) to the financial statements.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company. Refer note 13(c) to the financial statements.

      iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 43 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 44 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (c) Based on the 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

      v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

      As stated in note 29(b) to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend proposed is in accordance with section 123 of the Act, as applicable.

      vi. Based on our examination, the Company has used accounting software(s) for maintaining its books of account for the financial year ended March 31, 2026 wherein the accounting software is having audit trail (edit logs) feature of capturing logs for all relevant transactions recorded in the software and the same has operated throughout the year for all relevant



transactions recorded in the software except for certain tables at database level.

Further, during the course of our audit, we did not identify any instances of tampering with the audit trail feature in respect of transactions recorded through transaction codes in the accounting software at the application level, where the audit trail feature was enabled and operational. However, in the absence of information available at the database level, we are unable to comment whether the audit trail feature has been tampered with at the database level.

Additionally, the audit trail that was enabled and operated has been preserved by the Company as per the statutory requirements for record retention, as stated in Note 40B to the financial statements.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.- 117366W/W-100018)

Kanav Kumar
(Partner)
(Membership No. 507230)
(UDIN - 26507230RPCZAQ4314)

Place: Gurugram
Date: May 28, 2026

Report on Internal Financial Controls with reference to financial statements

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

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

Report on the Internal Financial Controls with reference to financial statements 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 financial statements of Goodyear India Limited ("the Company") as at March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

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

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

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

Opinion

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

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No: 117366W/W-100018)

Kanav Kumar
Partner
(Membership No: 507230)
(UDIN - 26507230RPCZAQ4314)

Place: Gurugram
Date: May 28, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

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

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

i) (a) A The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, capital work-in-progress and relevant details of right-to-use assets.

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

(b) The Company has a program of verification of property, plant and equipment, capital work in-progress and right-to-use assets, so to cover all the items over a period of 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) Based on our examination of the registered sale deed provided to us, we report that, the title deeds of all the immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued any of its property, plant and equipment (including right-to-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31st, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii) (a) The inventories except for goods-in-transit and stocks held with third parties, were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained and in respect of material inward goods in-transit, on sample basis, we have verified that the goods have been received subsequent to the year end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories/alternate procedures performed as applicable, when compared with the books of account. Refer Note 10 in financial statement for work in progress inventory.

(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions on the basis of security of current assets, and hence reporting under clause (ii)(b) of the Order is not applicable.

iii) The Company has granted interest free unsecured loans to employees during the year, in respect of which:

(a) The Company has provided loans to employees during the year and details of which are given below:

Particulars	Loans to employees (Amount in Rs. lakhs)
A. Aggregate amount granted/provided during the year:	
– Others	50
B. Balance outstanding as at balance sheet date in respect of above cases:	
– Others	78

The Company has not made investment and has not provided any security or guarantee or granted any advance in the nature of loan to any other entity during the year.

(b) The terms and conditions of the grant of all the above-mentioned loans, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) In respect of loans granted by the Company to employees which are approved as per policy and accordingly repayment terms of principal amount have been stipulated and the repayments of principal amounts, are regular as per stipulation.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans to employees granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) According to information and explanations given to us and based on the audit procedures performed, the Company

has not granted any loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause (iii)(f) is not applicable.

iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.

v) According to the information and explanations given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits within the meaning of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and does not have any unclaimed deposits as at March 31, 2026 and therefore the provisions of clause 3(v) of the Order is not applicable.

vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of accounts maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government for maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii) According to the information and explanations given to us, in respect of statutory dues:

(a) Undisputed statutory dues, including Employees' State Insurance, Goods and Services tax, Income tax, Professional Tax, Provident Fund, Cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year. The Company has generally been regularly in depositing duty of Customs to the appropriate authority.

We have been informed that the provisions of service tax, sales tax, duty of excise and value added tax are not applicable to the company.

There were no undisputed amounts payable in respect of Provident Fund, Employees State Insurance, Income Tax, duty of Customs, Professional tax, Goods and Services tax, cess and other material statutory dues in arrears as at March 31st, 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31st, 2026 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates (FY)	Amount disputed (Rs. in lakhs)	Amount disputed (net of payment under protest) (Rs. in lakhs)
Income Tax Act, 1961	Income tax	High Court	2004 –05 to 2011-12, 2013-14	2,135	2,062
		ITAT	2012-13, 2019-20, 2020-21, 2021-22	7,823	6,643
		Dispute Resolution Panel	2016-17 2017-18	5,260	3,965
		Commissioner of Income Tax	2004-05	64	52
		Assessing Officer	2008-09	4	4
Central and State Tax Acts	Sales Tax/ Value Added Tax	High Court	2002-03, 2003-04, 2008-09	15	1
		Assistant Commissioner	2003-04	15	12
		First level of appellate authority	1997-98, 2003-04, 2008-09 to 2009-10, 2015-16 to 2016-17	11	2

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates (FY)	Amount disputed (Rs. in lakhs)	Amount disputed (net of payment under protest) (Rs. in lakhs)
The Central Excise Act, 1944 and Finance Act, 1994	Excise Duty / Service tax	Supreme Court of India	1997-98	205	102
		High Court	2005-06 to 2010-11	595	279
		The Customs, Excise and Service Tax Appellate Tribunal (CESTAT)	2012-13 to 2017- 2018	247	221
		First Level Authority	2007-08 to 2008-09, 2011-12 to 2012-13	155	155
		Commissioner Appeal	2013-2014 and 2014 - 2015	5	4
The Goods & Services Tax Act, 2017	Goods and services tax	First Level Authority	2017-18 to 2022-23	1,077	1,015

The following matters has been decided in favour of the Company, although the department has preferred appeal at higher levels:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount disputed (Rs. in lakhs)
Income Tax Act, 1961	Income tax	High Court	2006-07 to 2011-12, 2013-2014	1,968

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

ix) (a) The Company has not taken any loans or other borrowings from any lenders. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.

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

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

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

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (ix)(e) of the Order is not applicable.

(f) The Company has not raised any loans during the year and hence reporting on clause (ix)(f) of the Order is not applicable.

x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year provided to us, when performing our audit.

xii) 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 the Company is not

a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii) In our opinion, the Company is in compliance with section 177 and 188 of the Companies Act, 2013, where applicable, for the transaction with the related parties, except for the following:

Nature of the related party relationship	Underlying transaction	Amount involved (Rs. In Lakhs)	Remarks
Key managerial personal	Remuneration	203	Remuneration paid in excess of the limit laid down in section 197, due to inadequacy of profit.

In our opinion and according to the information and explanations given to us, the Company has disclosed the details of related party transactions in the financial statements etc. as required by the applicable accounting standards.

xiv) (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and draft of the internal audit reports issued after the balance sheet date, for the period under audit.

xv) In our opinion, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a) and (b) and (c) of the Order is not applicable.

(d) With respect to Indian entities, the group does not have any CIC as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.

xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xviii) There has been no resignation of the statutory auditors of the Company during the year.

xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx) (a) There was no project other than ongoing projects, therefore reporting under clause 3(xx) of the Order is not applicable.

(b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount, to a Special account before the date of this report and within a period of 30 days from the end of the financial year in compliance with the provision of section 135(6) of the Act.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kanav Kumar
Partner
(Membership No.507230)
(UDIN: 26507230RPCZAQ4314)

Place: Gurugram
Date: May 28, 2026

GOODYEAR INDIA LIMITED

Balance Sheet as at March 31, 2026

(All amount in INR lakhs, unless otherwise stated)

		Notes	As at March 31, 2026	As at March 31, 2025
ASSETS				
(1)	**Non-Current Assets**			
(a)	Property, plant and equipment	3	31,698	33,983
(b)	Capital work in progress	4	3,022	3,637
(c)	Right of use assets	5	2,473	2,748
(d)	Intangible assets	6	4	6
(e)	Financial assets			
	(i) Other financial assets	7(d)	686	683
(f)	Other non-current assets	8	2,249	1,393
(g)	Deferred tax assets (net)	15	605	-
(h)	Current tax assets (net)	9	2,731	2,821
	Total non-current assets		**43,468**	**45,271**
(2)	**Current Assets**			
(a)	Inventories	10	25,591	28,596
(b)	Financial assets			
	(i) Trade receivables	7(a)	28,415	28,297
	(ii) Cash and cash equivalents	7(b)	23,134	18,995
	(iii) Bank balances other than (ii) above	7(c)	425	420
	(iv) Other financial assets	7(d)	725	1,090
(c)	Other current assets	11	3,601	1,702
	Total current assets		**81,891**	**79,100**
	Total assets		**125,359**	**124,371**
EQUITY AND LIABILITIES				
	Equity			
(a)	Equity share capital	12(a)	2,307	2,307
(b)	Other equity	12(b)	58,312	57,988
	Total equity		**60,619**	**60,295**
	Liabilities			
(1)	**Non-Current Liabilities**			
(a)	Financial liabilities			
	(i) Lease liabilities	13(a)	2,278	2,531
(b)	Provisions	14	5,009	2,873
(c)	Deferred tax liabilities (net)	15	-	87
(d)	Other non-current liabilities	16	105	62
	Total non-current liabilities		**7,392**	**5,553**
(2)	**Current Liabilities**			
(a)	Financial liabilities			
	(i) Lease liabilities	13(a)	417	384
	(ii) Trade payables	13(b)		
	- Total outstanding dues of micro enterprises and small enterprises		806	1,204
	- Total outstanding dues of creditors other than micro enterprises and small enterprises		44,837	45,174
	(iii) Other financial liabilities	13(c)	6,385	6,419
(b)	Provisions	14	2,137	1,807
(c)	Other current liabilities	17	2,766	3,535
	Total current liabilities		**57,348**	**58,523**
	Total liabilities		**64,740**	**64,076**
	Total equity and liabilities		**125,359**	**124,371**

See accompanying notes 1-44 to the financial statements.

In terms of our report attached.

For Deloitte Haskins & Sells LLP
Firm Registration No. 117366W/W-100018
Chartered Accountants

For and on behalf of the Board of Directors
CIN: L25111HR1961PLC008578

Kanav Kumar
Partner
Membership Number: 507230
Place: Gurugram

Arvind Bhandari
Chairman and
Managing Director
DIN: 10864817
Place: Gurugram

Sandeep Garg
Whole Time Director and
Chief Financial Officer
DIN: 10360979
Place: Gurugram

Anup Karnwal
Company Secretary
Place: Gurugram

Date: May 28, 2026

GOODYEAR INDIA LIMITED

Statement of Profit and Loss for the year ended March 31, 2026

(All amount in INR lakhs, unless otherwise stated)

	Notes	Year ended March 31, 2026	Year ended March 31, 2025
Revenue from operations	18	247,588	260,805
Other Income	19	1,870	1,752
Total Income		**249,458**	**262,557**
Expenses			
Cost of materials consumed	20	95,059	109,615
Purchases of stock-in-trade		76,302	80,334
Changes in inventories of work-in-progress, stock-in-trade and finished goods	21	2,845	1,813
Employee benefits expense	22	20,175	19,263
Finance costs	23	516	468
Depreciation and amortisation expense	24	4,930	5,475
Other expenses	25	39,138	38,121
Total expenses		**238,965**	**255,089**
Profit before exceptional item and tax		**10,493**	**7,468**
Exceptional item	25c	2,177	-
Profit before tax		**8,316**	**7,468**
Income tax expense	26		
-Current tax		2,753	1,630
-Deferred tax		(587)	326
Total tax expense		**2,166**	**1,956**
Profit for the year		**6,150**	**5,512**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
(i) Remeasurement of defined benefit plans		(418)	131
Income tax related to above item		105	(33)
		(313)	98
Other comprehensive income/ (loss) for the year, net of tax		**(313)**	**98**
Total comprehensive income for the year		**5,837**	**5,610**
Earnings per equity share :	36		
Basic earnings per Equity Share (Rs.)		26.66	23.90
Diluted earnings per Equity Share (Rs.)		26.66	23.90
Nominal value per Equity Share (Rs.)		10	10

See accompanying notes to the financial statements.

In terms of our report attached.

