



To,  
The Listing Compliance  
**BSE Ltd.**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001

**Subject: Annual Report for the Financial Year 2025-26.**

Pursuant to the Provisions of Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Annual Report together with notice of the AGM for the Financial Year 2025-26 and is also available on the website of the Company at [www.cospower.co.in](http://www.cospower.co.in).

OSWALD  
ROSARIO  
DSOUZA[illegible]

**CosPower Engineering Limited**

Tel. : +91 8007036857  
E-mail : [contact@cel.net.in](mailto:contact@cel.net.in)  
Website : [www.cel.net.in](http://www.cel.net.in)  
CIN No. : L31908MH2010PL C208016



**CORPORATE INFORMATION**

**COSPOWER ENGINEERING LIMITED**

CIN L31908MH2010PLC208016

Registered Address: H. No 940, S. No. 134/17A, Pazar Talao Road Chandrapada, Vaki Pada, Juchandra,  
Naigaon East Thane 401208.

Website: [www.cospower.co.in](http://www.cospower.co.in)

Email: [contact@cel.net.in](mailto:contact@cel.net.in)

**Board of Directors and Key Managerial Personnel:**

|                        |                                                       |
|------------------------|-------------------------------------------------------|
| Oswald Rosario Dsouza  | : Wholetime Director                                  |
| Felix Shridhar Kadam   | : Managing Director                                   |
| Janet Dsouza           | : Non-Executive Director                              |
| Christbell Felix Kadam | : Non-Executive Director                              |
| Ashley Mathew Correa   | : Independent Director                                |
| Edwin E R Cotta        | : Independent Director (up to September 01, 2025)     |
| Atul Damodar Dharap    | : Independent Director (w.e.f. September 05, 2025)    |
| Deepam Paresh Shah     | : Company Secretary & Compliance Officer              |
| Hiren Solanki          | : Chief Financial Officer (up to September 03, 2025)  |
| Maxie Dsouza           | : Chief Financial Officer (w.e.f. September 04, 2025) |

**Statutory Auditors:**

M/s. C.J.K. Associates  
Chartered Accountants

**Internal Auditors:**

M/S Ronak Sejpal & Associates  
Chartered Accountants

**Secretarial Auditor:**

M/s. Jaymin Modi & Co.  
Company Secretaries

**Registrar & Transfer Agents:**

Bigshare Services Private Limited  
E/2, Ansa Industrial Estate,  
Saki Vihar Road, Saki Naka,  
Andheri East Mumbai – 400072.

## Chairman's Message



Dear Shareholders,

It gives me immense pleasure to present to you another remarkable year in the journey of CosPower Engineering Limited. While the final numbers may have pleasantly surprised many, the management remained confident throughout the year that we would achieve a historic milestone of crossing the three-digit turnover mark for the very first time in the Company's history.

This achievement is the result of the dedication, hard work and collective efforts of the entire CosPower team. It would not have been possible without the strong support of our valued employees, vendors, bankers, and service providers. Above all, we are deeply grateful to our customers for the trust and confidence they continue to place in our Company.

India's power sector is poised for unprecedented growth over the next five years, driven by significant investments in generation, transmission, distribution and renewable energy. As a company operating in the heart of this transformation, CosPower is well-positioned to capitalize on the immense opportunities that lie ahead. We believe that the coming years will witness the Company achieving several new milestones and strengthening its position as a leading player in the power quality and reactive power compensation industry.

For the current financial year, we have set ourselves an ambitious target of exceeding ₹150 crore in revenue. I am pleased to share that the Company has already made a strong start and is firmly focused on achieving this goal.

I am also delighted to announce an important addition to our product portfolio. During the year, CosPower successfully commenced the manufacturing of Damping Resistors, a highly specialized allied product. Following successful testing at an independent government-approved laboratory, these products have already been supplied and commissioned at several solar power generation installations. We are confident that this new product line will contribute significantly to the Company's growth and profitability in the years ahead.

Another major step in our growth journey has been the acquisition of over two acres of land not very far to our existing facility. This greenfield project is being developed into a modern, high-tech manufacturing complex dedicated to capacitors, panels, structures and damping resistors. The new facility will substantially enhance our manufacturing capabilities, improve operational efficiencies, and provide the capacity required to support our future growth plans.

At CosPower, our vision extends beyond growth in numbers. We are committed to building one of the most respected and professionally managed companies in the field of reactive power compensation and power quality improvement. To strengthen our leadership capabilities, we have inducted experienced professionals into key management positions. Their expertise, combined with the passion and commitment of our existing team, will help drive the Company to greater heights.

On behalf of the Board of Directors, I would like to express my sincere gratitude to all our stakeholders—employees, customers, vendors, bankers, service providers and shareholders for their continued support and faith in our Company. The achievement of crossing the three-digit turnover mark is not the destination, it is merely the beginning of a much larger and more exciting journey.

I assure all our shareholders that your Company is guided by a strong management team, driven by a clear vision and committed to creating sustainable growth, long-term value, and an enduring reputation for excellence.

Together, let us look forward to an even brighter future.

With warm regards,

Oswald Dsouza  
Chairman  
CosPower Engineering Limited

## Managing Director's Message

Dear Shareholders,



It is a privilege to address you through the Annual Report of CosPower Engineering Limited for the financial year 2025-26.

When Mr. Oswald D'Souza and I founded CosPower in 2004, we shared a common vision of building a company acknowledged for its engineering excellence, innovation, and uncompromising quality. Over the past two decades, that vision has evolved into a professionally managed organisation that has earned the trust of customers across India's power sector. Our journey from an entrepreneurial venture to a publicly listed company has been both rewarding and transformative, reinforcing our commitment to transparency, corporate governance and long-term value creation for all stakeholders.

As we continue to grow, our focus extends beyond delivering financial performance. We remain committed to building a rock-solid organisation, investing in people and technology, and creating sustainable value for our shareholders while contributing meaningfully to the country's rapidly evolving energy ecosystem.

During the year under review, our company successfully completed a preferential issue through which we raised approximately ₹160 million. This capital infusion has significantly cemented our financial position and provides us with the financial flexibility to support our extended growth strategy. The funds will be deployed towards expanding manufacturing capacity, investing in advanced engineering capabilities, and evaluating strategic opportunities that complement our business and enhance shareholder value.

India's power sector continues to present compelling opportunities. The rapid expansion of renewable energy, increasing investments in transmission and distribution infrastructure, growing industrialisation, the emergence of data centres and rising demand for reliable power are reshaping the country's energy landscape. As power systems become increasingly complex, the importance of harmonic mitigation, reactive power compensation and grid stability continues to grow, creating sustained demand for specialised engineering solutions.

At the same time, the industry continues to face challenges arising from supply chain constraints, extended lead times and capacity limitations across several categories of high-voltage electrical equipment. We view these challenges as an opportunity to further strengthen our competitive position by expanding our manufacturing footprint, improving operational efficiencies and broadening our portfolio of technology-backed solutions.

