

Dated : June 06, 2026

Department of Corporate Services BSE Limited 25 th Floor Rotunda Building, P J Towers Dalal Street, Fort MUMBAI 400001 SCRIP CODE : 540124	The National Stock Exchange of India Limited "Exchange Plaza" Plot No C-1, G Block Bandra Kurla Complex Bandra (East) MUMBAI – 400051 SCRIP CODE : GNA
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SUB: Notice of 33rd Annual General Meeting and Annual Report for the Financial Year 2025-26.

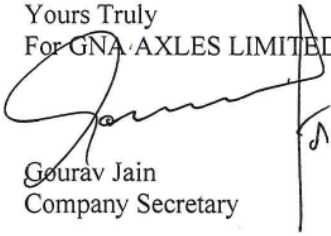
Dear Sir,

In compliance with Regulations 30, 34 and 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), please find enclosed the Notice convening the 33rd AGM of the shareholders of the Company and the Annual Report for the financial year ended 31st March, 2026. The same is being circulated through electronic mode to all the shareholders of the Company whose E-mail addresses are registered with the Company or Depository Participant(s), in compliance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

Further, the facility/option to transact through Remote Electronic Voting is also being provided to the shareholders. The remote E-voting will start on Saturday, June 27, 2026 at 9.00 A.M. and will end on Monday, June 29, 2026 at 5.00 P.M. The cut-off date for the purpose of determining the shareholders for E-voting is June 23, 2026.

This is for your information and record.

Thanking You

Yours Truly
For GNA AXLES LIMITED
Gourav Jain
Company Secretary

DRIVING EFFICIENCY DELIVERING VALUE



ACROSS THE PAGES

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Investor Information

Market Capitalisation (as of March 31, 2026)	₹ 1,53,134.16 Lacs
CIN	L29130PB1993PLC013684
BSE Code	540124
NSE Symbol	GNA
Dividend Declared	₹ 3 per Equity Share
AGM Date	June 30, 2026
AGM Mode	Audio-Visual Means

For more investor-related information, please visit:
https://gnaaxles.in/annual_report.php?

Scan this QR code to access the Investor Relations page



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

DRIVING EFFICIENCY DELIVERING VALUE

In 2025-26, we entered a defining phase shaped by disciplined execution and clear strategic intent. We have translated our efficiencies into increased profitability by reinforcing operational rigour and sharpening our focus on efficiency, creating a stronger and more resilient operating foundation.

Our emphasis on optimising capacity utilisation and maintaining strict cost control continues to enhance efficiency and strengthen operating leverage. At the same time, targeted investments in advanced machining and automation are improving precision, increasing throughput, and enabling scalable, future-ready growth.

As we deepen our presence in higher-margin segments, we are aligning closely with evolving global OEM expectations. This strategic direction, supported by prudent capital allocation and continuous improvement, strengthens our ability to deliver consistent, long-term value.

Together, these priorities define our theme, 'Driving Efficiency. Delivering Value.' guiding sustained performance and stakeholder value creation. It reflects our commitment to disciplined growth, sharper execution, and building a resilient enterprise for the future.



EXPANDING HORIZONS ENABLING PROGRESS

Financial

₹ **1,478.42** Cr
Net Revenue

₹ **116.99** Cr
Profit After Tax

₹ **237.99** Cr
EBITDA

16.10%
EBITDA Margin

Operational

2
Manufacturing Locations

3
Product Lines

40,83,051
Rear Axle Shafts Sold

9,42,795
Spindles Sold

4,68,667
Other Shafts Sold

ESG

94,086 KL
Water Consumption

₹ **3.09** Cr
CSR Expenditure (Including Aspirational Districts)

6
Independent Directors on Board

8.33%
Women's Representation on the Board

91.84%
Board Meeting Attendance



SETTING THE STANDARD IN DRIVELINE ENGINEERING

GNA Axles Limited ('GNA Axles', 'The Company' or 'We') is a leading manufacturer of automotive transmission components for global OEMs.

We specialise in precision-engineered driveline solutions, delivering high performance across diverse automotive applications. Established in 1993, we have developed strong expertise in manufacturing critical components with a focus on quality and reliability.

Subsidiary

In 2025, we incorporated GNA Mobility Limited as a wholly owned subsidiary to expand our presence in automotive components. The subsidiary focuses on:



Product Expansion

Manufacturing a broader range of automotive components and accessories



Portfolio Diversification

Expanding beyond core products such as rear axles, shafts, and spindles



Capability Enhancement

Building on our expertise in precision-engineered driveline components



Strategic Growth

Strengthening our position in the automotive components industry



CHARTING OUR GROWTH MARKERS

FROM 1993
TO 2002-03

FROM 2004
TO 2009

FROM 2012
TO 2015

1993

► Incorporation of GNA Axles Limited

1994

► Receipt of certificate for commencement of business

1995

► Commencement of supply of fully finished, ready-to-assemble mechanised axle shafts to OEMs such as Mahindra & Mahindra Limited

2002-03

► Entry into global markets through exports to the USA and Europe

2004

► Installation of 13-inch upsetters and establishment of a new heat treatment shop

2007

► Commissioning of a 66 kVA dedicated electricity supply line for Unit I

2008

► Investment in technology for rear axle shafts using a direct drive screw press supported by robots

2009

► Commencement of spindle exports

2012

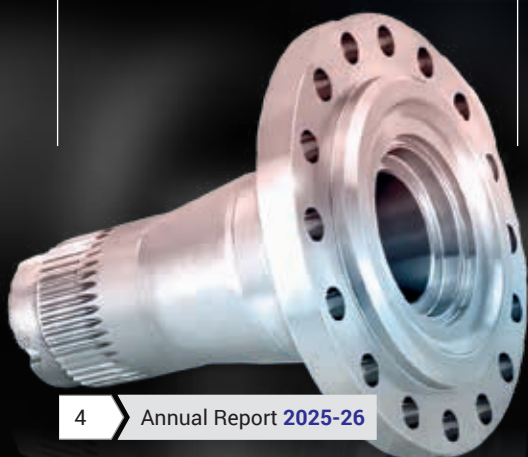
► Establishment of Unit II with facilities for commercial vehicle axle shafts and spindle machining

2013

► Introduction of a Lasco extrusion press supported by robots and an electric heat treatment furnace at Unit II
► Deployment of a direct drive screw press for heavy axle shaft forgings

2015

► Commissioning of a 66 kVA dedicated electricity supply line for Unit II



FROM 2016
TO 2021-22

FROM 2023
TO 2026

2016

Launch of IPO and listing on NSE Limited and BSE Limited

2017

Initiation of construction of a new forging shop and an SUV axle machining line

2018

Opening of a new machine shop for off-highway axle shafts

2019

Initiation of setting up of the SUV plant

2021-22

Increase in capacity to 6.7 Million components

2023

Commencement of production at the SUV plant

2024

Commissioning of a 1.4 MW rooftop solar power project

2025

Incorporation of GNA Mobility Limited, with a focus on expanding into a broader components range

2026

Enhanced our rooftop solar capacity to 6 MW

GNA Mobility approves an investment plan of ₹ 800 Cr

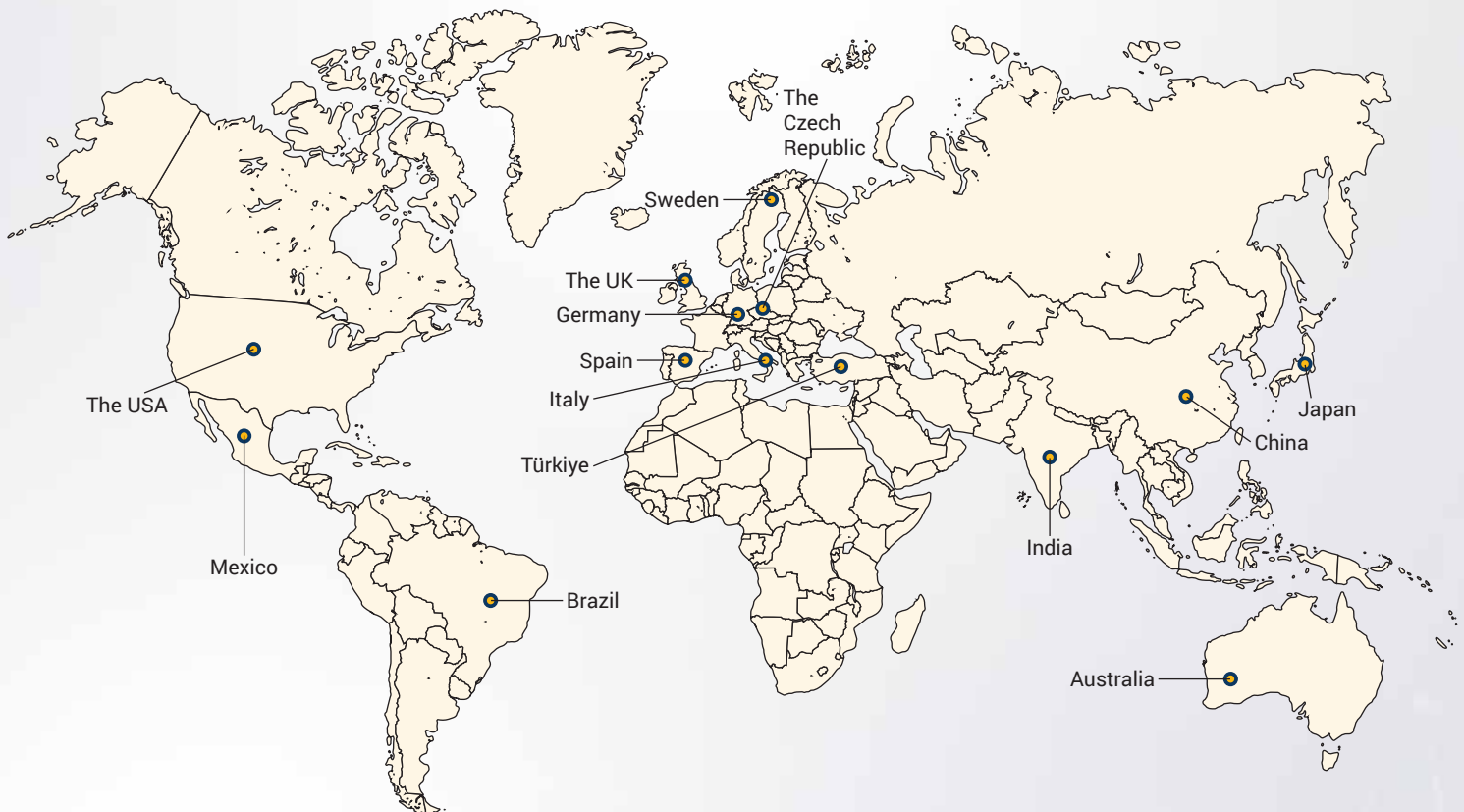
Started setting up of a 10 MW solar park



STRENGTHENING OUR GLOBAL PRESENCE

GNA Axles drives growth by expanding and deepening its geographic footprint across key global markets, strengthening its reach and leadership.

We operate advanced production facilities in Mehtiana (Hoshiarpur) and Gulab Garh Jattan (Kapurthala), reinforcing our strong manufacturing presence in India. These facilities combine modern infrastructure with strong innovation capabilities to enable efficient, high-quality manufacturing, allowing us to deliver consistent value to customers and partners worldwide.



Our Presence

- The USA ● Mexico ● Brazil ● The UK ● Spain ● Italy
- Sweden ● Germany ● The Czech Republic ● Türkiye
- India ● China ● Japan ● Australia

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

Region-Wise Breakup of Revenue

₹ **253.82** Cr
North America



₹ **193.40** Cr
Europe



₹ **186.13** Cr
South America



₹ **2.88** Cr
Australia



₹ **808.21** Cr
Asia



Esteemed Clients We Serve



International

- Dana Limited (USA, Mexico and Brazil)
- John Deere (Spain and USA)
- Kubota Corporation (Japan)
- Meritor HVS AB (Sweden, Italy, Brazil, and USA)



Domestic

- Claas India Private Limited
- TAFE
- International Tractor Limited
- Escorts Limited
- Axles India Limited
- Automotive Axles Limited
- Mahindra & Mahindra Limited
- John Deere India Private Limited



GNA

Management Message

GUIDING THE MOMENTUM



“

Looking ahead, our approach is anchored in preparing for the next phase of mobility. GNA Mobility Limited represents a focused step in that direction.

”



Dear Stakeholders,

The year 2025-26 marked a deliberate shift in our journey, from pursuing volume-led growth to building a more durable, value-driven business. This transition was shaped by a challenging global environment, where muted demand and export headwinds demanded sharper execution and disciplined decision-making.

In this context, our focus on efficiency became the central lever of performance. While revenue dropped by around 4%, we significantly enhanced the quality of our earnings by improving cost structures and optimising capacity utilisation. This translated into an improvement of our bottom line. The outcome reaffirms a simple yet powerful principle: consistent execution can unlock gains, even in a flat revenue environment.

These outcomes are not incidental; they reflect structural improvements in how we operate. The financial strength created through improvement has enabled us to reinvest with intent. We have accelerated investments in advanced machining and automation, enhancing throughput, precision, and cost efficiency. These capabilities ensure that we

remain competitive as customer expectations evolve and product complexity increases.

At the same time, we are actively reshaping our portfolio to align with higher-value opportunities. We are expanding our presence in Light Vehicles (LV) and Passenger Vehicles (PV), which signals a strategic shift towards products with stronger realisations and long-term demand visibility. This diversification reduces reliance on traditional segments while reinforcing our position as a global manufacturing partner.

Looking ahead, our approach is anchored in preparing for the next phase of mobility. GNA Mobility Limited represents a focused step in that direction. Through this platform, we will be building capabilities in advanced components for light vehicles, passenger vehicles and electric vehicles, ensuring that we remain relevant as the automotive space evolves.

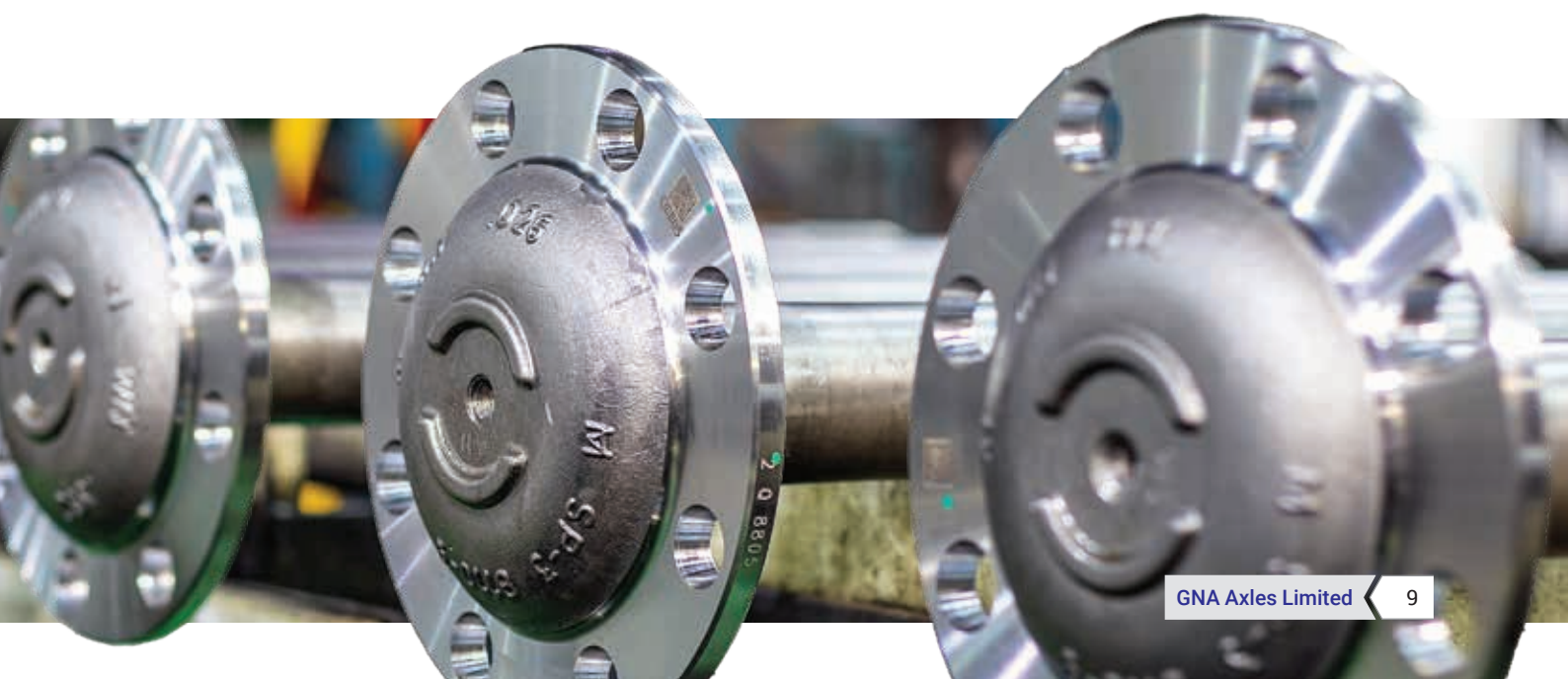
Further, sustainability is becoming an integral part of how we operate and grow. We are expanding our use of renewable energy, improving resource efficiency, and embedding responsible practices across

our manufacturing processes. Alongside environmental initiatives, we remain focused on workplace safety, inclusivity, and strengthening governance frameworks that support long-term, responsible growth.

As we look ahead, we move forward with clarity and conviction. Our journey has been defined by purpose and precision, and today, with a sharper focus on innovation and global ambition, we are well positioned to shape the next chapter of our growth. Anchored in enduring partnerships and guided by a forward-looking vision, we are ready to capitalise on emerging opportunities in the evolving automotive landscape.

To our employees, customers, suppliers, partners, and shareholders, I extend my sincere gratitude for your continued trust and support. Together, we will build a future that reflects the enduring values of GNA Axles and the significant potential that lies ahead.

Warm regards,
Gursaran Singh
Executive Chairman



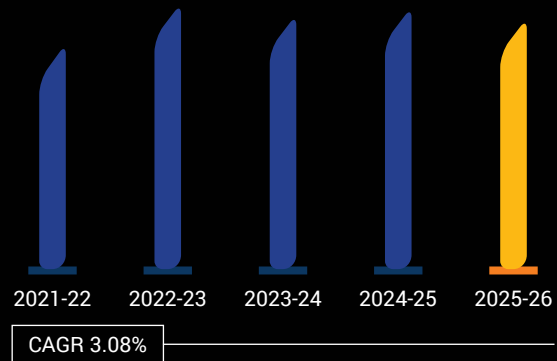
SUSTAINING VALUE THROUGH PERFORMANCE

We continue to reinforce a robust and sustainable financial foundation. Our financial performance reflects a disciplined emphasis on long-term growth, operational efficiency, and consistent value creation for stakeholders.

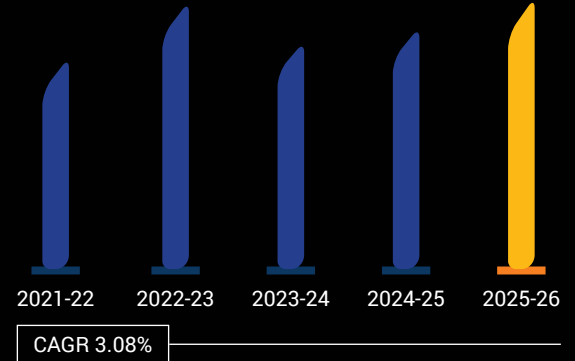
Through prudent capital allocation and strategic investments, we are strengthening our competitive position in the market. This approach supports stable earnings and dependable returns over time.



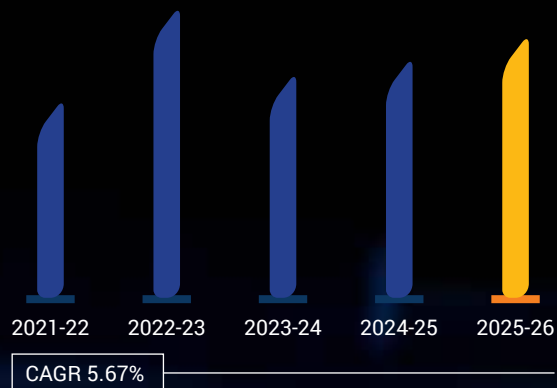
Net Revenue (₹ Cr)
1,270.47 1,582.93 1,506.26 1,539.74 1,478.42



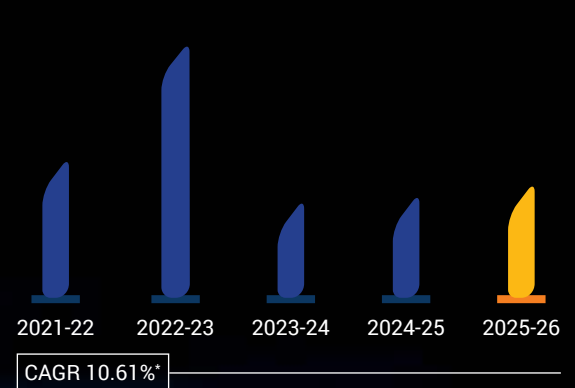
EBITDA (₹ Cr)
180.97 234.11 197.32 210.61 237.99



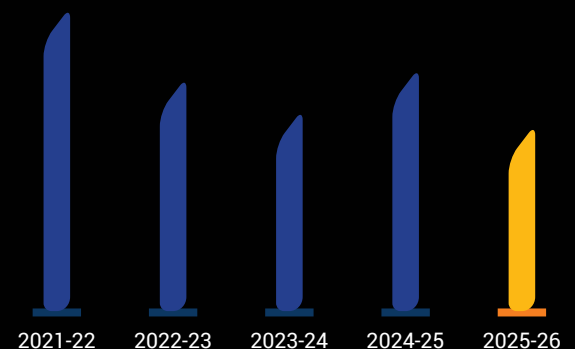
PAT (₹ Cr)
88.79 130.23 100.02 107.12 116.99



EPS (₹)
32.91 60.67 23.30* 24.94* 27.25*



Debt-Equity Ratio
0.36 0.28 0.24 0.29 0.22



*After issuance of bonus shares in the ratio of 1:1 in 2023-24
Note: All CAGR for 2021-22 to 2025-26

DRIVING

MULTI-DIMENSIONAL GROWTH

Our strategy is built on precision engineering, operational strength, and a strong focus on quality. These pillars shape how we scale globally, respond to evolving industry dynamics, and pursue new growth opportunities.

By aligning innovation with disciplined execution, we stay agile in a rapidly changing automotive landscape. Our strategic direction focuses on expanding market presence, enhancing capabilities, and delivering consistent, sustainable value to all stakeholders.



Expanding Market Reach

To strengthen resilience and reduce dependence on traditional segments such as HCV, MHCV, and tractors, we are actively pursuing new avenues of growth. Our strategic focus on the SUV and LCV axle shaft segments is enabling deeper market penetration. It is also expanding our presence across North America, Europe, and Asia. This progress is broadening our global footprint, reinforcing our position as a preferred partner for a diverse and evolving customer base. The establishment of GNA Mobility Limited marks a significant step in this direction, allowing us to diversify our product portfolio, enhance manufacturing capabilities, and tap into new, high-potential market segments.

Adopting a Customer-First Approach

We prioritise flexibility and reliability across our transportation and delivery network to ensure seamless customer service. By strategically locating manufacturing facilities in close proximity to key customers, we enhance supply chain responsiveness and operational efficiency. This approach enables better control over logistics, reduces costs, and ensures consistent, on-time deliveries.

Exhibiting Integrated Manufacturing Strength

At the core of our operations are advanced, fully integrated manufacturing facilities that enable high-volume production while maintaining stringent quality standards. This unified approach allows us to deliver customised solutions tailored to specific customer requirements. It ultimately drives economies of scale while improving overall efficiency and cost optimisation across our processes.

Deploying Advanced Engineering Expertise

Continuous investment in advanced technologies enables us to expand our product portfolio and refine manufacturing processes. Our in-house metallurgical and metrological capabilities strengthen innovation while improving precision and quality control. This integrated approach supports cost optimisation across both inputs and operations.

Creating a Comprehensive Solutions Portfolio

Our capabilities span end-to-end engineering solutions, backed by fully equipped facilities across tooling, machining, and forging. This integrated ecosystem enables seamless production, consistent quality, and efficient execution. The result is enhanced reliability and greater value delivered to our customers.

BALANCING PROGRESS WITH RESPONSIBILITY

GNA Axles is committed to reducing its environmental impact through efficient resource use, improved processes, and the adoption of cleaner technologies to minimise emissions and waste.

Our continuous monitoring ensures compliance with environmental standards while driving ongoing improvement. These efforts support a responsible and sustainable approach to manufacturing.

Initiatives for the Environment



Strengthening Climate Action

To curb carbon emissions, we have replaced oil-fired furnaces with energy-efficient electric alternatives. This is further supported by the ongoing conversion of material-processing equipment to electric power, reducing dependence on conventional fuels and enabling cleaner operations.



Advancing Sustainable Packaging

In line with our eco-conscious packaging strategy, we have transitioned from traditional wooden boxes to reusable pallets. This shift lowers wood consumption and strengthens sustainable practices across our supply chain.



Embedding Environmental Responsibility

Environmental sustainability remains central to our operations. As a leading manufacturer of automotive transmission components, we actively monitor and manage our environmental footprint, ensuring that business growth aligns with ecological responsibility.



Enhancing Water Stewardship

To improve water efficiency, we have implemented a rainwater harvesting system that channels collected rainwater back into the ground. This initiative supports conservation efforts, particularly in water-stressed regions.



Driving Responsible Waste Management

We prioritise waste reuse and ensure effluent is treated before discharge. These practices help minimise environmental risks associated with our manufacturing processes.



Scaling Renewable Energy Adoption

We continue to expand our renewable energy footprint to lower emissions. Our rooftop solar capacity has grown from 1.2 MW in 2023-24 to 6 MW in 2025-26, reinforcing our commitment to clean energy and sustainable growth.

ENABLING PEOPLE-LED PROGRESS

People form the centre of GNA Axles' growth. To facilitate them, we foster a safe, inclusive, and supportive workplace through various initiatives.

We focus on their continuous learning and skill development, enabling them to grow alongside the organisation. Parallely, our strong focus on health and safety ensures their well-being across all operations. Beyond the workplace, we actively engage with communities through initiatives in education, healthcare, and social development.

Our CSR Policy focuses on:



Combating hunger and expanding access to essential healthcare for underserved communities

Empowering women through education, skill-building, and sustainable livelihood opportunities

Strengthening education by supporting schools, scholarships, and modern learning infrastructure

Promoting sports by nurturing talent and enhancing access to quality training facilities

Driving rural development through improved infrastructure, sanitation, and livelihood initiatives

Advancing social responsibility through initiatives aligned with Schedule VII of the Companies Act, 2013 and CSR Rules, 2014

Our Initiatives

Investing in Our Talent

We are committed to building a workplace where contributions are valued and growth is actively supported. Through continuous learning opportunities, structured development programmes, and a culture that encourages progress, we empower individuals to sharpen their skills, unlock their potential, and thrive both personally and professionally.

1,702
Employees in 2025-26

Creating Lasting Impact

We are dedicated to making a meaningful difference beyond our organisation. By fostering skill development and encouraging entrepreneurship, we help create pathways for economic advancement and stronger communities. Our efforts are focused on enabling sustainable livelihoods, ensuring that the impact we create today contributes to lasting social and economic progress for the future.

₹ 309.99 Lacs
CSR Expenditure in 2025-26

UPHOLDING ETHICAL LEADERSHIP PRACTICES

Strong governance at GNA Axles is upheld through ethics, transparency, and accountability across all operations. Our robust policies, independent oversight, and disciplined risk management ensure compliance while enabling sustainable growth.

We foster a culture where integrity and responsible decision-making guide every action. By aligning governance practices with long-term value creation, we build stakeholder trust and strengthen organisational resilience.

Our Board of Directors



Mr. Gursaran Singh



Mr. Jasvinder Singh



Mr. Ranbir Singh



Mr. Maninder Singh



Mr. Harwinder Singh



Mr. Kulwin Seehra



Mr. Rajan Wadhera



Air Vice-Marshal
S. S. Hothi (Retd.)



Ms. Pooja Uppal



Mr. Ashwani Kumar
Malhotra



Mr. Ajit Singh



Lt. General Praveen
Bakshi (Retd.)

CORPORATE INFORMATION

Chief Financial Officer

Mr. Rakesh Kumar

Company Secretary

Mr. Gourav Jain

Statutory Auditors

M/s. G S Syal & Co.

Chartered Accountants, Jalandhar

Secretarial Auditors

H. K. & Associates

Company Secretaries, Jalandhar

Bankers

Punjab National Bank

Central Bank of India

State Bank of India

Registered Office

GNA House, 1-C Chhoti

Baradari Part II, Garha

Road, Jalandhar – 144 001, Punjab, India.

Ph: 0181 4630477

Corporate Office

VPO Mehtiana,

Phagwara – Hoshiarpur Road,

Dist. Hoshiarpur – 146 001, Punjab, India.

Ph: 01882 262273-79

Fax: 01882 262280, 262302

Website: www.gnaaxles.in

Registrar and Transfer Agent

M/s Link Intime India Private Limited

(Unit: GNA Axles Limited)

C-101, 247 Park, LBS Marg Vikhroli (West),

Mumbai – 400 083, Maharashtra, India.

Ph: 022 4918 6000

Fax: 022 4918 6060

Email: rnt.helpdesk@linkintime.co.in

Units

GNA Axles Limited (Unit I)

VPO Mehtiana

Phagwara – Hoshiarpur Road

Dist. Hoshiarpur – 146 001, Punjab, India.

GNA Axles Limited (Unit II)

Village Gulab Garh Jattan

Phagwara – Hoshiarpur Road

Dist. Kapurthala – 144 405, Punjab, India.

Notice

GNA AXLES LIMITED

Regd. Office: GNA HOUSE, 1-C Chhoti Baradari Part – II, Opposite Medical College, Garha Road Jalandhar 144001.

Notice is hereby given that **33rd ANNUAL GENERAL MEETING** of the shareholders of GNA Axles Limited will be held on June 30, 2026 at 12:30 P.M through Audio Visual Means to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheet as at March 31, 2026, statement of Profit & Loss for the year ended on that date, together with the report of Auditor's and Directors thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Mr. Jasvinder Singh, (DIN 01831572) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Mr. Kulwin Seehra, (DIN 03522812) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

**By order of the Board
FOR GNA AXLES LIMITED**

Place: Mehtiana

Dated: May 8, 2026

**Gourav Jain
(Company Secretary)**

Notice (Contd.)

Notes

- 1) Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM. The 33rd AGM of the Company is being conducted through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a venue. The deemed venue for the 33rd AGM shall be the Registered Office of the Company.
- 2) Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
- 3) Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorisation shall be sent to the Scrutiniser by email through their registered email address to simran.cs@gmail.com with copies marked to the Company at gjain@gnagroup.com.

4) Registration of email ID and Bank Account details

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for

receipt of dividend, the following instructions to be followed

- (i) Kindly log in to the website of our RTA, Link Intime India Private Limited., www.linkintime.co.in under Investor Services > Email/Bank detail Registration- fill in the details and upload the required documents and submit. **OR**

(ii) In the case of Shares held in Demat mode

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

- 5) The Notice of the Annual General Meeting along with the Annual Report for the financial year 2025-2026 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/ Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI dated May 12, 2020. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2025-2026 will also be available on the Company's website www.gnaaxles.in websites of the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited at nseindia.com and bseindia.com respectively. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
- 6) Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 7) Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Company has fixed June 23, 2026 as record date for payment of dividend and Annual General Meeting.
- 8) The Remote E-Voting shall commence on June 27, 2026 at 9:00 AM and shall end on June 29, 2026 at 5:00 PM.
- 9) Members desiring any information, as regards Accounts, are requested to write to the Company at its Registered Office at least 10 days before the Annual General Meeting so as to enable the management to keep the information ready.
- 10) The Company has fixed May 29, 2026 as cut off date for determining the eligibility of shareholders to get the notice of the Annual General Meeting and the Annual Report for year 2025-26.
- 11) The relevant details, pursuant to Regulation 36(3) of SEBI (LODR) Regulations and Secretarial Standards issued by ICSI on General Meetings, in respect of Directors seeking appointment/reappointment at the AGM are also annexed.