For Deloitte Haskins & Sells LLP
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Anup Karnwal
Company Secretary
Place: Gurugram

GOODYEAR INDIA LIMITED

Statement of Cash Flow for the year ended March 31, 2026

(All amount in INR lakhs, unless otherwise stated)

		Notes	Year ended March 31, 2026	Year ended March 31, 2025
A)	**CASH FLOW FROM OPERATING ACTIVITIES :**			
	Profit before income tax		**8,316**	**7,468**
	Adjustments for:			
	Depreciation and amortisation expense	24	4,930	5,475
	Net gain on lease termination/ modification		(1)	-
	Property, plant and equipment written off	25	-	12
	Finance costs	23	516	468
	Interest income	19	(805)	(701)
	Provision for doubtful debts and other current assets	25	60	16
	Net exchange differences gain/ (loss)		37	(17)
	Change in operating assets and liabilities:			
	(Increase)/ decrease in trade receivables		(178)	(1,510)
	(Increase)/ decrease in inventories		3,005	1,853
	Increase/ (decrease) in trade payables		(772)	3,744
	(Increase)/ decrease in other non-current assets		(903)	(43)
	(Increase)/ decrease in other current assets		(1,899)	(313)
	Increase/ (decrease) in provisions		2,048	173
	Increase/ (decrease) in other current liabilities		(769)	(1,519)
	Increase/ (decrease) in other financial liabilities		(154)	(18)
	Increase/ (decrease) in other non-current liabilities		43	(11)
	(Increase)/ decrease in other financial assets		417	(134)
	Cash generated from operations		**13,891**	**14,943**
	Income taxes paid		(2,663)	(1,823)
	Net cash inflow/ (outflow) from operating activities		**11,228**	**13,120**
B)	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Payments for property, plant and equipment,CWIP (net of capital advances and capital creditors)		(1,368)	(2,405)
	Sale for property, plant and equipment		6	-
	Interest received		750	703
	Net cash inflow / (outflow) from investing activities		**(612)**	**(1,702)**
C)	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Interest paid		(281)	(295)
	Repayment of lease liabilities*		(683)	(503)
	Payment for acquiring ROU assets		-	(71)
	Dividends paid		(5,513)	(3,460)
	Net cash inflow / (outflow) from financing activities		**(6,477)**	**(4,329)**
	Net (decrease)/increase in cash and cash equivalents (A+B+C)		4,139	7,089
	Cash and cash equivalents at beginning of the year		18,995	11,906
	Cash and cash equivalents at end of the year		**23,134**	**18,995**
	Reconciliation of cash and cash equivalents as per the cash flow statement			
	Cash and cash equivalents comprise of:			
	Cheques on hand (note 7(b))		203	406
	Bank balances - Current accounts (note 7(b))		2,706	1,368
	- Exchange Earners' Foreign Currency (EEFC) account		105	21
	- Demand deposits (Original maturity less than 3 months)		20,120	17,200
	Total		**23,134**	**18,995**

*Refer note 13(a) for the movement of lease liabilities.

See accompanying notes to the financial statements.

In terms of our report attached.

For Deloitte Haskins & Sells LLP
Firm Registration No. 117366W/W-100018
Chartered Accountants

Kanav Kumar
Partner
Membership Number: 507230
Place: Gurugram

Date: May 28, 2026

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Whole Time Director and
Chief Financial Officer
DIN: 10360979
Place: Gurugram

Anup Karnwal
Company Secretary
Place: Gurugram

GOODYEAR INDIA LIMITED

Statement of Changes in Equity as on March 31, 2026

(All amount in INR lakhs, unless otherwise stated)

A. Equity share capital

	Note	Amount
As at April 1, 2024	**12(a)**	**2,307**
Changes in equity share capital		-
As at March 31, 2025		**2,307**
Changes in equity share capital		-
As at March 31, 2026		**2,307**

B. Other equity

	Note	Reserves and surplus				
		Security premium	General reserve	Retained earnings	Other equity-revaluation	Total other equity
As at April 1, 2024	12 (b)	**6,314**	**6,420**	**42,832**	**272**	**55,838**
Profit for the year		-	-	5,512	-	5,512
Other comprehensive income/ (loss)		-	-	98	-	98
Total comprehensive income for the year		**-**	**-**	**5,610**	**-**	**5,610**
Dividend paid	29 (b)	-	-	(3,460)	-	(3,460)
Balance as at March 31, 2025	**12 (b)**	**6,314**	**6,420**	**44,982**	**272**	**57,988**

	Note	Reserves and surplus				
		Security premium	General reserve	Retained earnings	Other equity-revaluation	Total other equity
As at April 1, 2025	12 (b)	**6,314**	**6,420**	**44,982**	**272**	**57,988**
Profit for the year		-	-	6,150	-	6,150
Other comprehensive income/ (loss)		-	-	(313)	-	(313)
Total comprehensive income for the year		**-**	**-**	**5,837**	**-**	**5,837**
Dividend paid	29 (b)	-	-	(5,513)	-	(5,513)
Balance as at March 31, 2026	**12 (b)**	**6,314**	**6,420**	**45,306**	**272**	**58,312**

In terms of our report attached.

For Deloitte Haskins & Sells LLP
Firm Registration No. 117366W/W-100018
Chartered Accountants

Kanav Kumar
Partner
Membership Number: 507230
Place: Gurugram

Date: May 28, 2026

For and on behalf of the Board of Directors
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Chief Financial Officer
DIN: 10360979
Place: Gurugram

Anup Karnwal
Company Secretary
Place: Gurugram

Background

Goodyear India Limited (the "Company"), an existing company under the Companies Act, 2013, is a step-down subsidiary of The Goodyear Tire & Rubber Company, Akron, Ohio, USA ("GTRC"). The Company was originally registered and incorporated as a private company on October 10, 1922 and converted into a public company on March 24,1961. The Company is engaged in the business of manufacturing and trading of tyres, tubes and flaps with manufacturing facility at Ballabgarh, Haryana, India. The Company is presently listed with the Bombay Stock Exchange (BSE Limited).

(1) MATERIAL ACCOUNTING POLICIES

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing account standard required a change to the accounting policy hitherto to in use.

i) Basis of preparation

a) Compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The Company has consistently applied accounting policies from the previous year.

b) Historical cost convention

The financial statements have been prepared on accrual basis under the historical cost convention, except for the following:

- certain financial assets and liabilities (including derivative instruments) that is measured at fair value;
- defined benefit plans – plan assets measured at fair value; and
- share-based payments

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

c) Current versus non-current classification

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

An asset is treated as current when it is:

Expected to be realised or intended to be sold or consumed in normal operating cycle.

Held primarily for the purpose of trading.

Expected to be realised within twelve months after the reporting period, or

Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

It is expected to be settled in normal operating cycle

It is held primarily for the purpose of trading

It is due to be settled within twelve months after the reporting period, or

There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

d) Going Concern

The Directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue its operational existence for the foreseeable future. Thus, the Company has applied the going concern basis in preparing the financial statements.

ii) Segment reporting

Operating segments are reported in a manner consistent with the internal reports provided to the chief operating decision maker (CODM), Managing Director. Refer note 30 for segment information presented.

iii) Property, plant and equipment

Property Plant and Equipment are stated in balance sheet at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of freight, duties, taxes and other incidental expenses. Freehold land is not depreciated.

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 profit or loss during the reporting period in which they are incurred.

In case of the revaluation model, whereby assets are carried at revalued amounts, being their fair value at the date of revaluation less subsequent depreciation and impairment. Revaluation increases (if any) are credited to Other Comprehensive Income and accumulated in equity under the heading "Other Equity - Revaluation." Revaluation decreases (if any) that offset previous increases for the same asset are debited to the revaluation reserve through OCI; other decreases are charged to profit or loss.

Depreciation methods, estimated useful lives and residual value:

Depreciation is provided on the straight-line method to allocate their cost, net of their residual values, over the estimated useful lives of the assets as prescribed in the Schedule II of the Companies Act, 2013 except for certain fixed assets where, based on technical evaluation by internal managements experts, the useful life of certain items of plant and machinery, buildings, office equipment and furniture and fixture have been determined to be different from those mentioned in schedule II of the Companies Act, 2013, in order to reflect the actual usage of assets.

Class of Asset	Useful life
Freehold Buildings	5 – 30 Years
Furniture and Fittings	2 – 10 Years
Office Equipments	3 – 6 Years
Plant and Machinery (including spare parts)	2 – 30 Years
Vehicles	8 Years

Depreciation on additions / disposals is provided on a pro-rata basis i.e. from (upto) the date on which the asset is ready for use / disposed off. The estimated useful life and residual value are reviewed at end of each reporting period. Considering Company's plan to use the Property Plant and Equipments throughout the economic life of the asset and discard the asset only through scrap therefore no residual value has been considered.

Spare parts having useful life of more than one period are accounted for as separate items and are depreciated over the useful life.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. The impact of such written down (if any) is charged to the statement of profit and loss.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are 'included in profit or loss within other income/ other expenses.

iv) Intangible assets

Computer software:

Intangible assets are stated at acquisition cost, net of accumulated amortization and impairment losses, if any. Costs associated with maintaining software programmes are recognised as an expense as incurred.

Amortisation methods and periods:

The Company amortises intangible assets with the finite useful life (computer software) using straight line method over a period of 6 years.

v) Inventories

Raw materials and stores, work in progress, traded and finished goods:

Raw materials and stores, work-in-progress, traded and finished goods are stated at the lower of cost and net realisable value. Cost of raw materials and traded goods comprises cost of purchases after deducting rebates and discounts. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the later being allocated on the basis of normal operating capacity, based upon the stage of completion of work-in-process. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

The basis of determining cost for various categories of inventories is as follows:

Raw materials	Weighted average
Stores and Spare parts	Weighted average
Work-in-process and Finished goods	Materials and appropriate share of labour and overheads

vi) Revenue Recognition

Sale of goods: Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold is net of goods and service tax, sales return and variable considerations on account of various discounts and schemes. The variable considerations are estimate of the expected amounts based on an analysis of historical experience, or as the most likely amount in a range of possible outcomes. Variable consideration includes various forms of discounts like volume discounts, price concessions, incentives, etc. on the goods sold or services rendered to its customers, dealers and distributors. In all such

cases, accumulated experience is used to estimate and provide for the variability in revenue, using the methods specified in Ind AS 115 and the revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur in future on account of refund or discounts.

The Company recognises revenue when obligations under the terms of a contract are satisfied and control is transferred. This generally occurs with shipment or delivery, depending on the terms of the underlying contract, or when services have been rendered. At contract inception the Company assesse its performance obligation in the contract and allocates the arrangement consideration to separately identifiable performance obligation based on their relative stand-alone selling price. Further revenue and advertisement & sales promotion expenses are grossed up as and when gifts/ vouchers has been provided to the customers. Payment terms with customers vary by customer, but are generally 30-90 days.

When consideration from a customer is received prior to transferring of goods or services under the terms of a sales contract, the Company record deferred revenue, which represents a contract liability. Deferred revenue is included in Other Current Liabilities in the Balance Sheet. The Company recognize deferred revenue after transferring the control of the goods or services to the customer and all revenue recognition criteria are met which by the nature of the contract with the customer is completed in less than one year.

vii) 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 and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations under other financial liabilities in the balance sheet. Employee State Insurance (State Plan): Contribution are made to the regulatory authorities and are recognised as employee benefits expense in the statement of profit and loss as and when due. The Company does not carry any further obligations, apart from the contributions made on a monthly basis.

b) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave which 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 by actuaries 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 other comprehensive income / loss.

c) Post employment obligations

Defined Contribution Plans

1. **Employee Pension Scheme 1995 :** Contribution are made to the regulatory authorities and are recognised as employee benefits expense in the statement of profit and loss as and when due. This benefits is classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.
2. **Superannuation Fund:** Contribution towards Superannuation Fund is administered by a trust set up by the Company, which is recognized by the Income Tax authorities. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

Defined Benefit Plans

1. **Provident Fund:** Provident Fund contributions are made to the Trusts administered by the Company. Eligible employees of the Company receive benefits from a provident fund, which is a defined benefit plan. Both the eligible employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The Company contributes a portion to the Trusts administered by the Company. Those trusts invests in specific designated instruments as permitted by Indian law. The remaining portion is contributed to the government administered pension fund. The rate at which the annual interest is payable to the beneficiaries by the trust is being administered by the government. The Company has an obligation to make good the shortfall, if any, between the return from the investments of the Trusts and the notified interest rate.
2. **Gratuity:** The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment.