To support our long-term ambitions, the Company has embarked on one of the most significant expansion initiatives in its history. Our new greenfield manufacturing facility at Virar, Maharashtra, is progressing well and is scheduled for commissioning during the fourth quarter of FY26. Spread across approximately 80,000 sq. ft., the facility is expected to increase our production capacity by nearly five times. Equipped with advanced production infrastructure and a 150 kV AC High-Power Testing Facility, it will enhance our operational capabilities, improve supply chain resilience and provide the platform required to support our continued expansion across domestic and international markets.

Alongside this expansion, we are also increasing our Damping Resistor manufacturing capacity, which is expected to double by March 2027. The successful introduction of Damping Resistors during the year marks an important milestone in diversifying our product portfolio and addressing the growing requirements of renewable energy integration and grid stability applications.

Innovation continues to be one of the cornerstones of our development. During the year, we successfully completed the type testing of our 975 kVAr, 13.5 kV Single-Phase Capacitor Unit, demonstrating the strength of our engineering expertise and our commitment to delivering products that meet the highest standards of quality and performance. We also continue to explore opportunities to expand our portfolio through complementary technologies and strategic collaborations in areas such as Static VAR Generators (SVGs), Battery Energy Storage Systems (BESS) and Transformers, enabling us to offer customers a broader and more integrated range of power quality solutions.

As we continue to scale our operations, improving our organisational capabilities remains an equally important priority. We are investing in experienced leadership, developing talent across the organisation and enhancing our systems and processes to support a significantly larger business. Our objective is to build a scalable, professionally managed organisation while preserving the entrepreneurial spirit, agility and customer-centric approach that have been the foundation of CosPower's success since its inception.

We also remain open to well-planned partnerships and selective inorganic growth opportunities that complement our capabilities and accelerate our long-term growth journey. Every investment we make is focused on strengthening our technological leadership, enhancing customer value and building a stronger institution for the future.

As we look ahead, I remain confident about the opportunities before us. India's energy transition is creating unprecedented demand for advanced power quality solutions, and the company is well positioned to participate in this exciting phase of growth. Supported by a stronger balance sheet, expanding manufacturing infrastructure, growing technological capabilities and an exceptionally committed team, we are confident in our ability to execute our strategy with discipline and continue delivering sustainable value for our customers, shareholders and all other stakeholders.

On behalf of the management team, I would like to express my sincere gratitude to our shareholders for their continued trust and confidence, our employees for their dedication and commitment, and our customers, bankers, suppliers, business partners and all other stakeholders for their unwavering support throughout our journey.

More than two decades ago, we began with a vision of building an engineering-led organisation that would make a meaningful contribution to India's power sector. Today, that vision remains stronger than ever. As we build the next chapter of CosPower, our commitment remains unchanged. We will continue to innovate, execute with discipline and create enduring value for every stakeholder while contributing meaningfully to India's evolving power infrastructure.

Warm Regards,  
Felix Shridhar Kadam  
Managing Director  
CosPower Engineering Limited

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## ❖ NOTICE

NOTICE IS HEREBY GIVEN THAT THE 16TH ANNUAL GENERAL MEETING OF THE MEMBERS OF COSPOWER ENGINEERING LIMITED WILL BE HELD ON TUESDAY 29TH SEPTEMBER 2026 AT 11.00 AM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT H. NO 940, S.NO. 134/17A, PAZAR TALAO ROAD CHANDRAPADA, VAKI PADA, JUCHANDRA, NAIGAON EAST NAIGAON THANE 401208 TO TRANSACT THE FOLLOWING BUSINESS.

**ORDINARY BUSINESS:****Item No. 1:**

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS' AND AUDITORS' THEREON.**

**TO CONSIDER AND, IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

**"RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon, be and are hereby received, considered and adopted."

**Item No. 2:**

**TO APPOINT A DIRECTOR IN PLACE OF MS. JANET D'SOUZA (DIN:08676037), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERED HERSELF FOR RE-APPOINTMENT: -**

**TO CONSIDER AND, IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. Janet D'souza (Din:08676037), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation".

**Item No. 3:**

**TO APPOINT A DIRECTOR IN PLACE OF MS. CHRISTBELL FELIX KADAM (DIN: 08676062), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERED HERSELF FOR RE-APPOINTMENT: -**

**TO CONSIDER AND, IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. Christbell Felix Kadam (DIN: 08676062), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation".

**Item No. 4:**

**DECLARATION OF DIVIDEND FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026.**

**TO CONSIDER AND, IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATIONS, THE FOLLOWING RESOLUTION AS ORDINARY RESOLUTION:**

**"RESOLVED THAT** a Dividend of ₹ 1/- per Equity Share of face value of ₹ 10/- each for the financial year ended 31st March 2026, as recommended by the Board of Directors, be and is hereby approved and declared on the entire Issued, Subscribed and Paid-up Equity Share Capital of the Company, comprising of 18,36,500 Equity Shares of face value of ₹ 10/- each and that the Dividend shall be paid to those Members whose names appear on the Register of Members/Register of Beneficial Owners as on the Record date fixed for the purpose i.e. Tuesday, 22nd September, 2026 subject to applicable taxes."

**SPECIAL BUSINESS:****Item No. 5:**

**APPROVAL FOR REVISION OF REMUNERATION OF MR. OSWALD ROSARIO DSOUZA (DIN: 02711251), WHOLE-TIME DIRECTOR, EXCEEDING THE LIMITS PRESCRIBED UNDER SECTION 197 AND SCHEDULE V OF THE COMPANIES ACT, 2013.**

**TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATIONS, THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder, including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to the approval of such authorities as may be required, the consent of the Members be and is hereby accorded for revision of the remuneration of Mr. Oswald Rosario Dsouza, Whole-Time Director, for the remaining tenure of his appointment i.e., from April 01, 2026 to September 03, 2027, as set out in the explanatory statement annexed hereto, notwithstanding that the remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act due to inadequacy or absence of profits.

**PROVIDED THAT** the above remuneration be paid to Mr. Oswald Rosario Dsouza even if it exceeds Ten percent of the net profits of the Company in accordance with sections 197 and 198 of the Act, including any statutory modification(s) or re-enactment(s) thereof.

**FURTHER RESOLVED** that where in any financial year during the period from 1st April, 2026 up to 03rd September, 2027, the Company has no profits or its profits are inadequate, the Company may pay the above remuneration to Mr. Oswald Rosario Dsouza, Whole-Time Director of the Company as the minimum remuneration, subject to receipt of the requisite approvals, if any.

**RESOLVED FURTHER THAT** the Board and its committee be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this Resolution.”

**Item No. 6:**

**APPROVAL FOR REVISION OF REMUNERATION OF MR. FELIX SHRIDHAR KADAM (DIN: 02880294), MANAGING DIRECTOR, EXCEEDING THE LIMITS PRESCRIBED UNDER SECTION 197 AND SCHEDULE V OF THE COMPANIES ACT, 2013.**

**TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATIONS, THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder, including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to the approval of such authorities as may be required, the consent of the Members be and is hereby accorded for revision of the remuneration of Mr. Felix Shridhar Kadam, Managing Director, for the remaining tenure of his appointment i.e., from April 01, 2026 to September 03, 2027, as set out in the explanatory statement annexed hereto, notwithstanding that the remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act due to inadequacy or absence of profits.