Notice (Contd.)

REMOTE EVOTING INSTRUCTIONS

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

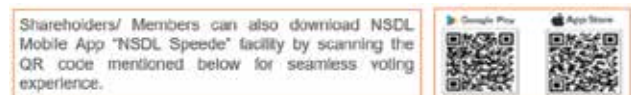
Shareholders registered for IDeAS facility

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

Shareholders not registered for IDeAS facility

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

- Enter the last 4 digits of your bank account/generate 'OTP'
- Post successful registration, user will be provided with Login ID and password.
- Follow steps given above in points (a-d).



METHOD 3 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/ Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

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

METHOD 2 - CDSL Easi/Easiest facility

Shareholders registered for Easi/Easiest facility

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".

Notice (Contd.)

- b) Enter existing username, Password & click on "Login".
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/Easiest facility

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

Individual Shareholders holding securities in demat mode with Depository Participant

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

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

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

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

STEP 1: LOGIN/SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility

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

4. Click "Submit".
(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (e.g.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

Shareholders not registered for INSTAVOTE facility

- a) Visit URL: <https://instavote.linkintime.co.in> & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under
 1. User ID: Enter User ID
 2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.
 3. DOB/DOI: Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
 4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above
 - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above
 - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
 5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 6. Enter Image Verification (CAPTCHA) Code.
 7. Click "Submit" (You have now registered on InstaVote).
- Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

Notice (Contd.)

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (e.g. 12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

STEP 2: Steps to cast vote for Resolutions through InstaVote

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

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

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

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutiniser at registered_email_address with a copy marked to RTA at enotices@in.mpmc.mu and the Company at registered_email_address.

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

STEP 1 - Custodian/Corporate Body/Mutual Fund Registration

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

STEP 2 – Investor Mapping

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

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

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

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

STEP 3 – Steps to cast vote for Resolutions through InstaVote

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

METHOD 1 - VOTES ENTRY

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- Click on "Votes Entry" tab under the Menu section.
- Enter the "Event No." for which you want to cast vote. Event No. can be viewed on the home page of InstaVote under "On-going Events".
- Enter "16-digit Demat Account No.".
- Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour/Against, click on 'Submit'.
- A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- After successful login, you will see "Notification for e-voting".

Notice (Contd.)

- c) Select "View" icon for "Company's Name/Event number".
 - d) E-voting page will appear.
 - e) Download sample vote file from "Download Sample Vote File" tab.
 - f) Cast your vote by selecting your desired option 'Favour/Against' in the sample vote file and upload the same under "Upload Vote File" option.
 - g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
- (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

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

HELPDESK

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

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

Individual Shareholders holding securities in demat mode

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password

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

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

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

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (e.g.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

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

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

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

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

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

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential
- For shareholders/members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice

During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Notice (Contd.)

1. INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated September 22, 2025, the Companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

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

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

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

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- Shareholders who would like to speak during the meeting must register their request with the Company at Company's registered email address.
- Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
- Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders/Members to Speak during the Annual General Meeting through InstaMeet

- Shareholders who would like to speak during the meeting must register their request 3 days in advance with the Company on the gjain@gnagroup.com.
- Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
- Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
- Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
- Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/management will announce the name and serial number for speaking.

Notice (Contd.)

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

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

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

Note: Shareholders/Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

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

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

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

In case shareholders/members have any queries regarding login/e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Brief Resume of Directors seeking re-appointment at the ensuing AGM (Retiring by Rotation)

Name of Director	Mr. Jasvinder Singh	Mr. Kulwin Seehra
Brief Particulars	Experience of more than 40 years in Auto Component industry.	Experience of more than 17 years in Auto Component industry.
DIN	01831572	03522812
Date of Birth	July 26, 1958	November 02, 1986
Nationality	Indian	Indian
Date of Appointment	September 06, 1993	April 01, 2011
Qualification	Graduate	Graduate
Shareholding in the Company (As on July 21, 2023)	6,432,000 Equity Shares	1,075,000 Equity Shares
List of Directorships held in other Companies	1. GNA Drivelines Limited. 2. Guru Nanak Transmissions Punjab Limited. 3. GNA Investment Limited 4. GNA Mobility Limited	-
Relationship with other Directors	Related to Mr. Maninder Singh and Mr. Harwinder Singh	Related to Mr. Ranbir Singh

Management Discussion & Analysis

INDIAN ECONOMY

The Indian economy posted a growth of around 7.4% in the financial year 2025-26 inspite of an environment that was challenging due to geo political conditions globally and uncertainty in trade due to impositions of the tariffs. India was able to put up a great show by good domestic demand and Government capex. The private sector investment, while improving, remained measured, reflecting differentiated risks amidst a volatile trade and tariff environment. Geopolitical complexity intensified with the escalation of long-standing tensions in West Asia. Inflation in the Country also slowed down in the financial year 2025-26. The exports from the country were under pressure due to a weak demand and the disruptions caused due to the tariff's imposed by the US Government. Despite global uncertainties and downward revisions in growth forecasts for other large economies, India is set to maintain its leadership in global economic growth. Supported by strong fundamentals and strategic government initiatives, the country is well-positioned to navigate the challenges ahead. The global economy entered CY 2026 in a fragile state, with key downside risks arising from higher policy uncertainty and escalating tensions arising from the conflict in West. The Asian Development Bank and Reserve Bank of India project a growth rate of around 6.9 percent for the country in the Financial Year 2026-27.

INDUSTRY OVERVIEW AND OUR PERFORMANCE

As you all know that GNA Axles Limited is preferred OEM supplier for manufacture and supply of Rear Axle Shafts, Spindles and Drive Shafts for Tractors and Commercial Vehicles. Our Business is heavily dependent on the demand from the OEM customers both in India and Abroad. During the year under review the demand from the domestic Tractor as well as Commercial vehicle manufacturers for the components produced by the Company was very good and robust which helped the Company limiting the downside in its top line as the Exports of the Company's products were highly impacted due to the tariff's imposed by the US Government of the products exported by the Company to US. The lowering of GST rate on tractors coupled with above-normal monsoon also helped the Industry. Another shift is the increase in the non farm use of the tractors like their deployment in haulage, construction, sand mining and rural infrastructure work etc have also helped the tractor Industry to perform their best and which in turn has increased the demand of the Company's products. The Domestic demand from the Commercial Vehicle segment was also good as the Company was able to penetrate into more segments within the CV space. The Exports of the Company suffered due to imposition of the tariffs and were lower than the last year's sale and which resulted in the overall drop of around 4 percent in the total sales of the Company.

The Brief Summary of the operational and financial performance of the Company is given below:-

Product-wise Volume Distribution

No. of Pcs. in Lacs

Product Types	2025-26		2024-25	
	Domestic	Exports	Domestic	Exports
Rear Axle Shafts	26.25	14.58	21.37	17.45
Spindles	3.22	6.21	3.30	7.75
Drive Shafts	2.02	2.67	1.81	1.46
Total	31.49	23.46	26.48	26.66

Segment-wise distribution

No. of Pcs. in Lacs

Segments	2025-26		2024-25	
	Domestic	Exports	Domestic	Exports
Off Highway	20.18	2.64	17.73	3.42
CV	11.31	20.82	8.75	23.25
Total	31.49	23.46	26.48	26.67

Geography-wise Revenue from operations

Amount (₹ in Cr)

	2025-26	2024-25
Exports	678.69	840.36
Domestic	765.76	672.05
Total	1,444.45	1,512.41

Management Discussion & Analysis (Contd.)

Amount (₹ in Cr)

Financial Highlights	2025-26	2024-25
Total Operating Revenue	1,478.42	1,539.74
Profit Before Depreciation, Interest and Tax	240.98	213.22
Financial Costs	13.25	11.86
Depreciation	70.04	57.10
Profit before Tax	157.69	144.27
Tax Expense	40.70	37.15
Profit After Tax	116.99	107.12
Earnings Per Share		
- Basic	27.25	24.95
- Diluted	27.25	24.95

Key Financial Ratios

The Company has identified the following ratios as key financial ratios:

Sr. No	Particulars	2025-26	2024-25	Explanation for Significant Change
1	Debtors Turnover Ratio (Times)	2.31	2.50	-
2	Inventory Turnover Ratio (Times)	6.54	7.73	-
3	Debt Service Coverage Ratio	4.22:1	6.55:1	-
4	Current Ratio (Times)	2.37	2.50	-
5	Debt Equity Ratio (Times)	0.22	0.29	-
6	Return on Capital Employed (%)	14.18	13.62	-
7	Net Profit Margin (%)	8.10	7.08	-
8	Return on Equity (%)	11.65	11.90	-

Market and Business Outlook

With promising GDP growth outlook, incentives from government to improve productivity in both manufacturing and agriculture sectors, and continuing focus on infra, demand for CVs and Tractors is expected to improve from here and we remain optimistic about domestic demand while keeping a close watch on geopolitical developments, interest rates, fuel prices and inflation. There has been an improvement in the Export sales of the Company also in the last quarter of the Fiscal 2025-26 as the demand from the US has increased due to lowering of the tariffs and their rationalisation. India has been proactively engaging with the US on tariffs and is likely to be the first country to sign a bilateral trade deal to avoid reciprocal tariffs. India will continue to be the fastest-growing among all major global economies, though the trade related disruptions have exacerbated uncertainties clouding the economic outlook. We hope that the Company will be also to post improved numbers in the current Financial Year both on the Sales and Margin fronts due to effective steps being taken in the direction of New product development, improving efficiency and revival of the Export markets.

Opportunities and Threats

It is expected that India will grow faster and ahead of the other economies of the World in the current financial year and there will be healthy demand for the Company's products

both from the Off Highway and Commercial Vehicle sectors. The Company is penetrating into SUV segments also and this penetration has already started yielding results and the Company has identified this segment as the next Growth Engine for itself. The Company is focussing on this segment both in the domestic and overseas markets. As global automakers reduce reliance on traditional sourcing hubs, India has a prime opportunity to increase its direct exports. Any increase in the Tariffs or imposition of new tariffs by the US can impact the export revenues. The situation is evolving as tariff actions have been fluid and trade negotiations are ongoing. Any adverse development on the tariff front in the USA can have an adverse impact on the demand of Commercial Vehicles in USA and that in turn can impact the demand for the Company's products.

Human Resources & Industrial Relations

The Company believes that human resources is the strong foundation for creating endless possibilities for its business. Employee development is a priority, with a focus on building essential competencies to deliver measurable outcomes. Our employees are our prime assets and are instrumental and vital to our success. We nurture our people by investing in their empowerment through learning and development, wellness and safety besides providing contemporary workplace facilities. The Company's Succession Planning policy identifies and nurtures potential leaders, creating a

Management Discussion & Analysis (Contd.)

robust pipeline of talent to ensure continuity in key roles, reinforcing the role of human resources as a critical driver of success. We are committed to create a professional culture which enables our employees to grow in their career alongwith the growth of the organisation. We continue to step up efforts to accelerate our value-based growth strategy and the overall development of our employees and continue to engage them in various initiatives of development and learning opportunities, reward and recognition and their career growth. Richer collaborations and stronger teamwork have accelerated our pursuit of excellence. The Company employed 1,702 employees on its rolls as at the end of the financial year 2025-26. The Company's resilient culture, rooted in core values, is reflected in the low attrition rates and high employee satisfaction. By investing in the people, GNA continues to build a motivated, capable, and engaged workforce, driving sustainable success and stakeholder value.

Quality, Efficiency & Delivery

During the year under review, we undertook various measures to reflect our strong endeavour towards quality commitment, efficiency and deliveries.

- In-house execution of manufacturing processes to monitor product quality, control production costs and maintain delivery schedules
- Improving forging efficiency to increase capacity utilization
- Better relations with vendors for achieving quality, costs and delivery objectives with the help of regular vendor Audits
- Centralised approach towards sourcing and vendor management ensuring economies of scale in raw material procurement, especially steel
- Special focus on products packaging to meet customers' requirements. Due consideration given to the mode of transportation and destination, ensuring timely deliveries

Technology and Automation

Technology define one's competitive edge in the market. The Company realizes that and has been investing in technological upgradation and also fine-tuning the systems and processes to ensure that those are in sync with the technology platforms. Thus, helping us provide a variety of customer specifications. The forging facilities are supported by robots. We intend to invest in automation for most stages

of production process. This will help ensure optimal use of resources, reduction of industrial risk to human workers, economies of scale and significantly higher accuracy in the overall manufacturing and design of products.

Internal Control System

The Company has a well devised and comprehensive mechanism and controls to maintain internal controls, ensuring efficiency and reliability in its operations. These controls have been designed in such a way so as to provide assurances regarding the maintenance of proper financial records, protection of the assets of the Company, and also ensures monitoring of the operations of the Company. The Company has set up standard operating procedures, standardisation of its processes to achieve a smooth work flow across the organisation. Additionally, the Company employs continuous monitoring systems, maker-checker concepts, and implements Delegation of Authority matrices to enhance internal controls. The Company utilises state-of-the-art technology to enhance operational efficiency and employs a robust risk management system to identify and mitigate risks associated with business activities. The Financial Records of the Company are maintained in SAP and the transactons are entered in the SAP systems to ensure precision, accuracy, and integrity in reporting. The Internal Audit function of the Company reviews the Compliance of the established designs of Internal Control and the shortfalls and discrepancies, if any, are looked upon into and tracked for closure. The summary of the Internal Audit findings and status of implementation of action plans for risk mitigation, are submitted to the Audit Committee every quarter for review, and concerns around residual risks if any, are presented to the Board.

Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking' within the meaning of applicable laws and regulations. Actual results may differ from those expressed or implied. Important factors that could make a difference to the Company's operations include global economy, political stability, stock performance on stock markets, changes in Government regulations, tax regimes, economic developments and other incidental factors. Except as required by law, the Company does not undertake to update any forward looking statements to reflect future events or circumstances. Investors are advised to exercise due care and caution while interpreting these statements.

Director's Report

Dear Members,

The Directors of your Company have pleasure in presenting their 33rd Annual Report on the affairs of the Company together with the Audited Accounts of the Company for the year ended March 31, 2026.

FINANCIAL PERFORMANCE

The Financial results for the year are as under:-

Particulars	Amount (₹ in Lacs)	
	Year ended on March 31, 2026	Year ended on March 31, 2025
Net operating Revenue	147,841.83	153,974.07
Other Income	299.00	261.05
Profit Before Depreciation, Interest and Tax	24,098.33	21,322.40
Financial Costs	1,324.83	1,185.55
Profit before Depreciation and Tax	22,773.50	20,136.85
Depreciation	7,003.82	5,710.03
Profit before Tax	15,769.68	14,426.82
Tax Expense	4,069.74	3,714.61
Profit After Tax	11,699.94	10,712.21
Earnings Per Share		
- Basic	27.25	24.95
- Diluted	27.25	24.95

FINANCIAL ANALYSIS AND REVIEW OF OPERATIONS:

Revenue from operations decreased by ₹ 6,132.24 Lacs to ₹ 147,841.83 Lacs for the Fiscal 2026 from ₹ 153,974.07 Lacs for the Fiscal 2025, showing a decrease of around 4%. Export sales decreased by ₹ 16,167.48 Lacs to ₹ 67,868.51 Lacs for the Fiscal 2026 from ₹ 84,035.99 Lacs for the Fiscal 2025 due to the tariff imposed by the United States of America (USA) on the components exported to USA as the demand from USA market decreased due to slowdown over there. However, domestic sales increased by ₹ 9,370.86 Lacs to ₹ 76,576.02 Lacs in the Fiscal 2026 from ₹ 67,205.16 Lacs in the Fiscal 2025 thereby showing an increase of 13.94% as the demand from the tractor segment was robust in the domestic markets.

The Company earned Profit before Tax of ₹ 15,769.68 Lacs during the year under review against ₹ 14,426.82 Lacs for the Fiscal 2025 showing an increase of 9.31 %. Profit after tax also increased by ₹ 987.73 Lacs to ₹ 11,699.94 Lacs for the Fiscal 2026 from ₹ 10,712.21 Lacs for the Fiscal 2025 thereby showing an increase of 9.22 %.

There has been no material changes and commitments which can have an effect on the position of the Company which have occurred between the end of the financial year under review and the date of this report.

TRANSFER TO RESERVES

Your Directors do not propose to transfer any amount to Reserves.

DEPOSITS FROM PUBLIC

The Company has not accepted any deposits from the public as such no amount on account of principal or interest on deposits from public was outstanding as on March 31, 2026.

RESOURCE UTILISATION

Property Plant & Equipment

The property, plant & Equipment (including capital work in progress) as at March 31, 2026 were ₹ 49,356.68 Lacs as against previous year's value of ₹ 40,563.52 Lacs.

Current Assets

The net current assets as on March 31, 2026 were ₹ 57,781.80 Lacs as against ₹ 54,509.99 Lacs in the previous year.

DIVIDEND

The Board of Directors in its meeting held on May 8, 2026 had recommended a dividend @30% i.e of ₹ 3/- per Equity Share of ₹ 10/- each (Previous year ₹ 3.00/- per Equity Share) to the shareholders of the Company for their consideration and approval at the ensuing Annual General Meeting of the Company. The dividend @30%, if approved at the forthcoming Annual General Meeting, will result in the outflow of ₹ 1,287.92 Lacs. The Dividend, if approved at the ensuing Annual general Meeting, will be paid within the stipulated time under the Companies Act, 2013 (subject to deduction of Tax at source).

Director's Report (Contd.)

SHARE CAPITAL

The paid up Equity share Capital of the Company as on March 31, 2026 was ₹ 429,308,000/- divided into 42,930,800 Equity shares of ₹ 10/- each and there has been no change in the Paid up Capital of the Company during the year under review.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has two Subsidiaries namely G N A Mobility Limited incorporated with Registrar of Companies Punjab & Chandigarh at Chandigarh and GNA Axles Inc. incorporated in Michigan USA. Both the subsidiaries are yet to start their business operations. A statement pursuant to section 129(3) in form AOC – 1 is enclosed as an **Annexure 1** to this Report.

The Company does not have any associate or joint venture Company.

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company are prepared after consolidating the accounts of both the Subsidiaries namely M/s GNA Axles Inc and M/s G N A Mobility Limited in the form and manner prescribed under the Companies Act, 2013 and shall be laid before the forthcoming 33rd Annual General Meeting. The Consolidated Financial Statements are provided in this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report is presented in a separate section forming part of this Annual report.

CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES

Your Company has formulated its Corporate Social Responsibility required under section 135 of the Companies Act, 2013. The Company has identified following thrust areas for CSR

1. To promote and help in providing healthcare and preventive healthcare facilities to the people.
2. To promote Education and help in delivering quality education to the society and students.
3. To promote the rural sports, nationally recognised sports and Olympic sports.
4. To take initiative in eradication of hunger, malnutrition, sanitation.
5. To promote women empowerment
6. Any other project/programme pertaining to activities listed in Schedule VII of the Companies(Corporate Social Responsibility) Rules, 2014 and amendments thereto.

The disclosures under Section 134(3) of the Companies Act, 2013 read with Rule 9 of Companies (Accounts) Rules 2014 i.e. Annual Report on CSR activities for Financial Year 2025-26 is attached herewith as **Annexure 2**.

RISK MANAGEMENT

The Board of Directors of the Company had formulated and approved the Risk Management Policy of the Company under the provisions of the Companies Act 2013 and SEBI (LODR), Regulations, 2015. The objective of Risk Management at GNA Axles Limited is to create and protect shareholder value by minimising threats or losses, and identifying and maximising opportunities. An enterprise-wide risk management framework is applied so that effective management of risks is an integral part of every employee's job.

The Risk Management Policy of the Company may be accessed on the Company's Website at the link:

<http://gnagroup.com/wp-content/uploads/2015/09/Risk-Management-Policy.pdf>

VIGIL MECHANISM AND WHISTLE BLOWER POLICY

Pursuant to provisions of section 177 (9) of the Companies Act, 2013, the Company has established a "Vigil Mechanism" incorporating Vigil Mechanism Policy which also incorporates the Whistle Blower Policy in terms of rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 for employees and Directors of the Company, for expressing the genuine concerns of unethical behavior, frauds or violation of the codes of conduct. The Company has also provided adequate safeguards against victimisation of employees and Directors who express their concerns.

The Policy on Vigil Mechanism as approved by the Board of Directors can be accessed on the Company's website at the link:

<http://gnagroup.com/wp-content/uploads/2015/09/VIGIL-MECHANISM-POLICY.pdf>

DIVIDEND DISTRIBUTION POLICY

The Board of Directors of the Company in their meeting held on April 23, 2021 had adopted and approved the Dividend Distribution policy of the Company and the same is annexed as **Annexure 5** to this Directors Report and is available on the website of the Company at www.gnaaxles.in/pdf/unpaid-dividend/Dividend-Distribution-Policy-23.04.21.pdf.

REMUNERATION POLICY

The Board of Directors of the Company had formulated and approved the Nomination and Remuneration Policy of

Director's Report (Contd.)

the Company which includes the criteria determining the qualifications and other matters as provided under section 178(3) of the Companies Act 2013.

The Nomination and Remuneration Policy of the Company is annexed hereto and forms part of this report as **Annexure 3**.

INTERNAL FINANCIAL CONTROL

The Internal Financial Control systems of the Company with reference to financial statements are well placed and are commensurate with the size and nature of operations of the Company. The Statutory Auditors report on the internal financial controls, as required under section 143 of the Companies Act 2013 forms part of the Independent Auditors Report as **Annexure B**.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The Company has not entered into any contract or arrangement with related parties during the period under review except payment of remuneration and payment of Dividend to the Related parties and the details the same are included in the Notes on accounts forming part of the Annual Accounts (both consolidated and standalone) form part of this Annual Report.

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

The Company has not given any loan, provided any guarantee, provided any security or made any investments u/s 186 of the Companies Act during the financial year 2025-2026.

DIRECTORS

In accordance with provisions of the Articles of Association of the Company, Mr. Jasvinder Singh and Mr. Kulwin Seehra Directors of your Company, retire by rotation at the conclusion of the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment. The Board of Directors recommends their reappointment as Directors at the forthcoming Annual General Meeting.

During the FY 2025-2026 Mr. Jaminder Singh Johal – Non Executive Independent Director of the Company retired from the Board of Directors of the Company on June 9, 2025 pursuant to completion of his second term as Non Executive Independent Director of the Company.

Pursuant to provisions of Section 203 of the Companies Act, 2013, the Company has designated below mentioned persons as KMP's:-

WholeTime Key Managerial Personnel of the Company	Designation
Gursaran Singh	Executive Chairman
Jasvinder Singh	Executive Vice Chairman
Ranbir Singh	Managing Director & Chief Executive Office
Rakesh Kumar	Chief Financial Officer (CFO)
Gourav Jain	Company Secretary (CS)

There has been no change in the Key Managerial Personnel of the Company during the year under review.

Declaration under Section 149(6)

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and read with the relevant rules. The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and they hold highest standards of integrity.

Familiarisation programs for Board Members

The Board members are from time to time provided with necessary documents/policies/internal procedures to get them familiar with the practices of the Company. The business strategies, performance, global developments, legal& other updates, compliance reports and other relevant information/reports etc. are being periodically provided to the Board of Directors.

Board Evaluation

In accordance with the provisions of the Act and the Listing Regulations, the Company has conducted the Annual Performance Evaluation process, evaluating the performance of the Board, the Committees of Board and the individual directors including Chairman. The Board of Directors has evaluated the performance of Independent Directors during the year 2025-26 and expressed their satisfaction with the evaluation process. Independent Directors, in their separate meeting held on February 6, 2026 reviewed the performance of the Non-Independent Directors and the Board as a whole and also reviewed the performance of the Chairman after taking into account the views of all the Directors. The committee expressed overall satisfaction on the performance of the Independent Directors, Non-Independent Directors, Chairman and the Board as a whole.

Director's Report (Contd.)

AUDITORS AND AUDITORS' REPORT

a. Statutory Auditors

The Shareholders of the Company in their 31st Annual General Meeting held on September 19, 2024 had appointed M/s G S Syal & Co. Chartered Accountants Jalandhar as Statutory Auditors of the Company for a period of 5 years i.e to do the Audit of the Books of Accounts of the Company till March 31, 2029. The Company has paid a sum of ₹ 7.50 Lacs (plus applicable taxes to M/s G S Syal & Co, Chartered Accountants as audit fees for the each Financial Year of their tenure.

The Auditor's Report does not have any qualification, reservation, adverse remark or disclaimer by the Statutory Auditors.

b. Secretarial Auditor

The Shareholders of the Company in their 32nd Annual General Meeting held on June 30, 2025 had appointed Ms. Harsimran Kaur of M/s H.K & Associates, Practicing Company Secretaries, Jalandhar as Secretarial Auditors for a period of 5 years to hold office from the conclusion of 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company. The Secretarial Audit Report is self explanatory and do not call for any comments. The Secretarial Audit Report forms part of this report as **Annexure 4**.

BOARD MEETINGS

During the Financial Year 2025-26, the Board met 4 times on April 21, 2025, July 25, 2025, November 1, 2025 and February 6, 2026.

BOARD COMMITTEES

A. Audit Committee

The Audit Committee comprises of the following Directors.

1. Air Vice Marshal Sarvjit Singh Hothi (retd.) - Chairman
2. Mr. Ajit Singh - Independent Director
3. Mr. Ranbir Singh - Non Independent Director
4. Mr. Rajan Wadhera - Independent Director

B. Nomination and Remuneration Committee

The Nomination and remuneration Committee comprises of the following Directors.

1. Mr. Ashwani Kumar Malhotra - Chairman
2. Air Vice Marshal Sarvjit Singh Hothi (retd.) - Independent Director
3. Mr. Ajit Singh Walia - Independent Director (w.e.f July 25, 2025)
4. Mr. Jasinder Singh Johal (upto June 9, 2025)

C. Stakeholders' Relationship Committee

The Stakeholder Relationship Committee comprises of the following Directors.

1. Mr. Ajit Singh - Chairman
2. Mr. Jasvinder Singh - Non Independent Director
3. Mrs. Pooja Uppal - Independent Director

D. Corporate Social Responsibility Committee

The Corporate Social responsibility Committee comprises of the following Directors

1. Air Vice Marshal Sarvjit Singh Hothi - Chairman
2. Mr. Ashwani Kumar Malhotra - Independent Director
3. Mr. Ranbir Singh - Non Independent Director

E. Risk Management Committee

The Risk Management Committee comprises of the following Directors

1. Mr. Ranbir Singh - Chairman
2. Mr. Jasvinder Singh
3. Mr. Kulwin Seehra
4. Mr. Ajit Singh Walia (w.e.f July 25, 2025)
5. Mr. Jasinder Singh Johal (upto June 9, 2025)

CORPORATE GOVERNANCE

A Separate section on Corporate Governance forms an integral part of this Annual Report of the Company. The Statutory Auditors of the Company have given their certificate regarding the compliance of the conditions of Corporate Governance as stipulated under the SEBI (LODR) Regulations, 2015 and the same is annexed to the report on Corporate Governance.

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

In Compliance of regulation 34 of SEBI Listing regulations, the Business Responsibility & Sustainability Report detailing the various initiatives taken by the Company on environmental, social and governance front is forming part of this Annual Report.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

Conservation of energy has been a major area of emphasis of your Company and every effort is made to achieve the optimum utilisation of energy in carrying out the manufacturing processes. Particulars with respect to conservation of energy and other areas as per section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are provided in **Annexure 6**.

Director's Report (Contd.)

ANNUAL RETURN

In terms of the provisions of section 92(3) of the Companies Act, 2013 read with Companies (Amendment) Act 2017 and the relevant rules made thereunder, a copy of the Annual Return as prescribed under Section 92 of the Companies Act, 2013 as amended shall be made available at the website of the Company www.gnaaxles.in under the investor relations tab on the website of the Company.

HUMAN RESOURCES/INDUSTRIAL RELATIONS

For your Company its Human Resources are its most important assets. It has been the endeavor of the Company to attract and retain talent. Performance management is the key word for the Company. The Industrial relations have been peaceful and harmonious in both the plants of the Company during the year under review. As on March 31, 2026, 1702 personnel were employed by the Company on its rolls.

PERSONNEL & RELATED INFORMATION

The disclosures required under section 197(12) of the Companies Act 2013 and Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are annexed as **Annexure 7** hereto and forms part of this report.

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

The Company has in place a Prevention of Sexual Harassment policy (POSH) in line with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Compliance Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary and trainees) are covered under this policy. The Company has not received any complaint about sexual harassment during the year 2025-26.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134 (5) of the Companies Act, 2013, the Directors of the Company confirm that

1. In the preparation of the annual accounts, the applicable Accounting Standards have been followed;

2. Appropriate accounting policies have been selected and applied consistently, and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The annual accounts have been prepared on a going concern basis.
5. The Board of Director of the Company has laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively.
6. Devised proper systems to ensure compliance with the provisions of all applicable laws and those systems were adequate and operating effectively.

GENERAL DISCLOSURES

Your directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review

1. Details of joint venture or associate Company.
2. Issue of equity shares with differential rights to dividend, voting or otherwise.
3. Details relating to the deposits covered under Chapter V of the Companies Act 2013.
4. No significant/material orders have been passed by any Regulator/Court/Tribunal which could impact the going concern status & future operations of the Company.
5. No change in nature of Business of the Company.

ACKNOWLEDGEMENT

Your Directors express their appreciation for the sincere co-operation and assistance of the Central and state Government authorities, bankers, customers, suppliers and business associates. Your Directors also wish to place on record their appreciation for the Committed employees of the Company. They also acknowledge with gratitude, the encouragement and support extended by our valued shareholders.

For and on Behalf of the Board

Date: May 8, 2026

Place: Mehtiana

Gursaran Singh

Executive Chairman

Annexure I

FORM NO. AOC – 1 PURSUANT TO SECTION 129(3) OF THE COMPANIES ACT, 2013 RELATING TO SUBSIDIARY COMPANIES.**Part A**

Amount in ₹

Particulars	GNA Axles Inc.	G N A Mobility Limited
a) Reporting period of subsidiary concerned, if different from the holding Company's reporting period.	NA	NA
b) Reporting currency and exchange rate as on the last date of the relevant financial year in case of foreign subsidiaries	Exchange Rate 1 USD = 95.6543	NA
c) Capital	95,654.30	500,000.00
d) Reserves	(3,881,226.69)	(10,547.89)
e) Total Assets	125,136.77	491,812.11
f) Total Liabilities	125,136.77	491,812.11
g) Details of investments (Except in case of investment of subsidiaries)	0.00	0.00
h) Turnover (net)	0.00	0.00
i) Profit before taxation	(479,584.83)	(10,547.89)
j) Provision for taxation	0.00	0.00
k) Profit after taxation	(479,584.83)	(10,547.89)
l) Proposed dividend (including tax thereon)	0.00	0.00
m) % of shareholding	100.00	100.00

Annexure 2

**ANNUAL REPORT ON CSR PURSUANT TO RULE 8 OF COMPANIES
(CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014**

1. Brief Outline on CSR Policy of the Company

- Eradicating hunger and providing for healthcare.
- Empowerment of Women.
- Promoting Education
- Promotion of sports
- Rural Development
- Any other project / programme pertaining to the activities listed in the Schedule vii) of Companies Act, 2013 and Companies (CSR) Rules, 2014.

2. Composition of CSR Committee

As at March 31, 2026, the Corporate Social Responsibility Committee comprised of 3(three) Members of the Board, 2(Two) of which were Independent Directors and 1(One) is Executive. The Chairman of the Committee is an Independent Director.