   The liability or assets recognised in the balance sheet in respect of defined benefit provident fund plans is the present value of the defined benefit obligation at the end of the reporting period

less the fair value of plan assets. The liability recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period.

The defined benefit obligations are calculated at the end of the reporting period by actuaries using the projected unit credit method.

The present value of the defined benefit obligations 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.

For defined benefit provident fund plan, the net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligations and the fair value of the plan assets. For defined benefit gratuity plan, the interest cost is calculated by applying the discount rate to the balance of the defined benefit obligations.

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.

Changes in the present value of the defined benefit obligations resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

d) Termination benefits

Termination benefits are payable when employment is terminated by the Company before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Company recognises termination benefits at the earlier of the following dates: (a) when the Company can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of terminations benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.

e) Bonus plans

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

viii) Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses."

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset deferred tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

ix) Foreign Currency Translations

a) Functional and presentation currency

Items included in the financial statements are measured using the currency of 'the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian Rupee (INR), which is Goodyear India Limited's functional and presentation currency.

b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains

and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss.

All foreign exchange gains and losses related to items recognised in the financial statement are presented in the statement of profit and loss on a net basis within other income/other expenses.

x) Leases

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

The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss as per Ind AS 36.

Company as a Lessee

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The discount rate is generally based on the incremental borrowing rate calculated as the weighted average rate specific to the portfolio of leases with similar characteristics.

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

The Company may elect not to apply the requirements of Ind AS 116 to leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

The Right-to-use assets is presented as a separate line item in the Balance Sheet

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

xi) Impairment of Assets - non financial assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

xii) Provisions and Contingencies

Provisions: are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses. Where there are a number of similar obligations, the likelihood that an outflow will be required

in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Sales Related obligation (warranty and replacement loss): The estimated liablility for sales related obligation is recorded when product are sold. These estimates are established using historical information on the nature, frequency and average cost of obligations and management estimates regarding possible future incidence based on corrective actions on product failure. The timing of outflow will vary as and when the obligation will arise being typically upto 3 to 7 years. Initial recognition is based on historical experience. The initial estimate of sales related obligation (related cost) is revised annually.

Litigation: The Company is party to various lawsuits that are pending at various levels or stages, involving tax and other matters. The Company contests all claims in the court/tribunal/appellate authority levels and based on their assessment and that of legal counsel, record provision where risk or loss is considered probable. The outcome is expected on cessation of respective events.

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 or a reliable estimate of the amount cannot be made.

Contingent assets: contingent assets are disclosed when the inflow of economic benefit is probable.

xiii) Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, cash at bank, cheques in hand, deposits held at call with financial institutions, other short-term, highly liquid deposits 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. For the purpose of cash flow statement, cash and cash equivalents consist of cash at bank, cheques in hand, deposits with maturity less than 3 months. Cash flow is prepared using indirect method.

xiv) Earnings Per Share

a) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year

b) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

xv) Trade receivables (Financial assets)

Trade receivables that do not contain a significant financing component are measured at transaction price.

xvi) Other financial assets

a) Classification:

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss), and
- those measured at amortised cost

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

b) Measurement:

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial assets not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed off in the statement of profit and loss.

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets

is included in finance income using the effective interest rate method.

c) Impairment of financial assets:

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. 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.

d) Derecognition:

A financial asset is derecognised only when

- the Company has transferred the rights to receive cash from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

e) Income recognition:

Interest income: Interest income from financial instruments 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 a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Insurance Claims: Income from refund claim of insurance is recognized on confirmation of realization of refund amount

xvii) Offsetting 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 the Company or the counterparty.

xviii) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are unsecured and are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

xix) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

xx) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Part I of Schedule III, unless otherwise stated.

(2) Critical estimates and judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgements in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement 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 judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

Critical estimates and judgements

The areas involving critical estimates or judgements are:

- Estimation of defined benefit obligations Note 14
- Provision for litigations and contingent liabilities Note 14 and 32
- Provision for replacement loss / Warranty expenses Note 14
- Provision for Extended Producer Liability Note 17 and 43
- Estimation of current tax expense and payable Note 26
- Impairment of trade receivables Note 28
- Right of use assets Note 5
- Right of use liabilities Note 13(a)

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

3 Property plant and equipment

	Freehold Land	Freehold Buildings	Furniture and fittings	Office Equipments	Plant and Machinery	Vehicles	Total
Year ended March 31, 2025							
A. Gross Carrying amount							
Opening gross carrying amount	173	7,190	3,866	2,746	57,711	20	71,706
Additions	-	304	216	267	2,337	14	3,138
Disposals/adjustments	-	-	10	187	204	3	404
Closing gross carrying amount	**173**	**7,494**	**4,072**	**2,826**	**59,844**	**31**	**74,440**
B. Accumulated Depreciation							
Opening accumulated depreciation	-	2,437	3,094	1,884	28,443	18	35,876
Depreciation charge during the year	-	302	551	381	3,739	-	4,973
Disposals/adjustments	-	-	10	176	203	3	392
Closing accumulated depreciation	**-**	**2,739**	**3,635**	**2,089**	**31,979**	**15**	**40,457**
Net carrying amount (A-B)	**173**	**4,755**	**437**	**737**	**27,865**	**16**	**33,983**
Year ended March 31, 2026							
C. Gross Carrying amount							
Opening gross carrying amount	173	7,494	4,072	2,826	59,844	31	74,440
Additions	-	112	460	166	1,398	1	2,136
Disposals/adjustments	-	-	171	602	661	-	1,433
Closing gross carrying amount	**173**	**7,606**	**4,361**	**2,390**	**60,582**	**32**	**75,143**
D. Accumulated Depreciation							
Opening accumulated depreciation	-	2,739	3,635	2,089	31,979	15	40,457
Depreciation charge during the year	-	306	344	343	3,420	3	4,416
Disposals/adjustments	-	-	171	596	661	-	1,428
Closing accumulated depreciation	**-**	**3,045**	**3,808**	**1,836**	**34,738**	**18**	**43,445**
Net carrying amount (C-D)	**173**	**4,561**	**553**	**554**	**25,844**	**14**	**31,698**

Notes:

a. Contractual obligations:
Refer to note 33 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

b. The Company has elected to measure all its property, plant and equipment at the previous GAAP carrying amount i.e January 1, 2015 as its deemed cost on the date of transition to Ind AS i.e. January 1, 2015. The Gross Value as per previous GAAP as on March 31, 2026 is as follows:

	Freehold Land	Freehold Buildings	Furniture and fittings	Office Equipments	Plant and Machinery	Vehicles	Total
Year ended March 31, 2026							
Closing gross carrying amount (Previous GAAP)	173	9,538	4,447	2,734	78,502	32	95,425
Closing gross accumulated amount (Previous GAAP)	-	4,977	3,894	2,180	52,659	18	63,727
Net carrying amount (Previous GAAP)	**173**	**4,561**	**553**	**554**	**25,844**	**14**	**31,698**

4 Capital work in progress

Projects in progress

	Amount in Capital work in progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026	394	121	435	2,072	**3,022**
As at March 31, 2025	538	495	2,604	-	**3,637**

Out of the above, the Schedule for the capital work in progress whose completion is overdue, based on the approved plan are as below

	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026					
Project 1	-	2,586	-	-	2,586
Total	-	2,586	-	-	2,586
As at March 31, 2025					
Project 1	-	2,642	-	-	2,642
Project 2	592	-	-	-	592
Total	**592**	**2,642**	-	-	**3,234**

As on the date of the balance sheet, there are no capital work-in-progress projects which has exceeded the cost, based on approved plan.

5 Right of use assets

The Company leases several assets including building and vehicle. The average lease term is 2-5 years for vehicle and 3-9 years for the building. The below are the details of Right of use assets recognised in the respect of leases:

	Building	Vehicle	Total
Year ended March 31, 2025			
A. Gross Carrying amount			
Balance as at April 01, 2024	1,510	239	1,749
Additions	2,523	119	2,642
Deletions	825	36	861
Balance as at March 31, 2025	**3,208**	**322**	**3,530**
B. Accumulated Depreciation			
Balance as at April 01, 2024	1,053	89	1,142
Depreciation charge during the year	423	76	499
Deletions	825	34	859
Balance as at March 31, 2025	**651**	**131**	**782**
Net balance as at March 31, 2025 (A-B)	**2,557**	**191**	**2,748**
Year ended March 31, 2026			
C. Gross Carrying amount			
Balance as at April 01, 2025	3,208	322	3,530
Additions	110	134	244
Deletions	-	21	21
Balance as at March 31, 2026	**3,318**	**435**	**3,753**
D. Accumulated Depreciation			
Balance as at April 01, 2025	651	131	782
Depreciation charge during the year	427	85	512
Deletions	-	14	14
Balance as at March 31, 2026	**1,078**	**202**	**1,280**
Net balance as at March 31, 2026 (C-D)	**2,240**	**233**	**2,473**

6 Intangible Assets

	Computer Software	Total
Year ended March 31, 2025		
A. Gross Carrying amount		
Opening gross carrying amount	28	28
Acquired	-	-
Closing gross carrying amount	**28**	**28**
B. Accumulated amortisation		
Opening accumulated amortisation	19	19
Amortisation charge for the year	3	3
Closing accumulated amortisation	**22**	**22**
Net carrying amount (A-B)	**6**	**6**
Year ended March 31, 2026		
C. Gross Carrying amount		
Opening gross carrying amount	28	28
Acquired	-	-
Closing gross carrying amount	**28**	**28**
D. Accumulated amortisation		
Opening accumulated amortisation	22	22
Amortisation charge for the year	2	2
Closing accumulated amortisation	**24**	**24**
Net carrying amount (C-D)	**4**	**4**

a. The Company has elected to measure all its property, plant and equipment at the previous GAAP carrying amount i.e January 1, 2015 as its deemed cost on the date of transition to Ind AS i.e. January 1, 2015. The Gross Value as per previous GAAP as on March 31, 2026 is as follows:

	Computer Software	Total
Year ended March 31, 2026		
Closing gross carrying amount (Previous GAAP)	38	38
Closing accumulated amortisation (Previous GAAP)	34	34
Net carrying amount (Previous GAAP)	**4**	**4**

7. Financial assets

7(a) Trade receivables

	As at March 31, 2026		As at March 31, 2025	
Trade receivables	28,587		28,451	
Less: allowance for credit loss	(250)	28,337	(190)	28,261
Receivables from related party (refer note 31)		78		36
		28,415		**28,297**
Current portion		28,415		28,297
Non-current portion		-		-

Break up of security details:

	As at March 31, 2026	As at March 31, 2025
Secured, considered good	3,925	4,061
Unsecured, considered good	24,551	24,297
Unsecured, credit impaired	189	129
	28,665	**28,487**
Allowance for credit loss (refer note 28A (iii) for reconciliation of allowance for credit loss)	(250)	(190)
	28,415	**28,297**

Trade receivables ageing schedule

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026							
(i) Undisputed Trade receivables – considered good	26,828	1,648	-	-	-	-	28,476
(ii) Undisputed Trade receivables – credit impaired	-	-	16	3	2	9	30
(iii) Disputed Trade receivables – credit impaired	-	10	23	24	-	102	159
Total	**26,828**	**1,658**	**39**	**27**	**2**	**111**	**28,665**
As at March 31, 2025							
(i) Undisputed Trade receivables – considered good	26,766	1,592	-	-	-	-	28,358
(ii) Undisputed Trade receivables – credit impaired	-	-	12	6	-	9	27
(iii) Disputed Trade receivables – credit impaired	-	-	-	-	-	102	102
Total	**26,766**	**1,592**	**12**	**6**	**-**	**111**	**28,487**

7(b) Cash and cash equivalents

	As at March 31, 2026	As at March 31, 2025
Balances with banks:		
-in current account	2,706	1,368
-in Exchange Earners' Foreign Currency (EEFC) account	105	21
Deposits with original maturity of less than three months	20,120	17,200
Cheques on hand	203	406
	23,134	**18,995**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting year and prior year.