**Provided that** the above remuneration be paid to Mr. Felix Shridhar Kadam even if it exceeds Ten percent of the net profits of the Company in accordance with sections 197 and 198 of the Act, including any statutory modification(s) or re-enactment(s) thereof.

**FURTHER RESOLVED** that where in any financial year during the period from 1st April, 2026 up to 03rd September, 2027, the Company has no profits or its profits are inadequate, the Company may pay the above remuneration to Mr. Felix Shridhar Kadam, Managing Director of the Company as the minimum remuneration, subject to receipt of the requisite approvals, if any.

**RESOLVED FURTHER THAT** the Board and its committee be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this Resolution.”

**By order of the Board**

**For, Cospower Engineering Limited**

**Sd/-**

**Felix Shridhar Kadam**

**DIN 02880294**

**Managing Director**

**Date: 05<sup>th</sup> September 2026**

**Sd/-**

**Oswald Rosario Dsouza**

**DIN 02711251**

**Wholetime Director**

**Registered Address:**

H. No 940, S. No. 134/17A,

Pazar Talao Road Chandrapada,

Vaki Pada, Juchandra, Naigaon East,

Thane, Naigaon, Maharashtra, India, 401208

**NOTES:**

1. A shareholder entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on poll on behalf of him and the proxy need not be a member of the Company. The instrument of proxy in order to be effective, must be deposited at the Corporate Office of the Company, duly completed and signed, not less than 48 hours before the commencement of meeting. A person can act as proxy on behalf of shareholders not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the company.
2. Corporate shareholders intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The register of directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, and the register of contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
5. In terms of the provisions of section 152 of the Companies Act, 2013, Ms. Janet D'souza and Ms. Christbell Felix Kadam retire by rotation at the AGM. Nomination and Remuneration Committee and the Board of Directors of the Company recommend their re-appointment. Details of the Directors retiring by rotation/ seeking re- appointment at the ensuing meeting are provided in the Notice.
6. The Register of Members and the Share Transfer Books of the Company will remain closed from, Wednesday 23<sup>rd</sup> September 2026 to Tuesday, 29<sup>th</sup> September 2026 (both days inclusive). For the purpose of Annual General Meeting for the financial year ended 31st March 2026.
7. Subject to the provisions of the Companies Act, 2013, dividend as recommended by the Board of Directors, if declared at the Meeting, will be paid within the time prescribed under law, to those Members whose name appear on the Register of Members as on 22nd September, 2026. The dividend for the shares held in dematerialized form, will be paid to the Members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date. In view of the circular issued by SEBI, the Electronic Clearing Services (ECS/NECS) facility should mandatorily be used by the companies for the distribution of dividend to its members. In order to avail the facility of ECS/NECS, Members holding shares in physical form are requested to provide/update bank account details to the Registrar and Share Transfer Agent or Company. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of Shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to Shareholders at the prescribed rates of the Income Tax Act, 2025. The Shareholders are requested to update their PAN with the Company or its Registrar and Share Transfer Agent (in case of shares held in physical mode) and Depositories (in case of shares held in demat mode).
8. Notice of the AGM along with the Annual Report 2025-2026 is also being sent through electronic mode to those Members whose email address is registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2025-2026 will also be available on the Company's website [www.cospower.co.in](http://www.cospower.co.in) website of the Stock Exchange, i.e. on BSE Limited at [www.bseindia.com](http://www.bseindia.com). For receiving all communication (including Annual Report) from the Company electronically members are requested to register/update their email addresses with the relevant Depository Participant.
9. Pursuant to section 108 of the Companies Act, 2013, read with rules 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer voting by electronic means to the

members to cast their votes electronically on all resolutions set forth in this notice. The detailed instructions for e-voting are given separately.

10. Shareholders/proxies are requested to bring their copies of the Annual Report to the AGM and the attendance slip duly filled in for attending the AGM.
11. Shareholders are requested to intimate, immediately, any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts.
12. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts.
13. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in Form No. SH-13 to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling/varying nomination pursuant to the Rule 19 (9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH- 14, to the Registrar and Transfer Agent of the Company.
14. All documents referred to in the accompanying notice will be available for inspection at the corporate office of the company during business hours on all working days up to the date of declaration of the result of the AGM of the Company.
15. All In case of joint holders attending the AGM, the shareholder whose name appears as the first holder in the order of name appears as per the Register of Members of the Company will be entitled to vote.
16. Details of the Director seeking re-appointment is provided in this Notice.
17. The Route map to the venue of the AGM is published in the Annual Report.
18. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force) and various MCA Circulars, the Company is pleased to provide its Members with the e-Voting facility to exercise their right to vote on the proposed resolutions electronically. For this purpose, the Company has appointed M/s Jaymin Modi & Co, as the Scrutinizer for conducting the e-Voting process in a fair and transparent manner

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:**

The remote e-voting period begins on **Friday 25th September 2026** at 9.00 A.M. and ends on **Monday 28th September 2026** at 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **22nd September 2026**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **22nd September 2026**.

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

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

#### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

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

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

| Type of shareholders                                                | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> |

**NSDL Mobile App is available on**



|                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|----------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p><b>Individual Shareholders holding securities in demat mode with CDSL</b></p>                                     | <ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol> |
| <p><b>Individual Shareholders (holding securities in demat mode) login through their depository participants</b></p> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |

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

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

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

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

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

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

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
  - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cfo@cel.net.in](mailto:cfo@cel.net.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [cfo@cel.net.in](mailto:cfo@cel.net.in). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

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

**By order of the Board**

**For, Cospower Engineering Limited**

**Sd/-**

**Felix Shridhar Kadam**

**DIN 02880294**

**Managing Director**

**Date: 05<sup>th</sup> September 2026**

**Sd/-**

**Oswald Rosario Dsouza**

**DIN 02711251**

**Wholetime Director**

**Registered Address:**

H. No 940, S. No. 134/17A,  
Pazar Talao Road Chandrapada,  
Vaki Pada, Juchandra, Naigaon East,  
Thane, Naigaon, Maharashtra, India, 401208

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

**ITEM NUMBER 5: APPROVAL FOR REVISION OF REMUNERATION OF MR. OSWALD ROSARIO DSOUZA (DIN: 02711251), WHOLE-TIME DIRECTOR, EXCEEDING THE LIMITS PRESCRIBED UNDER SECTION 197 AND SCHEDULE V OF THE COMPANIES ACT, 2013**

The Board of Directors of the Company vide resolution passed on 04th September 2024 and on the basis of recommendation of Nomination and Remuneration Committee and audit Committee, appoint Mr. Oswald Rosario Dsouza as Whole-time director of the Company.