Sl. No.	Name and Designation/ Nature of Directorship	Total No. of CSR Committee Meetings held during the year -1
		Attendance in CSR Committee Meeting held on April 21, 2025
1.	Air Vice Marshal Sarvjit Singh Hothi (Retd.)	Present
2.	Mr. Ranbir Singh	Present
3.	Mr. Ashwani Kumar Malhotra	Present

Annexure 2 (Contd.)

3. Provide the web-link where Composition of CSR Committee, CSR Policy or CSR projects approved by the Board are disclosed on the website of the Company

CSR Committee-www.gnaaxles.in

CSR Policy-www.gnaaxles.in

CSR Programmes-www.gnaaxles.in

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

Not applicable for financial year 2025-26.

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

6. Average net Profit of the Company as per Section 135(5)-₹ 15,107.93 Lacs.

7. (a) Two % of average net profit of the Company as per section 135(5) ₹ 302.16 Lacs

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

(c) Amount required to be set off for the financial year, if any ₹ 1.66 Lacs

(d) Total CSR obligation for the financial year (7a+7b-7c) ₹ 300.50 Lacs

8. (a) CSR spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in ₹ Lacs)	Amount Unspent (in ₹ Lacs)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second provision to section 135(5)		
	Amount	Date of Transfer	Name of the fund	Amount	Date of Transfer
309.99	Nil	NA	NA	Nil	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the project	Item from the list of activities in Schedule VII to the Act.	Local Area(Yes/ No)	Location of the Project		Project Duration	Amount allocated for the project (in ₹ Lacs)	Amount spent in the current Financial Year (in ₹ Lacs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹ Lacs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation-Through Implementing Agency	
				State	District						Name	CSR Registration Number
1	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL							-	-	-	-	-	-

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the project	Project Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the Project		Amount spent for the Project (in ₹ Lacs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation-Through Implementing Agency	
				State	District			Name	CSR Regn No.,If already registered
1	Eradicating Hunger	(i)	Yes	Punjab	Amritsar, Jalandhar & Kapurthala	270.00	No	Bibi Kaulan Ji Bhalai Kender Trust	CSR00009149
2.	Promoting Education	(ii)	Yes	Punjab	Jalandhar, Kapurthala, Hoshiarpur	24.41	Yes	Direct	-
3	Promoting Healthcare	(i)	Yes	Punjab	Kapurthala	3.58	Yes	Direct	-
4	Promoting Education	(ii)	No	Himahal Pradsh	Solan	5.00	No	The Lawrence School Sanawar Society	CSR00013043

Annexure 2 (Contd.)

(1) Sl. No.	(2) Name of the project	(3) Project Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No)	(5) Location of the Project		(6) Amount spent for the Project (in ₹ Lacs)	(7) Mode of Implementation Direct (Yes/No)	(8) Mode of Implementation-Through Implementing Agency	
				State	District			Name	CSR Regn No., If already registered
5	Promoting Education	(ii)	No	Maharashtra	Nanded	5.00	No	Guru Gobind Singh ji welfare Trust	CSR00016021
6	Promoting Sports	(vii)	Yes	Punjab	Hoshiarpur	2.00	No	Sarva Rithu Seva Foundation	CSR00065523

TOTAL AMOUNT SPENT = ₹ 309.99 Lacs

- (d) Amount spent in Administrative Overheads :NIL
- (e) Amount spent on Impact Assessment, if applicable :NIL
- (f) Total Amount spent for the Financial Year (8b+8c+8d+8e) :309.99 Lacs
- (g) Excess amount for set off, if any :9.49 Lacs

Sl. No.	Particular	Amount (in ₹)
(i)	Two % of average net profit of the Company as per section 135(5) (after adjusting excess)	300.50
(ii)	Total amount spent for the Financial Year	309.99
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	9.49
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	9.49

9. (a) Details of unspent CSR amount for the preceding three financial year(s):

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹ Lacs)	Amount spent in the reporting Financial Year (in ₹ Lacs)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹ Lacs)
				Name of the fund	Amount (in ₹ Lacs)	Date of transfer	
1.	2022-23	-	-	-	-	-	NIL
2.	2023-24	-	-	-	-	-	NIL
3.	2024-25	-	-	-	-	-	NIL

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

(1) Sl. No.	(2) Project ID	(3) Name of the Project	(4) Financial Year in which the project was commenced	(5) Project Duration	(6) Total Amount allocated for the project (in ₹)	(7) Amount spent on the project in the reporting Financial Year (in ₹)	(8) Cumulative amount spent at the end of reporting Financial Year (in ₹)	(9) Status of the project-Completed/ Ongoing
	-	-	-	-	-	-	-	-

Annexure 2 (Contd.)

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year. NIL

Date of creation or acquisition of the capital asset(s)	Amount of CSR spent for creation or acquisition of capital asset (₹ in Lacs.)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)

11. Specify the reason(s), if the Company has failed to spend two % of the average net profit as per Section 135(5).-NA

Date: May 8, 2026

Place: Mehtiana

AVM Saravjit Singh Hothi (retd.)

Chairman CSR Committee

Annexure 3

NOMINATION AND REMUNERATION POLICY OF GNA AXLES LIMITED

1. PREFACE

The Nomination and Remuneration Committee was constituted by our Board on September 29, 2014. The Nomination and Remuneration Committee was reconstituted on June 9, 2015 and the terms of reference were modified pursuant to the Board resolution dated March 7, 2016. The scope and function of the Nomination and Remuneration Committee is in accordance with Section 178 of the Companies Act, 2013.

The amended policy is as under:-

2. ROLE OF THE COMMITTEE

1. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulating of criteria for evaluation of the independent directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who qualify to become directors or who may be appointed in senior management in accordance with the criteria laid down, recommending to the Board their appointment and removal, and carrying out evaluations of every director's performance;
5. Analyzing, monitoring and reviewing various human resource and compensation matters;
6. Determining the Company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;
7. Determining compensation levels payable to the senior management personnel and other staff (as deemed necessary), which shall be market-related, usually consisting of a fixed and variable component;
8. Reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;
9. Performing such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

10. Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including:

- (i) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (ii) the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003.

11. Performing such other activities as may be delegated by the Board of Directors and/or are statutorily prescribed under any law to be attended to by the Nomination and Remuneration Committee.

12. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

3. MEMBERSHIP

- a) The Committee shall consist of a minimum 3 nonexecutive directors, majority of them being independent.
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

4. CHAIRMAN

- a) Chairman of the Committee shall be an Independent Director.
- b) Chairman of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

Annexure 3 (Contd.)

5. FREQUENCY OF MEETINGS

The meetings of the Committee shall be held at such regular intervals as may be required.

6. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

7. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

8. VOTING

- a) Decisions of the Committee shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

9. MINUTES OF COMMITTEE MEETING

The minutes of all the proceedings of all meetings must be signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board meetings.

10. EFFECTIVE DATE & AMENDMENTS

This policy will be effective from March 7, 2016 and may be amended subject to the

Annexure 4

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

for the financial year ended March 31, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014]

To the Members of

GNA Axles Limited

GNA House

1-C, Chhoti Baradari Part – 2

Garha Road, Opposite Medical College

Jalandhar – 144001

CIN: L29130PB1993PLC013684

We have conducted the secretarial audit of the compliance of applicable statutory provisions and adherence to good corporate practices by **GNA Axles Limited**. The Secretarial Audit was conducted in a manner that provided to us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of **GNA Axles Limited's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial-year ended on March 31, 2026 complied with 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 and the rules made thereunder;
- II. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-Laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – [Not Applicable during the audit period];
- V. The Following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
 - b. The Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equities) Regulations, 2021. [Not applicable as there was no reportable event during the financial year under review.]
 - f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [Not Applicable as the Company has not issued and listed any debt securities during the financial year under review]
 - g. 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. [Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review]
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (w.e.f. June 10, 2021) [Not applicable as the Company has not delisted/proposed to delist its equity shares from any Stock Exchange during the financial year under review]
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. [Not applicable as the Company has not bought back/ proposed to buy-back any of its securities during the financial year under review]

Annexure 4 (Contd.)

- VI. The following laws as identified and confirmed by the Management as specifically applicable to the Company
- Environment (Protection) Act, 1986.
 - Air (Prevention and Control of Pollution) Act, 1981.
 - Water (Prevention and Control of Pollution) Act, 1974.
 - Hazardous Wastes (Management, Handling and Trans-boundary Movement) Rules, 2008

We further report that, adequate systems are in place to monitor and ensure compliance with general laws like labour laws, competition law, environmental laws etc.

We have also examined compliances with the applicable clauses of the following.

- Secretarial Standards issued by the Institute of Companies Secretaries of India.
- Uniform Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the Period under review, the Company has generally complied with the provisions of the Act, rules, regulations, guidelines', standards etc. mentioned above.

We further report that

The Board of Directors of Company duly constituted with the proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Companies Act, 2013 and the rules made thereunder.

Adequate Notice is given to all Directors to schedule the board meeting, agenda and detailed notes on agenda

are sent at least seven days in advance and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and the meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried through with requisite majority while the dissenting members' views, if any, are captured and recorded as part of the minutes. No dissenting views have been noticed during the period covered under audit.

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 financial year under review, no event has occurred having a major bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards etc.

For **H. K. & Associates**

Company Secretaries

Peer Review No.2233/2022

Harsimran Kaur

Proprietor

Place: Jalandhar

M. No: FCS-8174, C.P No: 9252

Dated: May 08, 2026

UDIN:- F008174H000307319

NOTE: This report is to be read with our letter of even date which is annexed as an **Annexure** and forms an integral part of this report.

Annexure 4 (Contd.)

ANNEXURE TO THE SECRETARIAL AUDIT REPORT

To the Members of

GNA Axles Limited

GNA House

1-C, Chhoti Baradari Part - 2

Garha Road, Opposite Medical College

Jalandhar - 144001

CIN: L29130PB1993PLC013684

MANAGEMENT'S RESPONSIBILITY

It is the responsibility of management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

AUDITORS RESPONSIBILITY

Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

We have conducted the Audit as per the applicable Auditing Standards issued by the Institute of Company Secretaries of India.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

Wherever required, we have obtained reasonable assurance whether the statements prepared, documents or records, in relation to Secretarial Audit, maintained by the Company, are free from misstatement.

Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

DISCLAIMER

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

We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company

For **H. K. & Associates**

Company Secretaries

Peer Review No. 2233/2022

Harsimran Kaur

Proprietor

Place: Jalandhar

Dated: May 08, 2026

M. No: FCS-8174, C.P No: 9252

UDIN:- F008174H000307319

DIVIDEND DISTRIBUTION POLICY OF GNA AXLES LIMITED

PREAMBLE

Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2016 (the **"Regulations"**) mandated top five hundred listed companies, to formulate a Dividend Distribution Policy, which shall be disclosed in its Annual Report and on its website. Other Companies can opt for the policy on voluntary basis.

The policy, in the interest of providing transparency to the shareholders, sets out the circumstances and different factors for consideration by the Board at the time of deciding on distribution or of retention of profits. In view of the said requirement, the Board of Directors of the Company recognises the need to lay down a broad framework with regard to the distribution of dividend to its shareholders and utilisation of the retained earnings. The Policy reflects the intent of the Company to reward its shareholders by distributing a portion of its profits after retaining sufficient funds for the business needs and growth of the Company.

The Company would ensure to strike the right balance between the quantum of the dividend paid and amount of profits retained in the business for various purposes. The Board of Directors will have regards to this policy while declaring/recommending dividends on the behalf of the Company. Through this policy, the Company would strive to maintain a consistent approach to dividend pay-out plans.

The Board of Directors (the **"Board"**) of GNA Axles Limited (the **"Company"**) at its meeting held on April 23, 2021 has adopted this Dividend Distribution Policy (the **"Policy"**), pursuant to the terms of Regulation 43A of the SEBI (LODR) Regulations, 2015. The policy shall become effective from the date of its approval by the Board i.e. April 23, 2021.

2. DEFINITIONS

1. **"Board"** shall mean Board of Directors of the Company;
2. **"Companies Act"** shall mean the Companies Act, 2013 and Rules there under, notified by the Ministry of Corporate Affairs, Government of India, as amended;
3. **"Dividend"** includes any interim dividend;
4. **"Listed Entity/Company"** shall mean GNA Axles Limited;
5. **"Policy"** means Dividend Distribution Policy;
6. **"Stock Exchange"** shall mean a recognised Stock Exchange as defined under clause (f) of Section 2 of the Securities Contracts (regulation) Act, 1956.

3. POLICY

A. PARAMETERS AND FACTORS FOR DECLARATION OF DIVIDEND

The dividend pay-out decision of the Board depends upon the following financial parameters, internal and external factors

Financial Parameters and Internal Factors

1. Operating cash flow of the Company
2. Profit earned during the year
3. Profit available for distribution
4. Earnings Per Share ("EPS")
5. Working capital requirements
6. Capital expenditure requirements
7. Business expansion and growth
8. Likelihood of crystallisation of contingent liabilities, if any
9. Additional investment in subsidiaries and associates of the Company
10. Creation of contingency fund
11. Acquisition of brands and business
12. Cost of Borrowings
13. Need for conservation of cash due to economic downturn
14. Past dividend payout ratio/trends

External Factors

1. Economic environment
2. Government regulations
3. Global conditions
4. Statutory provisions and guidelines

B. CIRCUMSTANCES UNDER WHICH THE SHAREHOLDERS OF THE COMPANY MAY OR MAY NOT EXPECT DIVIDEND

The Board will assess the Company's financial requirements, including present and future organic and inorganic growth opportunities, government policies & regulations and other relevant factors (as mentioned elsewhere in this policy) and accordingly declare dividend in any financial year.

The shareholders of the Company may not expect dividend under certain circumstances including the following,

- In the event of inadequacy of profits or whenever the Company has incurred losses;

Annexure 5 (Contd.)

- Significant cash flow requirements towards higher working capital requirements/tax demands/or others, adversely impacting free cash flows;
- An impending/ongoing capital expenditure program or any acquisitions or investment in joint ventures requiring significant allocation of capital;
- Allocation of cash required for buy-back of securities;
- Any of the internal or external factors restraining the Company from considering dividend

C. UTILIZATION OF THE RETAINED EARNING

The Board may retain its earnings in order to make better use of the available funds and increase the value of the stakeholders in the long run. The decision of utilisation of the retained earnings of the Company shall be based on the following factors

1. Product expansion plan
2. Increase in production capacity
3. Increase in the market footprint
4. Modernisation plan
5. Diversification of business
6. Replacement of capital assets
7. High Cost of Debt

D. RATE/QUANTUM OF DIVIDEND

The Company will strive to distribute an optimal and appropriate level of the profits earned by it in its business, to the shareholders, in the form of dividend. The Company would maintain a dividend pay-out as may be determined by the Board from time to time, considering the general business factors and other significant parameters specified in this policy.

E. MANNER OF DIVIDEND PAYOUT**In case of final dividend**

- i. Recommendation, if any, shall be done by the Board, usually in the Board meeting that considers and approves the annual financial statements, subject to approval of the shareholders of the Company.
- ii. The dividend as recommended by the Board shall be approved/declared at the Annual General Meeting of the Company.
- iii. The payment of dividends shall be made within the statutorily prescribed period from the date of declaration, to those shareholders

who are entitled to receive the dividend on the record date/book closure period, as per the applicable law.

In case of interim dividend

- i. Interim dividend, if any, shall be declared by the Board.
- ii. Before declaring interim dividend, the Board shall consider the financial position of the Company that allows the payment of such dividend.
- iii. The payment of dividends shall be made within the statutorily prescribed period from the date of declaration to the shareholders entitled to receive the dividend on the record date, as per the applicable laws.
- iv. In case no final dividend is declared, interim dividend paid during the year, if any, will be regarded as final dividend in the Annual General Meeting.

F. PARAMETERS TO BE ADOPTED WITH REGARD TO VARIOUS CLASSES OF SHARES

Since the Company has issued only one class of equity shares with equal voting rights, all the members of the Company are entitled to receive the same amount of dividend per share. Parameters for dividend payments in respect of any other class of shares will be as per the respective terms of issue and in accordance with the applicable regulations and will be determined, if and when the Company decides to issue any other classes of shares.

4. CONFLICT IN POLICY

In the event of any conflict between this Policy and the provisions contained in the regulations, the regulations shall prevail.

5. DISCLOSURES

The Dividend Distribution Policy shall be disclosed in the Annual Report and on the website of the Company i.e. www.gnagroup.com.

6. POLICY REVIEW AND AMENDMENTS

This Policy would be subject to modification in accordance with the guidelines/clarifications as may be issued from time to time by relevant statutory and regulatory authority. The Board may modify, add, delete or amend any of the provisions of this Policy. Any exceptions to the Dividend Distribution Policy must be consistent with the Regulations and must be approved in the manner as may be decided by the Board of Directors.

INFORMATION PURSUANT TO SECTION 134(3)(M) OF THE COMPANIES ACT – 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES 2014 FORMING PART OF THE DIRECTORS REPORT FOR THE YEAR ENDED 31ST MARCH, 2026.

CONSERVATION OF ENERGY

The Company has been taking adequate measures for the conservation of energy by ensuring the optimum utilisation of energy and other resources at its disposal. The Company has been at the forefront to conserve energy and natural resources by implementing various energy conservation measures not limited to using the energy and power efficient machinery which reduces the consumption of Power, Oil, Water and other energy resources while carrying on the production processes and adhering to the following guidelines:-

1. Implementing the latest technology to reduce energy losses.
2. Minimising idle running hours of machinery and Equipments.
3. Innovation and Up-gradation of Technology.
4. Regular auditing of Oil, & Power conservation.
5. Minimal energy has been generated from the DG sets.
6. Energy Audits are done at continuous basis and corrective action is taken wherever necessary.

The Company has also installed solar power plants at the roof tops of its Factory sheds so as to increase the use of green energy. During the year under review the Company has installed 2 mw of solar power pannels and has a total solar power generation capacity of 6 mw through Rooftop & Solar.

B. TECHNOLOGY ABSORPTION, RESEARCH & DEVELOPMENT

i) Efforts made in Technology Absorption

As result of ongoing improvements the Company has been absorbing and localising the latest technology in production and process with the help of importing of latest machinery & allied equipments. The Company always strives to meet the highest standards of precision and customer satisfaction by improving the existing processes and by setting up the world class manufacturing facilities with best available machining set up. The Company has not imported technologies in the last five years. The efficient machineries acquired and imported by the Company in the past have been absorbed by the Company.

ii) Benefits derived as a result of the above

Owing to these, the Company has been able to derive benefits like improvement of the product quality, eliminating wastages, reducing the consumption of the Raw Material and reducing the overall cost of production. Initiative planning and absorbing new technology has been taken by the R & D team of the Company by visiting & participating in various trade shows & exhibitions in various parts of India & across the Globe. Further Quality Council is looking after other process improvement activities. For sustainable development and business growth, our focus and objectives are towards a clean environment at the work place and the surroundings. Attempts are made to reduce, reuse, and recycle, for elimination of waste resulting in efficient use of available resources.

iii) Expenditure on Research & Development

The development work is carried on a continuous basis by the respective and concerned departments in the organisation in the field of product design and development, cost reduction and automation, reduction in the process time and environment protection and conservation of energy. Due to the benefits derived by the Company on account of the initiatives taken in the above fields the Company has been able to achieve seamless production of world class auto components for its OEM customers in both domestic and overseas market. No separate records of the expenditure on Research and Development are kept by the Company.

FOREIGN EXCHANGE EARNING AND OUTGO

- Continued efforts/initiatives made with a focus on development of new products as well as product extension of the existing lines
- Mobilisation/Gearing up of the existing as well as new markets keeping in view the ongoing expansions
- **Total Foreign Exchange earned and used**

	₹ in Lacs	
	Current Year	Previous Year
Earnings in Foreign Exchange	67,868.51	84,035.99
Foreign Exchange Outgo	6,168.48	11,137.41

For And on Behalf of the Board

Date: May 8, 2026

Place: Mehtiana

Gursaran Singh
Executive Chairman

Annexure 7

INFORMATION PURSUANT TO SECTION 197(12) REAS WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONEL) RULES, 2014

Details of the Ratio of remuneration of each director to the median employees remuneration.

I) The ratio of remuneration of each Director to the median remuneration of the employees of the Company for the financial year is as follows:-

SR. NO	NAME & DESIGNATION OF DIRECTOR	REMUNERATION (AMOUNT ₹ IN LAKHS)	RATIO TO MEDIAN REMUNERATION
1.	Mr. Gursaran Singh - Executive Chairman	286.04	148.98
2.	Mr. Jasvinder Singh - Executive Vice Chairman	311.24	162.10
3.	Mr. Ranbir Singh - Managing Director & CEO	324.20	168.85
4.	Mr. Maninder Singh - Wholetime Director	102.14	53.20
5.	Mr. Harwinder Singh - WholeTime Director	110.25	57.42
6.	Mr. Kulwin Seehra - Wholetime Director	110.25	57.42
7.	Mr. Ajit Singh - Independent Director	-	Not Applicable as only sitting fees is paid during the year
8.	Lt. Gen. Praveen Bakshi (Retd.) - Independent Director	-	Not Applicable as only sitting fees is paid during the year
9.	Mr. Rajan Wadhwa - Independent Director	-	Not Applicable as only sitting fees is paid during the year
10.	Mr. Ashwani Kumar Malhotra - Independent Director	-	Not Applicable as only sitting fees is paid during the year
11.	Air Vice Marshal S S Hothi (Retd.) - Independent Director	-	Not Applicable as only sitting fees is paid during the year
12.	Mrs. Pooja Uppal - Independent Director	-	Not Applicable as only sitting fees is paid during the year

II) The percentage increase in remuneration of each Director, CFO, CEO, CS or Manager if any in the financial year 2025-2026 compared to 2024-25

SR. NO	NAME & DESIGNATION OF DIRECTOR, CFO, CEO AND CS	REMUNERATION FOR THE YEAR ENDED 2025-26 (₹ IN LACS)	REMUNERATION FOR THE YEAR ENDED 2024-25 (₹ IN LACS)	% CHANGE
	NAME & DESIGNATION OF DIRECTOR, CFO, CEO AND CS	REMUNERATION FOR THE YEAR ENDED 2025-26 (₹ IN LAKHS)	REMUNERATION FOR THE YEAR ENDED 2024-25 (₹ IN LAKHS)	% CHANGE
1.	Mr. Gursaran Singh - Executive Chairman	286.04	266.09	7.50
2.	Mr. Jasvinder Singh - Executive Vice Chairman	311.24	291.29	6.85
3.	Mr. Ranbir Singh - Managing Director & CEO	324.20	303.53	6.81
4.	M. Maninder Singh - Wholetime Director	102.14	93.02	9.80
5.	Mr. Harwinder Singh - WholeTime Director	110.25	101.43	8.70
6.	Mr. Kulwin Seehra - Wholetime Director	110.25	101.43	8.70

Annexure - 7 (Contd.)

SR. NO	NAME & DESIGNATION OF DIRECTOR, CFO, CEO AND CS	REMUNERATION FOR THE YEAR ENDED 2025-26 (₹ IN LACS)	REMUNERATION FOR THE YEAR ENDED 2024-25 (₹ IN LACS)	% CHANGE
7.	Mr. Jasminder Singh Johal - Independent Director *	-	-	Not applicable as only sitting fees is paid during the year
8.	Mr. Ajit Singh - Independent Director	-	-	Not applicable as only sitting fees is paid during the year
9.	Lt. Gen. Praveen Bakshi (Retd.) - Independent Director	-	-	Not applicable as only sitting fees is paid during the year
10.	Mr. Rajan Wadhwa - Independent Director	-	-	Not applicable as only sitting fees is paid during the year
11.	Mr. Ashwani Kumar Malhotra - Independent Director	-	-	Not applicable as only sitting fees is paid during the year
12.	Air Vice Marshal S S Hothi - Independent Director	-	-	Not applicable as only sitting fees is paid during the year
13.	Mrs. Pooja Uppal - Independent Director	-	-	Not applicable as only sitting fees is paid during the year
20.	Mr. Rakesh Gupta - CFO	24.32	21.93	12.66
21.	Mr. Gourav Jain - CS	13.65	12.40	7.10

*Retired w.e.f June 09 2025

- III) The median remuneration of the employees has increased by 7.40% In 2025-26 as compared to 11.70% in 2024-25.
- IV) Number of permanent employees on the rolls of the Company during Financial Year 2025-26 was 1702.
- 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 is there are any exceptional circumstances for increase in the managerial remuneration:- Average increase in the Employees remuneration other than managerial remuneration is 7.40% while the managerial remuneration increased by 7.54%.
- VI) We affirm that the remuneration paid to the Directors, Key Managerial Personnel and employees is as per the remuneration policy of the Company.

Annexure - 7 (Contd.)

INFORMATION AS REQUIRED UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.**I) Names of the Top ten employees of the Company in terms of remuneration drawn.**

S. No	Name of Employee	Designation of the Employee	Remuneration Received (Amt. in Lacs)	Nature of employment whether contractual or otherwise	Qualification and experience of employee	Date of commencement of employment	Age (in Years)	Last Employment held before joining the Company	The percentage of equity shares held by employee of the Company	Whether any such employee is a relative of any Director of the Company and if so name of the Director.
1.	Mrs. Loveleen Kaur	Sr. Vice President (Corporate Affairs)	26.99 Lacs	Permanent	Graduate, 27 years	February 01, 2018	61	-	0.047%	Relative of Mr. Ranbir Singh and Mr. Kulwin Seehra
2.	Mr. Manjit Singh Rihal	Sr. GM-Exports	26.08 Lacs	Permanent	B.Com, 21 Years	November 01, 2006	48	Genpact	0.05%	Not Related
3.	Mr. Rakesh Kumar	CFO	24.32 Lacs	Permanent	B.Com, FCA 31 Years	May 06, 2006	57	GNA Gears Limited	0.00%	Not Related
4.	Mr. Satwinder Singh	Sr. Vice President - Projects	23.73 Lacs	Permanent	Diploma in Mechanical Engineering, 44 Years	March 01, 2005	70	GNA Udyog Limited	0.00%	Not Related
5.	Mr. Surinder Singh	Sr. Vice President - Works	23.25 Lacs	Permanent	Diploma in Mechanical Engineering 47 Years	May 16, 1994	69	Guru Nanak Auto Enterprises Limited	0.00%	Not Related
6.	Mr. Pradeep Sharma	Sr. Vice President - Marketing	21.42 Lacs	Permanent	B.Com, 42 Years	May 16, 1994	63	Guru Nanak Auto Enterprises Limited	0.01%	Not Related
7.	Dr. Jaswant Singh	Vice President-Forging	20.06 Lacs	Permanent	Ph.d in Metal Forming 31 Years	May 16, 1994	57	Guru Nanak Auto Enterprises Limited	0.00%	Not Related
8.	Mr. G S Cheema	Vice President Personnel & HRD	18.28 Lacs	Permanent	B.Sc, LL.B 31 Years	May 16, 1994	60	Guru Nanak Auto Enterprises Limited	0.00%	Not Related
9.	Mr. Rishi Raj Sharma	Sr. GM-Production	17.45 Lacs	Permanent	B.Tech (Mech.) 32 Years	May 16, 1994	52	Mahavir Spinning Mills Limited	0.00%	Not Related
10.	Mr. Harish Kumar	Vice President-PPC	16.49 Lacs	Permanent	38 Years	May 16, 1994	61	Guru Nanak Auto Enterprises Limited	0.00%	Not Related

- II) Name of the employees who were employed throughout the Financial Year 2025-26 and were paid remuneration not less than ₹ 1.02 Cr per annum - NIL.
- III) Name of employees who were employees in part during the Financial Year 2025-26 and were paid remuneration not less than ₹ 8.50 Lacs per month - NIL.
- IV) Name of employees who were employees throughout the Financial Year 2025-26 or part thereof and were paid remuneration in excess of Managing Director or Wholtime Director or Manager and hold along with his spouse or dependent children not less than 2% of the equity shares of the Company - NIL.

Corporate Governance Report

This Report on Corporate Governance forms part of the Annual Report. It assumes a great deal of importance in the business life of the Company. The Company's goal is to find creative and productive ways of delighting its stakeholders i.e. investors, customers & associates, while fulfilling the role of a responsible corporate representative committed to best practices. This section besides being in compliance of the provisions of Listing Agreement, gives an insight into the process of functioning of the Company.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company is committed to maintain the highest standards of transparency, accountability and equality in its working so that the underlying goal of increasing overall shareholder value can be attained in a sustained way. Further the Company has also implemented several best Corporate Governance practices as prevalent globally.

2. BOARD OF DIRECTORS

The Board is entrusted with the ultimate responsibility of the management, direction and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, guidance, objective and independent view to the Company's Management while discharging its responsibilities thus ensuring that the Management adheres to ethics, disclosures and transparency.

- Composition: As on March 31, 2026, the Company's Board comprises of an Executive Chairman, Executive Vice Chairman, Managing Director, Executive Directors and Non Executive Directors. Out of the total strength of Twelve (12) Directors, six Directors are independent.
- Board Meetings: During the Financial Year 2025-26, the Board met Four (4) times on April 21, 2025, July 25, 2025, November 01, 2025 and February 06, 2026.

The composition of Board of Directors and Directors attendance at the Board Meetings and at last Annual General Meeting of the Company, as also the number of Directorship/Chairmanships, Committee Memberships and Committee Chairmanships held by them in other Public Limited Companies, as on March 31, 2026 are given below:-

Name of Director	Designation & Category	Number of Board Meetings Attended	Attendance at Last Annual General Meeting	Directorship in other Companies	Other Committee Membership	Board Chairmanship in other Companies	Committee Chairmanships in other Companies
Mr. Gursaran Singh	Executive Chairman	3	No	2	-	2	-
Mr. Jasvinder Singh Seehra	Executive Vice Chairman	3	Yes	4	-	1	-
Mr. Ranbir Singh	Managing Director And Ceo	4	Yes	5	-	-	3
Mr. Maninder Singh	Executive Director	3	No	2	-	-	-
Mr. Harwinder Singh Seehra	Executive Director	4	No	-	-	-	-
Mr. Kulwin Seehra	Executive Director	4	No	-	-	-	-
Mr. Jaswinder Singh Johal (Retired On June 09, 2025)	Independent Director	1	No	-	-	-	-
Mr. Ajit Singh	Independent Director	4	No	1	-	-	-
Lt. Gen. Praveen Bakshi (Retd.)	Independent Director	4	Yes	-	-	-	-
Mr. Rajan Wahera	Independent Director	4	No	4	-	-	-
Mr. Ashwani Malhotra	Independent Director	4	Yes	1	-	-	-

Corporate Governance Report (Contd.)

Name of Director	Designation & Category	Number of Board Meetings Attended	Attendance at Last Annual General Meeting	Directorship in other Companies	Other Committee Membership	Board Chairmanship in other Companies	Committee Chairmanships in other Companies
Air Vice Marshal Saravjit Singh Hothi (Retd.)	Independent Director	4	Yes	2		-	
Mrs. Pooja Uppal	Independent Director	3	No	1		-	-

Board Skill Matrix

The Board has identified the key qualifications, skills and attributes essential for the effective oversight of the Company taking into account its varied business interests. These are presented as a matrix below

Expertise & Experience	Remarks
Leadership	All Directors have experience & expertise required for business of the Company.
Technology	
Strategy	
Finance & Accounting	
Board Insight	

3. AUDIT COMMITTEE

The Audit Committee of the Board of Directors was constituted in conformity with the requirements of the SEBI (LODR), Regulations, 2015 as well as Section 177 of the Companies Act, 2013. The terms of reference of the Audit Committee are as set out in the SEBI (LODR), Regulations, 2015 and Section 177 of the Companies Act, 2013.

All members of the Audit Committee are financially literate and have accounting or related financial management expertise. During the year Mr. Jasminder Singh Johal - Non Executive Independent Director of the Company retired from the Board of Directors of the Company on June 9, 2025 and thus also vacated his seat as the member of the Audit Committee of the Company. Statutory Auditors, Internal Auditor and Chief Financial Officer are permanent invitees to the Committee. Air Vice Marshal Saravjit Singh Hothi (retd.) is the chairman of the Committee.

The Company Secretary of the Company is the Secretary to this Committee.