7(c) Bank balances other than cash and cash equivalents

	As at March 31, 2026	As at March 31, 2025
Bank balances for unpaid dividend	425	420
	425	**420**

7(d) Other financial assets

	As at March 31, 2026		As at March 31, 2025	
	Current	Non-current	Current	Non-current
(Unsecured,considered good unless stated otherwise)				
Security deposits	80	686	239	683
Other receivables from related parties (refer note 31)	574	-	835	-
Accrued interest on fixed deposits	71	-	16	-
	725	**686**	**1,090**	**683**

The Company has determined its security deposits not to be in the nature of loans and accordingly have been classified as part of other financial assets.

8 Other non-current assets

	As at March 31, 2026	As at March 31, 2025
(Unsecured,considered good unless stated otherwise)		
Capital advances	423	470
Advances other than capital advances:		
Balances with government authorities	1,226	-
Payments under protest:		
(i) Excise,service tax & GST matters	507	551
(ii) Customs duty matters	-	298
(iii) Sales tax matters [Net of provisions March 31, 2026 - Rs. 42, March 31, 2025 - Rs. 42]	-	-
(iv) Other matters	93	74
	2,249	**1,393**

9 Current tax assets (net)

	As at March 31, 2026	As at March 31, 2025
Advance income tax/ payments under protest [net of provisions March 31, 2026 - Rs. 72,863, March 31, 2025 - Rs. 70,048]	2,731	2,821
	2,731	**2,821**

10 Inventories

	As at March 31, 2026	As at March 31, 2025
Raw materials* [includes in transit March 31, 2026 - Rs. 1,727, March 31, 2025 - Rs. 1,046]	5,869	6,111
Work-in-progress	1,084	1,448
Finished goods [includes in transit March 31, 2026 - Rs. 1,549, March 31, 2025 - Rs. 1,564]	9,773	10,565
Stock-in-trade [includes in transit March 31, 2026 -Rs. 662, March 31, 2025 -Rs. 755]	5,544	7,233
Stores and spare parts [includes in transit March 31, 2026 - Rs. 11, March 31, 2025 - Rs. 10]	3,321	3,239
	25,591	**28,596**

*Inventory lying at third party as at March 31, 2026- Rs.61, March 31, 2025- Rs.98

Write-downs of inventories, except for stores and spare parts and work in progress, to net realisable value amounted to March 31, 2026 - Rs.4, March 31, 2025 - Rs.129. These were recognised as an expense during the year and included in 'changes in inventories of work-in-progress,stock-in-trade and finished goods in the statement of profit and loss.

The Company has an accounting policy to record work-in-progress (WIP) and finished goods inventory on standard costing at the time of production and at each month end standard cost has been actualized based on the actual cost. Further, the Company does actualization of WIP inventory at regular interval by way of physical verification. During FY 2025-26, the Company has performed the physical verification in June 2025, September 2025, December 2025 and March 2026 and recorded the gain of Rs.324, Rs.140, Rs.155 and Rs.300 respectively

11 Other current assets

		As at March 31, 2026		As at March 31, 2025
(Unsecured,considered good unless stated otherwise)				
Advances to vendors		225		335
Loans to employees		78		56
Prepayments		752		839
Balance with government authorities:				
- Considered good	2,546		472	
- Considered doubtful	-		-	
- Less: Provision for doubtful other current assets	-	2,546	-	472
		3,601		**1,702**

12 Equity share capital and other equity

12(a) Equity share capital

Authorised equity share capital

	Number of shares (in lakhs)	Amount
As at April 1, 2024	300	3,000
Increase during the year	-	-
As at March 31, 2025	**300**	**3,000**
Increase during the year	-	-
As at March 31, 2026	**300**	**3,000**

(i) Movement in equity share capital

(issued, subscribed and paid up)

	Number of shares (in lakhs)	Amount
As at April 1, 2024	231	2,307
Increase during the year	-	-
As at March 31, 2025	**231**	**2,307**
Increase during the year	-	-
As at March 31, 2026	**231**	**2,307**

(ii) Terms and rights attached to equity shares

The Company has only one class of equity shares having par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed, if any by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(iii) Shares of the Company held by holding company

Number of shares (in lakhs)

	As at March 31, 2026	As at March 31, 2025
Equity Shares:		
Goodyear Orient Company (Private) Limited, Singapore	171	171

(iv) Details of shareholders holding more than 5% shares in the Company

	As at March 31, 2026		As at March 31, 2025	
	Number of shares (in lakhs)	% holding	Number of shares (in lakhs)	% holding
Goodyear Orient Company (Private) Limited, Singapore	171	74	171	74
HDFC Mutual Fund	16	7	16	7

(v) Shareholding of promoters

	As at March 31, 2026		Percentage change during the year ended March 31, 2026
	Number of shares (in lakhs)	% holding	
Goodyear Orient Company (Private) Limited, Singapore	171	74	-

12(b) Other equity

	As at March 31, 2026	As at March 31, 2025
Securities Premium	6,314	6,314
General Reserve	6,420	6,420
Other equity- revaluation	272	272
Retained earnings	45,306	44,982
	58,312	**57,988**
(i) Securities premium		
Opening balance	6,314	6,314
Movement during the year	-	-
Closing balance	**6,314**	**6,314**
(ii) General reserve		
Opening balance	6,420	6,420
Transfer from retained earnings	-	-
Closing balance	**6,420**	**6,420**
(iii) Other equity- revaluation		
Opening balance	272	272
Movement during the year	-	-
Closing balance	**272**	**272**
(iv) Retained earnings		
Opening balance	44,982	42,832
Net profit for the year	6,150	5,512
Dividend on the equity shares	(5,513)	(3,460)
Items of other comprehensive income recognised directly in equity		
Remeasurement of defined benefit plans, net of tax	(313)	98
Closing balance	**45,306**	**44,982**

(v) Nature and purpose of other reserves

(i) Securities premium

Securities premium is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act, 2013.

(ii) General reserve

General reserve is kept aside out of Company's profits and are used to meet future obligations.

(iii) Other equity - revaluation

As the Company opted for exemption under paragraph D7AA of Ind AS 101 and also elected the cost model under Ind AS 16 for subsequent measurement of Property, Plant and Equipment, the revaluation reserve recognised under previous GAAP has been transferred to 'Other equity- revaluation' on the date of transition to Ind AS. This balance does not constitute free reserves available for distribution as dividend in accordance with the provisions of the Companies Act, 2013.

13 Financial liabilities

13(a) Lease liabilities

	As at March 31, 2026	As at March 31, 2025
Balance as at the beginning of the year	**2,915**	**689**
Additions during the year	244	2,571
Deletions during the year	(8)	(3)
Interest accrued during the year	227	161
Payments	(683)	(503)
Balance as at the end of the year	**2,695**	**2,915**

Particulars	As at March 31, 2026	As at March 31, 2025
Current lease liabilities	417	384
Non-Current lease liabilities	2,278	2,531
Total	**2,695**	**2,915**

Reconciliation of Lease Liabilities disclosed as part of financing activities in the statement of cash flow:

Particulars	As at April 01, 2025	Payments	Non-cash movement	As at March 31, 2026
Year ended March 31, 2026				
Lease Liabilities	2,915	(683)	463	2,695

Particulars	As at April 01, 2024	Payments	Non-cash movement	As at March 31, 2025
Year ended March 31, 2025				
Lease Liabilities	689	(503)	2,729	2,915

13(b) Trade payables

	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (refer note 37)	806	1,204
Total outstanding dues of creditors other than micro enterprises and small enterprises		
- Related party (refer note 31)	12,649	11,855
- Others	32,188	33,319
	45,643	**46,378**

Trade payables ageing schedule

Particulars	Outstanding for following periods from due date of payment					Total
	Not yet due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026						
(i) Micro, small and medium enterprises	803	3	-	-	-	806
(ii) Others	44,729	107	1	-	-	44,837
Total	**45,532**	**110**	**1**	**-**	**-**	**45,643**
As at March 31, 2025						
(i) Micro, small and medium enterprises	1,177	27	-	-	-	1,204
(ii) Others	44,983	191	-	-	-	45,174
Total	**46,160**	**218**	**-**	**-**	**-**	**46,378**

13(c) Other financial liabilities

	As at March 31, 2026	As at March 31, 2025
Security deposits	5,447	5,601
Interest accrued on security deposits	87	79
Unpaid dividend*	425	420
Creditors for capital items**	426	319
	6,385	**6,419**

* Unpaid dividends represents dividends paid, but not claimed by shareholders. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.

** Includes Related party transaction March 31, 2026 - Rs. Nil, March 31, 2025 - Rs. 70.

14 Provisions

	As at March 31, 2026		As at March 31, 2025	
	Current	Non-current	Current	Non-current
Provision for employee benefits				
Gratuity (refer note 25(c))	246	4,677	143	2,873
Share-based payments (refer note 35)	26	-	37	*
Leave obligations (refer note 25(c))	1,216	-	837	-
Provident Fund	-	332	-	-
Other provisions				
Provision for customs/excise litigations	210	-	222	-
Provision for replacement loss/Warranty expenses	439	-	568	-
	2,137	**5,009**	**1,807**	**2,873**

* Amount below the rounding off norm adopted by the company.

(a) Information about individual provisions and significant estimates

Provision for customs, excise and sales tax litigation: These represent the best possible estimates arrived at on the basis of available information. The uncertainties and possible reimbursements are dependent on the outcome of the different legal processes which have been invoked by the Company or the claimants as the case may be and therefore cannot be predicted accurately. The Company engages reputed professional advisors to protect its interests and has been advised that it has strong legal positions against such disputes. It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.

Provision for replacement loss / Warranty expenses: Replacement loss reserves are based on past claims experience, sales history and other considerations. Replacement loss is provided on the sale of the Company's products and an accrual for estimated future claims is recorded at the time revenue is recognized. Tyres replacement offered by the Company is on a prorated basis.

(b) Movements in provisions

	Provision for replacement loss/ Warranty expenses	Customs/ excise litigation	Sales tax litigation matters*	Total
As at March 31, 2025	568	222	42	832
Additions during the year	-		-	-
Utilized/Reversed during the year	129	12	-	141
As at March 31, 2026	**439**	**210**	**42**	**691**

* Refer note 8

(c) Employee Benefit Obligations

A. Leave obligations

"The amount of the provision of Rs. 1,216 (March 31, 2025 – Rs. 837) is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months. The following amounts reflect leave that is expected to be taken or paid within the next 12 months.

	As at March 31, 2026	As at March 31, 2025
Current leave obligations expected to be settled within the next 12 months	77	53

B. Defined Contribution Plans

(a) Superannuation Fund

(b) Employee's Pension Scheme 1995 (State plan)

During the year, the Company has recognized the following amounts in the Statement of Profit and Loss:

	Year ended March 31, 2026	Year ended March 31, 2025
Employer's contribution to Employee's Pension Scheme 1995 (State Plan)*	104	106

* Included in "Contribution to provident and other funds' under Employee benefits expense (refer note 22)

C. Defined Benefit Plans

(a) Gratuity

(b) Provident Fund

(i) Balance Sheet amounts - Gratuity

The amount recognised in balance sheet and the movement in the net defined benefit obligation over the years are as follows:

	Present value of obligations	
	Year ended March 31, 2026	Year ended March 31, 2025
Present value of obligations as at the beginning of the year	3,016	2,933
Current service cost	275	256
Past Service Cost* (refer note 25c)	1,690	-
Interest cost	179	191
Total amount recognised in profit and loss	**2,143**	**447**
Remeasurements		
(Gain)/loss from changes in demographic assumptions	-	-
(Gain)/loss from changes in financial assumptions	(26)	100
Experience (gains)/losses	112	(54)
Amount recognised in other comprehensive income	**86**	**46**
Benefits payment	(322)	(410)
Present value of obligations as at the end of the year	**4,923**	**3,016**

Liability for Gratuity is not funded.