At the Extra-Ordinary General Meeting (“EGM”) of the Company held on 19th December, 2025, the Members, based on the recommendation of the Board of Directors and the Nomination and Remuneration Committee (“NRC”), inter alia, approved the payment of total remuneration to Mr. Oswald Rosario Dsouza, Whole-time Director of the Company, with effect from 1st April, 2025, as set out below:

**Total Remuneration of Rs. 43.75 Lakhs per annum including perquisites, benefits, incentives and other allowances.**

Mr. Oswald Rosario Dsouza the Whole-time Director with Expertise in Electrical Engineering with core competency in power saving and power quality improvement. He is having more than 16 Years of experience in the area of Electrical Engineering, management and administration. Recognizing these contributions and following the recommendation of the NRC, the Board of Directors at its Meeting held on 05th September, 2026, approved a revision in the Total Remuneration to be paid to Mr. Oswald Rosario Dsouza for a period from 1st April, 2026 up to 3rd September, 2027, being the remainder period for which his remuneration was earlier approved by Members at the EGM held on 19th December, 2025, as follows:

**Total Remuneration of Rs. 66.25 Lakhs per annum, including perquisites, benefits, incentives and other allowances.**

Except for the revision in the Total Remuneration amount, all other terms and conditions of remuneration, as approved earlier by the Members at the EGM held on 19th December, 2025 remain unchanged and continue to be effective.

The above remuneration will be paid to Mr. Oswald Rosario Dsouza even if it exceeds Ten percent of the net profits of the Company in accordance with sections 197 and 198 of the Companies Act, 2013, including any statutory modification(s) or re-enactment(s) thereof and notwithstanding the limits approved by the Members of the Company for payment of remuneration to Whole-Time Directors of the Company from time to time. Where in any financial year during the period from 1st April, 2026 up to 3rd September, 2027, the Company has no profits or its profit share inadequate, the Company may pay the above remuneration to Mr. Oswald Rosario Dsouza, whole-time Directors of the Company as the minimum remuneration, subject to receipt of the requisite approvals, if any.

The details of terms of appointment and remuneration payable to Mr Oswald Rosario Dsouza are given below:

| Particulars                                                      | Mr. Oswald Rosario Dsouza                                                                                                                                                                                                                                                                                                       |
|------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Tenure</b>                                                    | 3 years w.e.f. 04 <sup>th</sup> September 2024 to 03 <sup>rd</sup> September 2027                                                                                                                                                                                                                                               |
| <b>Revised Salary Inclusive of all allowances and incentives</b> | up to Rs. 66.25 Lakhs per annum including perquisites, benefits, incentives and other allowances. The Director shall be entitled to such increment from time to time as the Board (including Committee(s)) may by its discretion determine                                                                                      |
| <b>Perquisites and allowances in addition to salary</b>          | Perquisites shall be evaluated as per Income Tax Rule wherever applicable and in the absence of any such rule, Perquisites shall be evaluated at actual cost.                                                                                                                                                                   |
| <b>Retirement Benefits</b>                                       | A. Gratuity payable shall be in accordance with the rules of the Companies Act and Gratuity Rule.<br>B. Earned leave on full pay and allowances as per the rules of the Company, leave accumulated shall be en-cashable at the end of the tenure, if any, will not be included in the computation of the ceiling of perquisites |

|                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|-----------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Other Benefits</b> | <p>A. The Director shall be entitled to reimbursement of actual expenses like Vehicle, Guest Entertainment, Travelling Expenses actually and properly incurred during the course of doing legitimate business of the Company.</p> <p>B. The appointee shall be eligible for Housing, Education and Medical Loan and Other Loans or facilities as applicable in accordance with the rules and policy of the Company and in compliance of the law as applicable for the time being in force.</p> |
|-----------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

**INFORMATION REQUIRED UNDER SECTION II, PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013**

| I. General information:                                                                                                                                                                                                 |                                                                                                                                                                                                 |                 |                 |                 |  |  |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|-----------------|--|--|
| (1) Nature of industry                                                                                                                                                                                                  | Manufacturing Industry (electrical panels, harmonic filters and substation and equipment mounting structure)                                                                                    |                 |                 |                 |  |  |
| (2) Date or expected date of commencement of commercial production                                                                                                                                                      | Business of the Company started from 2004, since the Company is in service industry then the date or expected date of commencement of commercial production is not applicable.                  |                 |                 |                 |  |  |
| (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus                                                                 | Not Applicable                                                                                                                                                                                  |                 |                 |                 |  |  |
| (4) Financial performance based on given indicators<br>Amount in Lakhs                                                                                                                                                  | Particulars                                                                                                                                                                                     | 31st March 2024 | 31st March 2025 | 31st March 2026 |  |  |
|                                                                                                                                                                                                                         | Amount in lakhs                                                                                                                                                                                 |                 |                 |                 |  |  |
|                                                                                                                                                                                                                         | PBT                                                                                                                                                                                             | 19.56           | 218.25          | 1876.26         |  |  |
|                                                                                                                                                                                                                         | PAT                                                                                                                                                                                             | 11.48           | 153.28          | 1302.22         |  |  |
| (5) Foreign investments or collaborations, if any.                                                                                                                                                                      | (a) Foreign Investment: NIL<br>(b) Foreign Collaboration: NIL<br>(c) Investment in Foreign Bonds: NIL                                                                                           |                 |                 |                 |  |  |
| II. Information about the appointee:                                                                                                                                                                                    |                                                                                                                                                                                                 |                 |                 |                 |  |  |
| (1) Background details                                                                                                                                                                                                  | Diploma Graduate in Electrical Engineering from Government of Karnataka and Diploma Graduate in Marketing and Business Administration from IITC, Mumbai                                         |                 |                 |                 |  |  |
| (2) Past remuneration                                                                                                                                                                                                   | Rs. 66.25 Lakhs p.a.by way of salary w.e.f. April 01, 2026.                                                                                                                                     |                 |                 |                 |  |  |
| (3) Recognition or awards                                                                                                                                                                                               | NA                                                                                                                                                                                              |                 |                 |                 |  |  |
| (4) Job profile and his suitability                                                                                                                                                                                     | has vast experience in the production & management of operations                                                                                                                                |                 |                 |                 |  |  |
| (5) Remuneration proposed                                                                                                                                                                                               | It is proposed to pay consolidated remuneration to Mr. Oswald Rosario Dsouza up to Rs. 66.25 Lakhs p.a.by way of salary w.e.f. April 01, 2026.                                                  |                 |                 |                 |  |  |
| (6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) | The remuneration of Mr Oswald Rosario Dsouza was duly recommended by the Nomination & Remuneration Committee, and approved by the Board of the Company subject to approval of the shareholders. |                 |                 |                 |  |  |
|                                                                                                                                                                                                                         | In comparison, the overall remuneration paid to Mr. Oswald Rosario Dsouza is comparable to the remuneration being paid in Manufacturing Industry.                                               |                 |                 |                 |  |  |
| (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.                                                                                              | Mr. Oswald Rosario Dsouza has pecuniary relationship with the Company in terms of the remuneration proposed at Item Number 5 of this Notice.                                                    |                 |                 |                 |  |  |

Except Mr. Oswald Rosario Dsouza and his relatives for Item Number 5, none of the Directors, Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financial or otherwise, in the said resolution.

The Board of Directors recommends the Special Resolution set out at Item Number 5 of the Notice for approval of the Members.