During the Financial Year 2025-26, the Audit Committee met Four (4) times on April 21, 2025, July 25, 2025, November 01, 2025 and February 06, 2026.

The attendance of the members of the Committee for the Financial Year 2025-26 is as under:

Committee Members	Category	No. of Audit Committee Meetings Attended
Mr. Ranbir Singh	Executive Director	4
Mr. Jasminder Singh Johal (upto June 09, 2025)	Independent Director	1
Mr. Ajit Singh Walia	Independent Director	4
Air Vice Marshal Saravjit Singh Hothi (retd.)	Independent Director	4
Mr. Rajan Wadhera	Independent Director	1

4. NOMINATION AND REMUNERATION COMMITTEE

i. Committee - constitution, policy & meeting details

The constitution and terms of reference of Nomination & Remuneration committee of the Board of Directors is in conformity with the SEBI (LODR), Regulations, 2015 as well as Section 178 of the Companies Act, 2013. During the year under review, consequent upon the retirement of Mr. Jasminder Singh Johal from the Board of Directors of the Company, the Board in its meeting held on July 25, 2025 reconstituted the Nomination and Remuneration Committee by inducting Mr. Ajit Singh Walia as the new member in place of Mr. Jasminder Singh Johal. As on March 31, 2026 the Committee comprised of three directors i.e. Mr. Ashwani Malhotra - Independent Director, Air

Corporate Governance Report (Contd.)

Vice Marshal Saravjit Singh Hothi (retd.) - Independent Director and Mr. - Ajit Singh Walia - Independent Director. Mr. Ashwani Malhotra is the Chairman of the Committee. During the Financial Year 2025-2026, the Committee met two times on April 21, 2025 and February 06, 2026.

The attendance of the members of the Committee for the Financial Year 2025-26 is as under

Committee Members	Category	No. of Nomination & Remuneration Committee Meetings Attended
Mr. Ashwani Malhotra	Independent Director	1
Mr. Jasvinder Singh Johal (upto June 09, 2025)	Independent Director	1
AVM Saravjit Singh Hothi (retd.)	Independent Director	1
Mr. Ajit Singh Walia (w.e.f July 25, 2025)	Independent Director	1

*

The Company's approved Nomination & Remuneration Policy is already attached with Board Report (pls refer Annexure 4 of Directors' Report).

ii. Remuneration details

a) Executive Directors

The Company paid an amount of ₹ 1,244.12 Lacs as remuneration to the Executive Director(s) during the Financial Year 2025-2026 which is as follows:-

₹ in Lacs					
S. No	Name	Designation	Salary	Other Benefits	Gross Remuneration
1	Mr. Gursaran Singh	Executive Chairman	286.04	-	286.04
2	Mr. Jasvinder Singh	Executive Vice Chairmn	311.24	-	311.24
3	Mr. Ranbir Singh	Managing Director & CEO	311.24	12.96	324.20
4	Mr. Maninder Singh	Wholetime Director	94.08	8.06	102.14
5	Mr. Harwinder Singh	Wholetime Director	101.25	9.00	110.25
6	Mr. Kulwin Seehra	Wholetime Director	101.25	9.00	110.25
	Total		1,205.10	39.02	1,244.12

The Employment of the Executive Directors is Contractual in nature and their tenure is as per the resolutions passed by the share holders. They are not entitled to severance pay and their Notice period is 6 months.

b) Non-Executive Directors

Non-Executive Directors have not been paid any remuneration except sitting fees for attending Board and Committee Meetings.

The details of the sitting fees paid to the Directors during the Financial Year 2025-26 is given below:-

SR. NO.	NAME OF THE DIRECTOR	SITTING FEE (₹)
1.	Mr. Jasvinder Singh Johal (upto June 09, 2025)	75,000
2.	Ajit Singh Walia	225,000
3.	Lt. Gen Praveen Bakshi (retd.)	120,000
4.	Mr. Rajan Wadhera	125,000

Corporate Governance Report (Contd.)

SR. NO.	NAME OF THE DIRECTOR	SITTING FEE (₹)
5.	Mr. Ashwani Malhotra	150,000
6.	AVM Saravjit Singh Hothi (Retd.)	210,000
7.	Mrs. Pooja Uppal	90,000

iii. Shareholding

The Shareholding of the Directors in the equity share capital of the Company as at March 31, 2026 is given as follows:-

SR. NO.	NAME OF DIRECTOR	NUMBER OF SHARES HELD	SR. NO.	NAME OF DIRECTOR	NUMBER OF SHARES HELD
1.	Mr. Gursaran Singh	1,075,000	2	Mr. Jasvinder Singh	6,442,200
3.	Mr. Maninder Singh	4,549,426	4.	Mr. Ranbir Singh	15,545,189
			5	Mr. Harwinder Singh	15,020
6	Air Vice Marshal Saravjit Singh Hothi (retd.)	NIL	7	Mr. Kulwin Seehra	1,075,000
8	Mr. Ashwani Kumar Malhotra	NIL	9	Mr. Rajan Wadhwa	NIL
10	Mr. Jasvinder Singh Johal	NIL	11.	Lt. Gen Praveen Bakshi (Retd.)	10
12	Mrs. Pooja Uppal	NIL	13.	Mr. Ajit Singh	20

(iv) Relationship inter se

Except as provided below, none of our Director are related to each other

- Mr. Gursaran Singh is the father of Mr. Ranbir Singh.
- Mr. Jasvinder Singh Seehra is the father of Mr. Harwinder Singh Seehra
- Mr. Jasvinder Singh Seehra is the brother of Mr. Maninder Singh Seehra
- Mr. Ranbir Singh is the father of Mr. Kulwin Seehra

5. STAKEHOLDERS RELATIONSHIP COMMITTEE

To look into the redressal of investors' complaints on various issues, the Company constituted a Shareholders'/Investors' Grievance Committee. Pursuant to provisions of Section 178 (5) of the Companies Act, 2013, the Board of Directors in their meeting held on June 9, 2015, recognised and renamed the said committee as "Stakeholders Relationship Committee". During the year under review, the Committee comprised of three directors i.e. Mr. Ajit Singh - Independent Director, Mrs. Pooja Uppal - Independent Director, and Mr. Jasvinder Singh-Non Independent Director. Mr. Ajit Singh is the Chairman of the Committee. During the Financial Year 2025-2026, the Committee met one time on July 28, 2025.

6. CORPORATE SOCIAL RESPONSIBILITY(CSR) COMMITTEE

The CSR Committee has been constituted under section 135 of the Companies Act, 2013. The committee assists the Board in implementing the CSR Policy of the Company and recommending/budgeting the amount of expenditure to be incurred on CSR activities and also approves the Annual CSR Report of the Company to the shareholders. During the year under review, the Committee comprised of three directors i.e. Air Vice Marshal Saravjit Singh Hothi (retd.) as its Chairman, Mr. Ashwani Kumar Malhotra and Mr. Ranbir Singh as members. During the Financial Year 2025-2026, the Committee met one time on April 21, 2025.

7. RISK MANAGEMENT COMMITTEE

The Risk Management Committee has been constituted as per the provisions of SEBI (LODR) regulations, 2015. Consequent upon the retirement of Mr. Jasvinder Singh Johal from the Board of Directors of the Company, the Board of Directors appointed Mr. Ajit Singh Walia as the member of the Risk Management Committee w.e.f July 25, 2025. As on March 31, 2026 the Committee comprised of four directors i.e. Mr. Ranbir Singh as its Chairman, Mr. Jasvinder Singh Seehra, Mr. Kulwin Seehra and Mr. Ajit Singh Walia as members. During the Financial Year 2025-2026, the Committee met three times on April 21, 2025, July 28, 2025, January 5, 2026.

Corporate Governance Report (Contd.)

The attendance of the members of the Committee for the Financial Year 2025-26 is as under

Committee Members	Category	No. of Risk Management Committee Meetings Attended
Mr. Jasminder Singh (upto June 9, 2025)	Non Executive Independent Director	1
Mr. Ranbir Singh	Non-Independent and Executive Director	3
Mr. Jasvinder Singh Seehra	Non-Independent and Executive Director	2
Mr. Kulwin Seehra	Non-Independent and Executive Director	3
Mr. Ajit Singh Walia (w.e.f July 25, 2025)	Non Executive Independent Director	1

8. GENERAL BODY MEETINGS

- a. The detail of Extra Ordinary General Meeting and last three Annual General Meetings and passing of Special Resolutions, are given as follows:-

Nature of Meeting	Day, Date and Time of the Meeting	Venue	Number of Special Resolutions Passed
32nd Annual General Meeting	Monday, June 30, 2025 at 12:30 P.M	Through Audio Visual Means	-
31st Annual General Meeting	Thursday, September 19, 2024 at 12:30 PM	Through Audio Visual Means	1
30th Annual General Meeting	Friday, September 29, 2023 at 12:30 PM	Through Audio Visual Means	1

- b. Postal Ballot: During the Year 2025-26, 3 Special Resolutions pertaining to Reappointment of Mr. Jasvinder Singh as Executive Vice Chairman, Mr. Ranbir Singh Managing Director & CEO and Mr. Maninder Singh as Wholetime Director w.e.f April 1, 2026 were passed through postal ballot.

9. DISCLOSURES

- a. There was no materially significant related party transaction that may have any potential conflict with interest of the Company at large.
- b. There has not been any non-compliance by the Company in respect of which penalties or strictures were imposed by the Stock Exchanges or Securities and Exchange Board of India (SEBI) or any other Statutory Authority during the last three years. However Fine was imposed by NSE Limited & BSE Limited twice in the financial year 2025-26. The total amount & Fine imposed was ₹ 360,000
- c. The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil mechanism and Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The policy on "Vigil mechanism and Whistle Blower" may be accessed on the Company's website at <http://gnagroup.com/wp-content/uploads/2015/09/VIGIL-MECHANISM-POLICY.pdf>. During the year no claim was lodged and accessed by the Audit Committee.

10. MEANS OF COMMUNICATION

The Company communicates with the shareholders at large through its Annual Reports, publication of financial results, press releases in leading newspapers and by filing of various reports and returns with the Statutory Bodies like Stock Exchanges and the Registrar of Companies. The quarterly results are published in prominent daily newspapers viz. The Business Standard in English and Rozana Spokesman in Punjabi. The Results of the Company are also made available at the web-site of the Company www.gnaaxles.in

11. GENERAL SHAREHOLDERS INFORMATION

i) 33rd Annual General Meeting

Date: June 30, 2026

Time: 12:30 PM

Venue: Through Audio Visual Means

Corporate Governance Report (Contd.)

ii) Financial Calendar 2026-27 (Tentative)

First Quarter Results: July, 2026

Second Quarter Results: October, 2026

Third Quarter Results: January, 2027

Annual Results: May, 2027

iii) Record Date: June 23, 2026 for the payment of Dividend for the financial year 2025-2026.**iv) Dividend payment date:** On or before July 25, 2026.**v) Listing**

The Equity shares of the Company are listed on the following Stock Exchanges

1. BSE Limited, 25th Floor PJ Towers, Dalal Street, Fort Mumbai - 400 001
2. The National Stock Exchange of India Limited, "Exchange Plaza" Bandra Kurla Complex, Bandra (East) Mumbai - 400051

The Company has duly paid the listing fees to both the Stock Exchanges for the Financial year 2026-27.

vi) Stock CodeBSE Limited: **540124**National Stock Exchange of India Limited: **GNA****vii) Stock Market Data**

The month wise highest, lowest and closing price of the Company in NSE and BSE during the financial year 2025-26 are given below:-

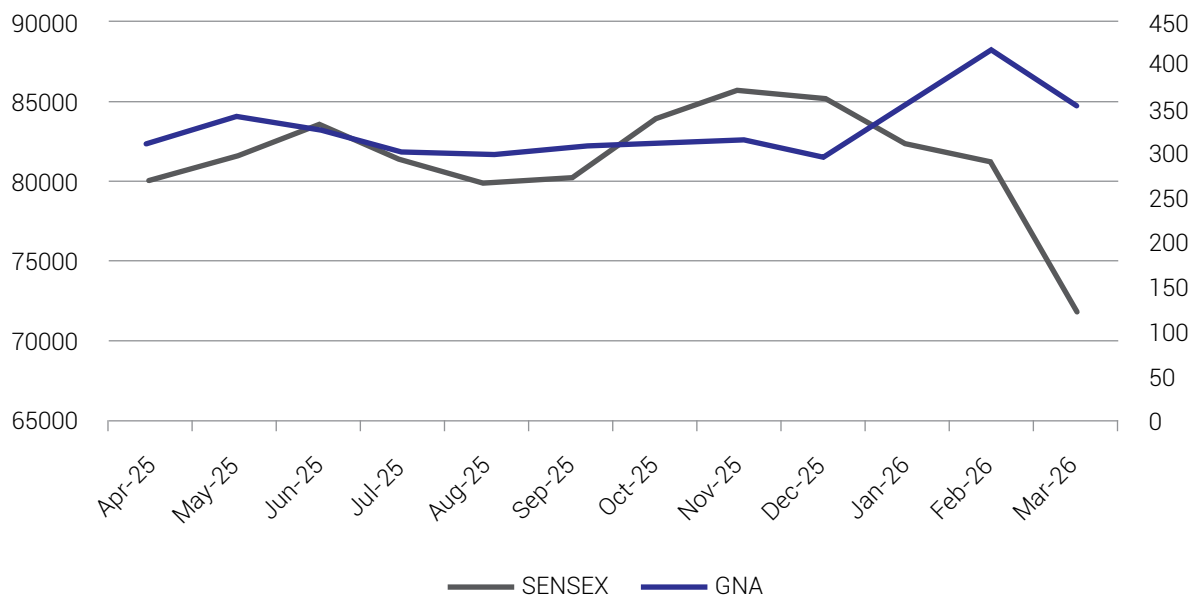
BSE LIMITED

Month	High	Low	Close	% age Change over last month closing
Apr-25	387.4	269.8	314.95	(7.67)
May-25	347.45	301.95	342.25	8.67
Jun-25	344.75	307	328.95	(3.890)
Jul-25	341.15	298.8	305.2	(7.22)
Aug-25	334	295.05	299.4	(1.90)
Sep-25	333.2	294	308.3	2.97
Oct-25	349.95	301.75	313.85	1.80
Nov-25	329.3	301.55	317.25	1.08
Dec-25	334.55	295	298.25	(5.99)
Jan-26	390	298.3	360.1	20.74
Feb-26	470.7	338.9	419.85	16.59
Mar-26	444.4	350.7	357.1	(14.95)

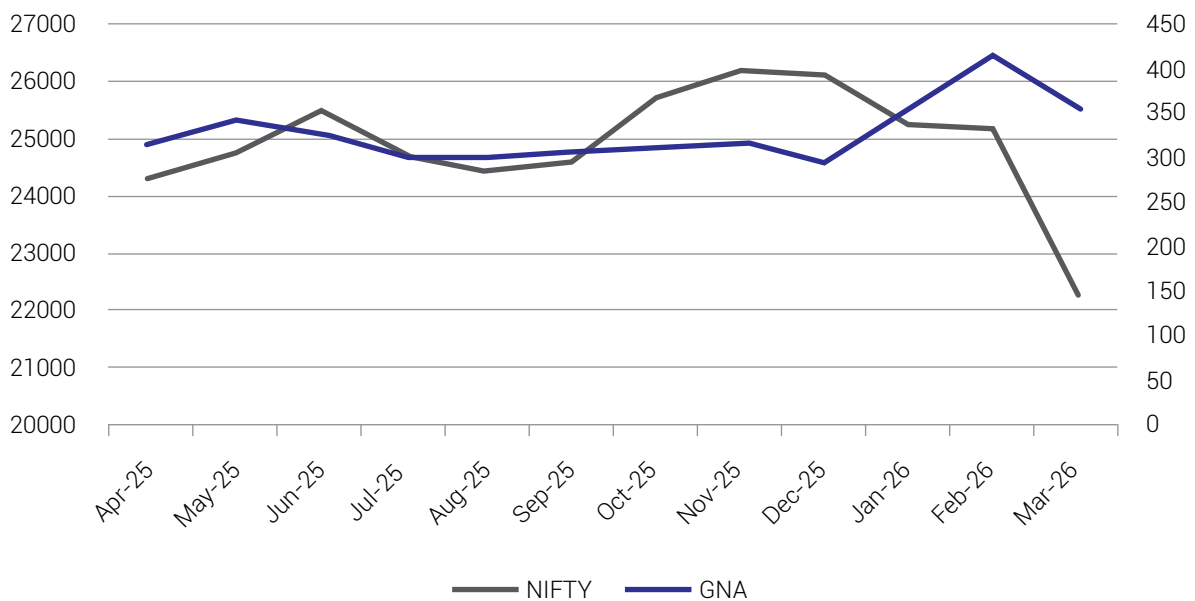
NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Month	High	Low	Close	% age Change over last month closing
Apr-25	386.95	271.05	314.65	(7.75)
May-25	347.2	301	342.15	8.74
Jun-25	347.2	305.5	329.2	(3.78)
Jul-25	342.3	299.55	305.15	(7.31)
Aug-25	336	291.8	299.6	(1.82)
Sep-25	332.9	293.8	308.5	2.97
Oct-25	323.05	301.6	313.75	1.70
Nov-25	330	300.2	316.1	0.75
Dec-25	326.15	295	298.15	(5.68)
Jan-26	390	299.55	359.5	20.57
Feb-26	470	337.3	419	16.55
Mar-26	444.7	351.15	356.7	(14.87)

Corporate Governance Report (Contd.)



Stock Price Movement during 2025-26 in comparison with BSE Sensex Index.



Stock Price Movement during 2025-26 in comparison with NSE Nifty Index.

Corporate Governance Report (Contd.)

viii) Information regarding dividend payment

Members who have not en-cashed their Dividend declared for the below mentioned financial years, should contact the Company for revalidation of the original dividend warrants or for obtaining duplicate dividend warrants. During the year the Company has transferred an amount & ₹ 39,876/- in Investor Education & Protection Fund to wards unclaimed dividend for the Financial Year 2017-18 on October 07, 2025. The unpaid / unclaimed amount will be deposited in the Investors Education and Protection Fund as per the schedule given below:-

Dividend for Financial Year	Date of Declaration	Due Date for deposit in IEPF
2018-19	August 23, 2019	August 23, 2026
2020-21	September 20, 2021	September 20, 2028
2021-22	September 20, 2022	September 20, 2029
2022-23	September 29, 2023	September 29, 2030
2023-24	September 19, 2024	September 19, 2031
2024-25	June 30, 2025	June 30, 2032

ix) Registrar & Transfer Agent

The work related to Share Transfer Registry in terms of both physical and electronic mode is being dealt with by M/s. Link Intime India Private Limited as per address given below:-

M/s. Link Intime India Private Limited
C101, 247 Park, LBS Marg Vikhroli West
Mumbai 400083
Ph: 022-49186000, Fax: 022-49186270
Email: rnt.helpdesk@linkintime.co.in

x) Share Transfer System

100% of the Company's Equity shares are held in dematerialised form. Transfer of these shares is done through the Depositories with no involvement of the Company. Securities and Exchange Board of India has mandated that w.e.f. April 1, 2019 the physical shares held by the shareholders will not be transferred except in the cases of transmission and transposition of names.

xi) Distribution of Shareholding pattern of the Company as on March 31, 2026.

S. No	Shares Range	Number of shareholders	% of total shareholders	Total shares for the range	% of issued Capital
1	1-500	38750	94.78	3,027,698	7.05
2	501-1000	1148	2.81	857,055	2.00
3	1001-2000	510	1.25	761,443	1.77
4	2001-3000	171	0.42	424,320	0.99
5	3001-4000	76	0.19	270,062	0.63
6	4001-5000	57	0.14	264,462	0.62
7	5001-10000	82	0.20	550,608	1.28
8	10001-Above	91	0.22	36,775,152	85.66
	Total	40885	100.00	42,930,800	100.00

xii) Dematerialisation

As on March 31, 2026, 42,930,800 Equity Shares of the Company i.e. 100 percent of the Equity Capital of the Company Comprising of 42,930,800 Equity shares were held in dematerialised.

Corporate Governance Report (Contd.)

xiii) Outstanding GDR/ADR/ Warrants or any other Convertible Instruments, conversion dates and likely impact on the Equity.

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments during the year.

xiv) Address for correspondence

Registered Office: GNA House, 1-C, Chotti Baradari- Part-II, Garha Road, Jalandhar-144001

Telephone: 0181 - 4630477

Fax: 0181 - 4630477

E-mail: gjain@gnagroup.com

Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participants (DPs).

DECLARATION UNDER REGULATION 26 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015.

All the members of the Board and Senior Management have affirmed Compliance to the code of Conduct for the Financial Year 2025-26.

For and on Behalf of the Board

Place: Mehtiana

Dated: May 08, 2026

Gursaran Singh

Executive Chairman

Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification

To,

The Board of Directors

G N A Axles Limited

We, the undersigned, in our respective capacities as Chief Executive Officer and Chief Financial Officer of GNA Axles Limited ("the Company"), to the best of our knowledge and belief certify that

- (a) We have reviewed the financial statements and the cash flow statement for the year ended on March 31, 2026 and based on our knowledge and belief, we state that
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain any statement that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws, and regulations.
- (b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal, or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal

control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

- (d) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee
 - (i) Significant changes, if any, in the internal control over financial reporting during the year;
 - (ii) Significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.

Rakesh Kumar

Chief Financial Officer

Place: Mehtiana

Date: May 8, 2026

Ranbir Singh

Chief Executive Officer

Auditor's Certificate on Corporate Governance

To
The Members of
G N A Axles Limited

We have examined the compliance of the conditions of Corporate Governance by G N A Axles Limited for the year ended on March 31, 2026, as stipulated under Regulation 15(2) read with Schedule V Part E of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to review of the procedures and implementation thereof, adopted by the Company, for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the

representations made by the Directors and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further 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 **G S Syal & Co.**
Chartered Accountants
(Firm Regn No. 00457N)

Gurcharan Singh
Partner
M. No. 80075

Place: Jalandhar
Dated: May 8, 2026

CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS

**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To

The Members of GNA Axles Limited

Jalandhar

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of GNA Axles Limited, (CIN: L29130PB1993PLC013684) having registered office at GNA House, 1-C, Chhoti Baradari Part – 2, Garha Road, Opposite Medical College, Jalandhar produced by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read Clause 10(i) of Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the financial year ended March 31, 2026.

In our opinion, to the best of our knowledge and according to the verifications (including Directors Identification Number (DIN) status at the portal of MCA) as considered necessary and explanations furnished to me by the Company and its Officers, we certify that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of Companies, by the SEBI, Ministry of Corporate Affairs or any such statutory authority.

For **H. K. & Associates**
Company Secretaries

Harsimran Kaur
Proprietor

Membership No.FCS-8174,
CP No.9252

Peer Review No. 2233/2023
UDIN: F008174H000307352

Place: Jalandhar

Dated: May 8, 2026

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

Business Responsibility and Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the listed entity	L29130PB1993PLC013684
2.	Name of the listed entity	GNA Axles Limited
3.	Year of incorporation	1993
4.	Registered office address	GNA House, 1-C Chhoti Baradari – II Garha Road, Jalandhar – 144 001, Punjab
5.	Corporate address	GNA Axles Limited, VPO Mehtiana Phagwara Hoshiarpur Road, Dist. Hoshiarpur – 146 001, Punjab
6.	Email	gjain@gnagroup.com
7.	Telephone	01882 262273 79
8.	Website	https://gnaaxles.in/
9.	Financial year for which reporting is being done	2025–26
10.	Name of the Stock Exchange(s) where shares are listed	1. BSE Limited 2. National Stock Exchange of India Limited
11.	Paid-up capital	₹ 429,308,000
12.	Name and contact details (telephone, Email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Gourav Jain – Company Secretary GNA Axles Limited, VPO Mehtiana Dist. Hoshiarpur – 146 001, Punjab Telephone: 01882 262273 79 Email: gjain@gnagroup.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)	This report has been compiled on a standalone basis
14.	Name of 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 of business activity	% of turnover of the entity
1.	Manufacturing of auto components	Manufacturing of auto components	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	Axle shafts	293001*	77.16%
2	Spindles	293099*	16.49%
3	Other shafts	293099*	6.35%

*The codes have been updated as per the [NIC 2025](#).

Business Responsibility and Sustainability Report (Contd.)

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	2	1	3
International	-	-	-

19. Markets served by the entity:

a. Number of locations

Location	Number
National (no. of states)	30
International (no. of countries)	12

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

The contribution of exports to the total turnover of the entity during the reporting period was 45.91%.

c. A brief on types of customers

GNA Axles serves a diverse customer base comprising Original Equipment Manufacturers (OEMs) across domestic and international markets. Its customers primarily include manufacturers of off-highway equipment, tractors, commercial transport vehicles, and sport utility vehicles.

IV. Employees

20. Details as at the end of financial year:

a. Employees and workers (including differently abled):

S. no.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Employees						
1.	Permanent (D)	515	484	93.98%	31	6.02%
2.	Other than permanent (E)	-	-	-	-	-
3.	Total employees (D + E)	515	484	93.98%	31	6.02%
Workers						
4.	Permanent (F)	1,187	1,187	100%	0	0%
5.	Other than permanent (G)	961	812	84.50%	149	15.50%
6.	Total workers (F + G)	2,148	1,999	93.06%	149	6.94%

b. Differently abled employees and workers:

S. no.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Differently abled employees						
1.	Permanent (D)	0	0	0%	0	0%
2.	Other than permanent (E)	0	0	0%	0	0%
3.	Total differently abled employees (D + E)	0	0	0%	0	0%
Differently abled workers						
4.	Permanent (F)	0	0	0%	0	0%
5.	Other than permanent (G)	0	0	0%	0	0%
6.	Total differently abled workers (F + G)	0	0	0%	0	0%

21. Participation/inclusion/representation of women

	Total (A)	No. and % of females	
		No. (B)	% (B/A)
Board of Directors	12	1	8.33%
Key Management Personnel	2	0	0.00

22. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

	2025-26 (Turnover rate in current financial year)			2024-25 (Turnover rate in previous financial year)			2023-24 (Turnover rate in the year prior to the previous financial year)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent employees	4%	0%	4%	6%	0%	6%	5%	11%	5%
Permanent workers	11%	0%	11%	9%	0%	9%	10%	0%	10%

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

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

S. no.	Name of the holding/subsidiary/associate companies/joint ventures (A)	Indicate whether holding/subsidiary/associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	GNA Axles Inc.	Subsidiary	100%	No
2.	GNA Mobility Limited	Subsidiary	100%	No

VI. CSR Details

24. i. Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

ii. Turnover (in ₹): ₹ 14,784,182,804

iii. Net worth (in ₹): ₹ 1,004,113,378

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 was received	Grievance redressal mechanism in place (Yes/No) (If yes, then provide a weblink to the grievance redress policy)	2025-26 (Current financial year)			2024-25 (Previous financial year)		
		Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks	Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks
Communities	No	0	0	NA	-	-	NA
Investors (other than shareholders)	Yes. A copy of the policy shall be made available on receipt of a written request from stakeholders.	0	0	NA	-	-	NA

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Stakeholder group from whom complaint was received	Grievance redressal mechanism in place (Yes/No) (If yes, then provide a weblink to the grievance redress policy)	2025-26 (Current financial year)			2024-25 (Previous financial year)		
		Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks	Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks
Shareholders	Yes. A copy of the policy shall be made available on receipt of a written request from stakeholders.	14	1	NA	10	1	NA
Employees and workers	Yes. A copy of the policy shall be made available on receipt of a written request from stakeholders.	0	0	NA	-	-	NA
Customers	Yes. A copy of the policy shall be made available on receipt of a written request from stakeholders.	1	0	NA	-	-	NA
Value chain partners	No	0	0	NA	-	-	NA
Other (please specify)	No	0	0	0	-	-	NA

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, and 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 or opportunity (indicate positive or negative implications)
1	Innovation	0	Continuous innovation in product design and manufacturing processes enables improved product performance, cost optimisation, and alignment with evolving OEM requirements and regulatory standards	NA	Positive: Enhances competitiveness, supports revenue growth, and improves margins through efficiency gains
2	Resource efficiency	0	Optimising the use of materials and energy contributes to cost efficiency and enhances overall sustainability performance	Focusing on lean manufacturing practices, together with measures for conserving energy and resources	Positive: Through cost savings

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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 or opportunity (indicate positive or negative implications)
3	Emissions management	R	Stringent environmental regulations and increasing stakeholder focus on climate impact expose the Company to compliance and transition risks related to greenhouse gas emissions	Adoption of cleaner technologies, energy transition initiatives, emissions monitoring, and compliance with applicable environmental norms	- Positive: Over the long term through efficiency improvements - Negative: Potential increase in capital and operating expenditure for compliance
4	Customer centricity	O	Maintaining strong relationships with OEM clients through quality, reliability, and responsiveness is critical for sustained business growth and market positioning	NA	Positive: Drives customer retention, repeat business, and long-term contracts
5	Occupational health and safety	R	Manufacturing operations involve inherent safety risks that can impact workforce well-being, operational continuity, and regulatory compliance	- Implementation of safety management systems, regular training, and audits - Adherence to safety standards to minimise incidents	Negative: Potential financial impact from accidents, legal liabilities, and operational disruptions
6	Waste management	R	Ineffective waste handling can lead to environmental non-compliance and increased disposal costs, while efficient waste management can improve resource recovery and reduce costs	Adoption of waste segregation, recycling, and disposal practices in line with regulatory requirements	Negative: Due to potential penalties and higher disposal costs if unmanaged
7	Employee well-being	O	Employee engagement, satisfaction, and development contribute to productivity, retention, and organisational performance	NA	Positive: Improved productivity, reduced attrition costs, and enhanced organisational effectiveness
8	Material sourcing	R	Dependence on quality raw materials and supply chain stability exposes the Company to risks related to price volatility, supply disruptions, and supplier compliance	Diversification of supplier base, long-term procurement strategies, and supplier evaluation mechanisms	Negative: Increased procurement costs and potential supply disruptions impacting production
9	Risk management and compliance	R	Non-compliance with regulatory requirements and inadequate risk management practices can result in legal penalties, reputational damage, and operational disruptions	Strengthening of internal controls, compliance frameworks, regular audits, and risk assessment processes	Negative: Financial penalties, legal costs, and business continuity risks

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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.

S. no.	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	No	Yes	Yes
	b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes
	c. Weblink of the policies, if available	Policy webpage: https://gnaaxles.in/reports-and-documents.php Principle 1: Business Ethics Policy Code of Conduct for Directors and Senior Management Code of Conduct Related Party Transaction Policy Policy for Prohibition of Insider Training Dividend Distribution Policy Nomination and Remuneration Policy Risk Management Policy Subsidiary Policy Vigil Mechanism Policy Principle 2: Code of Conduct CSR Policy for Suppliers Principle 3: Code of Conduct Vigil Mechanism Policy CSR Policy for Suppliers Principle 4: Business Ethics Policy Code of Conduct Vigil Mechanism Policy Related Party Transaction Policy Code of Conduct for Directors and Senior Management Policy for Prohibition of Insider Training Nomination and Remuneration Policy								

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S. no.	Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
		• Risk Management Policy • Subsidiary Policy • Dividend Distribution Policy • CSR Policy • CSR Policy for Suppliers Principle 5: • Code of Conduct • Vigil Mechanism Policy • Business Ethics Policy • CSR Policy for Suppliers Principle 6: • Code of Conduct • CSR Policy for Suppliers Principle 8: • Code of Conduct • CSR Policy • CSR Policy for Suppliers Principle 9: • Code of Conduct • Business Ethics Policy								
2	Whether the entity has translated the policy into procedures. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes
3	Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes
4	Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	Principle 6: ISO 14001:2015 Principle 9: IATF 16949:2016								
5	Specific commitments, goals, and targets set by the entity with defined timelines, if any.	GNA Axles continues to strengthen its renewable energy initiatives as part of its broader sustainability efforts. Key developments undertaken during the year include: • Expansion of rooftop solar power generation capacity, taking the Company's total installed solar capacity to 6 MW as at the close of the year • Initiation of a solar park project at Thikriwal village, Kapurthala district, Punjab, with a planned power generation capacity of 10 MW These initiatives reflect the Company's continued focus on increasing renewable energy adoption and supporting sustainable energy management across its operations.								
6	Performance of the entity against the specific commitments, goals and targets along with reasons in case the same are not met.	The Company continued to make progress against its sustainability commitments during the year through initiatives focused on renewable energy adoption and resource efficiency. Key developments included the expansion of rooftop solar power capacity to 6 MW and the commencement of a 10 MW solar park project in Kapurthala, Punjab. These measures reflect the Company's ongoing efforts towards enhancing renewable energy utilisation and supporting long-term sustainability objectives.								