	As at March 31, 2026	As at March 31, 2025
Present value of obligation	4,923	3,016
Fair value of plan assets	-	-
Current	246	143
Non-current	4,677	2,873

(ii) Provident Fund

Balance Sheet amounts - Provident Fund of Goodyear India Limited (referred as "Head Office Provident Fund trust")

Amount recognised in balance sheet and the movement in the net defined benefit obligation over the years are as follows:

	Year ended March 31, 2026			Year ended March 31, 2025		
	Present value of obligations	Fair value of plan assets	Net amount	Present value of obligations	Fair value of plan assets	Net amount
Present value at the beginning of the year	**9,757**	**(9,759)**	**(2)**	**8,566**	**(8,389)**	**177**
Current service cost	311	-	311	308	-	308
Interest cost/ (income)	637	(637)	-	619	(606)	13
Remeasurements						
Return on plan assets greater/(lesser) than discount rate	-	192	192	-	(218)	(218)
(Gain)/loss from changes in financial assumptions	22	-	22	22	-	22
Experience (gains)/losses	120	-	120	(20)	-	(20)
Employer contribution	-	(311)	(311)	-	(284)	(284)
Employee contribution	446	(446)	-	482	(482)	-
Settlements / Transfer in	(74)	74	-	274	(274)	-
Benefits payment	(901)	901	-	(494)	494	-
Present value as at the end of the year	**10,318**	**(9,986)**	**332**	**9,757**	**(9,759)**	**(2)**

The net liability disclosed above relates to funded plan as follows:

	As at March 31, 2026	As at March 31, 2025
Present value of obligation	10,318	9,757
Fair value of plan assets	9,986	9,759
Deficit of funded plan*	**332**	**-**

* the provident funds have a deficit which are recognised through OCI "Other Comprehensive Income".

Balance Sheet amounts - Goodyear India Limited Factory Provident Fund (referred as "Factory Provident Fund trust")

Amount recognised in balance sheet and the movement in the net defined benefit obligation over the years are as follows:

	Year ended March 31, 2026			Year ended March 31, 2025		
	Present value of obligations	Fair value of plan assets	Net amount	Present value of obligations	Fair value of plan assets	Net amount
Present value at the beginning of the year	**12,058**	**(12,264)**	**(206)**	**11,130**	**(11,308)**	**(178)**
Current service cost	290	-	290	279	-	279
Interest cost/ (Income)	778	(791)	(13)	775	(788)	(13)
Remeasurements						
Return on plan assets greater/(lesser) than discount rate	-	151	151	-	(279)	(279)

	Year ended March 31, 2026			Year ended March 31, 2025		
	Present value of obligations	Fair value of plan assets	Net amount	Present value of obligations	Fair value of plan assets	Net amount
(Gain)/loss from changes in financial assumptions	(55)	-	(55)	116	-	116
Experience (gains)/losses	49	-	49	148	-	148
Employer contribution	-	(290)	(290)	-	(279)	(279)
Employee contribution	1,203	(1,203)	-	1,138	(1,138)	-
Settlements / Transfer in	(305)	305	-	(10)	10	-
Benefits payment	(1,734)	1,734	-	(1,518)	1,518	-
Present value as at the end of the year	**12,284**	**(12,358)**	**(74)**	**12,058**	**(12,264)**	**(206)**

The net liability disclosed above relates to funded plan as follows:

	As at March 31, 2026	As at March 31, 2025
Present value of obligation	12,284	12,058
Fair value of plan assets	12,358	12,264
Deficit of funded plan	**-**	**-**

(ii) Post-employment plans

The significant actuarial assumptions were as follows:

Particulars	Gratuity		Head Office Provident Fund Trust		Factory Provident Fund Trust	
	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025
Expected statutory interest rate on the fund	N.A.	N.A.	8.25%	8.15%	8.25%	8.15%
Discount rate (per annum)	6.70%	6.60%	6.70%	6.60%	6.70%	6.60%
Rate of increase in compensation level	6.00%	6.00%	N.A.	N.A.	N.A.	N.A.
Expected shortfall in interest earnings of fund	N.A.	N.A.	1.00%	1.00%	1.00%	1.00%
Withdrawal rate						
- upto 30 years	1.00%	1.00%	1.00%	1.00%	1.00%	1.00%
- from 31 to 44 years	4.00%	4.00%	4.00%	4.00%	4.00%	4.00%
- above 44 years	2.00%	2.00%	2.00%	2.00%	2.00%	2.00%
Average remaining working life	9	9	N.A.	N.A.	N.A.	N.A.

(iii) Major category of plan assets are as follows:

Type of Securities	Head Office Provident Fund Trust		Factory Provident Fund Trust	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Government securities and related investment	43%	44%	36%	39%
Debt instruments and related investments	37%	35%	23%	23%
Equity shares and mutual funds	16%	16%	17%	17%
Special deposit scheme	4%	6%	24%	21%
Total	**100%**	**100%**	**100%**	**100%**

(iv) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumption is :

	Impact on defined benefit obligations					
	Changes in assumptions		Increases in assumptions		Decreases in assumptions	
	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025
Gratuity:						
Discount rate (per annum)	0.5%	0.5%	-4.00%	-4.10%	4.30%	4.40%
Rate of increase in compensation level	0.5%	0.5%	4.60%	4.60%	-4.30%	-4.40%
Head Office Provident Fund Trust:						
Discount rate (per annum)	0.5%	0.5%	-0.07%	-0.08%	0.08%	0.08%
Factory Provident Fund Trust:						
Discount rate (per annum)	0.5%	0.5%	-0.20%	-0.20%	0.20%	0.20%

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

(v) Risk Exposures:

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below :

Salary Increases:

Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

Investment Risk:

If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

Discount Rate:

Reduction in discount rate in subsequent valuations can increase the plan's liability.

Mortality & disability:

Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

Withdrawals:

Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

The Company through its Trusts ensures that the investment positions are managed within an asset-liability matching (ALM) framework that has been developed to achieve long-term investments that are in line with the obligations under the employee benefit plans.

The Company through its Trusts actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed the processes used to manage its risks from previous periods. Investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets.

A large portion of assets in 2025-26 consists of government and corporate bonds, although the Company through its Trusts also invests in equities and mutual funds. The plan asset mix is in compliance with the requirements of the respective local regulations.

(vi) Defined benefit liability and employer contributions

Expected contributions to post-employment benefit plans for the year ending March 31, 2027 are Rs. 637.
The weighted average duration of the defined benefit obligation is 9 years (March 31,2025- 9 years).
The expected maturity analysis of gratuity and provident fund benefits is as follows:



	Less than a year	Between 1 - 2 years	Between 2 - 5 years	Over 5 years	Total
March 31, 2026					
Defined benefit obligation (gratuity and provident fund)	8,049	1,118	4,726	13,345	27,238
March 31, 2025					
Defined benefit obligation (gratuity and provident fund)	6,096	1,362	4,233	13,121	24,812

15 Deferred tax (assets)/ liabilities (net)

The balance comprises temporary difference attributable to:

	As at March 31, 2026	Movement during the year	As at March 31, 2025
A. Deferred tax liability			
Depreciation	1,275	99	1,176
Total Deferred tax liability	**1,275**	**99**	**1,176**
B. Deferred tax assets			
- Share-based payments	(6)	3	(9)
- Provision for doubtful debts/ advances	(74)	(26)	(48)
- Provision for expenses disallowed u/s 43B of the Income-tax Act, 1961	(1,800)	(768)	(1,032)
Total Deferred tax assets	**(1,880)**	**(791)**	**(1,089)**
Net deferred tax (assets)/ liabilities (A-B)	**(605)**	**(692)**	**87**

16 Other non-current liabilities

	As at March 31, 2026	As at March 31, 2025
Employee benefits payable	105	62
	105	**62**

17 Other current liabilities

	As at March 31, 2026	As at March 31, 2025
Extended Producer Liability	650	368
Employee benefits payable	1,360	1,132
Advances from customers	191	272
Statutory dues	565	1,763
	2,766	**3,535**

18 Revenue from operations

	Year ended March 31, 2026	Year ended March 31, 2025
Sales of product	246,223	257,885
Other operating revenue	1,365	2,920
	247,588	**260,805**

a. Sales of product includes:

- Manufacturing products: Rs. 1,47,229 (March 31, 2025 - Rs. 1,60,346)
- Traded products: Rs. 98,994 (March 31, 2025 - Rs. 97,539)

b. Other operating revenue includes:
- Commission Income: Rs.Nil (March 31, 2025 - Rs. 155)
- Sale of compound and raw material: Rs. 691 (March 31, 2025 - Rs. 2,765)

c. Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Revenue as per contracted price	273,711	283,809
Reduction towards variable consideration*	(27,488)	(25,924)
Sales of product	**246,223**	**257,885**

* the reduction towards variable consideration comprises of discounts, incentive given to customers etc.

d. Refer note 30 for disclosure of disaggregation of revenue.

19 Other Income

	Year ended March 31, 2026	Year ended March 31, 2025
Interest income from financial assets at amortised cost		
- On fixed deposits with banks	805	701
Government grants (i)	37	64
Miscellaneous income (ii)	1,028	987
	1,870	**1,752**

(i) Government grants are related to export incentives on duty drawback schemes and MEIS
(ii) Miscellaneous income includes :
- Recovery of shared service charges is Rs.628 (March 31, 2025- 548)

20 Cost of materials consumed

	Year ended March 31, 2026	Year ended March 31,2025
Raw materials at the beginning of the year	6,111	6,202
Add: Purchases	94,817	109,524
Less: Raw materials at the end of the year	5,869	6,111
	95,059	**109,615**

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

	Year ended March 31, 2026	Year ended March 31, 2025
Opening balance		
Work-in-progress	1,448	1,455
Finished goods	10,565	12,682
Stock-in-trade	7,233	6,922
Total (a)	**19,246**	**21,059**
Closing balance		
Work-in-progress	1,084	1,448
Finished goods	9,773	10,565
Stock-in-trade	5,544	7,233
Total (b)	**16,401**	**19,246**
Total changes in inventories of work-in-progress, stock-in-trade and finished goods (a-b)	**2,845**	**1,813**

22 Employee benefits expense

	Year ended March 31, 2026	Year ended March 31, 2025
Salaries, wages and bonus	17,062	16,263
Contribution to provident and other funds (refer note 14 (c))	819	791
Gratuity (refer note 14 (c))	454	447
Leave obligations	492	470
Share-based payments to employees (refer note 35)	78	16
Workmen and staff welfare expenses	1,270	1,276
	20,175	**19,263**

23 Finance costs

	Year ended March 31, 2026	Year ended March 31, 2025
Interest on security deposits from dealers	272	292
Interest on lease liabilities (refer note 13(a))	227	161
Interest - Others	17	15
	516	**468**

24 Depreciation and amortisation expense

	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation of property, plant and equipment	4,416	4,973
Depreciation on right of use (ROU) assets	512	499
Amortisation of intangible assets	2	3
	4,930	**5,475**

25 Other expenses

	Year ended March 31, 2026	Year ended March 31, 2025
Consumption of stores and spare parts	532	148
Power and fuel	6,935	7,348
Travelling	1,021	973
Repairs and maintenance	2,260	2,387
Short term lease payment	923	612
Insurance	370	300
Telecommunication	132	138
Rates and taxes	63	45
Legal and professional	492	804
Carrying and forwarding agent expenses	1,351	1,712
Freight, transport and delivery	6,672	7,279
Extended Producer Liability	1,297	1,414
Advertising and sales promotion**	2,685	1,858
Trade mark fees	1,539	1,647
Regional service charges	9,672	7,754
Conversion charges	170	204
Net foreign exchange losses	146	35
Property, plant and equipment written off	-	12

	Year ended March 31, 2026	Year ended March 31, 2025
Provision for doubtful debts and other current assets	60	16
Payments to auditors (refer note 25(a))	87	73
Corporate social responsibility expenditure (refer note 25(b))	252	294
Miscellaneous expenses	2,479	3,068
	39,138	**38,121**

** Due to applicability of Ind AS 115, revenue and advertising and sales promotion expenses are grossed up by Rs.199 (March 31, 2025: Rs.291).