**ITEM NUMBER 6: APPROVAL FOR REVISION OF REMUNERATION OF MR FELIX SHRIDHAR KADAM (DIN: 02880294), MANAGING DIRECTOR, EXCEEDING THE LIMITS PRESCRIBED UNDER SECTION 197 AND SCHEDULE V OF THE COMPANIES ACT, 2013**

The Board of Directors of the Company vide resolution passed on 04th September 2024 and on the basis of recommendation of Nomination and Remuneration Committee and audit Committee, appoint Mr. Felix Shridhar Kadam as Managing director of the Company.

At the Extra-Ordinary General Meeting (“EGM”) of the Company held on 19th December, 2025, based on the recommendation of the Board of Directors and the Nomination and Remuneration Committee (“NRC”), the Shareholders had *inter alia* approved payment of Total Remuneration to Mr. Felix Shridhar Kadam as Managing director of the Company of the Company, with effect from 1st April, 2025, as set out below:

**Total Remuneration of Rs. 43.75 Lakhs per annum including perquisites, benefits, incentives and other allowances.**

Mr. Felix Shridhar Kadam the Managing Director with Expertise in Marketing and Business Administration, He is having more than 16 Years of experience. Recognizing these contributions and following the recommendation of the NRC, the Board of Directors at its Meeting held on 05th September, 2026, approved a revision in the Total Remuneration to be paid to Mr. Felix Shridhar Kadam for a period from 1st April, 2026 up to 3rd September, 2027, being the remainder period for which his remuneration was earlier approved by Members at the EGM held on 19th December, 2025, as follows:

**Total Remuneration of Rs. 66.25 Lakhs per annum, including perquisites, benefits, incentives and other allowances.**

Except for the revision in the Total Remuneration amount, all other terms and conditions of remuneration, as approved earlier by the Members at the EGM held on 19th December, 2025 remain unchanged and continue to be effective.

The above remuneration will be paid to Mr. Felix Shridhar Kadam even if it exceeds Ten percent of the net profits of the Company in accordance with sections 197 and 198 of the Companies Act, 2013, including any statutory modification(s) or re-enactment(s) thereof and notwithstanding the limits approved by the Members of the Company for payment of remuneration to Managing Directors of the Company from time to time. Where in any financial year during the period from 1st April, 2026 up to 3rd September, 2027, the Company has no profits or its profit share inadequate, the Company may pay the above remuneration to Mr. Felix Shridhar Kadam, Managing Directors of the Company as the minimum remuneration, subject to receipt of the requisite approvals, if any.

The details of terms of appointment and remuneration payable to Mr Felix Shridhar Kadam are given below:

| Particulars                                                      | Mr. Felix Shridhar Kadam                                                                                                                                                                                                                                                                                                        |
|------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Tenure</b>                                                    | 3 years w.e.f. 04 <sup>th</sup> September 2024 to 03 <sup>rd</sup> September 2027                                                                                                                                                                                                                                               |
| <b>Revised Salary Inclusive of all allowances and incentives</b> | up to Rs. 66.25 Lakhs per annum including perquisites, benefits, incentives and other allowances. The Director shall be entitled to such increment from time to time as the Board (including Committee(s)) may by its discretion determine                                                                                      |
| <b>Perquisites and allowances in addition to salary</b>          | Perquisites shall be evaluated as per Income Tax Rule wherever applicable and in the absence of any such rule, Perquisites shall be evaluated at actual cost.                                                                                                                                                                   |
| <b>Retirement Benefits</b>                                       | A. Gratuity payable shall be in accordance with the rules of the Companies Act and Gratuity Rule.<br>B. Earned leave on full pay and allowances as per the rules of the Company, leave accumulated shall be en-cashable at the end of the tenure, if any, will not be included in the computation of the ceiling of perquisites |

|                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|-----------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Other Benefits</b> | <p>A. The Director shall be entitled to reimbursement of actual expenses like Vehicle, Guest Entertainment, Travelling Expenses actually and properly incurred during the course of doing legitimate business of the Company.</p> <p>B. The appointee shall be eligible for Housing, Education and Medical Loan and Other Loans or facilities as applicable in accordance with the rules and policy of the Company and in compliance of the law as applicable for the time being in force.</p> |
|-----------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

**INFORMATION REQUIRED UNDER SECTION II, PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013**

| I. General information:                                                                                                                                                                                                 |                                                                                                                                                                                                |                 |                 |                 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|-----------------|
| (1) Nature of industry                                                                                                                                                                                                  | Manufacturing Industry (electrical panels, harmonic filters and substation and equipment mounting structure)                                                                                   |                 |                 |                 |
| (2) Date or expected date of commencement of commercial production                                                                                                                                                      | Business of the Company started from 2004, since the Company is in service industry then the date or expected date of commencement of commercial production is not applicable.                 |                 |                 |                 |
| (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus                                                                 | Not Applicable                                                                                                                                                                                 |                 |                 |                 |
| (4) Financial performance based on given indicators<br>Amount in Lakhs                                                                                                                                                  | Particulars                                                                                                                                                                                    | 31st March 2024 | 31st March 2025 | 31st March 2026 |
|                                                                                                                                                                                                                         | PBT                                                                                                                                                                                            | 19.56           | 218.25          | 1876.26         |
|                                                                                                                                                                                                                         | PAT                                                                                                                                                                                            | 11.48           | 153.28          | 1302.22         |
| (5) Foreign investments or collaborations, if any.                                                                                                                                                                      | (a) Foreign Investment: NIL<br>(b) Foreign Collaboration: NIL<br>(c) Investment in Foreign Bonds: NIL                                                                                          |                 |                 |                 |
| II. Information about the appointee:                                                                                                                                                                                    |                                                                                                                                                                                                |                 |                 |                 |
| (1) Background details                                                                                                                                                                                                  | Diploma in Mechanical and Diploma course in Marketing and Business Administration                                                                                                              |                 |                 |                 |
| (2) Past remuneration                                                                                                                                                                                                   | Rs. 66.25 Lakhs p.a. by way of salary w.e.f. April 01, 2026.                                                                                                                                   |                 |                 |                 |
| (3) Recognition or awards                                                                                                                                                                                               | NA                                                                                                                                                                                             |                 |                 |                 |
| (4) Job profile and his suitability                                                                                                                                                                                     | has vast experience in the production & management of operations                                                                                                                               |                 |                 |                 |
| (5) Remuneration proposed                                                                                                                                                                                               | It is proposed to pay consolidated remuneration to Mr. Felix Shridhar Kadam up to Rs. 66.25 Lakhs p.a. by way of salary w.e.f. April 01, 2026.                                                 |                 |                 |                 |
| (6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) | The remuneration of Mr Felix Shridhar Kadam was duly recommended by the Nomination & Remuneration Committee, and approved by the Board of the Company subject to approval of the shareholders. |                 |                 |                 |
|                                                                                                                                                                                                                         | In comparison, the overall remuneration paid to Mr. Felix Shridhar Kadam is comparable to the remuneration being paid in Manufacturing Industry.                                               |                 |                 |                 |
| (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.                                                                                              | Mr. Felix Shridhar Kadam has pecuniary relationship with the Company in terms of the remuneration proposed at Item Number 6 of this Notice.                                                    |                 |                 |                 |

Except Mr. Felix Shridhar Kadam and his relatives for Item Number 6, none of the Directors, Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financial or otherwise, in the said resolution.