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S. no.	Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
	Governance, leadership and oversight									
7	Statement by the Director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	At GNA Axles, we continue to strengthen our commitment towards sustainable growth by advancing the integration of renewable energy across our operations. During the year, we significantly expanded our rooftop solar power generation capacity, taking the total installed capacity to 6 MW as at the close of the year. Building on this progress, we also commenced the development of a 10 MW solar power park at Thikriwal village, Kapurthala district, Punjab. These initiatives represent an important step in our journey towards cleaner energy adoption and responsible resource management. As we move forward, we remain focussed on strengthening our environmental performance while supporting long-term business resilience and sustainable value creation for all our stakeholders.								
8	Details of the highest authority responsible for implementing and overseeing the Business Responsibility policy(ies).	Mr. Ranbir Singh – CEO & MD Telephone: 01882 262273 Email: ranbir@gnagroup.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.	Responsibility for decisions concerning sustainability-related issues rests with the Board of Directors.								

10 Details of Review of NGRBCs by the Company:

Subject for review	Principle	Indicate whether the review was undertaken by Director/Committee of the Board/any other committee	Frequency (Annually/half-yearly/quarterly/any other – please specify)
Performance against the above policies and follow-up action	Principle 1	Internal Committee	Periodically
	Principle 2	Internal Committee	Periodically
	Principle 3	Internal Committee	Periodically
	Principle 4	Internal Committee	Periodically
	Principle 5	Internal Committee	Periodically
	Principle 6	Internal Committee	Periodically
	Principle 7	NA	NA
	Principle 8	Internal Committee	Periodically
	Principle 9	Internal Committee	Periodically
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	Principle 1	Internal Committee	Periodically
	Principle 2	Internal Committee	Periodically
	Principle 3	Internal Committee	Periodically
	Principle 4	Internal Committee	Periodically
	Principle 5	Internal Committee	Periodically
	Principle 6	Internal Committee	Periodically
	Principle 7	NA	NA
	Principle 8	Internal Committee	Periodically
	Principle 9	Internal Committee	Periodically

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 is categorised as 'Essential' and 'Leadership'. While the essential indicators are expected to be disclosed by every entity mandated to file this report, the leadership indicators may be voluntarily disclosed by entities that aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

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	1	GNA Axles conducts multiple training and awareness programmes during the year on subjects including the Code of Conduct, Prevention of Sexual Harassment (POSH), Whistle-Blower Policy, Environmental, health, and safety practices, Compliance management & understanding of the Company's business.	100%
Key Managerial Personnel	1	Compliance, Risk Management, Environment, Safety.	100%

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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
Employees other than BoD & KMP	5	GNA Axles conducts multiple training and awareness programmes during the year on subjects including the Code of Conduct, Prevention of Sexual Harassment (POSH), Whistle-Blower Policy, and environmental, health, and safety practices. All newly inducted team members undergo structured technical and behavioural training programmes as part of the induction process, beginning with sessions on workplace safety and environmental practices. These programmes record complete participation across the organisation.	100%
Workers	10	GNA Axles conducts multiple training and awareness programmes during the year on subjects including the Code of Conduct, Prevention of Sexual Harassment (POSH), Whistle-Blower Policy, and environmental, health, and safety practices. All newly inducted team members undergo structured technical and behavioural training programmes as part of the induction process, beginning with sessions on workplace safety and environmental practices. These programmes record complete participation across the organisation.	60%

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

Monetary					
	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Amount (in ₹)	Brief of the case	Has an appeal been preferred (Yes/No)
Penalty/fine	Nil	Nil	Nil	Nil	Nil
Settlement	Nil	Nil	Nil	Nil	Nil
Compounding fee	Nil	Nil	Nil	Nil	Nil
Non-monetary					
NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Amount (in ₹)	Brief of the case	Has an appeal been preferred (Yes/No)	
Imprisonment	Nil	Nil	Nil	Nil	
Punishment	Nil	Nil	Nil	Nil	

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

Case details	Name of the regulatory/enforcement agencies/judicial institutions
NA	NA

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

GNA Axles maintains a governance framework focused on ethical conduct, accountability, and regulatory compliance across the organisation. The Company has established a formal Code of Conduct applicable to Directors, Key Managerial Personnel, Senior Management Personnel, and employees. The Code explicitly outlines the Company's anti-bribery and anti-corruption stance under its provisions relating to prohibition of bribery and corrupt practices.

The key governance measures include:

- Prohibiting employees from engaging in corrupt practices, including offering or accepting bribes, kickbacks, facilitation payments, false incentives, fraud, embezzlement, and improper financial dealings with vendors or suppliers
- Defining standards of professional conduct centred on integrity, transparency, accountability, and ethical business behaviour
- Adopting a zero-tolerance approach towards bribery and corruption to support lawful and responsible business operations
- Requiring compliance with all applicable laws, regulations, internal policies, and procedures
- Periodically reviewing and updating the Code of Conduct to ensure continued relevance and effectiveness
- Implementing a Whistle-Blower Policy that enables employees to report concerns and unethical practices through a structured mechanism

Through these measures, GNA Axles continues to strengthen its ethical governance practices and reinforce its commitment towards the prevention of bribery and corruption across its operations.

Weblink: [Code of Conduct Management](#)

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

	2025-26 (Current financial year)	2024-25 (Previous financial year)
Directors	Nil	Nil
KMP	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

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

	2025-26 (Current financial year)	2024-25 (Previous financial year)
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 KMP	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.

NA

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

	2025-26 (Current financial year)	2024-25 (Previous financial year)
Number of days of accounts payables	103	76

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9. Openness of business

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

Parameter	Metrics	2025-26 (Current financial year)	2024-25 (Previous financial year)
Concentration of purchases	a. Purchases from trading houses as % of total purchases	Nil	Nil
	b. Number of trading houses where purchases are made from	Nil	Nil
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	Nil	Nil
Concentration of sales	a. Sales to dealers/distributors as % of total sales	Nil	Nil
	b. Number of dealers/distributors to whom sales are made	Nil	Nil
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	Nil	Nil
Shares of RPT in	a. Purchases (Purchases with related parties/total purchases)	Nil	Nil
	b. Sales (Sales to related parties/total sales)	Nil	Nil
	c. Loans & advances (Loans & advances given to related parties/total loans & advances)	Nil	Nil
	d. Investments (Investments in related parties/total investments made)	Nil	Nil

PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

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

	2025-26 (Current financial year)	2024-25 (Previous financial year)	Details of improvements in environmental and social impacts
R&D	Nil	Nil	NA
Capex	Nil	Nil	NA

- a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes. GNA Axles is committed to developing a sustainable supply chain through responsible sourcing practices. Accordingly, steel is procured from suppliers that comply with internationally recognised standards such as ISO 9001 and ISO 14001.

As part of its ongoing sustainability efforts, the Company intends to establish a formal framework to evaluate and integrate environmental and social impact considerations into supplier selection and management. This approach reflects its focus on strengthening ethical and sustainable practices across its supply chain.

- b. If yes, what percentage of inputs were sourced sustainably?**

NA

- 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.**

GNA Axles is not involved in the production of plastic goods or electronic products, and hazardous substances do not form a significant part of its core manufacturing activities. As a result, the Company is not subject to product recovery or take-back obligations for these categories. However, it has implemented appropriate procedures for the responsible handling and disposal of incidental waste in accordance with environmental regulations.

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Waste management practices followed by the Company include:

- Plastic waste: Limited packaging material received from suppliers is segregated and transferred to authorised recycling agencies
- E-waste: Obsolete office-related electronic items are disposed of through certified e-waste recyclers and handlers
- Hazardous waste: Limited waste generated from maintenance activities is managed through approved agencies in compliance with applicable regulatory requirements
- Other waste: Recyclable non-hazardous waste, including metal scrap, is channelled through authorised recycling vendors

Through these measures, GNA Axles continues to support responsible waste management and environmental compliance across its operations.

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.

Yes. As an automotive ancillary company, the Company is subject to Extended Producer Responsibility (EPR) requirements and aligns its operations accordingly. Accordingly, its waste collection framework is aligned with EPR plans submitted to the relevant Pollution Control Boards.

To support efficient resource utilisation, GNA Axles undertakes initiatives focused on waste reduction, reuse, and recycling. These efforts are further supported through established mechanisms such as collection centres and stakeholder engagement processes, enabling the scientific and environmentally responsible management of automotive waste.

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	484	484	100%	484	100%	NA	NA	0	0%	0	0%
Female	31	31	100%	31	100%	31	100%	NA	NA	0	0%
Total	515	515	100%	515	100%	31	100%	0	0%	0	0%
Other than permanent employees											
Male	0	0	0%	0	0%	NA	NA	0	0%	0	0%
Female	0	0	0%	0	0%	0	0%	NA	NA	0	0%
Total	0	0	0%	0	0%	0	0%	0	0%	0	0%

b. 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	1,187	1,187	100%	1,187	100%	NA	NA	0	0%	0	0%
Female	0	0	0%	0	0%	0	0%	0	0%	0	0%
Total	1,187	1,187	100%	1,187	100%	0	0%	NA	NA	0	0%
Other than permanent workers											
Male	812	812	100%	0	0%	NA	NA	0	0%	0	0%
Female	149	149	100%	0	0%	0	0%	NA	NA	0	0%
Total	961	961	100%	0	0%	0	0%	0	0%	0	0%

*Health Insurance benefits are provided through ESI and Health Insurance as per slab.

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

	2025-26 (Current financial year)	2024-25 (Previous financial year)
Cost incurred on well-being measures as a % of total revenue of the company	0.17%	0.16%

2. Details of retirement benefits, for current financial year and previous financial year

Benefits	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with authority (Y/N/NA)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with authority (Y/N/NA)
PF	97.69%	99.07%	Yes	96.99%	98.46%	Y
Gratuity	100%	100%	Yes	100%	100%	Y
ESI	38.06%	100%	Yes	41.97%	100%	Y
Others – please specify	NA	NA	NA	NA	NA	NA

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.

Yes. The Company has incorporated accessibility features such as elevators, ramps, wheelchairs, and accessible washrooms within its office premises to support differently abled employees. However, similar provisions are presently not available across manufacturing units due to operational challenges associated with the nature of manufacturing activities. Despite these constraints, GNA Axles continues to explore practical opportunities to strengthen accessibility measures in alignment with the Rights of Persons with Disabilities Act, 2016.

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

Yes. GNA Axles has an Equal Opportunity framework in place in accordance with the Rights of Persons with Disabilities Act, 2016. The Company follows a non-discriminatory approach across employment practices, including recruitment, promotion, compensation, transfers, and career development opportunities.

Key aspects of the framework include:

- Equal employment opportunities for all individuals, irrespective of gender, caste, religion, age, nationality, ethnicity, disability, sexual orientation, or other legally protected characteristics
- Merit-based employment decisions across hiring and workforce management processes
- Commitment to ensuring fair treatment and equal opportunities for persons with disabilities across the organisation

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

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	Nil	Nil	Nil	Nil
Female	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

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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	Through a formal grievance redressal process, workers can communicate concerns either verbally or in writing to their immediate line manager for initial resolution. Matters that remain unresolved are escalated to the Sectional Head, followed by the HR Head, for further review and appropriate action.
Other than permanent workers	
Permanent employees	Employees are provided with multiple avenues to communicate grievances, including Email, written representations, or verbal discussions with their respective Head of Department. Unresolved queries are further escalated to HR and senior leadership, including the Executive Director or Managing Director, for final review and resolution.
Other than permanent employees	

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

Category	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Total employees/workers in the respective category (A)	No. of employees/workers in the respective category who are part of association(s) or Union (B)	% (B/A)	Total employees/workers in the respective category (C)	No. of employees/workers in the respective category who are part of association(s) or Union (D)	% (D/C)
Total permanent employees	NA	NA	NA	NA	NA	NA
Male	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA
Total permanent workers	NA	NA	NA	NA	NA	NA
Male	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA

8. Details of training given to employees and workers:

Category	2025–26 (Current financial year)					2024–25 (Previous financial year)				
	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	484	260	53.72%	110	22.73%	478	300	62.76%	300	62.76%
Female	31	31	100%	31	100%	20	20	100%	20	100%
Total	515	291	56.50%	141	27.38%	498	320	64.26%	320	64.26%
Workers										
Male	1,187	650	54.76%	650	54.76%	1,039	600	57.75%	600	57.75%
Female	0	0	0%	0	0%	0	0	0%	0	0%
Total	1,187	650	54.76%	650	54.76%	1,039	600	57.75%	600	57.75%

Business Responsibility and Sustainability Report (Contd.)

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

Category	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	484	457	94.42%	478	451	94.35%
Female	31	26	83.87%	20	16	80%
Total	515	483	93.79%	498	467	93.78%
Workers						
Male	1,187	1,156	93.39%	1,039	1,006	96.82%
Female	0	0	0%	0	0	0%
Total	1,187	1,156	93.39%	1,039	1,006	96.82%

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?**

Yes. The Company has implemented an integrated health and safety framework across its locations to support employee well-being and maintain safe working conditions. These measures include:

- Company-sponsored medical insurance as part of its broader employee health and wellness initiatives
- Provision of protective equipment, including gloves and other safety gear, to help maintain a secure workplace environment
- Installation of key safety infrastructure such as fire alarms, extinguishers, and clearly identified emergency exit routes across premises
- Workplace design features including ergonomic furniture, stairways, and elevators to support employee safety, accessibility, and comfort

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

The Company follows a structured approach for hazard identification and risk assessment across both routine and non-routine activities to support workplace safety. Key practices include:

- Conducting routine safety inspections, planned assessments, and periodic reviews to identify potential hazards
- Undertaking preventive maintenance to minimise equipment-related risks, along with pre-task risk evaluations before work begins

Collectively, these measures support timely risk identification and enable the implementation of appropriate safety controls and corrective actions.

c) Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Yes/No)

Yes. Structured mechanisms are established to encourage employee participation in identifying workplace hazards and recommending safety improvements. These initiatives include:

- Implementing the Safety Steward Programme, equipping employees to record, evaluate, and report safety-related observations
- Encouraging active employee involvement in Safety Committee meetings, to collaboratively discuss risks and address safety concerns

Together, these measures promote a culture of workforce engagement in strengthening workplace safety and continuous risk management.

Business Responsibility and Sustainability Report (Contd.)

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

Yes. Employees are provided with comprehensive healthcare support that extends beyond occupational health requirements. This support includes:

- On-site medical facilities managed by trained first-aid personnel to address minor health concerns
- Access to ESI hospitals and other healthcare institutions for advanced medical treatment, with eligible expenses supported through insurance coverage

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

Safety Incident/Number	Category	2025-26 (Current financial year)	2024-25 (Previous financial year)
Lost Time Injury Frequency Rate (LTIFR) (per one million person-hours worked)	Employees	Nil	Nil
	Workers	Nil	Nil
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	Nil	Nil
No. of fatalities	Employees	Nil	Nil
	Workers	Nil	Nil
High-consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	Nil	Nil

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

GNA Axles follows a comprehensive employee safety framework. It integrates training, risk control, workplace design, health initiatives, emergency readiness, and the development of a strong safety culture across its operations. All incidents are systematically investigated to determine root causes, with corrective actions implemented to prevent recurrence. Additionally, a strong emphasis is placed on proactive risk prevention to minimise potential harm. Key practices include:

- Conducting periodic management reviews of safety systems and performance indicators
- Carrying out regular workplace inspections, team-level discussions, and internal audits to identify hazards
- Performing structured risk assessments to evaluate and manage operational safety concerns
- Implementing comprehensive induction and safety training programmes for employees
- Strengthening preparedness and response effectiveness through emergency response drills
- Conducting routine medical examinations and employee health initiatives
- Scheduling inspections of machinery, pressure vessels, and electrical infrastructure to support compliance
- Deploying machine interlocks and protective guarding systems to reduce operational risks
- Establishing defined accountability mechanisms supported by established safety response procedures

Through this multi-layered approach, the Company promotes continuous safety enhancement through leadership oversight, employee participation, preventive risk management, and comprehensive emergency preparedness.

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

	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Working conditions	0	0	NA	0	0	NA
Health & safety	0	0	NA	0	0	NA

Business Responsibility and Sustainability Report (Contd.)

14. Assessments for the year:

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

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

The Company implements comprehensive safety measures and procedures aimed at lowering risks and preserving workplace security.

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.

Key stakeholder groups are determined through a structured consultation process involving functional heads, senior leadership, and Directors, supported by the Company's extensive industry experience. Through this approach, it identifies a broad range of stakeholders, including promoters, employees, customers, business associates, investors, lenders, suppliers, regulatory authorities, local communities, and CSR partners. GNA Axles places importance on understanding stakeholder perspectives and recognises their contributions as integral to its long-term growth and overall development.

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

Stakeholder group	Whether identified as vulnerable & marginalised 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	No	- Departmental meetings and leadership interactions - Training sessions and toolbox talks - Internal Emails, circulars and notice boards - Employee feedback forums and grievance channels - Performance and development discussions	Continuous with monthly and need-based touchpoints	- Building a safe, compliant and productive workplace through regular dialogue on occupational health and safety - Strengthening capability through technical, behavioural and leadership development - Understanding workforce expectations relating to welfare, engagement, recognition and career progression - Encouraging operational discipline, collaboration and responsible workplace practices

Business Responsibility and Sustainability Report (Contd.)

Stakeholder group	Whether identified as vulnerable & marginalised 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
Customers	No	- Key account meetings and plant visits - Product development reviews and technical discussions - Customer satisfaction surveys - Digital correspondence, presentations and service reviews - Industry exhibitions and business forums	Ongoing and project-linked; quarterly and need-based	- Understanding customer requirements on quality, delivery, innovation and reliability - Aligning product performance with evolving market and OEM expectations - Addressing concerns relating to product consistency, service responsiveness and long-term partnerships - Identifying opportunities for value creation through process improvements and customised solutions
Investors	No	- Annual General Meeting - Quarterly financial disclosures and investor presentations - Stock exchange intimations - Corporate website and annual report - Emails	Quarterly, annually and event-based	- Communicating financial and operational performance with transparency - Sharing strategic priorities, governance practices and growth outlook - Responding to shareholder queries on business resilience, capital allocation and long-term value creation - Maintaining confidence through timely disclosures and responsible investor relations
Suppliers	No	- Supplier meetings - Procurement reviews and audits - Emails, calls and digital supply chain platforms - Site visits and capability assessments - Policy communication and onboarding sessions	Ongoing, with periodic and need-based reviews	- Promoting supply continuity, quality standards and ethical business conduct across the value chain - Addressing expectations on delivery schedules, cost efficiency and compliance requirements - Encouraging supplier capability enhancement, process alignment and responsible sourcing practices - Strengthening collaboration on operational efficiency and risk management

Business Responsibility and Sustainability Report (Contd.)

Stakeholder group	Whether identified as vulnerable & marginalised 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
Regulators	No	- Statutory filings and official correspondence - Compliance audits and inspections - Industry consultations and review meetings - Environmental and safety reporting - Policy-related submissions	Need-based and as per regulatory timelines	- Ensuring adherence to applicable legal, environmental and governance requirements - Maintaining proactive engagement on statutory developments affecting operations - Supporting transparent disclosures and compliance readiness - Addressing regulatory observations, policy expectations and sector-specific responsibilities
Local communities	Yes	- Community meetings and local outreach programmes - CSR initiatives and project implementation visits - Grievance redressal channels - Awareness campaigns and field interactions - Partnerships with local institutions and implementing agencies	Continuous, with programme-specific reviews	- Understanding local development priorities and social concerns - Supporting community well-being through focused interventions in education, health, infrastructure and livelihood - Encouraging inclusive development through regular consultation and participation - Addressing grievances and strengthening trust through sustained local engagement

PRINCIPLE 5: Businesses should respect and promote human rights

Essential Indicators

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

Category	2025–26 (Current financial year)			2024–25 (Previous financial year)		
	Total (A)	No. of employees/workers covered (B)	% (B/A)	Total (C)	No. of employees/workers covered (D)	% (D/C)
Employees						
Permanent	515	291	56.50%	498	100	20.08%
Other than permanent	0	0	NA	0	0	NA
Total employees	515	291	56.50%	498	100	20.08%

Category	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Workers						
Permanent	1,187	1,156	97.39%	1,039	300	28.87%
Other than permanent	961	300	31.22%	819	0	NA
Total workers	2,148	1,456	67.79%	1,858	300	16.15%

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

Category	2025-26 (Current financial year)					2024-25 (Previous financial year)				
	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	515	0	0%	515	100%	498	0	0%	498	100%
Male	484	0	0%	484	100%	478	0	0%	478	100%
Female	31	0	0%	31	100%	20	0	0%	20	100%
Other than permanent	0	0	0%	0	0%	0	0	0%	0	0%
Male	0	0	0%	0	0%	0	0	0%	0	0%
Female	0	0	0%	0	0%	0	0	0%	0	0%
Workers										
Permanent	1,187	0	0%	1,187	100%	1,039	0	0%	1,039	100%
Male	1,187	0	0%	1,187	100%	1,039	0	0%	1,039	100%
Female	0	0	0%	0	NA	0	0	0%	0	0%
Other than permanent	961	961	100%	0	0%	819	819	100%	0	0%
Male	812	812	100%	0	0%	764	764	100%	0	0%
Female	149	149	100%	0	0%	55	55	100%	0	0%

3. Details of remuneration/salary/wages, in the following format:

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary/wages of the respective category (in ₹ Lacs)	Number	Median remuneration/ salary/wages of the respective category (in ₹ Lacs)
Board of Directors (BoD)	11	198.15	1	0
Key Managerial Personnel	2	18.99	0	0
Employees other than BoD and KMP	476	3.28	31	2.58
Workers	1,187	1.58	0	0

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

	2025-26 (Current Financial year)	2024-25 (Previous financial year)
Gross wages paid to females as % of total wages	0.99%	0.93%

Business Responsibility and Sustainability Report (Contd.)

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

Yes. Grievance investigations are conducted by a designated team in the HR & Personnel Department. The team evaluates each matter on a case-by-case basis, takes necessary action, and oversees human rights concerns within the organisation.

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

Any employee with job-related or rights-related concerns is encouraged to contact the Head of HR & Personnel. Each matter is examined, suitable corrective action is taken, and updates are shared with the employee, ensuring prompt and impartial grievance management.

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

	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual harassment	0	0	NA	0	0	NA
Discrimination at workplace	0	0	NA	0	0	NA
Child labour	0	0	NA	0	0	NA
Forced labour/involuntary labour	0	0	NA	0	0	NA
Wages	0	0	NA	0	0	NA
Other human rights-related issues	0	0	NA	0	0	NA

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

	2025-26 (Current financial year)	2024-25 (Previous financial year)
Total complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees/workers	NA	NA
Complaints on POSH upheld	NA	NA

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

GNA Axles has established mechanisms to protect employees reporting concerns related to discrimination, harassment, or unethical conduct. The Company provides safeguards to ensure that complainants and individuals supporting investigations are protected from retaliation, victimisation, or unfair treatment.

Key measures include:

- Maintaining confidentiality of the complainant's identity to the extent permitted under applicable law
- Providing protection against retaliation or adverse treatment arising from the reporting of concerns
- Extending similar safeguards to employees assisting in investigations
- Taking appropriate steps to minimise difficulties that may be experienced by complainants during the investigation process
- Managing complaints through structured grievance and investigation mechanisms, including oversight by the Internal Complaints Committee in cases relating to sexual harassment

Weblink: [Vigil Mechanism Policy](#)

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

Yes. The Company highly values human rights and reflects this commitment through its contractual agreements and business dealings.

10. Assessments for the year:

	% of your plants and offices that were assessed (by the entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	100%

11. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above.

NA

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	2025–26 (Current financial year)	2024–25 (Previous financial year)
From renewable sources			
Total electricity consumption (A)	GJ	26,803.73	6,224.64
Total fuel consumption (B)	-	-	-
Energy consumption through other sources (C)	-	-	-
Total energy consumed from renewable sources (A + B + C)	GJ	26,803.73	6,224.64
From non-renewable sources			
Total electricity consumption (D)	GJ	435,481.56	445,648.68
Total fuel consumption (E)	GJ	22,801.75	7,625.39
Energy consumption through other sources (F)	-	-	-
Total energy consumed from non-renewable sources (D + E + F)	GJ	458,283.31	453,274.06
Total energy consumed (A + B + C + D + E + F)	GJ	485,087.04	459,498.71
Energy intensity per ₹ of turnover (Total energy consumption/revenue from operations)	Energy consumed in GJ/revenue in ₹ Lacs	3.28	2.98
Energy intensity per ₹ of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/revenue from operations adjusted for PPP)	Energy consumed in GJ/revenue adjusted for PPP in ₹ Lacs	66.74	61.65
Energy intensity in terms of physical output (Total energy consumed/FTE)	Energy consumed in GJ/FTE	941.92	961.29
Energy intensity (optional) – the relevant metric may be selected by the entity	-	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, the name of the external agency: No

Business Responsibility and Sustainability Report (Contd.)

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? (Yes/No) 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.

NA

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

Parameter	2025-26 (Current financial year)	2024-25 (Previous financial year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	94,086	68,213
(iii) Third-party water	-	-
(iv) Seawater/desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	94,086	68,213
Total volume of water consumption (in kilolitres)	94,086	68,213
Water intensity per ₹ of turnover (Water consumed in kilolitres/₹ in Lacs of turnover)	0.64	0.44
Water intensity per ₹ of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption in kilolitres/revenue from operations in ₹ Lacs adjusted for PPP)	12.94	9.15
Water intensity in terms of physical output (Total water consumption in kilolitres/FTE)	182.69	142.71
Water intensity (optional) – the entity may select the relevant metric	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, the name of the external agency: No.

4. Provide the following details related to water discharged:

Parameter	2025-26 (Current financial year)	2024-25 (Previous financial year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(ii) To Groundwater	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(iii) To Seawater	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(iv) Sent to third-parties	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(v) Others	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	53,312	52,655
Total water discharged (in kilolitres)	53,312	52,655

Business Responsibility and Sustainability Report (Contd.)

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

Yes. The Company operates a zero liquid discharge system supported by dedicated effluent and sewage treatment plants. All industrial wastewater is treated and repurposed for irrigation of on-site green spaces. This enables the elimination of liquid waste discharge, water conservation, and reduces the environmental footprint.

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

Parameter	Please specify unit	2025-26 (Current financial year)	2024-25 (Previous financial year)
NO _x	NA	32.75	31.20
SO _x	mg/Nm ³	22.20	21.15
Particulate matter (PM)	µg/m ³	90.20	90.10
Persistent organic pollutants (POP)	-	-	-
Volatile organic compounds (VOC)	-	-	-
Hazardous air pollutants (HAP)	-	-	-
Others – please specify	-	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, the name of the external agency: No

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

Parameter	Unit	2025-26 (Current financial year)	2024-25 (Previous financial year)
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	tCO ₂ e	1,657.22	548.77
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	tCO ₂ e	85,886.64	89,996.28
Total Scope 1 and Scope 2 emissions per ₹ of turnover	tCO ₂ e/₹ in Lacs of turnover	0.59	0.59
Total Scope 1 and Scope 2 emission intensity per ₹ of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/ revenue from operations adjusted for PPP)	tCO ₂ e/₹ in Lacs of turnover adjusted to PPP in USD	12.04	12.15
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO ₂ e/FTE	169.99	189.42
Total Scope 1 and Scope 2 emission intensity (optional) – the entity may select the relevant metric	NA	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, the name of the external agency: No

8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

Yes. The Company has undertaken renewable energy initiatives aimed at reducing greenhouse gas emissions across its operations.

Key initiatives include:

- Expansion of rooftop solar power generation capacity, increasing the total installed capacity to 6 MW as at the close of the year
- Commencement of a 10 MW solar power park project at Thikriwal village, Kapurthala district, Punjab

Business Responsibility and Sustainability Report (Contd.)

These initiatives support the Company's efforts towards increasing the use of clean energy and reducing dependence on conventional energy sources.

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

Parameter	2025-26 (Current financial year)	2024-25 (Previous financial year)
Total waste generated (in metric tonnes)		
Plastic waste (A)	320 Drums	509 Drums
E-waste (B)	0	0
Bio-medical waste (C)	0.02	0
Construction and demolition waste (D)	0	0
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other hazardous waste. Please specify, if any. (G)	0	0
Crude oil/Spent oil	2.49	5.50
Waste or residues containing oil	29.23	28.70
Chemical sludge from waste water treatment	2.90	2.60
Other non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	0	0
Total (A + B + C + D + E + F + G + H)	34.64	36.80
Waste intensity per ₹ of turnover (Total waste generated/revenue from operations)	0.0002	0.0002
Waste intensity per ₹ of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/revenue from operations adjusted for PPP)	0.0047	0.0049
Waste intensity in terms of physical output (Total waste generated/FTE)	0.06	0.07
Waste intensity (optional) – the relevant metric may be selected by the entity	NA	NA
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	0	0
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	0	0

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, the name of the external agency: No

Business Responsibility and Sustainability Report (Contd.)

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

The Company maintains structured waste management practices to support responsible disposal, regulatory compliance, and efficient resource utilisation across its operations. In line with this approach, it ensures:

- Plastic and packaging waste is systematically collected and channelled through certified recycling agencies
- Electronic waste is carefully dismantled and transferred to authorised recyclers for appropriate processing
- Hazardous waste is securely stored, transported, and treated at government-approved facilities in accordance with applicable legal requirements
- Other waste streams are segregated, with recyclable materials such as paper, wood, and metal sent to licensed vendors, while non-recyclable waste is disposed of at designated landfill sites
- Any additional hazardous waste is managed in strict compliance with relevant regulatory standards

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

S. no.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
None of the Company's operations or offices are present in or around ecologically sensitive areas.			

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

Name and brief details of project	EIA notification no.	Date	Whether conducted by an independent external agency (Yes/No)	Results communicated in the public domain (Yes/No)	Relevant weblink
NA					

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

S. no.	Specify the law/regulation/guidelines which were 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
Yes. The Company adheres to all relevant environmental rules, standards, and legal requirements applicable within India.				

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.

Six

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

S. no.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/National)
1	Confederation of Indian Industries (CII), New Delhi	National
2	The Associated Chambers Of Commerce and Industry of India (ASSOCHAM)	National
3	Association of Indian Forging Industry (AIFI)	National

Business Responsibility and Sustainability Report (Contd.)

S. no.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/National)
4	Automotive Components Manufacturers Association of India (ACMA, New Delhi)	National
5	The Council of EU Chambers of Commerce in India	National
6	Swiss-Indian Chamber of Commerce	National

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
NA	NA	NA

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

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

Name and brief details of the project	SIA notification no.	Date of notification	Whether conducted by an independent external agency (Yes/No)	Results communicated in the public domain (Yes/No)	Relevant weblink
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The Company executes its CSR programmes based on its approved policy framework, though it has not conducted social impact assessments because current regulations do not require them.

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

S. no.	Name of the project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (in ₹)
NA	NA	NA	NA	NA	NA	NA

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

The Company encourages an open and transparent dialogue with local communities through feedback mechanisms such as written communication, Emails, and periodic engagement meetings. All concerns are carefully assessed, and suitable measures are taken in a timely and respectful manner.

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

	2025-26 (Current financial year)	2024-25 (Previous financial year)
Directly sourced from MSMEs/small producers	Nil*	Nil
Directly from within India	100%	100%

*The Company's basic input is steel which is not procured from MSME/small producers.