25(a) Details of payment to auditors

	Year ended March 31, 2026	Year ended March 31, 2025
As auditor:		
For statutory audit	57	41
For quarterly limited reviews	23	23
For tax audit	4	4
In other capacity		
Certification fees	1	1
Re-imbursement of expenses	2	4
Total payment to auditors	**87**	**73**

25 (b) Corporate social responsibility expenditure

Amount required to be spent as per section 135 of the Companies Act 2013.
Details of expenditure towards Corporate Social Responsibility (CSR) activities:
a) Gross amount required to be spent by the Company during the year was Rs. 252 (Previous Year Rs. 294).
b) Amount spent during the year on:

	In Cash	Yet to be paid in Cash	Total
i) Construction/ acquisition of any asset.	-	-	-
	(-)	(-)	(-)
ii) On purposes other than (i) above	172	80	252
	(277)	(17)	(294)

Figures in brackets represent previous period numbers.

b) Movement of CSR Balances on ongoing projects

Balance as on March 31,2025		Amount required to be spend duing the year	Amount spent during the year		Balance as on March 31,2026	
With Company	In seperate Unspent A/c		With Company	In separate Unspent A/c	With Company	In separate Unspent A/c
-	-	252	172	-	-	80

Balance as on March 31,2024		Amount required to be spend duing the year	Amount spent during the year		Balance as on March 31,2025	
With Company	In seperate Unspent A/c		With Company	In separate Unspent A/c	With Company	In separate Unspent A/c
-	-	294	294	-	-	-

Nature of CSR include Environment Sustainability, Skill & Entrepreneurship Development and Women Empowerment.

* above Include INR 80 lakhs of CSR expense related to ongoing projects as at March 31, 2026 (March 31, 2025 Nil). The same was transferred to a special account of the company within 30 days from end of financial year ended March 31, 2026.

25(c) "Exceptional Item

The Government of India, vide notification dated November 21, 2025, has brought into effect the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Labour Codes"), which subsume and replace multiple existing labour legislations.

In accordance with Ind AS 19 – Employee Benefits, changes to employee benefit plans arising from the implementation of the Labour Codes are treated as plan amendments. Accordingly, the impact of such changes is required to be recognised immediately in the Statement of Profit and Loss as past service cost. This accounting treatment is in line with the guidance issued by the Institute of Chartered Accountants of India.

During the current year, based on actuarial valuation, the Company has reassessed the impact and recognised an additional past service cost of ₹ 2,177 lakhs in respect of gratuity (₹ 1,748 lakhs) and compensated absences (₹ 429 lakhs) pertaining to the previous period.

The Company continues to closely monitor developments relating to the notified rules under the Labour Codes, including further clarifications and guidance from regulatory authorities, and will assess the consequential accounting implications, if any, in the periods ahead.

26 Income tax expense

(a) Income tax expense

	Year ended March 31, 2026	Year ended March 31, 2025
Current tax		
Current tax on profits for current year	2,689	1,630
Adjustments for current tax for prior periods	64	-
	2,753	**1,630**
Deferred tax		
Decrease/(increase) in deferred tax assets-P&L	(686)	312
(Decrease)/increase in deferred tax liabilities-P&L	99	14
	(587)	**326**
Income tax expense (P&L)	**2,166**	**1,956**
(Decrease)/increase in deferred tax liabilities-OCI	(105)	33
Income tax expense	**2,061**	**1,989**

(b) Reconciliation of tax expense

	Year ended March 31, 2026	Year ended March 31, 2025
Profit before income tax expense	8,316	7,468
Tax at the Indian tax rate of 25.168% (March 31, 2025: 25.168%)	**2,093**	**1,880**
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Corporate social responsibility expenditure	63	74
MSME Interest and others	4	2
Adjustment recognised in the current year in relation to the income tax expense of prior years	6	-
Income tax expense	**2,166**	**1,956**

(c) The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under sections 92-92F of the Income Tax Act, 1961. For this purpose, the Company has appointed independent consultants for conducting Transfer Pricing Study. Management is of the opinion that its international transactions with associated enterprises have been undertaken at arms' length basis at duly negotiated prices on usual commercial terms. The Company has submitted the Accountants' Report in form 3CEB upto the financial year ended on March 31, 2025 as required under section 92E of the Income Tax Act, 1961 and evaluated the margins for financial year ended March 31, 2026 on preliminary basis for the purpose of recording transactions in the books. Based upon transfer pricing evaluation performed for FY 2025-26, the Company is of the view that there would be no material change in the recorded transactions and has no material impact arising on the final transfer pricing study conducted based upon the audited financial statements of March 31,2026.

27 Fair Value Measurements

Financial instruments by category:

	As at March 31, 2026	As at March 31, 2025
	Amortised cost	Amortised cost
Financial assets		
-Trade receivables	28,415	28,297
-Cash and cash equivalents	23,134	18,995
-Other bank balances	425	420
-Security deposits	766	922
-Other financial assets	645	851
Total Financial assets	**53,385**	**49,485**
Financial liabilities		
-Lease liabilities	2,695	2,915
-Trade payables	45,643	46,378
-Security deposits	5,447	5,601
-Creditors for capital items	426	319
-Other financial liabilities	512	499
Total Financial liabilities	**54,723**	**55,712**

The carrying amounts of security deposits, trade receivables, trade payables, creditors for capital items, cash and cash equivalents, other bank balances, lease liabilities and other financial assets/ liabilities are considered to be the same as their fair values, due to their short-term nature.

The Company does not have any financial instruments where significant estimation was involved in determination of its fair value.

28 Financial Risk Management

The Company 's activities expose it to the market risk, liquidity risk and the credit risk. The Company's risk management is carried out by the treasury department for cash and cash equivalent, deposits with banks, foreign currency risk exposure and liquidity risk under various approved policies. The risk management for trade receivables is carried out by controlling department of the Company.

(A) Credit Risk

Credit risk arises from cash and cash equivalents, other bank balance, trade receivables and other financial assets.

(i) Credit risk management

(a) Cash and cash equivalents and other bank balance:

The Company is in control of its exposure to these financial instruments by diversifying the deposit, by investing cash and cash equivalents and other bank balance based on counterparty credit strength as measured by long-term credit ratings of the three major rating agencies (Standard & Poors, Moody's and Fitch) and by monitoring the financial strength of these banks on regular basis.

The Company has the deposits with banks and their respective rating are as in below table:

Long Term Credit Rating	As at March 31, 2026	As at March 31, 2025
AA- to A-	12,110	17,200
BBB to BBB-	8,010	-

By controlling and monitoring exposure in this manner, the Company believes that it effectively manage the risk of loss due to non performance by the banks.

(b) Trade Receivables:

The Company has Credit Policy and the independent credit control department to review the credit worthiness of the customers and assess the recoverability of the asset. Finance Director is the authority to approve any exception to the Policy.

Customer credit risk is managed basis established policies of the Company, procedures and controls relating to customer credit risk management which helps in assessing the risk at the initial recognition of the asset. Outstanding customer receivables are regularly and closely monitored. The Company has a monthly process of following past due analysis leading to very few cases of bad debts and

delayed payments. The same is evident from the earlier years receivable write-off. The Company provides for any outstanding beyond 180 days. The trade receivables on the respective reporting dates are net off the allowance which is sufficient to cover the entire lifetime loss of sales recognised including those that are currently less than 180 days outstanding.

A default on a financial asset is when the counterparty fails to make contractual payment within 180 days of when they fall due. This definition of default is determined by considering the business environment in which entity operates.

The Company believe that there are efficient processes established to monitor and control the risk of loss associated with receivables.

(c) Other financial assets:

Other financial assets of the Company mainly comprises of security deposit with Dakshin Haryana Bijli Vitran Limited, security deposits for the rental premises and others, accrued interest on fixed deposits with banks, deposits held as lien with Banks and other receivables from related parties.

Credit risk exposure with respect to other financial assets are negligible as they are either supported by legal agreement or are with Nationalised banks and Government organisations:

- Security deposit with Dakshin Haryana Bijli Vitran Limited, a public sector organisation, represents low credit risk.
- Security deposits for the rental premises and others are with counter parties with strong capacity to meet the obligation, hence the risk of default is considered to be negligible.
- Accrued interest on fixed deposits are with banks having strong financial strength as explained above, hence the risk of default is considered to be negligible.
- Other receivables from related parties are as per approved policy and the established procedure to monitor the dues from related parties which also ensures timely payments and no default, hence credit risk is negligible.

(ii) Provision for expected credit losses

Customer credit risk is managed basis established policies of the Company, procedures and controls relating to customer credit risk management. Outstanding customer receivables are regularly monitored. The Company has a diverse customer base, as its customers are located and operate in largely independent markets and does not see any significant concentration of risk related to reliance on any single customer. The credit quality of the customers is evaluated based on the approved policies and established processes.

(iii) Reconciliation of loss allowance provision - Trade receivable

	Amount
Loss allowance as on March 31, 2024	**174**
Changes in loss allowance	16
Loss allowance as on March 31, 2025	**190**
Changes in loss allowance	60
Loss allowance as on March 31, 2026	**250**

Significant estimates and judgements

Impairment of Trade Receivables:

The impairment provisions for financial assets disclosed above are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(B) Liquidity Risk

The Company's primary sources of liquidity are cash generated from operation. The cash flows from operating activities are driven primarily by operating results and changes in the working capital requirements.

The Company intend to operate the business in a way that allows the Company to address its needs with existing cash and available financing arrangement if they cannot be funded by cash generated from operations.

The Company believe that its liquidity position is adequate to fund the operating and investing needs and to provide with flexibility to respond to further changes in the business environment.

(i) Financing arrangements

The Company has access to the following undrawn borrowing facilities at the end of the reporting period:

Floating rate	As at March 31, 2026	As at March 31, 2025
Expiring within one year (bank overdraft and other facilities)	12,097	12,097

The bank overdraft facilities may be drawn at any time. No drawdown as at March 31, 2026 and March 31, 2025.

(ii) Maturities of financial liabilities

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities.

The amount disclosed in the table are the undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities	Less than 3 months	3 months to 6 months	6 months to 12 months	1 year to 2 year	2 year to 5 year	More than 5 year	Total
March 31, 2026							
- Trade Payables	44,510	1,133	-	-	-	-	45,643
- Lease liabilities	167	163	271	549	1,356	987	3,493
- Other financial liabilities	6,385	-	-	-	-	-	6,385
March 31, 2025							
- Trade Payables	45,975	403	-	-	-	-	46,378
- Lease liabilities	167	167	323	532	1,354	1,359	3,902
- Other financial liabilities	6,419	-	-	-	-	-	6,419

(C) Market Risk

(ia) Foreign Currency Risk: The Company operates internationally and is exposed to foreign exchange risk in relation to operating activities (when revenue or expense is denominated in a foreign currency) arising from foreign currency transactions, primarily with respect to the USD and EUR. The Company has approved policies to enter into foreign currency contracts in order to manage the impact of changes in foreign exchange rates on the results of operations and future foreign currency-denominated cash flows.

Foreign currency exposure of the Company is minimal.

(ib) Foreign currency risk exposure

Particulars of unhedged foreign currency exposures are:

Particulars	Currency	As at March 31, 2026		As at March 31, 2025	
		(Foreign Currency in Lakhs)	INR in Lakhs	(Foreign Currency in Lakhs)	INR in Lakhs
Financial liabilities:					
Trade and other payables	USD	33	3,105	32	2748
	EUR	*	97	*	9
Financial assets:					
Trade and other receivables	USD	5	430	7	614
Balance in Bank accounts	USD	1	105	*	21

* Amount below the rounding off norm adopted by the company.

(ic) Sensitivity analysis

	Impact on profit after tax	
	As at March 31, 2026	As at March 31, 2025
USD sensitivity		
- Increase by 2.8% (March 31, 2025-1.6%) #	(72)	(39)
- Decrease by 2.8% (March 31, 2025-1.6%) #	72	39
EUR sensitivity		
- Increase by 3.7% (March 31, 2025- 1.8%) #	(3)	-*
- Decrease by 3.7% (March 31, 2025- 1.8%) #	3	*

Holding all other variables constant

* Amount below the rounding off norm adopted by the Company.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have any borrowings therefore it is not impacted by interest rate risk.

(iii) Price Risk: The Company does not have any investments in equity shares.

29 Capital Management

(a) Risk Management

The Company's objectives when managing capital is to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders.

As of March 31, 2026, the Company has only one class of equity shares and no debt. Therefore, there are no externally imposed capital requirements.

There is no change in the Company's capital structure since previous year.

(b) Dividend

	Year ended March 31, 2026	Year ended March 31, 2025
(i) Dividend declared (& recognized) and paid during the year		
- Final dividend for the year ended March 31, 2025 of Rs.23.90 (year ended March 31,2024 of Rs.15) per fully paid equity share	5,513	3,460
(ii) Dividend proposed but not declared (not recognised) by the end of reporting period,		
- Since year end the directors have recommended the payment of a final dividend of Rs.26.50 per fully paid equity share (March 31, 2025 of Rs.23.90). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	6,113	5,513

30 Segment Information

The Company is engaged in the business of sales of automotive tyres, tubes and flaps.The Company is domiciled in India and majorly manufactures farm tyres and trades in passenger car tyres.