The Board of Directors recommends the Special Resolution set out at Item Number 6 of the Notice for approval of the Members.

Additional information on directors recommended for appointment/reappointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by the Institute of Company Secretaries of India, is as follows:

| Name of Director                                                                         | Ms. Janet D'souza                     | Ms. Christbell Felix Kadam           |
|------------------------------------------------------------------------------------------|---------------------------------------|--------------------------------------|
| Director Identification Number (DIN)                                                     | 08676037                              | 08676062                             |
| Age                                                                                      | 63 years                              | 45 years                             |
| Nationality                                                                              | Indian                                | Indian                               |
| Expertise in specific functional area                                                    | Administration                        | Marketing                            |
| Date of first Appointment on the Board                                                   | 22/01/2020                            | 22/01/2020                           |
| Relationships between Directors inter-se                                                 | Relative of Mr. Oswald Rosario Dsouza | Relative of Mr. Felix Shridhar Kadam |
| List of the directorships held in other companies                                        | Nil                                   | Nil                                  |
| Chairman/Member in the Committees of the Boards of companies in which he/she is Director | 1                                     | Nil                                  |
| Number of Shares held in the Company as on March 31, 2026                                | 1 Equity Shares of Rs. 10 each        | 1 Equity Shares of Rs. 10 each       |

By order of the Board

For, Cospower Engineering Limited

Sd/-

Felix Shridhar Kadam

DIN 02880294

Managing Director

Date: 05<sup>th</sup> September 2026

Sd/-

Oswald Rosario Dsouza

DIN 02711251

Wholetime Director

❖ **ATTENDANCE SLEEP****COSPOWER ENGINEERING LIMITED****CIN: L31908MH2010PLC208016**Registered Address: 19, H. No 940, S. No. 134/17A, Pazar Talao Road Chandrapada, Vaki Pada, Juchandra,  
Naigaon East – 401208, Thane, Maharashtra.

Tel: 91-7208846002

**Website: [www.cospower.co.in](http://www.cospower.co.in) Email: [cs@cel.net.in](mailto:cs@cel.net.in)****ATTENDANCE SLIP  
TO BE COMPLETED AND HANDED OVER AT THE ENTRANCE OF THE MEETING****Name and Address of Shareholder****Folio No.****No. of Shares****Client ID**

I hereby record my presence at the 16th Annual General Meeting of the Company Tuesday, the 29th day of September, 2026 at 11.00 am at H. No 940, S. No. 134/17a, Pazar Talao Road Chandrapada, Vaki Pada, Juchandra, Naigaon East Naigaon Thane 401208.

\_\_\_\_\_  
Signature of the Shareholder or Proxy

\_\_\_\_\_  
Email Address:

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the meeting.

**ELECTRONIC VOTING PARTICULARS**

| <b>Electronic Voting Event Number (EVEN)</b> | <b>User ID</b> | <b>Password</b> |
|----------------------------------------------|----------------|-----------------|
|                                              |                |                 |

❖ **PROXY FORM****COSPOWER ENGINEERING LIMITED****CIN: L31908MH2010PLC208016**

Registered Address: 19, H. No 940, S. No. 134/17A, Pazar Talao Road Chandrapada, Vaki Pada, Juchandra, Naigaon East – 401208, Thane, Maharashtra.

Tel: 91-7208846002

**Website: www.cospower.co.in Email: cs@cel.net.in****PROXY FORM**

|                               |  |               |  |
|-------------------------------|--|---------------|--|
| <b>Name of the Member(S):</b> |  |               |  |
| <b>Registered Address:</b>    |  |               |  |
| <b>Email-id:</b>              |  |               |  |
| <b>Folio No. Client ID:</b>   |  | <b>DP ID:</b> |  |

I/We, being the member (s) of \_\_\_\_\_ shares of the above-named Company, hereby appoint

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email-id: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email-id: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email-id: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 16th Annual General Meeting of the Company on Tuesday, the 29th day of September, 2026 at 11.00 am at H. No 940, S. No. 134/17a, Pazar Talao Road Chandrapada, Vaki Pada, Juchandra, Naigaon East Naigaon Thane 401208 and at any adjournment thereof in respect of such Resolutions as are indicated below:

| Item No.  | Resolutions                                                                                                                                                                                           | Optional |         |
|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------|
|           |                                                                                                                                                                                                       | For      | Against |
| <b>1.</b> | <b>Ordinary Business / Special Business</b>                                                                                                                                                           |          |         |
|           | To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors' and Auditors' thereon |          |         |
| <b>2</b>  | To appoint a director in place of Ms. Janet D'souza (Din:08676037), who retires by rotation and being eligible offered himself for re-appointment.                                                    |          |         |
| <b>3</b>  | To appoint a director in place of Ms. Christbell Felix Kadam (Din: 08676062), who retires by rotation and being eligible offered himself for re-appointment.                                          |          |         |
| <b>4</b>  | Declaration of Dividend for the Financial Year ended 31st March, 2026.                                                                                                                                |          |         |
| <b>5</b>  | Approval For Revision of Remuneration of Mr. Oswald Rosario Dsouza (Din: 02711251), Whole-Time Director, Exceeding the Limits Prescribed Under Section 197 And Schedule V Of the Companies Act, 2013  |          |         |
| <b>6</b>  | Approval For Revision of Remuneration of Mr Felix Shridhar Kadam (Din: 02880294), Managing Director, Exceeding the Limits Prescribed Under Section 197 And Schedule V Of the Companies Act, 2013      |          |         |

Signed this..... day of.....2026  
 Signature of shareholder .....  
 Signature of Proxy holder(s) .....

Affix  
 Revenue  
 Stamp

**Note:**

(i) This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company, not less than 48 hours before the commencement of the meeting.

(ii) For the resolutions, explanatory statements and notes, please refer to the notice of 16th Annual General Meeting.

(iii) It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate (iv) Please complete all details including details of member(s) in the above box before submission.

❖ **ASSENT/ DISSENT FORM****COSPOWER ENGINEERING LIMITED****CIN: L31908MH2010PLC208016**Registered Address: 19, H. No 940, S. No. 134/17A, Pazar Talao Road Chandrapada, Vaki Pada, Juchandra,  
Naigaon East – 401208, Thane, Maharashtra.