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

Location	2025-26 (Current financial year)	2024-25 (Previous financial year)
Rural	100%*	100%
Semi-urban	0	0
Urban	0	0
Metropolitan	0	0

*The Company's manufacturing plants are situated in rural areas.

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.

Customer satisfaction forms an important part of GNA Axles's operational framework. It provides multiple channels for receiving feedback and grievances, including written correspondence, Email communication, and regular engagement meetings. This ensures that concerns are reviewed, addressed, and followed up in a timely manner. Furthermore, it evaluates feedback trends to identify areas for improvement, with relevant insights communicated to product teams to support continuous enhancement and strengthen overall customer experience.

2. Turnover of products and/services as a percentage of turnover from all products/services that carry information about:

	As a % of total turnover
Environmental and social parameters relevant to the product	NA
Safe and responsible usage	NA
Recycling and/or safe disposal	NA

3. Number of consumer complaints in respect of the following:

	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Received during the year	Pending resolution at the end of the year	Remarks	Received during the year	Pending resolution at the end of the year	Remarks
Data privacy	0	0	NA	0	0	NA
Advertising	0	0	NA	0	0	NA
Cybersecurity	0	0	NA	0	0	NA
Delivery of essential services	0	0	NA	0	0	NA
Restrictive trade practices	0	0	NA	0	0	NA
Unfair trade practices	0	0	NA	0	0	NA
Other	0	0	NA	0	0	NA

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	0	NA
Forced recalls	0	NA

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a weblink to the policy.

Yes. GNA Axles has established measures relating to data privacy and the protection of personal information. The Company is committed to safeguarding employee information in compliance with applicable data privacy laws and internal control mechanisms.

Key elements of the framework include:

- Protection of personal information collected during the course of employment
- Compliance with applicable regulations governing the collection, processing, storage, transfer, use, and disclosure of personal data
- Defined responsibilities for employees handling personal information to ensure adherence to data privacy requirements and internal controls
- Measures aimed at reducing risks associated with unauthorised access, misuse, or disclosure of sensitive information

Weblink: [Code of Conduct Management](#)

Business Responsibility and Sustainability Report (Contd.)

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 the safety of products/services.**

NA

7. **Provide the following information relating to data breaches:**

- a. **Number of instances of data breaches:** 0
- b. **Percentage of data breaches involving personally identifiable information of customers:** 0%
- c. **Impact, if any, of the data breaches:** Nil

Independent Auditor's Report

To the Members of

GNA AXLES LIMITED.

Report on the audit of the standalone financial statements.

OPINION

We have audited the accompanying Standalone financial statements of **GNA AXLES LIMITED** ("the Company"), which comprise the Balance Sheet as at, March 31, 2026, the statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

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

BASIS FOR OPINION

We conducted our audit of the standalone financial statements in accordance with the standards on auditing specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the standalone financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

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.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

The Company's board of directors are responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report Corporate Governance and share holder information, but does not include the financial statements and our auditor's report thereon.

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

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

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

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Ind. AS financial statements that give a true and fair view of the financial position, financial performance in accordance with the accounting principles generally accepted in India, including the Accounting Standards Ind. AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Indian accounting standard) Rules, 2015 as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 Ind. As 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 is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of

Independent Auditor's Report (Contd.)

accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The board of directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related

disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguard. 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 purpose of our audit;
 - b). In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c). The Balance Sheet, Statement of Profit and loss (including other comprehensive income), the statement of change in equity, the statement of cash flow and notes to the standalone financial statements dealt with by this report are in agreement with the books of account.

Independent Auditor's Report (Contd.)

- d). In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Indian Accounting Standards) Rule 2014 as amended.
 - e). On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f). With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g). With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
 - h). With respect to the other matters to be included in the auditor's Report in accordance with rule II of the Companies (Audit and auditors) Rule, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind. AS financial Statements- Refer notes to financial statements.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv) As per the management representation we report.
 - a) No funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries") with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.
 - b) no funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.
 - c) Based on the audit procedures performed, we report that nothing has come to our notice that has caused us to believe that the representations given under sub-clause (i) and (ii) by the management contains any material mis-statement.
 - v) In our opinion Company has complied with section 123 of the Companies Act, 2013 with respect to dividend declared/paid during the year.
 - vi) Based on our examination, which included test checks, performed by us on the company, has used accounting soft wares for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the soft wares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **G.S. SYAL & CO**
Chartered Accountants (FRN: 000457N)

(GURCHARAN SINGH)
Partner

Place: Jalandhar
Date: May 8, 2026

M. No. 080075
UDIN: 26080075JHREOR2800

Annexure "A"

to the Independent Auditor's Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Standalone Ind. AS financial statements of the Company for the year ended March 31, 2026.

1) PROPERTY, PLANT & EQUIPMENT:

- The Company has maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant & Equipment;
- As explained to us, the Property, Plant & Equipment have been physically verified by the management at reasonable intervals in accordance with regular programme of verification. According to the information and explanation given to us no material discrepancies were noticed on such verification.
- The title deeds of immovable properties are held in the name of the company.
- No re-valuations were done during the year.
- No proceeding has been initiated or pending against the company for holding any Benami Property under The Benami Transactions (Prohibition) Act, 1988.

2) INVENTORY

- As explained to us, the management has conducted the physical verification of inventory at reasonable intervals.
- No Material discrepancies of 10% or more in the aggregate for each class of inventories were noticed on physical verification of the inventory by the management as compared to books records.
- The company has been sanctioned working capital limits in excess of Rs.5.00 Crores from banks or financial institutions on the basis of security of current assets.

3) LOANS, GUARANTEE AND ADVANCES GIVEN

According to the information and explanations given to us and on the basis of our examination of books of accounts, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (c) of the order are not applicable to the Company and hence not commented upon.

4) LOANS, GUARANTEE AND ADVANCES TO DIRECTOR OF COMPANY

In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, Guarantee and advances.

5) DEPOSITS

The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

6) MAINTENANCE OF COST RECORDS

As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.

7) DEPOSIT OF STATUTORY LIABILITIES

- According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Goods and Service Tax, Customs Duty, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2026 for a period of more than six months from the date on when they become payable.
- According to the information and explanation given to us, there are no material dues of customs duty and Income Tax, which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of sales tax, Goods & service tax and value added tax, income tax have not been deposited by the Company on account of disputes;

Annexure "A" (Contd.)

Nature of the Statute	Nature of the Dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending
Punjab Sales Tax Act	Demand P-VAT	5,467,036	2009-2010	VAT Tribunal
Punjab Sales Tax Act	Demand P-VAT	2,225,430	2008-2009	VAT Tribunal
Punjab Sales Tax Act	Demand P-VAT (Crane	180,000	2004-2005	DETC Appeals
Goods & Service Tax Liability	RCM	8,756,800	2019-2020	Before commissioner Appeals
Service Tax	RCM	92,282	2005 to 2007	Before.Commissioner Appeals
Punjab Sales Tax Act	Demand P-VAT	1,340,085	2011-2012	DETC Appeals

c) The company management believes that the ultimate outcome of these contingent liabilities will not have a material adverse effect on the Company's financial position and its results of operations.

8. SURRENDERED OR DISCLOSED AS INCOME IN THE TAX ASSESSMENTS

The company does not have any transactions to be 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.

9. DEFAULT IN REPAYMENT OF BORROWING

In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings from a financial institutions and banks.

10. FUNDS RAISED AND UTILIZATION

Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer (including Debt instruments). During the year the Company has taken Term Loans from Banks and utilized the amount of Term Loans for the purpose for which they were raised. The company has not made any preferential allotment or private placement or shares or fully or partly convertible debentures during the year under review.

11. FRAUD & WHISTLE-BLOWER COMPLAINTS

Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

12. NIDHI COMPANY

In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause xii of the Order are not applicable to the Company.

13. RELATED PARTY TRANSACTIONS

In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14. INTERNAL AUDIT

The company has an internal audit system commensurate with the size and nature of its business. Reports of internal audit committee for the period under audit were taken into consideration.

15. NON-CASH TRANSACTIONS

Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him and the provisions of section 192 of Companies Act, 2013 have been complied with.

16. REGISTRATION UNDER RBI ACT

In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

17. CASH LOSSES

The Company has not incurred cash losses in the financial year under Audit and in the immediately preceding financial year.

18. RESIGNATION OF STATUTORY AUDITORS

There has been no resignation of the statutory auditors during the year.

19. MATERIAL UNCERTAINTY ON MEETING LIABILITIES

On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying

Annexure "A" (Contd.)

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.

20. TRANSFER TO FUND SPECIFIED UNDER SCHEDULE VII OF COMPANIES ACT, 2013.

As per the provisions of amended companies Act 2013 the companies having profit of 5CR or more has to spent 2% of their average profits of last 3 years upon specific activity falling within CSR. The CSR Budget for the year 2025-26 of the company was Rs.30,049,770/-.

The Company has spent Rs.30,999,318/- on CSR activities during the Financial Year 2025-26 with the approval of CSR Committee of the Board. There is no unspent CSR Amount as on March 31, 2026

21. REMARKS OF SUBSIDIARY COMPANY

The Company does not have any qualifications or any adverse remarks by the auditors of its subsidiary company GNA Axles Inc. Michigan & G N A Mobility Limited.

For **G.S. SYAL & CO**
Chartered Accountants (FRN: 000457N)

(GURCHARAN SINGH)

Partner

M. No. 080075

UDIN: 26080075JHREOR2800

Place: Jalandhar
Date: May 8, 2026

Annexure “B”

to the Independent Auditor's Report

“Annexure B” to the Independent Auditor's Report of even date on the Standalone Financial Statements of GNA Axles Limited Report on the Internal Financial Controls under Clause (i of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

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

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and

Annexure "B" (Contd.)

not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026,

based on the Internal Control over financial reporting criteria established by the company considering the essential components of the 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 **G.S. SYAL & CO**
Chartered Accountants (FRN: 000457N)

(GURCHARAN SINGH)

Partner

M. No. 080075

UDIN: 26080075JHREOR2800

Place: Jalandhar
Date: May 8, 2026

Balance Sheet

As at March 31, 2026

₹ in Lacs

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
NON-CURRENT ASSETS			
a) Property, Plant & Equipment	1	45,890.76	40,563.52
b) Right of use assets		0	0
c) Capital Work in Progress	1	3,465.92	15.03
d) Goodwill		0	0
e) Other Intangible Assets		0	0
f) Intangible Assets under Development		0	0
g) Financial Assets			
(i) Investments	2	5.66	5.66
(ii) Loans		0	0
(iii) Other Financial Assets	3	1,317.97	1,317.97
h) Deferred Tax Assets		424.57	344.31
i) Other Non-Current Assets	4	1,131.95	3,325.71
		52,236.83	45,572.2
CURRENT ASSETS			
a) Inventories	5	24,774.06	19,364.23
b) Financial Asset			
Investments		0	0
Trade Receivables		61,090.3	63,833.98
Cash & Cash Equivalents	6	45.97	746.33
Bank Balance Other than Cash and Cash Equivalents	7	3,743.66	2,469.93
Loans		0	0
Other Financial Assets		0	0
c) Other Current Assets	8	10,129.71	4,525.71
d) Current Tax Assets (net)		0	0
		99,783.7	90,940.18
Total Assets		152,020.53	136,512.38
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	9	4,293.08	4,293.08
b) Other Equity	10	96,161.63	85,728.9
Total Equity		100,454.71	90,021.98
LIABILITIES			
NON-CURRENT LIABILITIES			
a) Financial Liabilities			
(i) Lease Liabilities		0	0
(ii) Borrowings	11	9,563.92	10,060.21
(iii) Other Financial Liabilities		0	0
b) Provisions		0	0
c) Deferred Tax Liabilities (net)		0	0
d) Other Non-Current Liabilities		0	0
Total Non-Current Liabilities		9,563.92	10,060.21
CURRENT LIABILITIES			
a) Financial Liabilities			
(i) Lease Liabilities		0	0
(ii) Borrowings	11	8,823.79	14,320.71
(iii) Trade Payable			
Total Outstanding Dues of Micro & Small Enterprises		647.95	331.32
Total Outstanding Dues of Creditors other than Micro & Small Enterprises		26,539.57	18,031.74
Other Current Financial Liabilities	12	3,420.68	1,503.19
b) Other Current Liabilities	13	548.71	455.31
c) Current Provisions	14	1,787.36	1,654.79
d) Current Tax Liabilities (Net)		233.84	133.13
		42,001.9	36,430.19
Total Liabilities		51,565.82	46,490.4
Total Equity & Liabilities		152,020.53	136,512.38

Annexed hereto Notes forming Parts of Financial Statements and Notes on Accounting Policies

As per our Report of even date annexed.

For **G.S. SYAL & CO.**

Chartered Accountants (FRN-000457N)

(GURCHARAN SINGH)

Partner

M.No. 080075

Ranbir Singh

Managing Director

Kulwin Seehra

Director

Place: Jalandhar

Dated: May 8, 2026

Rakesh Kumar

Chief Financial Officer

Gourav Jain

Company Secretary

Statement of Profit & Loss

For the year ended March 31, 2026

₹ in Lacs

Particulars	Notes No.	March 31, 2026	March 31, 2025
REVENUE FROM OPERATIONS			
Income from Operations	15	144,444.53	151,241.15
Other Operating income	16	3,397.30	2,732.92
		147,841.83	153,974.07
Other Income	17	299.00	261.05
		148,140.83	154,235.12
EXPENDITURE			
Cost of Material consumed	18	92,494.87	101,747.79
Purchases of Stock-in-Trade			
Changes in Inventories of Finished Goods, Work-in-Process and Stock-in-Trade	19	(2005.93)	(904.40)
Employee Benefits Expense	20	8,720.58	7,642.23
Financial Costs	21	1,324.83	1,185.55
Depreciation, Impairment and Amortisation Expenses	22	7,003.82	5,710.03
Other Expenses	23	24,832.98	24,427.10
		132,371.15	139,808.30
Profit Before Exceptional items and Tax		15,769.68	14,426.82
Exceptional items		0.00	0.00
Profit from continuing operations before Tax		15,769.68	14,426.82
Tax Expense (Current & Deferred Tax)		4,069.74	3,714.61
Profit for the year (A)		11,699.94	10,712.21
Other Comprehensive Income/Loss		0.00	0.00
(Items that will not be reclassified to Statement of Profit and Loss)			
Other Comprehensive Income/(Loss) for the year (B)		0.00	0.00
Total Comprehensive Income for the year (A+B)		11,699.94	10,712.21
Earnings Per Equity Share of face value of ₹ 10/- each			
Basic		27.25	24.95
Diluted		27.25	24.95

Annexed hereto the Notes forming Parts of Financial Statements and Notes on Accounting Policies

As per our Report of even date annexed.

For **G.S. SYAL & CO.**

Chartered Accountants (FRN-000457N)

(GURCHARAN SINGH)

Partner

M.No. 080075

Ranbir Singh

Mg. Director

Kulwin Seehra

Director

Place: Jalandhar

Dated: May 8, 2026

Rakesh Kumar

Chief Financial Officer

Gourav Jain

Company Secretary

Standalone Cash Flow Statement

As at March 31, 2026

₹ in Lacs

Particulars	For the Year Ending March 31, 2026	For the Year Ending March 31, 2025
A CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax & Extra ordinary Items	15,769.68	14,426.82
Adjustments for:		
Depreciation	7,003.82	5,710.03
Interest income	(262.88)	(209.50)
Interest paid	1,245.42	1,056.27
profit/Loss on sale of assets	(36.12)	(51.55)
Operating profit before working capital changes	23,719.92	20,932.07
Adjustments for:		
Decrease/Increase in Inventories	(5,409.83)	395.93
Increase in Trade Rec./Other Current/Non-Current Assets	(1,940.30)	(8,640.78)
Increase/Decrease in Trade Payable/Other Current Liabilities	9,151.14	280.66
Income tax of earlier year	20.72	(10.62)
Income Tax Paid	(4,150.00)	(3,750.00)
Net cash from operating activities	21,391.65	9,207.26
B CASH FLOW FROM INVESTING ACTIVITIES:		
Increase/Decrease in Other Financial Assets	0.00	(334.66)
Increase in Fixed assets/Capital Work in Progress	(15,815.42)	(11,091.07)
Sale of Fixed Assets	69.60	108.17
Interest received	262.88	209.50
Net cash used in Investing activities	(15,482.94)	(11,108.06)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long term Borrowings	4,188.65	8,291.22
Repayment of long term borrowings	(2,767.46)	(2,069.72)
Dividend Paid	(1,287.92)	(858.61)
Decrease/Increase in cash credits & Packing credits	(5,496.92)	(1,684.43)
Interest Paid	(1,245.42)	(1,056.27)
Net cash flow from financing activities	(6,609.07)	2,622.19
Net increase/(decrease) in cash & cash equivalents (A+B+C)	(700.36)	721.39
Cash & Cash equivalents at the beginning of the year (see Note 2)	746.33	24.94
Cash & Cash equivalents at the end of the year (see Note 2)	45.97	746.33
	(700.36)	721.39

1 Notes:

The Cash flow is based on and derived from the accounts of Company for the year ended March 31, 2026 and March 31, 2025

Standalone Cash Flow Statement
As at March 31, 2026 (Contd.)

₹ in Lacs

Particulars	For the Year Ending March 31, 2026	For the Year Ending March 31, 2025
2 Cash & cash equivalents comprise of:		
Cash in hand	14.51	21.17
With scheduled banks:		
In current accounts	31.46	725.16
Cash & Cash Equivalent at the end of the year	45.97	746.33

Certified correct as per our separate report annexed

For **G.S. SYAL & CO.**

Chartered Accountants (FRN-000457N)

(GURCHARAN SINGH)

Partner

M.No. 080075

Place: Jalandhar

Dated: May 8, 2026

Ranbir Singh

Mg. Director

Rakesh Kumar

Chief Financial Officer

Kulwin Seehra

Director

Gourav Jain

Company Secretary

Notes

Forming part of standalone financial statements for the year ended March 31, 2026.

I. CORPORATE INFORMATION

GNA Axles Limited. ("the Company") is a Company established in 1993. The Company manufactures auto components for the four-wheeler industry, primary product being Rear Axles, Shafts, Spindles & other Automobiles Components for sale in domestic and foreign market. The Company has manufacturing location in the state of Punjab Unit –I at Mehtiana & Unit-II at VPO Gulab Garh Jattan (Phagwara-Hoshiarpur Road).

II. SIGNIFICANT ACCOUNTING POLICIES:

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the periods presented, unless otherwise stated.

II.1 Basis of Preparation:

(i) Compliance with Ind AS

This financial statements comply in all material aspects with Indian Accounting Standards (Ind. AS) notified under Section 133 of the Companies Act, 2013 (the Act) Companies (Indian Accounting Standard) Rules, 2015 and other relevant provision of the Act.

(ii) Historical cost convention

The financial statements have been prepared on an accrual basis and under the historical cost convention.

(iii) Classification of asset and liabilities

The classification of assets and liabilities into current and non-current, wherever applicable, are based on normal operating cycles of business activities of the Company, which is twelve months.

II.2 Summary of significant Accounting Policies:

a) Property, plant and Equipment:

Freehold land is carried at historical cost. All other items of Property, plant and equipment are shown at cost, less accumulated depreciation and impairment, if any. The cost of an item of property, plant and equipment comprises its cost of acquisition inclusive of inward freight, import duties, and other non refundable taxes or levies and any cost directly attributable to the acquisition/ construction of those items: any trade discounts and rebates are deducted in arriving at the cost of acquisition.

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 entity and the cost of the item can be measured reliably. All other repairs and maintenance are charged to statements of profit or loss during the reporting period in which they are incurred.

b) Depreciation on tangible fixed assets.

Depreciation on tangible fixed assets is provided using the Written down value Method as per rate prescribed by Companies Act.

c) Revenue Recognition:

Revenue is measured at the fair value of the consideration received or receivable. Gross Sales are Net of returns, Claims, and Discount. The Company recognises Revenue when amount of revenue can be measured reliably and it is probable that the economic benefits associated with transaction will flow to the entity.

Interest Income is accounted on accrual basis and Fixed deposit interest is accounted as per statement/documents issued by bank.

d) Inventories

Inventories are valued as follows:

- | | | |
|----|--------------------------------|---|
| a) | Stock of Raw Material & Stores | : At Purchase price plus Direct Expenses |
| b) | Stock of work in Progress | : At Estimated cost price |
| c) | Stock of Finished Goods | : At cost or net realisable value whichever is less |

e) Insurance and other claims

Revenue in respect of claims is recognised when no significant uncertainty exists with regard to the amount to be realised and ultimate collection thereof.

f) Tax Expenses

Current income tax is measured at the amount expected to be paid to the income tax authorities in accordance with the income-tax Act, 1961 enacted in India. Deferred Income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the Balance

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax assets is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. The Company offsets current tax assets and current tax liabilities where it has a legally enforceable right to set-off the recognised amounts and where it intends either to settle on a net basis or to realise the assets and settle the liability simultaneously.

g) Earning per Share

Basic earnings per share is calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue: bonus element in a rights issue to existing shareholders: share split: and reverse share split (consolidation of shares).

h) Impairment of assets

At each balance sheet date an assessment is made whether any indication exists that an assets has been impaired. If any such indication exists, an impairment loss i.e the amount by which the carrying amount of an assets exceeds its recoverable amount is provided in the books of accounts.

i) Borrowing Costs

Borrowing cost that is attributable to acquisition or construction of a qualifying asset is capitalised as part of cost of such assets. Qualifying assets is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing cost is recognised as expenses in the period in which they are incurred.

j) Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flow, cash & cash equivalents includes cash in hand, cash at

bank and demand deposits with banks with an original maturity of three months or less which are subject to an in significant risk of change in value.

k) Provisions, Contingent Liabilities and Contingent Assets

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 reliably estimated. 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.

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty are treated as contingent. The Company does not recognise a contingent liability but discloses its existence in financial statements

l) Cash flow statement

Cash flow are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flow from operating investing and financing activities of the Company are segregated.

m) Foreign Currency Transactions

The functional currency of the Company is Indian Rupee. These financial statements are presented in Indian Rupee.

Transactions and Balances.

The foreign current transactions are recorded, on initial recognition in the functional currency, by applying foreign current amount the spot exchange rate between the functional currency and the foreign current at the date of transaction.

The foreign current monetary items are translated using closing rate at the end of each reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency shall be translated

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

using the exchange rate at the date of transaction. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements shall be recognised in profit or loss in the period in which they arise.

n) Retirement & Other Benefits

i.) **Gratuity:-** The Company has a defined benefit gratuity plan. Every employee who has completed 5 years or more of service is entitled to gratuity on terms not less favorable than the Provisions of "The Payment of Gratuity Act 1972." The Company contributes periodically with LIC of India.

ii.) **Provident Fund:-** Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

iii.) **Superannuation Fund:-** Certain employees are also participants in the superannuation plan which is a defined contribution plan. The Company has no further obligations to the plan beyond its monthly contribution which are periodically contributed to corpus which is invested with the Life Insurance Corp. of India.

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

1. PROPERTY PLANT & EQUIPMENT

Particulars	Freehold Land	Factory Building	Plant & Machinery	Computers	Office Equipments	Furniture & Fixtures	Vehicle	Total
₹ in Lacs								
(A) Gross Block								
Balance as at April 1, 2025	2,916.35	13,465.95	71,623.00	997.07	990.99	865.18	1,905.09	92,763.63
Addition during the year	784.47	0.00	10,624.46	178.78	93.85	86.33	596.65	12,364.54
Discarded/Disposed off during the year	30.40	0.00	0.00	0.00	0.00	0.00	47.41	77.81
Balance as at March 31, 2026	3,670.42	13,465.95	82,247.46	1,175.85	1,084.84	951.51	2,454.33	105,050.36
(B) Accumulated Depreciation								
Balance as at April 1, 2025	0.00	5,604.35	43,164.33	877.20	660.18	628.76	1,265.29	52,200.11
Depreciation for the year	0.00	747.18	5,781.89	92.64	64.26	64.49	253.36	7,003.82
Accumulated depreciation on discarded disposal	0.00	0.00	0.00	0.00	0.00	0.00	44.33	44.33
Balance as at March 31, 2026	0.00	6,351.53	48,946.22	969.84	724.44	693.25	1,474.32	59,159.60
(C) Net carrying Amount								
Balance as at April 1, 2025	2,916.35	7,861.60	28,458.67	119.87	330.81	236.42	639.80	40,563.52
Balance as at March 31, 2026	3,670.42	7,114.42	33,301.24	206.01	360.40	258.26	980.01	45,890.76
CAPITAL WORK IN PROGRESS								
BUILDING (1 - 2 YEARS)								
Balance as at April 1, 2025								0.00
Addition for the year								826.28
Trfd to Building A/c								0.00
Balance as at March 31, 2026								826.28
PLANT & MACHINERY (1 - 2 YEARS)								
Balance as at April 1, 2025								15.03
Addition for the year								2,639.64
Trfd to Plant & Machinery A/c								15.03
Balance as at March 31, 2026								2,639.64
Total								3,465.92

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

2. NON-CURRENT INVESTMENTS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Investment in Shares of GNA Axles Inc Michigan	0.66	0.66
Investment in Shares G N A Mobility Limited	5.00	5.00
	5.66	5.66

3. OTHER FINANCIAL ASSETS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Security Deposits	1,317.97	1,317.97
	1,317.97	1,317.97

4. OTHER-NON CURRENT ASSETS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Advance for Fixed Assets	1,131.95	3,325.71
	1,131.95	3,325.71

5. INVENTORIES

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Raw Material		
Raw Material Steel	6,663.17	3,391.22
Raw Material Non Steel	0.00	33.29
Work in Progress	14,515.75	11,970.75
Finished Goods	1,810.45	2,291.43
Stores, Spares & Loose Tools		
Stock of Operating Supply	1,305.64	1,164.14
Stock of Spare Parts	248.24	215.31
Stock of Diesel	21.96	34.40
Stock of Die Steel	14.34	19.17
Stock of Oil Lubricant	90.70	63.39
OTHERS		
Stock of Scrap Material	59.55	117.65
Stock of Packing	44.26	63.48
	24,774.06	19,364.23

6. CASH & CASH EQUIVALENTS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Cash in hand	14.51	21.17
Balance with Banks		
(In Current Account)	31.46	725.16
	45.97	746.33

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

7. OTHER BANK BALANCE

₹ in Lacs

Particulars	March 31, 2026	March 31, 2025
In Dividend Account	4.33	4.17
In Deposit Account	3,738.76	2,465.22
In CBI FDR against Margin Money	0.57	0.54
	3,743.66	2,469.93

8. OTHER CURRENT ASSETS

₹ in Lacs

Particulars	March 31, 2026	March 31, 2025
Pre-paid Expenses	197.03	200.93
Advance to Vendor	1,114.83	775.77
Advance to Employee	0.48	25.43
Group Gratuity Recoverable	12.34	8.08
Amount Recoverable	3,174.67	1,294.61
GST	5,630.36	2,220.89
	10,129.71	4,525.71

9. EQUITY SHARE CAPITAL

₹ in Lacs

Particulars	March 31, 2026		March 31, 2025	
	Nos.	Amount	Nos.	Amount
SHARE CAPITAL				
(1) Authorised Share Capital				
Equity Share of ₹ 10/- each.	100,000,000	10,000	100,000,000	10,000
(Previous year Equity Share of ₹ 10/- each)				
(2) Issued, Subscribed & Paid-up				
Equity Shares of ₹ 10/- each	42,930,800	4,293.08	42,930,800	4,293.08
(Previous year Equity Share of ₹ 10/- each)				
	42,930,800	4,293.08	42,930,800	4,293.08

Reconciliation of number of shares outstanding at the beginning and at the end of the year

₹ in Lacs

Equity Shares	March 31, 2026		March 31, 2025	
	Nos.	Amount	Nos.	Amount
Shares outstanding at the beginning of the year	42,930,800	4,293.08	42,930,800	4,293.08
Shares issued during the year	0	0.00	0	0.00
Shares bought back during the year	0	0.00	0	0.00
Shares outstanding at the end of the year	42,930,800	4,293.08	42,930,800	4,293.08

Detail of Shareholding more than 5% share of the Company

Name of Shareholder	March 31, 2026		March 31, 2025	
	Nos.	% age holding	Nos.	% age holding
(Equity Shares of ₹ 10/- each)				
S. Gursaran Singh	1,075,000	2.50	1,075,000	2.50
S. Maninder Singh	4,549,426	10.60	4,774,426	11.12
S. Jasvinder Singh	6,442,200	15.00	6,442,200	15.00

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

Name of Shareholder	March 31, 2026		March 31, 2025	
	Nos.	% age holding	Nos.	% age holding
S. Ranbir Singh	15,599,389	36.34	15,545,189	36.21
HDFC Small Cap Fund	4,112,102	9.58	4,112,102	9.58

A. Terms/rights attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share in the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be proportion to the number of equity shares held by the shareholders.

B. There are Nil No. of shares **(Previous year NIL)** in respect of shares in our Company held by its holding or its ultimate holding Company including shares held by or by subsidiary or associates of holding Company or ultimate holding Company in aggregate.

C. There are NIL No. of shares **(Previous year NIL)** reserved for issue under option and contracts/commitment for the sale of shares/dis-investment including the terms and amounts.

₹ in Lacs

Particulars	As at March 31, 2026	As at March 31, 2025
1. Aggregate No and class of shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash	NIL	NIL
2. Aggregate No. and class of shares allotted as fully paid-up by way of Bonus Shares	NIL	NIL
3. Aggregate No. and class of shares bought back.	NIL	NIL

D. There are no securities **(Previous year NIL)** convertible into Equity shares

E. There are no calls un-paid **(Previous year NIL)** including calls un-paid by Directors and officers as on balance sheet date.