The Company has monthly review and forecasting procedure in place. The review involves the operating results of the Company as a whole except for sales and sales volume information which is available on disaggregated basis.

The Chief Operating Decision Maker (CODM), Managing Director, performs a detailed review of the operating results including cashflow, working capital, headcount of the Company as a whole and sales and sales volume on disaggregated basis and thereby makes decisions about the allocation of resources among the various functions. Since the operating results of each of the functions are not considered individually by the CODM, the functions do not meet the requirements of Ind AS 108 for classification as an operating segment, hence there is only one operating segment namely, "Automotive tyres,tubes & flaps".

A) Information about products and services:

	Automotive tyres, tubes & flaps	
	Year ended March 31, 2026	Year ended March 31, 2025
Revenue		
Tyres	235,103	246,161
Tubes	11,084	11,658
Flaps	36	66
Total	**246,223**	**257,885**

B) Information about geographical areas:

The following information's discloses Revenues from external customers:

(i) attributed to the entity's country of domicile and

(ii) attributed to all foreign countries in total from which the entity derives revenues:

	Revenue generated in India		Revenue generated from exports		Total	
	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025
Revenue						
External Customers	242,827	254,540	3,396	3,345	246,223	257,885

All the non-current assets of the Company are located in India.

C) Net Revenue of Rs. 80,345 (March 31, 2025 - Rs. 76,081) are derived from a single external customer. No other single customer contributed 10% or more to the revenue.

31 Related Party Transactions

(a) Parent entities

The Company is controlled by the following:

Name	Type	Place of incorporation	Ownership interest	
			As at March 31, 2026	As at March 31, 2025
The Goodyear Tire & Rubber Company	Ultimate holding company	Akron, Ohio, USA	-	-
Goodyear Orient Company (Private) Limited	Holding company	Singapore	74%	74%

(b) Key management personnel compensation

	Year ended March 31, 2026	Year ended March 31, 2025
Short-term employee benefits	1,006	1,012
Post-employee benefits	33	46
Employee share based payment	95	-
Sitting fees paid to non-executive directors	53	53
Total compensation	**1,187**	**1,111**

In view of inadequacy of profits for the year, the managerial remuneration to the managing director for the financial year exceeds the prescribed limits under section 197 read with Schedule V of the Act by Rs. 203 lakhs. As per provisions of the Act, the excess remuneration is subject to the approval of the shareholders which the Company proposes to obtain in the forthcoming Annual general meeting.

(c)(i) List of related parties:

Key management personnels (KMP)

i) Arvind Bhandari, Chairman and Managing Director (w.e.f. January 02, 2025)
ii) Sandeep Garg, Whole Time Director & Chief Financial Officer (w.e.f. April 07, 2025)
iii) Gajender Singh, Whole-time Director (from September 02, 2024 till April 06, 2025)
iv) Sunil Modi, Interim Chief Financial Officer (w.e.f. August 14, 2024 till April 06,2025)
v) Varsha Chaudhary Jain, Whole-time Director (w.e.f. November 12, 2024 till December 31, 2025)
vi) Anup Karnwal, Company Secretary

Non Executive Independent Director

i) Rajiv Lochan Jain, Non Executive Independent Director (till 31 December 2025)
ii) Uma R Krishnan, Non Executive Independent Director (w.e.f.June 07, 2024)
iii) Sumit D Chowdhury, Non Executive Independent Director (w.e.f.March 06, 2025)
iv) Mr. Gajanan Vithal Gandhe (w.e.f. January 01, 2026)
v) Mr. Anil Kumar Singh (w.e.f. January 01, 2026)

Fellow subsidiaries with whom the Company had transactions during the year:

i) Goodyear (Thailand) Public Company Limited
ii) Goodyear Dalian Tire Company Limited
iii) Goodyear Do Brasil Produtos De Borracha Ltda.
iv) Goodyear Dunlop Tires Operations SA
v) Goodyear Earthmover Pty Limited
vi) Goodyear Malaysia Berhad
vii) Goodyear Middle East, FZE
viii) Goodyear Regional Business Services Inc.
ix) Goodyear SA (Luxembourg)
x) Goodyear Singapore Tyres
xi) Goodyear South Africa (Pty) Limited
xii) Goodyear South Asia Tyres Private Limited
xiii) Goodyear Japan Ltd.
xiv) PT. Goodyear Indonesia TBK
xv) TC Debica S.A.

xvi) Goodyear Taiwan Limited
xvii) Goodyear International Corporation
xviii) Goodyear De Chile S.A.I.C
xix) Goodyear Technology Center India Private Limited

Other related parties:

i) Provident Fund of Goodyear India Limited
ii) Goodyear India Limited Factory Provident Fund

(c)(ii) Transactions with related parties (including GST, wherever applicable)

	For the year ended March 31, 2026	For the year ended March 31, 2025
The Goodyear Tire & Rubber Company		
(Ultimate Holding Company)		
- Sale of Finished goods	-	*
- Expenditure for regional service charges	9,672	7,741
- Expenditure for trade mark fees	1,539	1,647
- Purchase of raw materials and spare parts	936	1,108
- Recovery for services of employees	639	505
- Expense reimbursed to ultimate holding company	22	46
- Reimbursement of expense by ultimate holding company	30	42
Goodyear Orient Company (Private) Limited		
(Holding Company)		
- Dividend paid	4,080	2,560
- Purchase of raw materials	1,630	2,179
Fellow subsidiaries:		
Purchase of finished goods		
- Goodyear South Asia Tyres Private Limited#	80,570	88,317
- Goodyear Dunlop Tires Operations SA	-	156
# Net of recovery for replacement loss/warranty expenses Rs. 3,004 (Rs. 3,099)		
Purchase of raw materials and spare parts		
- Goodyear South Asia Tyres Private Limited	45	131
- Goodyear SA (Luxembourg)	2	4
- Goodyear Do Brasil Produtos De Borracha Ltda.	3	-
- TC Debica S.A.	3	1
Sale of finished goods		
- Goodyear Singapore Tyres	29	47
- Goodyear Middle East, FZE	110	40
- Goodyear South Africa (Pty) Limited	83	56
- Goodyear Japan Ltd.	5	22
- Goodyear Taiwan Limited	-	11
- Goodyear International Corporation	79	757
- Goodyear De Chile S.A.I.C	19	-

	For the year ended March 31, 2026	For the year ended March 31, 2025
- Goodyear Dunlop Tires Operations SA	37	-
Purchase of capital items		
- Goodyear Malaysia Berhad	-	73
Recovery for deputation of employees		
- Goodyear Singapore Tyres	153	157
- Goodyear (Thailand) Public Company Limited	-	102
- Goodyear Malaysia Berhad	36	45
- PT. Goodyear Indonesia Tbk	110	80
Recovery for services of employees		
Goodyear Singapore Tyres	480	744
Goodyear SA (Luxembourg)	-	13
Goodyear Malaysia Berhad	15	39
Goodyear Dunlop Tires Operations SA	-	82
PT. Goodyear Indonesia Tbk	-	23
Sale of raw materials, spare parts and other charges		
- Goodyear South Asia Tyres Private Limited	819	3,262
- PT. Goodyear Indonesia Tbk	*	-
Expenses recovered from related parties		
- Goodyear Japan Ltd.	-	1
- Goodyear Malaysia Berhad	*	*
- Goodyear South Asia Tyres Private Limited	784	722
- Goodyear Earthmover Pty Limited		79
- Goodyear Singapore Tyres	100	128
- Goodyear Dalian Tire Company Limited	7	16
- Goodyear Dunlop Tires Operations SA	-	*
Reimbursement of expenses to related parties		
- Goodyear Regional Business Services Inc.	289	281
- Goodyear Dunlop Tires Operations SA	-	26
- Goodyear South Asia Tyres Private Limited	18	*
- PT. Goodyear Indonesia Tbk	-	*
- Goodyear SA (Luxembourg)	-	1
- Goodyear Dunlop Tires Operations SA	79	-
Sale of capital items		
- Goodyear South Asia Tyres Private Limited	-	12
- Goodyear Technology Center India Private Limited	21	-
Commission received		
- Goodyear Earthmover Pty Limited	-	183
Contribution of provident fund		
- Provident Fund of Goodyear India Limited	756	766
- Trustee Goodyear India Limited Factory Provident Fund	1,493	1,417



(d) Outstanding balances

The following balances are outstanding in relation to transactions with related parties:

	As at March 31, 2026	As at March 31, 2025
Trade Payables		
Ultimate holding company :		
The Goodyear Tire & Rubber Company	2,507	2,259
Holding company :		
Goodyear Orient Company (Private) Limited	365	520
Fellow subsidiaries :		
Goodyear South Asia Tyres Private Limited	9,634	9,008
Goodyear Dunlop Tires Operations SA	83	-
Goodyear Regional Business Services Inc.	58	66
Goodyear SA (Luxembourg)	1	2
TC Debica S.A.	1	-
Goodyear Technology Center India Private Limited	*	-
Total trade payables to related parties (refer note 13(b))	**12,649**	**11,855**
Capital Creditors		
Fellow subsidiaries :		
Goodyear Malaysia Berhad	-	70
Total Capital Creditors to related parties (refer note 13(c))	**-**	70
Trade Receivables		
Fellow subsidiaries :		
Goodyear South Africa (Pty) Limited	9	-
Goodyear Singapore Tyres	12	-
Goodyear Japan Ltd.	2	3
Goodyear International Corporation	55	24
P.T. Goodyear Indonesia Tbk	-	9
Total trade receivable from related parties (refer note 7(a))	**78**	**36**
Other Receivables		
Ultimate holding company :		
The Goodyear Tire & Rubber Company	182	184
Fellow subsidiaries :		
Goodyear Singapore Tyres	155	333
Goodyear South Asia Tyres Private Limited	178	220
Goodyear (Thailand) Public Company Limited	-	32
Goodyear Technology Center India Private Limited	21	-
Goodyear Malaysia Berhad	4	37
P.T. Goodyear Indonesia	34	30
Total other receivable from related parties (refer note 7(d))	**574**	**835**

* Amount below the rounding off norm adopted by the company.

(e) Terms and conditions

Transactions relating to dividends were on the same terms and conditions that applied to other shareholders.

All other transactions were made on normal commercial terms and conditions and at arm's length.

All outstanding balances are unsecured and are repayable in cash.

32 Contingent liabilities

		As at March 31, 2026	As at March 31, 2025
A.	Excise duty and Service tax matters	1,206	1,239
B.	Income tax matters* (refer note (i) below)	15,287	14,525
C.	Sales tax matters	9	9
D.	Goods and Service tax (GST) matters	1,077	1,056
E.	Other matters	270	235
F.	Haryana Local Area Development Tax (HLADT) : (refer note (ii) below)		

*excluding the impact on account of uncertain tax treatment as per Appendix C of Ind AS 12. Refer note (i) below

Notes:

(i) The Company has income tax demand of INR 6,895 lakhs for FY 2016-17; FY 2017-18, FY 2019-20, FY 2020-21 & FY2021-22 in respect of disallowance of regional service charges (RSC) (except IT services) which was charged by Ultimate Holding Company in respect of the various services provided. The Company has requisite documents to substantiate actual rendering of said service and same have been allowed by tax department in earlier years assessments. The Company also has income tax demand of INR 2,857 lakhs for FY 2006-07 to FY 2021-22 in respect of disallowance of Trademark fees. During the year, the Company has received remand back order from the Assessing Officer for FY 2016-17 & FY 2017-18 in which Trademark Fees addition has been deleted. Trademark Fees was charged by Ultimate Holding Company in respect of brand used by the Company, however, the fellow subsidiaries has received relief in similar matter from the Hon'ble Tribunal for period from FY 2006-07 to FY 2017-18. Considering favorable precedence on both the matters, the management is of the view that the Company will be able to defend the cases on merit and accordingly disclosed as contingent liability. In view of Appendix C of Ind AS 12 in respect of Uncertain Tax Treatment, the Company has estimated contingent liability in the matter of INR 7550 Lakhs as at year end.