Tel: 91-7208846002

**Website: www.cospower.co.in Email: cs@cel.net.in****ASSENT/ DISSENT FORM FOR VOTING ON AGM RESOLUTIONS**

|                                                                                                                                                |  |
|------------------------------------------------------------------------------------------------------------------------------------------------|--|
| <b>1.Name(s)&amp; Registered Address of the sole / first named member</b>                                                                      |  |
| <b>2.Name(s) of the Joint-Holder(s):(if any)</b>                                                                                               |  |
| <b>3.</b><br><b>i)Registered Folio No:</b><br><b>ii)DPID No &amp; Client ID No. (Applicable to members holding shares dematerialized form)</b> |  |
| <b>4. Number of Shares(s) held</b>                                                                                                             |  |

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting held on 30th September 2026, by conveying my/ our assent or dissent to the resolutions by placing tick (√) mark in the appropriate box below:

| Item No. | Resolutions                                                                                                                                                                                           | Optional |         |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------|
|          |                                                                                                                                                                                                       | For      | Against |
|          | Ordinary Business / Special Business                                                                                                                                                                  |          |         |
| 1.       | To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors' and Auditors' thereon |          |         |
| 2        | To appoint a director in place of Ms. Janet D'souza (Din:08676037), who retires by rotation and being eligible offered himself for re-appointment.                                                    |          |         |
| 3        | To appoint a director in place of Ms. Christbell Felix Kadam (Din: 08676062), who retires by rotation and being eligible offered himself for re-appointment.                                          |          |         |
| 4        | Declaration of Dividend for the Financial Year ended 31st March, 2026.                                                                                                                                |          |         |
| 5        | Approval For Revision of Remuneration of Mr. Oswald Rosario Dsouza (Din: 02711251), Whole-Time Director, Exceeding the Limits Prescribed Under Section 197 And Schedule V Of the Companies Act, 2013  |          |         |
| 6        | Approval For Revision of Remuneration of Mr Felix Shridhar Kadam (Din: 02880294), Managing Director, Exceeding the Limits Prescribed Under Section 197 And Schedule V Of the Companies Act, 2013      |          |         |

Place

Date

Signature of the Shareholder Authorized Representative

**Notes:**

- i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- ii) Last date for receipt of Assent/ Dissent Form is 5.00 pm on 28th September 2026.
- iii) Please read the instructions printed overleaf carefully before exercising your vote.

**General Instructions:**

1. Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent / dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting advice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be considered as invalid.

2. The notice of Annual General Meeting is e-mailed to the members whose names appear on the Register of Members as on 28<sup>th</sup> August 2026 and voting rights shall be reckoned on the paid-up value of the shares registered in the name of the shareholders as on 22<sup>nd</sup> September 2026.

3. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

**Instructions for voting physically on Assent / Dissent Form:**

1. A member desiring to exercise vote by Assent/Dissent should complete this Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 5.00 pm on 28<sup>th</sup> September 2026. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.

2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Share holder and in his absence, by the next named Shareholder.

3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.

4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (✓) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.

5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.

6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.

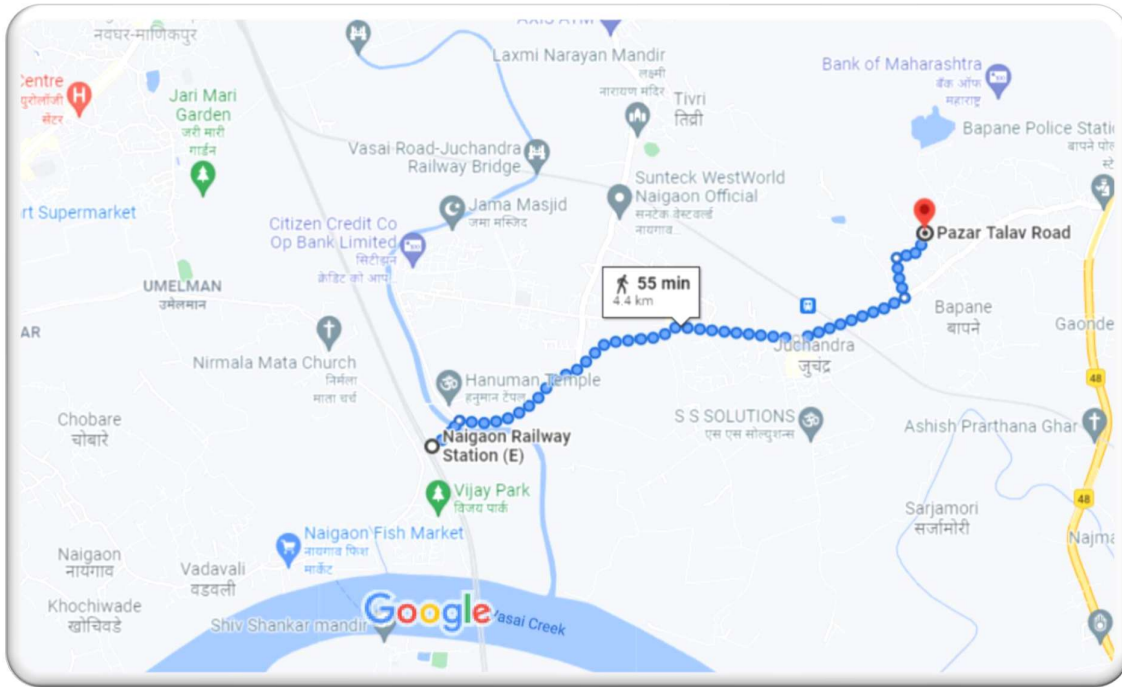
7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.

8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.

9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

❖ **ROUTE MAP OF THE AGM VENUE**

19, H. No 940, S. No. 134/17A, Pazar Talao Road Chandrapada, Vaki Pada, Juchandra, Naigaon East – 401208, Thane, Maharashtra



❖ **DIRECTORS' REPORT**

The Board of Directors are pleased to present the Company's 16<sup>th</sup> Annual Report and the Company's audited financial statements for the financial year ended 31st March, 2026.

**1. OPERATING RESULTS**

The operating results of the Company for the year ended 31st March, 2026 are as follow:

| Particulars                                  | Amount in Lakhs.                          |                                           |
|----------------------------------------------|-------------------------------------------|-------------------------------------------|
|                                              | Year ended 31 <sup>st</sup><br>March 2026 | Year ended 31 <sup>st</sup><br>March 2025 |
| Revenue from Operations                      | 10,717.33                                 | 2,770.13                                  |
| Profit before tax from continuing operations | 1876.26                                   | 218.25                                    |
| Tax Expenses (Including Deferred Tax)        | 574.04                                    | 64.97                                     |
| Profit after Tax                             | 1302.22                                   | 153.28                                    |
| Total Income for the year                    | 1302.22                                   | 153.28                                    |

**2. TRANSFER TO RESERVES**

There are no transfers to any specific reserves during the year.

**3. THE STATE OF THE COMPANY'S AFFAIR**

During the year under review, your Company achieved total revenue from operations of Rs. 10,717.33 Lakhs (previous year Rs. 2,770.13 Lakhs). The profit after tax is at Rs. 1302.22 Lakhs (Previous year Rs. 153.28 Lakhs).

**4. SHARE CAPITAL**

Authorised Share Capital: The Authorised Share Capital of the Company is Rs. 2,00,00,000 divided in to 20,00,000 Equity Shares of Rs. 10/- each.

Issued Subscribed and Paid-up Share Capital: The Issued Subscribed and Paid-up Share Capital of the Company is Rs. 1,83,65,000 divided in to 18,36,500 Equity Shares of Rs. 10/- each.

During the year the following changes have taken place in the Issued Subscribed and Paid-up Share Capital of the Company:

- In the Board Meeting held on 09th February 2026 the Board of Directors of the Company had approved the allotment of 1,62,000 Equity Shares of Rs. 10/- each issued at a premium of Rs.980/- to Non-Promoters on a preferential basis.