F. Share holding of Promoters:

Sr. No.	Promoter's Name	No. of shares as on March 31, 2026	No. of shares as on March 31, 2025	% of total Shares as on March 31, 2026	% of total Shares as on March 31, 2025	% change during the year
1	Jasvinder Singh (Promoter)	6,442,200	6,442,200	15.00	15.30	0.00
2	Ranbir Singh (Promoter)	15,599,389	15,545,189	36.21	14.94	0.35
3	Maninder Singh (Promoter Group)	4,549,426	4,774,426	10.60	11.12	(0.52)
4	Gursaran Singh (Promoter Group)	1,075,000	1,075,000	2.50	8.69	0.00
5	Kulwin Seehra (Promoter Group)	1,075,000	1,075,000	2.50	0.99	0.00
7	Harjinder Kaur (Promoter Group)	507,800	507,800	1.18	1.18	0.00
8	Jasleen Kaur (Promoter Group)	-	20,024	0.00	0.05	(0.05)
9	Ashmeet Seehra (Promoter Group)	36,852	36,852	0.09	0.09	0.00
10	Loveleen Kaur (Promoter Group)	40,124	20,100	0.09	0.05	0.04
11	Manjot Seehra (Promoter Group)	12,080	12,080	0.03	0.03	0.00
12	Harwinder Singh (Promoter Group)	15,020	15,020	0.03	0.02	0.00
13	Rupinder Singh (Promoter Group)	13,300	13,300	0.03	0.02	0.00
14	Rasleen Kaur Pahuja (Promoter Group)	10,324	10,324	0.02	0.02	0.00

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

STATEMENT OF CHANGES IN EQUITY

A. Equity Share Capital

(1) Current Reporting period

₹ in Lacs

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
₹ 4,293.08	0	₹ 4,293.08	0	₹ 4,293.08
(42,930,800 Equity Share of ₹ 10/- each)		(42,930,800 Equity Share of ₹ 10/- each)		(42,930,800 Equity Share of ₹ 10/- each)

(2) Previous reporting period

₹ in Lacs

Balance at the beginning of the Previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
₹ 4,293.08	0	₹ 4,293.08	0	₹ 4,293.08
(42,930,800 Equity Share of ₹ 10/- each)		(42,930,800 Equity Share of ₹ 10/- each)		(42,930,800 Equity Share of ₹ 10/- each)

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

10. OTHER EQUITY

(1) Current reporting period

	Share application money pending allotment (₹)	Equity Component of compound financial instruments (₹)	Reserve & Surplus			Debt instruments through Other Comprehensive Income (₹)	Equity Instruments through Other Comprehensive Income (₹)	Effective portion of Cash Flow Hedges (₹)	Revaluation Surplus (₹)	Exchange differences on translating the financial statements of a foreign operation (₹)	Other items of Other Comprehensive Income (specify nature) (₹)	Money received against share warrants (₹)	Total (₹)
			Capital Reserve (₹)	Securities Premium (₹)	Other Reserves (specify nature) (₹)								
Balance at the beginning of the previous reporting period	0	0	0	9,656.44	0	0	0	0	0	0	0	0	85,728.90
Changes in accounting policy or prior period errors	0	0	0	0	0	0	0	0	0	0	0	0	0
Restated balance at the beginning of the previous reporting period	0	0	0	9,656.44	0	0	0	0	0	0	0	0	85,728.90
Total comprehensive income for the previous year	0	0	0	9,656.44	0	0	0	0	0	0	0	0	85,728.90
Dividends	0	0	0	0	(1,287.92)	0	0	0	0	0	0	0	(1,287.92)
Transfer to retained earnings	0	0	0	0	11,699.94	0	0	0	0	0	0	0	11,699.94
Utilised for issue of fully paid Bonus shares	0	0	0	0	0	0	0	0	0	0	0	0	0
Income Tax Adjustments of previous year	0	0	0	0	20.71	0	0	0	0	0	0	0	20.71
Balance at the end of the previous reporting period	0	0	0	9,656.44	0	0	0	0	0	0	0	0	96,161.63

₹ in Lakhs

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

(2) Previous Year reporting period

	Share application money pending allotment (₹)	Equity Component of compound financial instruments (₹)	Reserve & Surplus			Retained Earnings (₹)	Debt instruments through Other Comprehensive Income (₹)	Equity Instruments through Other Comprehensive Income (₹)	Effective portion of Cash Flow Hedges (₹)	Revaluation Surplus (₹)	Exchange differences on translating the financial statements of a foreign operation (₹)	Other items of Other Comprehensive Income (specify nature) (₹)	Money received against share warrants (₹)	Total (₹)
			Capital Reserve (₹)	Securities Premium (₹)	Other Reserves (specify nature) (₹)									
Balance at the beginning of the current reporting period	0	0	0	9,656.44	0	66,229.49	0	0	0	0	0	0	0	75,885.93
Changes in accounting policy or prior period errors	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Restated balance at the beginning of the current reporting period	0	0	0	9,656.44	0	66,229.49	0	0	0	0	0	0	0	75,885.93
Total comprehensive income for the current year	0	0	0	9,656.44	0	66,229.49	0	0	0	0	0	0	0	75,885.93
Dividends	0	0	0	0	0	(858.62)	0	0	0	0	0	0	0	(858.62)
Transfer to retained earnings	0.00	0.00	0.00	0.00	0.00	10,712.21	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10,712.21
Utilised for issue of fully paid Bonus shares	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Income Tax Adjustments of previous year	0.00	0.00	0.00	0.00	0.00	10.62	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.62
Balance at the end of the current reporting period	0.00	0.00	0.00	9,656.44	0.00	76,072.46	0.00	0.00	0.00	0.00	0.00	0.00	0.00	85,728.90

₹ in Lacs

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

11. BORROWINGS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
A) Non Current		
Secured		
From Banks		
Term Loan	2,918.79	5,520.98
From Others		
Bajaj Finance Limited	10,065.81	6,042.42
	12,984.60	11,563.40
Less: Current Maturities	3,420.68	1,503.19
	9,563.92	10,060.21
Unsecured	0.00	0.00
	9,563.92	10,060.21
B) Current		
Secured		
From Banks (Repayable on Demand)	8,823.79	14,320.71
Unsecured	0.00	0.00
	8,823.79	14,320.71

11.1 The above non-current borrowings are secured by mortgage created on the immovable assets of the Company both present and future and hypothecation of all moveable assets including movable machinery, tools and accessories and other movables, both present and future subject to charges created in favour of the Bankers/NBFCs for securing the working capital limits and the personal guarantee of promoter directors.

11.2 Current Borrowings includes Cash Credit Limit, O/D Limit & PCFC from Consortium Banks which are secured by hypothecation of entire present and future tangible current assets of the Company as well as second charges on the entire present and future fixed assets of Company and personal guarantee of promoter directors.

12. OTHER CURRENT FINANCIAL LIABILITIES

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Current Maturity of Non-Current Borrowings	3,420.68	1,503.19
	3,420.68	1,503.19

13. OTHER CURRENT LIABILITIES

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Statutory Liabilities	544.39	451.14
Unpaid Dividend	4.32	4.17
	548.71	455.31

14. CURRENT PROVISIONS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Outstanding Expenses Payable	1,378.96	1,390.44
Employee Dues	408.40	264.35
	1,787.36	1,654.79

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

15. REVENUE FROM OPERATIONS

₹ in Lacs

Particulars	March 31, 2026	March 31, 2025
SALE OF PRODUCTS		
Sale Domestic	76,576.02	67,205.16
Sale Export (Direct)	67,868.51	84,035.99
	144,444.53	151,241.15

16. OTHER OPERATING REVENUE

₹ in Lacs

Particulars	March 31, 2026	March 31, 2025
DEPB/FPS Service	310.81	365.84
Duty Drawback	1,320.62	1,643.69
Exchange Difference	1,765.87	723.39
	3,397.30	2,732.92

17. OTHER INCOME

₹ in Lacs

Particulars	March 31, 2026	March 31, 2025
Interest Income	262.88	209.50
Profit on sale of Asset	36.12	51.55
	299.00	261.05

18. COST OF MATERIALS CONSUMED

₹ in Lacs

Particulars	March 31, 2026	March 31, 2025
CONSUMPTION OF RAW MATERIAL	79,251.14	89,017.76
	79,251.14	89,017.76
CONSUMPTION OF STORE & SPARES		
Consumption of operating supply	7,286.30	6,363.80
Consumption of Die Steel	575.94	663.55
Consumption of oil & Lubricants	1,438.45	1,451.79
Consumption of Packing Materials	3,291.98	3,696.34
Consumption of Furnace Oil	651.06	554.55
	13,243.73	12,730.03
	92,494.87	101,747.79

19. CHANGE IN INVENTORY OF-WORK IN PROGRESS & FINISHED GOODS

₹ in Lacs

Particulars	March 31, 2026	March 31, 2025
At the beginning of Accounting period	14,379.83	13,475.43
At the end of the Accounting period	16,385.76	14,379.83
	(2,005.93)	(904.40)

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

20. EMPLOYEE BENEFIT EXPENSE

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Wages	2,544.77	2,221.11
Salary	3,797.27	3,348.46
Production Incentive Bonus	1,025.35	838.94
Contribution to Provident Fund	207.86	185.71
Family Pension	188.94	173.93
Administration charges	28.08	25.61
Group gratuity	144.91	136.76
Super Annuation Fund	59.42	50.82
Workers and Staff Welfare	253.16	241.95
Bonus	302.53	276.73
Leave with Wages	44.63	46.63
Medical Reimbursement	55.40	37.16
Employees State Insurance	68.26	58.42
	8,720.58	7,642.23

21. FINANCIAL COSTS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
a) Interest Expense		
Interest on Term Loan	882.47	264.42
Interest on Cash Credit	358.99	750.80
Interest to Others	3.96	41.05
b) Other Borrowing Cost		
Bank Commission	79.41	129.28
	1,324.83	1,185.55

22. DEPRECIATION AND AMORTIZATION EXPENSE

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
DEPRECIATION		
Building	747.18	659.44
Plant & Machinery	5,781.89	4,640.53
Furniture & Fixture	64.49	70.68
Vehicle	253.36	192.45
Computers	92.64	85.56
Office Equipments	64.26	61.37
	7,003.82	5,710.03

23. OTHER EXPENSES

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Machining charges	3,558.22	3,723.67
Power & Fuel	9,483.06	9,176.94
Repair & Maintenance	625.59	667.12
Factory Expenses	156.64	120.48

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Office Expenses	23.32	18.32
Donation/CSR	333.73	297.22
Subscription/Membership fees	10.95	11.19
Entertainment Expense	11.64	7.83
Fees & Taxes	15.47	155.63
Insurance	385.78	332.19
Legal & Professional Expenses	358.58	311.39
News Paper & Periodicals	0.17	0.54
PAYMENT TO AUDITORS		
As Audit Fee	7.50	7.50
For Taxation purpose	0.00	0.00
For any other matters	0.00	0.00
Vehicle Petrol	162.32	145.99
Vehicle Repair	82.83	70.49
Repair of Building	106.36	22.32
Postage & Courier expenses	8.51	3.84
Printing & Stationery	50.12	47.08
Repair & Maintenance of Computer	44.19	47.05
Telephone Expenses	12.27	11.83
Directors Sitting fees	10.05	14.85
Travelling Expenses	267.71	220.36
Unrecoverable amount	0.00	6.08
Travelling Expenses Foreign	240.70	189.27
Advertisement expenses	20.34	79.40
Club Fee	1.67	1.01
Water Charges	8.66	9.04
Freight & Cartage outward	1,870.90	1,399.80
Business Promotion Expenses	8.61	6.37
Export Packing & Forwarding expenses	6,967.09	7,322.30
	24,832.98	24,427.10

24. EARNINGS PER SHARE

₹ in Lacs		
Particulars	2025-26	2024-25
	Amount(₹)	Amount(₹)
Basic and Diluted Earnings Per Share		
Net Profit attributable to Equity Shareholders	11,699.94	10,712.21
Weighted Average number of Equity Shares outstanding during the year	Nos. 42,930,800	42,930,800
Face Value	₹ 10	10
Basic Earnings Per Share	₹ 27.25	24.95
Diluted Earnings Per Share	₹ 27.25	24.95

25. CORPORATE SOCIAL RESPONSIBILITY

As per the provisions of amended companies Act 2013 the companies having profit of 5CR or more has to spent 2% of their average profits of last 3 years upon specific activity falling within CSR. The CSR Budget for the 2025-26 of the Company was ₹ 30,049,770/-. The Company has spent ₹ 30,999,318/- on CSR activities during the Financial Year 2025-26 with the approval of CSR Committee of the Board. There is no unspent CSR Amount as on March 31, 2026.

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

26. CONTINGENT LIABILITIES

The following are the contingent liabilities during the year.

		₹ in Lacs
Particulars	2025-26	2024-25
(A) Contingent Liabilities		
1. Bank Guarantees	5.00	5.00
2. GST & RCM Liabilities against which the Company has preferred appeals.	88.49	99.05
3. Value Added Tax Liabilities	92.12	96.59
(B) Commitments		
Capital Commitments	-	-

The Company management believes that ultimate outcome of these contingent liabilities will not have a material adverse effect on the Company's financial position & results of operations.

27. DETAILS OF BENAMI PROPERTY

No proceedings has been initiated or pending against the Company for holding any benami property under The Benami Transactions (Prohibition) Act, 1988.

28. RELATED PARTY DISCLOSURE

Disclosures as required by Accounting Standards (Ind AS-24) "Related Party Disclosure" are given below".

(a) Related Parties

- S. Gursaran Singh – Executive Chairman
- S. Jasvinder Singh - Executive Vice-Chairman
- S. Ranbir Singh – Managing Director & CEO
- S. Maninder Singh – Whole time Director
- S. Kulwin Seehra – Whole Time Director
- S. Harwinder Seehra – Whole Time Director
- Mrs. Loveleen Kaur – Sr. Vice-President (Corporate Affairs)

(b) Key Managerial Personal

- Mr. Rakesh Gupta – Chief Financial Officer
- Mr. Gourav Jain – Company Secretary

(c) Wholly owned Subsidiary Company

- GNA Axles INC Michigan
- GNA Mobility limited

(d) Company in which Directors and their relatives are directors

- GNA Gears Limited
- GNA Drivelines Limited
- GNA Transmission (Punjab) Limited
- GNA Investment Limited
- Amarson Automotive Limited

(e) Firms in which Directors and their Relatives are Partners

- M/s GNA Sons
- M/s GNA Duraparts
- M/s GNA Autotech
- M/s Design 360 Protolab & Consultants

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

₹ in Lacs		
Particulars	2025-26	2024-25
(b) Remuneration		
S. Gursaran Singh	286.04	266.09
S. Ranbir Singh	324.20	303.53
S. Jasvinder Singh	311.24	291.29
S. Kulwin Seehra	110.25	101.43
S. Harwinder Seehra	110.25	101.43
S. Maninder Singh	102.14	93.02
(c) Remuneration Paid to Key Managerial Personnel		
Mr. Rakesh Gupta	24.32	21.93
Mr. Gourav Jain	13.65	12.39
(d) Remuneration paid to Director's relatives		
Mrs. Loveleen Kaur	26.99	26.99

29. SEGMENT REPORTING

The Company is in the business of manufacturing automobile components which is a single business segment, so separate segment reporting is not required.

30. REMUNERATION TO DIRECTORS

₹ in Lacs		
Particulars	2025-26	2024-25
Salary	1,244.12	1,156.80

31. In the opinion of the Board of Directors, the Current Assets, Loans and Advances are approximately of the value stated if realised in the ordinary course of business. The Provision for all known liabilities is adequate and not in excess of amount reasonably necessary.

32. FOREIGN EXCHANGE EARNINGS

The Company has exported goods during the year FOB value of which is ₹ 6,090,141,863/-.

33. BORROWING FROM BANKS AND FINANCIAL INSTITUTIONS:

The Company has taken Term loans from Banks during the year under Audit. The Company Utilised the amount of Term Loans raised for the purpose for which it was obtained. The Company also borrowed working capital facility from banks against current assets. The quarterly/Monthly statements filed by the Company with banks are in agreement with books of accounts. No discrepancies noticed.

34. TRADE PAYABLES AGEING SCHEDULE:

For the year ending FY 2025-26

₹ in Lacs					
Particulars	Outstandings for following periods from due date of payments				Total
	Less than 1 Yr.	1-2 Yr.	2-3 Yrs.	More than 3 Yrs.	
MSME	647.95	--	--	--	647.95
Others	26,539.57	--	--	--	26,539.57
Disputed dues MSME	--	--	--	--	--
Disputed Dues Others					

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

For the year ending FY 2024-25

₹ in Lacs

Particulars	Outstandings for following periods from due date of payments				Total
	Less than 1 Yr.	1-2 Yr.	2-3 Yrs.	More than 3 Yrs.	
MSME	331.32	--	--	--	331.32
Others	18,031.74				18,031.74
Disputed dues MSME		--	--	--	--
Disputed Dues Others					

35. TRADES RECEIVABLE AGEING SCHEDULE:

For the year ending FY 2025-26

₹ in Lacs

Particulars	Outstanding for the following periods from due date of payments					Total
	Less than 6 Months	6 months – 1 Yrs.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs.	
Undisputed Trade Receivables-considered good	49,854.51	8,376.30	2,467.81	391.68	--	61,090.30
Undisputed Trade receivables considered doubtful	--	--	--	--	--	--
Disputed Trade Receivables considered Good	--	--	--	--	--	--
Disputed Trade Receivables considered doubtful..	--	--	--	--	--	--

For the year ending FY 2024-25

₹ in Lacs

Particulars	Outstanding for the following periods from due date of payments					Total
	Less than 6 Months	6 months – 1 Yrs.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs.	
Undisputed Trade Receivables-considered good	54,612.73	8,566.14	463.63	98.40	93.08	63,833.98
Undisputed Trade receivables considered doubtful	--	--	--	--	--	--
Disputed Trade Receivables considered Good	--	--	--	--	--	--
Disputed Trade Receivables considered doubtful..	--	--	--	--	--	--

36. LOAN AND ADVANCES TO DIRECTORS/KMP/RELATED PARTIES:

During the year under audit the Company has not granted any Loan and Advances to directors/KMP/Related Parties either severally or jointly with any other persons.

37. TRANSACTION WITH STRUCK OFF COMPANIES:

During the year under audit the Company has not entered into any transactions with another Company whose name has been struck off.

38. REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES:

The Company has registered charges for Term Loans availed during the year with the Registrar of Companies. The Company has satisfied the charges with Registrar of companies for loans, the re-payment of which was completed.

Notes

Forming part of standalone financial statements for the year ended March 31, 2026. (Contd.)

39. AUDITORS REMUNERATION:

		₹ in Lacs	
Sr. No.	Particulars	2025-26	2024-25
1.	Audit Fee	7.50	7.50

40. RATIO ANALYSIS:

Sr. No.	Ratio	2025-26	2024-25
1.	Current Ratio	2.37:1	2.50:1
2.	Debt Equity Ratio	.22:1	.29:1
3.	Debt Service Coverage Ratio	4.22:1	6.55:1
4.	Return on Equity Ratio	11.65%	11.90%
5.	Inventory turnover ratio	6.54 Times	7.73 Times
6.	Trade Receivable Turnover Ratio	2.31 Times	2.50 Times
7.	Trade Payable Turnover ratio	6.34 Times	8.29 Times
8.	Net Capital Turnover Ratios	2.50 Times	2.77 Times
9.	Net Profit Ratio	8.10%	7.08%
10.	Return on Capital Employed	14.18%	13.62%

Remarks

- i.) Decrease in Debt Service coverage ratio is due to raising of new Term Loan, the instalments of which is starting from next financial year.

41. Previous Years Figures have been re-grouped/re-arranged wherever consider necessary.

For **G.S. SYAL & CO.**

Chartered Accountants (FRN-000457N)

(GURCHARAN SINGH)

Partner

M.No. 080075

Place: Jalandhar

Dated: May 8, 2026

Ranbir Singh

Mg. Director

Rakesh Kumar

Chief Financial Officer

Kulwin Seehra

Director

Gourav Jain

Company Secretary

Independent Auditor's Report

To the Members of

GNA AXLES LIMITED

Report on the audit of the consolidated financial statements.

OPINION

We have audited the accompanying consolidated financial statements of GNA Axles Limited ("the Holding Company") and its subsidiaries (collectively referred to as "the Group"), comprising of the consolidated balance sheet as at March 31, 2026, the consolidated statement of profit and loss (including other comprehensive income), the consolidated cash flow statement and the consolidated statement of changes in equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate audited financial statements of the subsidiary, the aforesaid consolidated annual financial results:

- a) Include the annual financial results of the subsidiaries.
 - i) GNA Axles Inc Michigan
 - ii) G N A Mobility Limited
- b) Are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- c) Give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of consolidated net profit and other comprehensive income and other financial information of the Group for the year ended 31st March, 2026.

BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the standards on auditing specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

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

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

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

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

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

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated cash flows of the Company and consolidated changes in equity of the group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rule 7 of the Companies (Accounts) Rules, 2014. The holding companies Board of Directors and the respective Board of Directors of the Companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making

Independent Auditor's Report (Contd.)

judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

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

The respective board of directors of the company's including in the group is responsible for overseeing the Company's financial reporting process of each company.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)

(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated financial statements made by management and Board of Directors.

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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the Consolidated financial statements, including the disclosures, and whether the Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance of holding company and such other entities included in consolidated annual financial statements of which we are independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

Independent Auditor's Report (Contd.)

OTHERS MATTERS

We did not audit the financial statements of GNA Axles Inc. Michigan and placed reliance on the accounts reviewed by certified public Accountant Alina Rits of RITS Accounting PC Birmingham Michigan which shows the net operating loss \$5013.73. No adverse remarks by the auditors in their report.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the group so far as it appears from our examination of those books.
 - c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated cash flow, and statement of changes in equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statement.
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary companies incorporated within India, none of the Directors of the Group companies incorporated, in India is disqualified as on March 31, 2026 from being appointed as a Director of that company in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A"; which is based on the auditor's report of the company and its subsidiary company incorporated in India.

- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Notes to the consolidated financial statements;
 - ii. The holding company and its subsidiaries did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.; and
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the holding company & its subsidiaries incorporated in India.
 - iv. As per the management representation we report.
 - a). No funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries") with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.
 - b). No funds have been received by the company from any person(s) or entities including foreign entities (Funding Parties) with the understanding that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.

Independent Auditor's Report (Contd.)

- c). Based on the audit procedures performed, we report that nothing has come to our notice that has caused us to believe that the representations given under sub-clause (i) and (ii) by the management contain any material mis-statement.
- v). In our opinion Company has complied with section 123 of the Companies Act, 2013 with respect to dividend declared/paid during the year.
- vi). Based on our examination, which included test checks, performed by us on the holding company and its subsidiary incorporated in India, have used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we

did not come across any instance of the audit trail feature being tampered with. The financial Statements of its subsidiary i.e GNA Axles INC, Michigan that are not material to the consolidated financial statements of the group, have not been audited under the provisions of the Act, as of the date of this report. Therefore, we are unable to comment on the reporting requirement under Rule 11 (g) of the Companies (Audit & Auditors) Rules, 2014 in respect of this subsidiary and the financial statements of G N A Mobility Limited have been audited by us.

For **G.S. SYAL & CO**
Chartered Accountants (FRN: 000457N)

(GURCHARAN SINGH)

Partner

M. No. 080075

UDIN: 26080075CCG00B3177

Place: Jalandhar
Date: May 8, 2026

Annexure - A

to the Independent Auditor's Report

Annexure - A to the Independent Auditors' Report of even date on the Consolidated Financial Statements of GNA Axles Limited Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2026, we have audited the internal financial controls over financial reporting of **GNA Axles Limited** ("the Holding Company") and its subsidiary companies which are companies incorporated outside India & Within India as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated outside India & Within India are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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.

AUDITORS' RESPONSIBILITY

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

Annexure - A to the Independent Auditor's Report (Contd.)

because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated outside India & within India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the 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.

OTHER MATTERS

We did not audit the financial statements of GNA Axles Inc. Michigan and placed reliance on the accounts reviewed by certified public Accountant Alina Rits of RITS Accounting PC Birmingham Michigan which shows the net operating loss \$5013.73. Our opinion is not qualified in respect of the above matter with respect to our reliance on the work done by and the reports of certified public accountants whereas G N A Mobility Limited has been audited by us, not yet started its operations.

For **G.S. SYAL & CO**
Chartered Accountants (FRN: 000457N)

(GURCHARAN SINGH)

Partner

M. No. 080075

UDIN: 26080075CCG00B3177

Place: Jalandhar
Date: May 8, 2026

Consolidated Balance Sheet

As at March 31, 2026

₹ in Lacs

Particulars	Note No.	March 31, 2026	March 31, 2025
NON-CURRENT ASSETS			
a) Property, Plant & Equipment	1	45,890.76	40,563.52
b) Right of use assets		0.00	0.00
c) Capital Work in Progress	1	3,465.92	15.03
d) Goodwill		0.00	0.00
e) Other Intangible Assets		0.00	0.00
f) Intangible Assets under Development		0.00	0.00
g) Financial Assets			
(i) Investments		0.00	0.00
(ii) Loans		0.00	0.00
(iii) Other Financial Assets	2	1,318.17	1,318.17
h) Deferred Tax Assets		424.57	344.31
i) Other Non-Current Assets	3	1,132.45	3,326.21
		52,231.87	45,567.24
CURRENT ASSETS			
a) Inventories	4	24,774.06	19,364.23
b) Financial Asset			
Investments		0.00	0.00
Trade Receivables		61,090.30	63,833.98
Cash & Cash Equivalents	5	51.44	752.18
Bank Balance Other than Cash and Cash Equivalents	6	3,743.66	2,469.93
Loans		0.00	0.00
Other Financial Assets		0.00	0.00
c) Other Current Assets	7	10,129.71	4,525.71
d) Current Tax Assets (net)			0.00
		99,789.17	90,946.03
Total Assets		152,021.04	136,513.27
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	8	4,293.08	4,293.08
b) Other Equity	9	96,118.26	85,698.92
Total Equity		100,411.34	89,992.00
LIABILITIES			
NON-CURRENT LIABILITIES			
a) Financial Liabilities			
(i) Lease Liabilities		0.00	0.00
(ii) Borrowings	10	9,563.92	10,060.21
(iii) Other Financial Liabilities		0.00	0.00
b) Provisions		0.00	0.00
c) Deferred Tax Liabilities (net)		0.00	0.00
d) Other Non-Current Liabilities		0.00	0.00
Total Non-Current Liabilities		9,563.92	10,060.21
CURRENT LIABILITIES			
a) Financial Liabilities			
(i) Lease Liabilities		0.00	0.00
(ii) Borrowings	10	8,823.79	14,320.71
(iii) Trade Payable		0.00	0.00
Total Outstanding Dues of Micro & Small Enterprises		647.95	331.32
Total Outstanding Dues of Creditors other than Micro & Small Enterprises		26,583.43	18,062.61
Other Current Financial Liabilities	11	3,420.68	1,503.19
b) Other Current Liabilities	12	548.71	455.31
c) Current Provisions	13	1,787.38	1,654.79
d) Current Tax Liabilities (Net)		233.84	133.13
		42,045.78	36,461.06
Total Liabilities		51,609.70	46,521.27
Total Equity & Liabilities		152,021.04	136,513.27

Annexed hereto Notes forming Parts of Financial Statements and Notes on Accounting Policies

As per our Report of even date annexed.

For **G.S. SYAL & CO.**

Chartered Accountants (FRN-000457N)

(GURCHARAN SINGH)

Partner

M.No. 080075

Ranbir Singh

Mg. Director

Kulwin Seehra

Director

Place: Jalandhar

Dated: May 8, 2026

Rakesh Kumar

Chief Financial Officer

Gourav Jain

Company Secretary

Consolidated Statement of Profit & Loss

For the year ended March 31, 2026

₹ in Lacs

Particulars	Notes No.	March 31, 2026	March 31, 2025
REVENUE FROM OPERATIONS			
Income from Operations	14	144,444.53	151,241.15
Other Operating income	15	3,397.30	2,732.92
		147,841.83	153,974.07
Other Income	16	299.00	261.05
		148,140.83	154,235.12
EXPENDITURE			
Cost of Material consumed	17	92,494.87	101,747.79
Purchases of Stock-in-Trade			
Changes in Inventories of Finished Goods, Work-in-Process and Stock-in-Trade	18	(2,005.93)	(904.40)
Employee Benefits Expense	19	8,720.58	7,642.23
Financial Costs	20	1,325.30	1,186.13
Depreciation, Impairment and Amortisation Expenses	21	7,003.82	5,710.03
Other Expenses	22	24,837.36	24,429.24
		132,376.00	139,811.02
Profit Before Exceptional items and Tax		15,764.83	14,424.10
Exceptional items		0.00	0.00
Profit from continuing operations before Tax		15,764.83	14,424.10
Tax Expense (Current & Deferred Tax)		4,069.74	3,714.61
Profit for the year (A)		11,695.09	10,709.49
Other Comprehensive Income/Loss		0.00	0.00
(Items that will not be reclassified to Statement of Profit and Loss)			
Other Comprehensive Income/(Loss) for the year (B)		0.00	0.00
Total Comprehensive Income for the year (A+B)		11,695.09	10,709.49
Earnings Per Equity Share of face value of ₹ 10/- each			
Basic		27.24	24.94
Diluted		27.24	24.94

Annexed hereto the Notes forming Parts of Financial Statements and Notes on Accounting Policies

As per our Report of even date annexed.

For **G.S. SYAL & CO.**

Chartered Accountants (FRN-000457N)

(GURCHARAN SINGH)

Partner

M.No. 080075

Ranbir Singh

Mg. Director

Kulwin Seehra

Director

Place: Jalandhar

Dated: May 8, 2026

Rakesh Kumar

Chief Financial Officer

Gourav Jain

Company Secretary

Consolidated Cash Flow Statement

As at March 31, 2026

₹ in Lacs

Particulars	For the Year Ending March 31, 2026	For the Year Ending March 31, 2025
A CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax & Extra Ordinary Items	15,764.83	14,424.10
Adjustments for:		
Depreciation	7,003.82	5,710.03
Interest income	(262.88)	(209.50)
Interest paid	1,245.42	1,056.27
Profit/Loss on sale of assets	(36.12)	(51.55)
Operating profit before working capital changes	23,715.07	20,929.35
Adjustments for:		
Decrease/Increase in Inventories	(5,409.83)	395.93
Increase in Trade Rec/Other Current/Non-Current Assets/Exc.diff	(1,940.30)	(8637.17)
Increase/decrease in Trade payable/Other Current Liabilities	9,155.60	280.41
Income tax of earlier year	20.72	(10.62)
Income Tax Paid	(4,150.00)	(3,750.00)
Net cash from operating activities	21,391.26	9,207.90
B CASH FLOW FROM INVESTING ACTIVITIES:		
Increase/Decrease in other financial assets	0.00	(329.86)
Increase in Fixed assets/Capital Work in Progress	(15,815.42)	(11,091.07)
Sale of fixed assets	69.60	108.17
Interest received	262.88	209.50
Net cash used in Investing activities	(15,482.94)	(11,103.26)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long term Borrowings	4,188.66	8,291.22
Repayment of long term borrowings	(2,767.46)	(2,069.72)
Dividend Paid	(1,287.92)	(858.61)
Decrease/Increase in cash credits & Packing credits	(5,496.92)	(1,684.43)
Interest Paid	(1,245.42)	(1,056.27)
Net cash flow from financing activities	(6,609.06)	2,622.19
Net increase/(decrease) in cash & cash equivalents (A+B+C)	(700.74)	726.83
Cash & Cash equivalents at the beginning of the year (see note 2)	752.18	25.35
Cash & Cash equivalents at the end of the year (see note 2)	51.44	752.18
	(700.74)	726.83

1 Notes:

The Cash flow is based on and derived from the accounts of company for the year ended March 31, 2026 and March 31, 2025

Consolidated Cash Flow Statement
As at March 31, 2026 (Contd.)

₹ in Lacs

Particulars	For the Year Ending March 31, 2026	For the Year Ending March 31, 2025
2 Cash & cash equivalents comprise of:		
Cash in hand	14.52	21.17
With scheduled banks:		
On current accounts	36.92	731.01
Cash & Cash Equivalent at the end of the year	51.44	752.18

Certified correct as per our separate report annexed

For **G.S. SYAL & CO.**

Chartered Accountants (FRN-000457N)

(GURCHARAN SINGH)

Partner

M.No. 080075

Place: Jalandhar

Dated: May 8, 2026

Ranbir Singh

Mg. Director

Rakesh Kumar

Chief Financial Officer

Kulwin Seehra

Director

Gourav Jain

Company Secretary

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026

I. GROUP INFORMATION

GNA Axles Limited. ("the Company") is a Company established in 1993. The Company manufactures auto components for the four-wheeler industry, primary product being Rear Axles, Shafts, Spindles & other Automobiles Components for sale in domestic and foreign market. The Company has manufacturing location in the state of Punjab Unit –I at Mehtiana & Unit-II at VPO Gulab Garh Jattan (Phagwara-Hoshiarpur Road).

The Company & its subsidiary (Jointly referred to as the "Group") herein considered in these consolidated financial statements are:

A) SUBSIDIARIES:

Name of the Company	Country of Incorporation	% voting power held as at March 31, 2026	% voting power held as at March 31, 2025
GNA Axles Inc.	Michigan	100%	100%
GNA Mobility Limited	Mehtiana	100%	100%

II. SIGNIFICANT ACCOUNTING POLICIES:

This note provides a list of the significant accounting policies adopted in the preparation of these Consolidated financial statements. These policies have been consistently applied to all the periods presented, unless otherwise stated.

II.1 Basis of Preparation:

(i) Compliance with Ind AS

These Consolidated financial statements of group comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) Companies (Indian Accounting Standard) Rules, 2015 and other relevant provision of the Act.

(ii) Historical Cost Convention

The Consolidated financial statements have been prepared on an accrual basis and under the historical cost convention.