These represent the best estimates arrived at on the basis of available information. The uncertainties and possible reimbursements are dependent on the outcome of the different legal processes which have been invoked by the Company or the claimants as the case may be and therefore cannot be predicted accurately. The Company engaged reputed professional advisors to protect its interests and has been advised that it has strong legal positions against such disputes. It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings. Amount of contingent liabilities are inclusive of Interest as per order.

(ii) In 2008, the State of Haryana (the State) introduced "the Haryana Tax on Entry of Goods into Local Areas Act, 2008 ("Act") which High Court of Punjab and Haryana declared as 'Unconstitutional'. As on date, the State did not frame and notify enabling "Rules" under the Act, and no demand has been received by the Company. Accordingly, the amount of liability involved, if any, under the Act also cannot be measured.

Further, on November 11, 2016 the nine Judges Bench of Hon'ble Supreme Court held that the State Governments do have right to levy an 'Entry Tax', however (i) whether States have enacted correct legislations in alignment with Indian Constitutional provisions, (ii) whether such taxes demanded by State Governments were actually used for intended development of local area and (iii) the interpretation of the word "Local Area" were among questions not addressed by the November 11, 2016 ruling, but instead are to be heard by Hon'ble Divisional Bench of the Supreme Court individually for each state, on merits. The above mentioned matters were heard by the Hon'ble Divisional Bench of the Supreme Court and remanded back to High Court of Punjab and Haryana and directed that fresh petitions should be filed by the parties, based on the principles given by the nine Judges Bench of Hon'ble Supreme Court. The Company filed its fresh petition in May 2017.

In Dec'2024, Haryana Government issued "Removal of Difficulty Order (ROD), 2024" effective April'2008 u/s 174 of the Haryana Goods and Service Tax, 2017 for assessment & recovery of Haryana Entry Tax. Subsequent to this order, Haryana Tax Authority issued 15 notices for the period AY 2003-04 to AY 2017-18 for initiating the assessment of said period and arbitrarily determined tax liability of Rs. 13,274 Lakhs. The Company has filed WRIT petition before Punjab and Haryana High Court challenging the ROD, 2024 and the 15 notices on the ground that said ROD and notices both are time barred in law and non-sustainable.

Having regard to the status of matter above and in the absence of any rules notified until the ROD, 2024 under which tax can be levied or measured and matter is also time barred since no demand has been raised till date since enactment of the Act, the management supported by the legal opinion has assessed obligation towards entry tax, if any, is Remote.

33 Commitments

(a) Capital commitments

Capital expenditure contracted for at the end of the reporting period but not recognised as liability is as follows:

	As at March 31, 2026	As at March 31, 2025
Property, plant and equipment *	3,003	2,751

* Net of advance March 31, 2026 - Rs. 423, March 31, 2025 - Rs. 470

(b) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

34 Events occurring after the reporting period

Refer to note 29(b) for the final dividend recommended by the directors which is subject to the approval of shareholders in the ensuing annual general meeting.

35 Share-based payments

The Goodyear Tire & Rubber Company, Akron, Ohio, USA (Ultimate holding company) issues stock-based awards to the Company's employees under their approved Performance Plan. The issue of grants of restricted stock units and stock appreciation rights to the employees of the Company are covered under the same Performance Plan as declared by the ultimate holding company.

Stock appreciation rights (SAR)

Grants of Stock Appreciation Right generally have a graded vesting period of four years whereby one-fourth of the awards vest on each of the first four anniversaries of the grant date, an exercise price equal to the fair market value of one share of the ultimate holding company on the date of grant (calculated as the average of the high and low price or the closing market price on that date depending on the terms of the related Plan) and a contractual term of ten years. Stock Appreciation Rights are cancelled on, or 90 days following, termination of employment unless termination is due to retirement, death or disability under certain circumstances, in which case, all outstanding options vest fully and remain outstanding for a term set forth in the related grant agreement. As the obligation to settle the share based transaction rests with the Company in cash, hence these are accounted for as cash-settled options. The Company has not granted any SAR after December 2014.

Restricted stock units (RSU)

Restricted stock units have vesting period of three years beginning on the date of grant. Restricted stock units will be settled through the issuance of an equivalent number of shares of The Goodyear Tire & Rubber Company, Akron, Ohio, USA common stock. The Company is required to reimburse the ultimate holding company the cost of the share issuance as on the date of vesting. As the obligation to settle the share based transaction rests with the Company in cash, hence these are accounted for as cash-settled options.

i. Description of share-based payments arrangements

Details of liabilities arising from SARs and RSUs were as follows:

	As at March 31, 2026	As at March 31, 2025
Total carrying amount of liabilities for SARs	-	-
Total carrying amount of liabilities for RSUs	26	37
Total	**26**	**37**
Current	26	37
Non-current	-	-

* Amount below the rounding off norm adopted by the company.

ii. Expenses recognised in profit and loss account

Total expenses arising from share-based payment transactions recognised in profit or loss as part of employee benefit expense were as follows:

	Year ended March 31, 2026	Year ended March 31, 2025
Share appreciation rights	*	*
Restricted stock units	78	16
Expenses/ (Income) arising from cash-settled share based payment transactions	78	16

iii. Measurement of fair values

The fair value of SAR's have been measured using the Black Scholes formula. Service and non-performance conditions attached to the arrangements were not taken into account in measuring fair value.

The fair value of grant of restricted stock unit is based on the closing market price of a share of The Goodyear Tire and Rubber Company, Akron's common stock on the date of grant, thereafter re-measuring the value on each reporting date at the closing market price of a share.

36 Earnings Per Share

		Year ended March 31, 2026	Year ended March 31, 2025
(a)	**Basic earnings per share (Rs.)**	26.66	23.90
(b)	**Diluted earnings per share (Rs.)**	26.66	23.90
(c)	**Reconciliations of earnings used in calculating earnings per share**		
	Basic earnings per share		
	Profit attributable to the equity holders of the Company used in calculating basic earnings per share:	6,150	5,512
	Diluted earnings per share		
	Profit attributable to the equity holders of the Company used in calculating diluted earnings per share:	6,150	5,512
(d)	**Weighted average number of shares used as the denominator**		
	Weighted average number of equity shares used as the denominator in calculating basic earnings per share (Nos)	23,066,507	23,066,507
	Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share (Nos)	23,066,507	23,066,507

Note: There are no dilutive instruments.

37 Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) based on the information available with the Company:

		Year ended March 31, 2026	Year ended March 31, 2025
i)	Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end #	927	1,387
ii)	Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	17	-
iii)	Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	1,277	665
iv)	Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
v)	Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	2	6
vi)	Interest due and payable towards suppliers registered under MSMED Act, for payments already made	17	2
vii)	Further interest remaining due and payable for earlier years	-	-

* Amount below the rounding off norm adopted by the company.

Principal amount due to supplier includes 'Trade payables' and 'Creditors for capital items' as follows:

Trade payable: March 31, 2026 - Rs. 806 (March 31, 2025 - Rs. 1,204) [Refer Note - 13 (b)]

Creditors for capital items: March 31, 2026 - Rs. 121 (March 31, 2025- Rs.183) [Refer Note - 13 (c)]

38 Financial ratios

	Ratio / Measure	Numerator	Denominator	Year ended March 31, 2026	Year ended March 31, 2025	Variance
i)	Current ratio	Total current assets	Total current liabilities	1.43	1.35	5.6%
ii)	Debt- Equity Ratio	Debt consists of lease liabilities	Total equity	0.04	0.05	-4.8%
iii)	Debt Service Coverage ratio	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	12.00	14.18	-15.4%
iv)	Return on Equity ratio	Profit for the year	Average total equity	10.2%	9.3%	0.9%
v)	Inventory Turnover ratio	Sales	Average inventories	9.09	8.74	4.0%
vi)	Trade Receivable Turnover Ratio	Sales	Average trade receivables	8.68	9.36	-7.2%
vii)	Trade Payable Turnover Ratio	Purchases and other expenses	Average trade payables	4.57	5.12	-10.8%
viii)	Net Capital Turnover Ratio	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	10.91	14.31	-23.7%
ix)	Net Profit ratio	Profit for the year	Revenue from operations	2.5%	2.1%	0.4%
x)	Return on Capital Employed	Profit before tax and finance costs	Capital employed = Tangible net worth + Lease liabilities +/- Deferred tax (assets)/ liabilities	14.1%	12.5%	1.5%
xi)	Return on Investment	NA	NA	NA	NA	NA

39 Standards issued but not yet effective

Ministry of corporate affairs (MCA) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. MCA has not notified any new standards or amendment to the existing standards applicable to the company as at March 31, 2026. Further, Ind As 118, Presentation and Disclosure in Financial Statements, has been issued by ICAI and is effective for annual periods beginning on or after April 1, 2027. The Company is evaluating the impact of the Standard on its financial statements.

40A As per the MCA notification dated August 05, 2022, the Central Government has notified the Companies (Accounts) Fourth Amendment Rules, 2022. As per the amended rules, the Companies are required to maintain back-up of the books of accounts and other relevant books and papers in electronic mode that should be accessible in India on a daily basis.

The books of account along with other relevant records and papers of the Company are maintained in electronic mode. These are readily accessible in India at all times and currently a backup is maintained on a cloud – based server. The Company has complied with the requirements of maintaining of back-up of books of accounts and other relevant books and papers on daily basis on the server(s) physically located in India.

40B The Ministry of Corporate Affairs (MCA) introduced certain requirements, where accounting softwares used by the Company should have a feature of recording audit trail of each and every transaction (effective April 01, 2023). The Company has an IT environment which is adequately governed with General information technology controls (GITCs) for financial reporting process and the Company has assessed all of its IT application that are relevant for maintaining books of accounts.

The Company has used accounting software for maintaining its books of account for the year ended March 31, 2026 where in audit trial (edit log) feature is enabled for capturing audit logs for transactions processed through transaction codes (user interface) and at database level except few tables and the same has operated throughout the year for all relevant transactions recorded in the software.

The Company has not noted any tampering of the audit trail feature in respect of the software for which the audit trail feature was operating.

Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention."

41 Other Statutory information :

(a) The Company did not have any transactions or balances with the Companies whose name is struck off under section 248 of the Companies Act, 2013.

(b) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

(c) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(d) The Company did 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.

(e) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,

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

42 While performing physical verification in November 16, 2024, the Company identified certain shortages in the finished goods inventory aggregating to value of Rs 452 lakhs which was accounted for as loss in the Statement of Profit and Loss in the quarter ended December 31, 2024. As reported in public domain in February 2025, the Company had appointed Ernst & Young LLP to conduct a fact-finding review in the matter.

The fact finding review was completed and accordingly the report was reviewed by the Audit Committee and subsequently by the Board of Directors at its meeting held on July 04, 2025.

The review, covering the period from October 01, 2023 to November 30, 2024, establish that the theft of tyres occurred primarily due to the conduct of the Third Party contractors and contract workers involved in security, warehousing, and loading operations, acting in collusion.

Further, fact finding review also identified some pilferage of tyres due to excess loading in shipments involving only one junior level employee who was suspected to have played some part through collusion with the Third Parties, and that too without any instructions in this regard from his superiors or anyone in management. Other than the limited involvement of the junior employee, the Fact-Finding Review did not find evidence of involvement by any other Company employee.

The management has taken cognizance of the above findings and initiated appropriate legal and disciplinary actions against those involved. Proactive measures, including a site security assessment and tightened operational and financial controls, have been implemented. Moreover, further enhancements to certain operational controls and processes are under implementation.

43 No funds (either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

44 No funds (either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

In terms of our report attached.

For Deloitte Haskins & Sells LLP
Firm Registration No. 117366W/W-100018
Chartered Accountants

Kanav Kumar
Partner
Membership Number: 507230
Place: Gurugram

Date: May 28, 2026

For and on behalf of the Board of Directors
CIN: L25111HR1961PLC008578

Arvind Bhandari
Chairman and
Managing Director
DIN: 10864817
Place: Gurugram

Sandeep Garg
Whole Time Director and
Chief Financial Officer
DIN: 10360979
Place: Gurugram

Anup Karnwal
Company Secretary
Place: Gurugram

Note

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Note


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*Imagery for illustration. The performance of any tyre depends on terrain, weather, load, vehicle conditions, inflation pressure and operating practices.



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