(iii) Classification of asset and liabilities

The classification of assets and liabilities into current and non-current, wherever applicable, are based on normal operating cycles of business activities of the Company, which is twelve months.

(iv) Principles of Consolidation

The consolidated financial statements relate to GNA Axles Limited. And its Subsidiaries. Subsidiary is an entity over which GNA Axles Limited. Exercise control. The Consolidated financial statements have been prepared on the following basis:

The financial Statements of the Group have been combined on a line by line basis by

adding together the books values of like items of assets, liabilities income and expenses, after fully eliminating intra-Group balance and intra group transactions and resulting unrealised profits/unrealised losses resulting from intra-group transactions are eliminated unless cost cannot be recovered.

The financial statements of the subsidiary used for the purpose of consolidation are drawn upto the same reporting date as of the group. The consolidated financial statement have been prepared using uniform account policies for like transactions and other events in similar circumstances and are presented to the extent possible in the same manner as the companies separate financial statements. On consolidation the assets and liabilities have been translated into INR at the closing rate at the reporting date.

II.2 Summary of significant Accounting Policies:

a) Property, plant and Equipment:

Freehold land is carried at historical cost. All other items of Property, plant and equipment are shown at cost, less accumulated depreciation and impairment, if any. The cost of an item of property, plant and equipment comprises its cost of acquisition inclusive of inward freight, import duties, and other non refundable taxes or levies and any cost directly attributable to the acquisition/construction of those items: any trade discounts and rebates are deducted in arriving at the cost of acquisition.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

that future economic benefits associated with the item will flow to the entity and the cost of the item can be measure reliably. All other repairs and maintenance are charged to statements of profit or loss during the reporting period in which they are incurred.

b) Depreciation on tangible fixed assets.

Depreciation on tangible fixed assets is provided using the Written down value Method as per rate prescribed by Companies Act.

c) Revenue Recognition:

Revenue is measured at the fair value of the consideration received or receivable. Gross Sales are Net of returns, Claims, and Discount. The Company recognises Revenue when amount of revenue can be measured reliably and it is probable that the economic benefits associated with transaction will flow to the entity.

Interest Income is accounted on accrual basis and Fixed deposit interest is accounted as per statement/documents issued by bank.

d) Inventories

Inventories are valued as follows:

- | | |
|-----------------------------------|---|
| a) Stock of Raw Material & Stores | : At Purchase price plus Direct Expenses |
| b) Stock of work in Progress | : At Estimated cost price |
| c) Stock of Finished Goods | : At cost or net realisable value whichever is less |

e) Insurance and other claims

Revenue in respect of claims is recognised when no significant uncertainty exists with regard to the amount to be realised and ultimate collection thereof.

f) Tax Expenses

Current income tax is measured at the amount expected to be paid to the income tax authorities in accordance with the income-tax Act, 1961 enacted in India. Deferred Income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and

liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax assets is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. The Company offsets current tax assets and current tax liabilities where it has a legally enforceable right to set-off the recognised amounts and where it intends either to settle on a net basis or to realise the assets and settle the liability simultaneously.

g) Earning per Share

Basic earnings per share is calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue: bonus element in a rights issue to existing shareholders: share split: and reverse share split (consolidation of shares).

h) Impairment of assets

At each balance sheet date an assessment is made whether any indication exists that an assets has been impaired. If any such indication exists, an impairment loss i.e the amount by which the carrying amount of an assets exceeds its recoverable amount is provided in the books of accounts.

i) Borrowing Costs:

Borrowing cost that is attributable to acquisition or construction of a qualifying asset is capitalised as part of cost of such assets. Qualifying assets is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing cost is recognised as expenses in the period in which they are incurred.

j) Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flow, cash & cash equivalents includes cash in hand, cash at bank and demand deposits with banks with an original maturity of three months or less which are subject to an in significant risk of change in value.

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

k) Provisions, Contingent Liabilities and Contingent Assets

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 reliably estimated. 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.

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty are treated as contingent. The Company does not recognise a contingent liability but discloses its existence in financial statements

l) Cash flow statement

Cash flow are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flow from operating investing and financing activities of the Company are segregated.

m) Foreign Currency Transactions

The functional currency of the Company is Indian Rupee. These financial statements are presented in Indian Rupee.

Transactions and Balances.

The foreign current transactions are recorded, on initial recognition in the functional currency, by applying foreign current amount the spot exchange rate between the functional currency and the foreign current at the date of transaction.

The foreign current monetary items are translated using closing rate at the end of each reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency shall be translated using the exchange rate at the date of transaction. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements shall be recognised in profit or loss in the period in which they arise.

n) Retirement & Other Benefits

a) Gratuity:- The Company has a defined benefit gratuity plan. Every employee who has completed 5 years or more of service is entitled to gratuity on terms not less favorable than the Provisions of "The Payment of Gratuity Act 1972." The Company contributes periodically with LIC of India.

b) Provident Fund:- Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expenses, when an employee renders the related service.

c) Superannuation Fund:- Certain employees are also participants in the superannuation plan which is a defined contribution plan. The Company has no further obligations to the plan beyond its monthly contribution which are periodically contributed to corpus which is invested with the Life Insurance Corp. of India.

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

1. PROPERTY PLANT & EQUIPMENT

Particulars	Freehold Land	Factory Building	Plant & Machinery	Computers	Office Equipments	Furniture & Fixtures	Vehicle	Total
₹ in Lacs								
(A) Gross Block								
Balance as at April, 1, 2025	2,916.35	13,465.95	71,623.00	997.07	990.99	865.18	1,905.09	92,763.63
Addition during the year	784.47	0.00	10,624.46	178.78	93.85	86.33	596.65	12,364.54
Discarded/Disposed off during the year	30.40	0.00	0.00	0.00	0.00	0.00	47.41	77.81
Balance as at March 31, 2026	3,670.42	13,465.95	82,247.46	1,175.85	1,084.84	951.51	2,454.33	105,050.36
(B) Accumulated Depreciation								
Balance as at April 1, 2025	0.00	5,604.35	43,164.33	877.20	660.18	628.76	1,265.29	52,200.11
Depreciation for the year	0.00	747.18	5,781.89	92.64	64.26	64.49	253.36	7,003.82
Accumulated depreciation on discarded/disposal	0.00	0.00	0.00	0.00	0.00	0.00	44.33	44.33
Balance as at March 31, 2026	0.00	6,351.53	48,946.22	969.84	724.44	693.25	1,474.32	59,159.60
(C) Net carrying Amount								
Balance as at April 1, 2025	2,916.35	7,861.60	28,458.67	119.87	330.81	236.42	639.80	40,563.52
Balance as at March 31, 2026	3,670.42	7,114.42	33,301.24	206.01	360.40	258.26	980.01	45,890.76
CAPITAL WORK IN PROGRESS								
BUILDING (1 - 2 YEARS)								
Balance as at April 1, 2025								0.00
Addition for the year								826.28
Trfd to Building A/c								0.00
Balance as at March 31, 2026								826.28
PLANT & MACHINERY (1 - 2 YEARS)								
Balance as at April 1, 2025								15.03
Addition for the year								2,639.64
Trfd to Plant & Machinery A/c								15.03
Balance as at March 31, 2026								2,639.64
Total								3,465.92

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

2. OTHER FINANCIAL ASSETS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Security Deposits	1,318.17	1,318.17
	1,318.17	1,318.17

3. OTHER-NON CURRENT ASSETS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Advance for Fixed Assets	1,131.95	3,325.71
Preliminary Expenses	0.50	0.50
	1,132.45	3,326.21

4. INVENTORIES

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Raw Material		
Raw Material Steel	6,663.17	3,391.22
Raw Material Non Steel	0.00	33.29
Work in Progress	14,515.75	11,970.75
Finished Goods	1,810.45	2,291.43
Stores, Spares & Loose Tools		
Stock of Operating Supply	1,305.64	1,164.14
Stock of Spare Parts	248.24	215.31
Stock of Diesel	21.96	34.40
Stock of Die Steel	14.34	19.17
Stock of Oil Lubricant	90.70	63.39
OTHERS		
Stock of Scrap Material	59.55	117.65
Stock of Packing	44.26	63.48
	24,774.06	19,364.23

5. CASH & CASH EQUIVALENTS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Cash in hand	14.52	21.17
Balance with Banks		
(In Current Account)	36.92	731.01
	51.44	752.18

6. OTHER BANK BALANCE

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
In Dividend Account	4.33	4.17
In Deposit Account	3,738.76	2,465.22
In CBI FDR against Margin Money	0.57	0.54
	3,743.66	2,469.93

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

7. OTHER CURRENT ASSETS

₹ in Lacs

Particulars	March 31, 2026	March 31, 2025
Pre-paid Expenses	197.03	200.93
Advance to Vendor	1,114.83	775.77
Advance to Employee	0.48	25.43
Group Gratuity Recoverable	12.34	8.08
Amount Recoverable	3,174.67	1,294.61
GST	5,630.36	2,220.89
	10,129.71	4,525.71

8. EQUITY SHARE CAPITAL

₹ in Lacs

Particulars	March 31, 2026		March 31, 2025	
	Nos.	Amount	Nos.	Amount
SHARE CAPITAL				
(1) Authorised Share Capital				
Equity Share of ₹ 10/- each.	100,000,000	10,000	100,000,000	10,000
(Previous year Equity Share of ₹ 10/- each)				
(2) Issued, Subscribed & Paid-up				
Equity Shares of ₹ 10/- each	42,930,800	4,293.08	42,930,800	4,293.08
(Previous year Equity Share of ₹ 10/- each)				
	42,930,800	4,293.08	42,930,800.00	4,293.08

Reconciliation of number of shares outstanding at the beginning and at the end of the year

₹ in Lacs

Equity Shares	March 31, 2026		March 31, 2025	
	Nos.	Amount	Nos.	Amount
Shares outstanding at the beginning of the year	42,930,800	4,293.08	42,930,800	4,293.08
Shares issued during the year	0	0.00	0.00	0.00
Shares bought back during the year	0.00	0.00	0.00	0.00
Shares outstanding at the end of the year	42,930,800	4,293.08	42,930,800	4,293.08

Detail of Shareholding more than 5% share of the Company

Name of Shareholder	March 31, 2026		March 31, 2025	
	Nos.	% age holding	Nos.	% age holding
(Equity Shares of ₹ 10/- each)				
S. Gursaran Singh	1,075,000	2.50	1,075,000	2.50
S. Maninder Singh	454,9426	10.60	4,774,426	11.12
S. Jasvinder Singh	6,442,200	15.00	6,442,200	15.00
S. Ranbir Singh	15,599,389	36.34	15,545,189	36.21
HDFC Small Cap Fund	4,112,102	9.58	4,112,102	9.58

A. Terms/rights attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share in the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be proportion to the number of equity shares held by the shareholders.

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

- B.** There are Nil No. of shares **(Previous year NIL)** in respect of shares in our Company held by its holding or its ultimate holding Company including shares held by or by subsidiary or associates of holding Company or ultimate holding Company in aggregate.
- C.** There are NIL No. of shares **(Previous year NIL)** reserved for issue under option and contracts/commitment for the sale of shares/dis-investment including the terms and amounts.

₹ in Lacs

Particulars	As at March 31, 2026	As at March 31, 2025
1. Aggregate No and class of shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash	NIL	NIL
2. Aggregate No. and class of shares allotted as fully paid-up by way of Bonus Shares	NIL	NIL
3. Aggregate No. and class of shares bought back.	NIL	NIL

- D.** There are no securities **(Previous year NIL)** convertible into Equity shares
- E.** There are no calls un-paid **(Previous year NIL)** including calls un-paid by Directors and officers as on balance sheet date.

F. Share holding of Promoters:

Sr. No.	Promoter's Name	No. of shares as on March 31, 2026	No. of shares as on March 31, 2025	% of total Shares as on March 31, 2026	% of total Shares as on March 31, 2025	% change during the year
1	Jasvinder Singh (Promoter)	6,442,200	6,442,200	15.00	15.30	0.00
2	Ranbir Singh (Promoter)	15,599,389	15,545,189	36.21	14.94	0.35
3	Maninder Singh (Promoter Group)	4,549,426	4,774,426	10.60	11.12	(0.52)
4	Gursaran Singh (Promoter Group)	1,075,000	1,075,000	2.50	8.69	0.00
5	Kulvin Seehra (Promoter Group)	1,075,000	1,075,000	2.50	0.99	0.00
7	Harjinder Kaur (Promoter Group)	507,800	507,800	1.18	1.18	0.00
8	Jasleen Kaur (Promoter Group)	-	20,024	0.00	0.05	(0.05)
9	Ashmeet Seehra (Promoter Group)	36,852	36,852	0.09	0.09	0.00
10	Loveleen Kaur (Promoter Group)	40,124	20,100	0.09	0.05	0.04
11	Manjot Seehra (Promoter Group)	12,080	12,080	0.03	0.03	0.00
12	Harwinder Singh (Promoter Group)	15,020	15,020	0.03	0.02	0.00
13	Rupinder Singh (Promoter Group)	13,300	13,300	0.03	0.02	0.00
14	Rasleen Kaur Pahuja (Promoter Group)	10,324	10,324	0.02	0.02	0.00

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

STATEMENT OF CHANGES IN EQUITY

A. Equity Share Capital

(1) Current Reporting period

₹ in Lacs

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
₹ 4,293.08	0	₹ 4,293.08	0	₹ 4,293.08
(42,930,800 Equity Share of ₹ 10/- each)		(42,930,800 Equity Share of ₹ 10/- each)		(42,930,800 Equity Share of ₹ 10/- each)

(2) Previous reporting period

₹ in Lacs

Balance at the beginning of the Previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
₹ 4,293.08	0	₹ 4,293.08	0	₹ 4,293.08
(42,930,800 Equity Share of ₹ 10/- each)		(42,930,800 Equity Share of ₹ 10/- each)		(42,930,800 Equity Share of ₹ 10/- each)

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

9. OTHER EQUITY

(1) Current reporting period

	Share application money pending allotment (₹)	Equity Component of compound financial instruments (₹)	Reserve & Surplus			Retained Earnings (₹)	Debt instruments through Other Comprehensive Income (₹)	Equity Instruments through Other Comprehensive Income (₹)	Effective portion of Cash Flow Hedges (₹)	Revaluation Surplus (₹)	Exchange differences on translating the financial statements of a foreign operation (₹)	Other items of Other Comprehensive Income (specify nature) (₹)	Money received against share warrants (₹)	Total (₹)
			Capital Reserve (₹)	Securities Premium (₹)	Other Reserves (specify nature) (₹)									
Balance at the beginning of the previous reporting period	0.00	0.00	0.00	9,656.44	0.00	76,042.05	0.00	0.00	0.00	0.00	0.43	0.00	0.00	85,698.92
Changes in accounting policy or prior period errors														0
Restated balance at the beginning of the previous reporting period	0.00	0.00	0.00	9,656.44	0.00	76,042.05	0.00	0.00	0.00	0.00	0.43	0.00	0.00	85,698.92
Total comprehensive income for the previous year	0.00	0.00	0.00	9,656.44	0.00	76,042.05	0.00	0.00	0.00	0.00	0.43	0.00	0.00	85,698.92
Dividends						(1,287.92)								(1,287.92)
Transfer to retained earnings						11,695.09					(8.55)			11,686.54
Utilised for issue of fully paid Bonus shares														0.00
Income Tax Adjustments of previous year						20.72								20.72
Balance at the end of the previous reporting period	0.00	0.00	0.00	9,656.44	0.00	86,469.94	0.00	0.00	0.00	0.00	(8.12)	0.00	0.00	96,118.26

₹ in Laos

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

(2) Previous Reporting period

	Share application money pending allotment (₹)	Equity Component of compound financial instruments (₹)	Reserve & Surplus			Retained Earnings (₹)	Debt instruments through Other Comprehensive Income (₹)	Equity Instruments through Other Comprehensive Income (₹)	Effective portion of Cash Flow Hedges (₹)	Revaluation Surplus (₹)	Exchange differences translating the financial statements of a foreign operation (₹)	Other items of Other Comprehensive Income (specify nature) (₹)	Money received against share warrants (₹)	Total (₹)
			Capital Reserve (₹)	Securities Premium (₹)	Other Reserves (specify nature) (₹)									
Balance at the beginning of the current reporting period	0.00	0.00	0.00	9,656.44	0.00	66,201.80	0.00	0.00	0.00	0.00	(3.69)	0.00	0.00	75,854.55
Changes in accounting policy or prior period errors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Restated balance at the beginning of the current reporting period	0.00	0.00	0.00	9,656.44	0.00	66,201.80	0.00	0.00	0.00	0.00	(3.69)	0.00	0.00	75,854.55
Total comprehensive income for the current year	0.00	0.00	0.00	9,656.44	0.00	66,201.80	0.00	0.00	0.00	0.00	(3.69)	0.00	0.00	75,854.55
Dividends	0.00	0.00	0.00	0.00	0.00	(858.62)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(858.62)
Transfer to retained earnings	0.00	0.00	0.00	0.00	0.00	10,709.49	0.00	0.00	0.00	0.00	4.12	0.00	0.00	10,713.61
Utilised for issue of fully paid Bonus shares	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Income Tax Adjustments of previous year	0.00	0.00	0.00	0.00	0.00	10.62	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.62
Balance at the end of the current reporting period	0.00	0.00	0.00	9,656.44	0.00	76,042.05	0.00	0.00	0.00	0.00	0.43	0.00	0.00	85,698.92

₹ in Laos

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Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

10. BORROWINGS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
A) Non Current		
Secured		
From Banks		
Term Loan	2,918.79	5,520.98
From Others		
Bajaj Finance Limited	10,065.81	6,042.42
	12,984.60	11,563.40
Less: Current Maturities	3,420.68	1,503.19
	9,563.92	10,060.21
Unsecured	0.00	0.00
	9,563.92	10,060.21
B) Current		
Secured		
From Banks (Repayable on Demand)	8,823.79	14,320.71
Unsecured	0.00	0.00
	8,823.79	14,320.71

10.1 The above non-current borrowings are secured by mortgage created on the immovable assets of the Company both present and future and hypothecation of all moveable assets including movable machinery, tools and accessories and other movables, both present and future subject to charges created in favour of the Bankers/NBFC'S for securing the working capital limits and the personal guarantee of promoter directors.

10.2 Current Borrowings includes Cash Credit Limit, O/D Limit & PCFC from Consortium Banks which are secured by hypothecation of entire present and future tangible current assets of the Company as well as second charges on the entire present and future fixed assets of Company and personal guarantee of promoter directors.

11. OTHER CURRENT FINANCIAL LIABILITIES

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Current Maturity of Non-Current Borrowings	3,420.68	1,503.19
	3,420.68	1,503.19

12. OTHER CURRENT LIABILITIES

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Statutory Liabilities	544.39	451.14
Unpaid Dividend	4.32	4.17
	548.71	455.31

13. CURRENT PROVISIONS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Outstanding Expenses Payable	1,378.98	1,390.44
Employee Dues	408.40	264.35
	1,787.38	1,654.79

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

14. REVENUE FROM OPERATIONS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
SALE OF PRODUCTS		
Sale Domestic	76,576.02	67,205.16
Sale Export (Direct)	67,868.51	84,035.99
	144,444.53	151,241.15

15. OTHER OPERATING REVENUE

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
DEPB/FPS Service	310.81	365.84
Duty Drawback	1,320.62	1,643.69
Exchange Difference	1,765.87	723.39
	3,397.30	2,732.92

16. OTHER INCOME

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Interest Income	262.88	209.50
Profit on sale of Asset	36.12	51.55
	299.00	261.05

17. COST OF MATERIALS CONSUMED

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
CONSUMPTION OF RAW MATERIAL	79,251.14	89,017.76
	79,251.14	89,017.76
CONSUMPTION OF STORE & SPARES		
Consumption of operating supply	7,286.30	6,363.80
Consumption of Die Steel	575.94	663.55
Consumption of oil & Lubricants	1,438.45	1,451.79
Consumption of Packing Materials	3,291.98	3,696.34
Consumption of Furnace Oil	651.06	554.55
	13,243.73	12,730.03
	92,494.87	101,747.79

18. CHANGE IN INVENTORY OF-WORK IN PROGRESS & FINISHED GOODS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
At the beginning of Accounting period	14,379.83	13,475.43
At the end of the Accounting period	16,385.76	14,379.83
	(2,005.93)	(904.40)

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

19. EMPLOYEE BENEFIT EXPENSE

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Wages	2,544.77	2,221.11
Salary	3,797.27	3,348.46
Production Incentive Bonus	1,025.35	838.94
Contribution to Provident Fund	207.86	185.71
Family Pension	188.94	173.93
Administration charges	28.08	25.61
Group gratuity	144.91	136.76
Super Annuation Fund	59.42	50.82
Workers and Staff Welfare	253.16	241.95
Bonus	302.53	276.73
Leave with Wages	44.63	46.63
Medical Reimbursement	55.40	37.16
Employees State Insurance	68.26	58.42
	8,720.58	7,642.23

20. FINANCIAL COSTS

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
a) Interest Expense		
Interest on Term Loan	882.47	264.42
Interest on Cash Credit	358.99	750.80
Interest to Others	3.96	41.05
b) Other Borrowing Cost		
Bank Charges	79.88	129.86
	1,325.30	1,186.13

21. DEPRECIATION AND AMORTIZATION EXPENSE

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
DEPRECIATION		
Building	747.18	659.44
Plant & Machinery	5,781.89	4,640.53
Furniture & Fixture	64.49	70.68
Vehicle	253.36	192.45
Computers	92.64	85.56
Office Equipments	64.26	61.37
	7,003.82	5,710.03

22. OTHER EXPENSES

₹ in Lacs		
Particulars	March 31, 2026	March 31, 2025
Machining charges	3,558.22	3,723.67
Power & Fuel	9,483.06	9,176.94
Repair & Maintenance	625.59	667.12
Factory Expenses	156.64	120.48

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

₹ in Lacs

Particulars	March 31, 2026	March 31, 2025
Office Expenses	23.32	18.32
Donation/CSR	333.73	297.22
Subscription/Membership fees	10.95	11.19
Entertainment Expense	11.64	7.83
Fees & Taxes	15.55	155.63
Insurance	385.78	332.19
Legal & Professional Expenses	362.85	313.53
News Paper & Periodicals	0.17	0.54
PAYMENT TO AUDITORS		
As Audit Fee	7.50	7.50
For Taxation purpose	0.00	0.00
For any other matters	0.00	0.00
Vehicle Petrol	162.32	145.99
Vehicle Repair	82.83	70.49
Repair of Building	106.36	22.32
Postage & Courier expenses	8.51	3.84
Printing & Stationery	50.15	47.08
Repair & Maintenance of Computer	44.19	47.05
Telephone Expenses	12.27	11.83
Directors sitting fees	10.05	14.85
Travelling Expenses	267.71	220.36
Unrecoverable amount	0.00	6.08
Travelling Expenses Foreign	240.70	189.27
Advertisement expenses	20.34	79.40
Club Fee	1.67	1.01
Water Charges	8.66	9.04
Freight & Cartage outward	1,870.90	1,399.80
Business Promotion Expenses	8.61	6.37
Export Packing & Forwarding expenses	6,967.09	7,322.30
	24,837.36	24,429.24

23. EARNINGS PER SHARE

₹ in Lacs

Particulars	March 31, 2026	March 31, 2025
	Amount (₹)	Amount (₹)
Basic and Diluted Earnings Per Share		
Net Profit attributable to Equity Shareholders	11,695.09	10,709.49
Weighted Average number of Equity Shares		
outstanding during the year	Nos. 42,930,800	42,930,800
Face Value	₹ 10	10
Basic Earnings Per Share	₹ 27.24	24.94
Diluted Earnings Per Share	₹ 27.24	24.94

24. CORPORATE SOCIAL RESPONSIBILITY

As per the provisions of amended companies Act 2013 the companies having profit of 5CR or more has to spent 2% of their average profits of last 3 years upon specific activity falling within CSR. The CSR Budget for the 2025-26 of the Company was ₹ 30,049,770/-. The Company has spent ₹ 30,999,318/- on CSR activities during the Financial Year 2025-26 with the approval of CSR Committee of the Board. There is no unspent CSR Amount as on March 31, 2026

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

25. CONTINGENT LIABILITIES

The following are the contingent liabilities during the year.

		₹ in Lacs	
Particulars	2025-26	2024-25	
(A) Contingent Liabilities			
1. Bank Guarantees	5	5	
2. GST & RCM Liabilities against which the Company has preferred appeals.	88.49	990.56	
3. Value Added Tax Liabilities	92.12	96.59	
(B) Commitments			
Capital Commitments	-	-	

The Company management believes that ultimate outcome of these contingent liabilities will not have a material adverse effect on the Company's financial position & results of operations.

26. RELATED PARTY DISCLOSURE

Disclosures as required by Accounting Standards (Ind AS-24) "Related Party Disclosure" are given below.

(a) Related Parties

S. Gursaran Singh - Executive Chairman
 S. Jasvinder Singh - Executive Vice-Chairman
 S. Ranbir Singh - Managing Director & CEO
 S. Maninder Singh - Whole time Director
 S. Kulwin Seehra - Whole Time Director
 S. Harwinder Seehra - Whole Time Director
 Mrs. Loveleen Kaur - Sr. Vice-President (Corporate Affairs)

(b) Key Managerial Personnel

Mr. Rakesh Gupta - Chief Financial Officer
 Mr. Gourav Jain - Company Secretary

(c) Wholly owned Subsidiary Company

GNA Axles INC Michigan
 G N A Mobility Limited

(d) Company in which Directors and their relatives are directors

GNA Gears Limited
 GNA Drivelines Limited
 GNA Transmission (Punjab) Limited
 GNA Investment Limited
 Amarson Automotive Limited

(e) Firms in which Directors and their Relatives are Partners

M/s GNA Sons
 M/s GNA Duraparts
 M/s GNA Autotech
 M/s Design 360 Protolab & Consultants

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

₹ in Lacs

Particulars	2025-26	2024-25
(b) Remuneration		
S. Gursaran Singh	286.03	266.09
S. Ranbir Singh	324.19	303.53
S. Jasvinder Singh	311.23	291.29
S. Kulwin Seehra	110.25	101.43
S. Harwinder Seehra	110.25	101.43
S. Maninder Singh	102.14	93.02
(c) Remuneration Paid to Key Managerial Personnel		
Mr. Rakesh Gupta	24.32	21.93
Mr. Gourav Jain	13.65	12.39
(d) Remuneration paid to Director's relatives		
Mrs. Loveleen Kaur	26.99	26.99

27. DETAILS OF BENAMI PROPERTY

No proceedings has been initiated or pending against the Company for holding any Benami property under The Benami Transaction (Prohibition) Act, 1988.

28. SEGMENT REPORTING

The Company is in the business of manufacturing automobile components which is a single business segment, so separate segment reporting is not required.

29. REMUNERATION TO DIRECTORS

₹ in Lacs

Particulars	2025-26	2024-25
Salary	1,244.12	1,156.79

30. In the opinion of the Board of Directors, the Current Assets, Loans and Advances are approximately of the value stated if realised in the ordinary course of business. The Provision for all known liabilities is adequate and not in excess of amount reasonably necessary.

31. FOREIGN EXCHANGE EARNINGS

The Company has exported goods during the year FOB value of which is ₹ 6,090,141,863/-.

32. BORROWING FROM BANKS AND FINANCIAL INSTITUTIONS:

The Company has taken Term loans from Banks during the year under Audit. The Company Utilised the amount of Term Loans raised for the purpose for which it was obtained. The Company also borrowed working capital facility from banks against current assets. The quarterly/Monthly statements filed by the Company with banks are in agreement with books of accounts. No discrepancies noticed.

33. TRADE PAYABLES AGEING SCHEDULE:

For the year ending FY 2025-26

₹ in Lacs

Particulars	Outstandings for following periods from due date of payments				Total
	Less than 1 Yr.	1-2 Yr.	2-3 Yrs.	More than 3 Yrs.	
MSME	647.95	--	--	--	647.95
Others	26,583.43	--	--	--	26,583.43
Disputed dues MSME					
Disputed Dues Others	--	--	--	--	--

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

For the year ending FY 2024-25

₹ in Lacs

Particulars	Outstandings for following periods from due date of payments				Total
	Less than 1 Yr.	1-2 Yr.	2-3 Yrs.	More than 3 Yrs.	
MSME	331.32	--	--	--	331.32
Others	18,062.61				18,062.61
Disputed dues MSME		--	--	--	--
Disputed Dues Others	--	--	--	--	--

34. TRADES RECEIVABLE AGEING SCHEDULE:

For the year ending FY 2025-26

₹ in Lacs

Particulars	Outstanding for the following periods from due date of payments					Total
	Less than 6 Months	6 months – 1 Yrs.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs.	
Undisputed Trade Receivables-considered good	49,854.51	8,376.30	2,467.82	391.67	--	61,090.30
Undisputed Trade receivables considered doubtful	--	--	--	--	--	--
Disputed Trade Receivables considered Good	--	--	--	--	--	--
Disputed Trade Receivables considered doubtful..	--	--	--	--	--	--

For the year ending FY 2024-25

₹ in Lacs

Particulars	Outstanding for the following periods from due date of payments					Total
	Less than 6 Months	6 months – 1 Yrs.	1-2 Yrs.	2-3 Yrs.	More than 3 Yrs.	
Undisputed Trade Receivables-considered good	54,612.73	8,566.14	463.64	98.40	93.07	63,833.98
Undisputed Trade receivables considered doubtful	--	--	--	--	--	--
Disputed Trade Receivables considered Good	--	--	--	--	--	--
Disputed Trade Receivables considered doubtful.	--	--	--	--	--	--

35. LOAN AND ADVANCES TO DIRECTORS/KMP/RELATED PARTIES:

During the year under audit the Company has not granted any Loan and Advances to directors/KMP/Related Parties either severally or jointly with any other persons.

36. TRANSACTION WITH STRUCK OFF COMPANIES:

During the year under audit the Company has not entered into any transactions with another Company whose name has been struck off.

37. REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES:

The Company has registered charges for Term Loans availed during the year with the Registrar of Companies. The Company has satisfied the charges with Registrar of companies for loans, the re-payment of which was completed.

Notes

Forming part of consolidated financial statements for the year ended March 31, 2026 (Contd.)

38. AUDITORS REMUNERATION:

₹ in Lacs

Sr. No.	Particulars	March 31, 2026	March 31, 2025
1.	Audit Fee	7.5	7.5

39. RATIO ANALYSIS:

Sr. No.	Ratio	2025-26	2024-25
1.	Current Ratio	2.37:1	2.49:1
2.	Debt Equity Ratio	22:1	29:1
3.	Debt Service Coverage Ratio	4.21:1	6.55:1
4.	Return on Equity Ratio	11.65%	11.90%
5.	Inventory turnover ratio	6.54 Times	7.73 Times
6.	Trade Receivable Turnover Ratio	2.31 Times	2.50 Times
7.	Trade Payable Turnover ratio	6.33 Times	8.29 Times
8.	Net Capital Turnover Ratios	2.50 Times	2.77 Times
9.	Net Profit Ratio	8.10%	7.08%
10.	Return on Capital Employed	14.17%	13.62%

Remarks

- i.) Decrease in Debt Service coverage ratio is due to raising of new Term Loan, the instalments of which is starting from next financial year.

40. Previous Years Figures have been re-grouped/re-arranged wherever consider necessary

For **G.S. SYAL & CO.****Chartered Accountants (FRN-000457N)****(GURCHARAN SINGH)****Partner**

M.No. 080075

Ranbir Singh**Mg. Director****Kulwin Seehra****Director**

Place: Jalandhar

Dated: May 8, 2026

Rakesh Kumar**Chief Financial Officer****Gourav Jain****Company Secretary**

Notes



GNA

GNA AXLES LIMITED

If undelivered please return to:

Registered Office

GNA Axles Limited, GNA House
1-C, Chhoti Baradari-II, Garha Road
Jalandhar City - 144 001, Punjab, India.

Corporate Office

GNA Axles Limited, Mehtiana
Dist. Hoshiarpur - 146 001,
Punjab, India.