**5. DIVIDEND**

Your directors are pleased to recommend a final dividend of Re. 1.00 (10%) per equity share of the face value of Rs. 10/- each, fully paid-up, for the financial year ended March 31, 2026, subject to the approval of the shareholders at the ensuing Annual General Meeting.

**6. CASH FLOW AND CONSOLIDATED FINANCIAL STATEMENTS**

As required under Regulation 34 of the Listing Regulations, a Cash Flow Statement and consolidated Financial Statement is part of the Annual Report.

**7. THE CHANGE IN THE NATURE OF BUSINESS, IF ANY**

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

**8. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND.**

There was no transfer during the year to the Investor Education and Protection Fund in terms of Section 125 of the Companies Act, 2013.

**9. CONSERVATION OF ENERGY-TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE ETC.**

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished as **Annexure A** to Director's Report.

#### **10.STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY**

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed also discussed at the meetings of the Risk Management Committee and the Board of Directors of the Company. The Company has constituted Risk Management Committee and its risk management policy is available on the website of the Company.

#### **11. INTERNAL CONTROL SYSTEM**

The Company's internal controls system has been established on values of integrity and operational excellence and it supports the vision of the Company "To be the most sustainable and competitive Company in our industry". The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors and their significant audit observations and follow up actions thereon are reported to the Audit Committee.

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

During the year under review, your Company has not made any investment, given any loan or guarantee falling within the meaning of section 186 of the Companies Act, 2013 and the rules made thereunder.

#### **13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

All the related party transactions are entered on arm's length basis, in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large or which warrants the approval of the shareholders.

The transactions are being reported in Form AOC-2 i.e. **Annexure B** in terms of Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014.

However, the details of the transactions with Related Party are provided in the Company's financial statements in accordance with the Accounting Standards.

All Related Party Transactions are presented to the Audit Committee and the Board.

#### **14. POLICY ON SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:**

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. All employees (permanent, contractual, temporary, trainees) are covered under the said policy.

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which redresses complaints received on sexual harassment.

During the financial year under review:

- a) Number of complaints filed during the financial year: NIL
- b) Number of complaints disposed of during the financial year: NIL
- c) Number of complaints pending as on end of the financial year: NIL

#### **15. ANNUAL RETURN**

Pursuant to the provisions of Section 92(3) of Companies Act, 2013 following is the link for Annual Return Financial Year 2025-26. [www.cospower.co.in](http://www.cospower.co.in)

#### **16. NUMBER OF BOARD MEETINGS, GENERAL MEETING CONDUCTED DURING THE YEAR UNDER REVIEW**

During the financial year, the Board met 9 times on 06/06/2025, 03/09/2025, 05/09/2025, 08/09/2025, 14/11/2025, 22/11/2025, 09/02/2026, 20/02/2026 and 13/03/2026.

#### **17. DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of Section 134(5) of the Companies Act, 2013 The Board of Directors of the Company hereby confirm:

- That in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure.

- That the selected accounting policies were applied consistently and the Directors 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 as on 31st March, 2026, and that of the profit of the Company for the year ended on that date.
- That 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 safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- That the annual accounts have been prepared on a going concern basis.
- The Board has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 18. DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

## 19. ARTICULARS OF EMPLOYEES AND REMUNERATION

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given as **Annexure C** to this report. In terms of provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of employees drawing remuneration in excess of the limits set out in the said Rules, if any, forms part of the Report.

The policy is available on the Company's website. [www.cospower.co.in](http://www.cospower.co.in).

## 20. DIRECTORS

Ms. Janet D'souza and Ms. Christbell Felix Kadam are liable to retire by rotation in this ensuing Annual General Meeting and being eligible they have offered themselves for reappointment.

Your directors recommend her re-appointment. Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations.

There has been no change in the circumstances affecting their status as Independent Directors of the Company.

## 21. COMMITTEES OF THE BOARD

In accordance with the Companies Act, 2013, the Board has formed a Risk Management Committee. There are currently 3 Committees of the Board, as follows:

### **Audit Committee**

The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013 read with regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee as on the date of the report comprises of 2 Non-Executive Independent Directors & 1 Executive Director.

Following are the members of the Committee

|                         |                                                     |
|-------------------------|-----------------------------------------------------|
| Mr. Atul Damodar Dharap | : Non- Executive and Independent Director, Chairman |
| Ashley Mathew Correa    | : Non- Executive and Independent Director, Member   |
| Oswald Rosario Dsouza   | : Executive Director, Member                        |

During the year there were in total 5 Audit committee meetings held on 06/06/2025, 03/09/2025, 14/11/2025 and 22/11/2025, 13/03/2026.

The Chairperson of Audit Committee was present in previous AGM held on 30/09/2025 to answer shareholder's queries.

Broad terms of reference of the Audit Committee are as per following:

The role of the audit committee shall include the following:

- 1 Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- 2 Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- 3 Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- 4 Reviewing with the management, the quarterly financial statements before submission to the board for approval;
- 5 Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process.
- 6 Approval or any subsequent modification of transactions of the listed entity with related parties.
- 7 Evaluation of internal financial controls and risk management systems.
- 8 reviewing, with the management, performance of statutory and Internal Auditors, adequacy of the internal control systems.
- 9 Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- 10 Discussion with internal auditors of any significant findings and follow up there on.
- 11 Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- 12 Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- 13 To review the functioning of the whistle blower mechanism.
- 14 Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate.
- 15 Carrying out any other function as is mentioned in the terms of reference of the audit committee

#### **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013 read with regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee comprises of 3 Non-Executive Directors.

The Nomination and Remuneration Committee meetings held on 06/06/2025, 03/09/2025, 05/09/2025, 22/11/2025 & 13/03/2026 during the Financial Year 2025-2026.

The necessary quorum was present in the said meetings.

The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the Company held on 30/09/2025.

The composition of the Committee and the details of meetings held and attended by the Directors are as under:

|                         |                                                      |
|-------------------------|------------------------------------------------------|
| Mr. Atul Damodar Dharap | : Non- Executive and Independent Director, Chairman  |
| Ashley Mathew Correa    | : Non- Executive and Independent Director, Member    |
| Janet Dsouza            | : Non-Executive and Non-Independent Director, Member |

Role of nomination and remuneration committee, inter-alia, include the following:

(1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

- (2) Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- (3) Devising a policy on diversity of board of directors;
- (4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.
- (5) 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.
- (6) To recommend to the Board all remuneration, in whatever form, payable to senior management.

The policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters is available on company's website.

#### Remuneration of Directors

The remuneration of the Whole- Time Director is recommended by the Remuneration Committee and then approved by the Board of Directors and subsequently by the shareholders in general meeting within the limits prescribed in Companies Act, 2013.

#### Criteria for making payments

Non-Executive Directors of the Company are paid sitting fees for attending Board and Committee Meetings and no Commission is drawn by either of them during the year.

#### Performance evaluation criteria for Independent Directors:

- 1) Attendance and participations in the meetings.
- 2) Preparing adequately for the board meetings.
- 3) Contribution towards strategy formation and other areas impacting company performance
- 4) Rendering independent, unbiased opinion and resolution of issues at meetings.
- 5) Safeguard of confidential information.
- 6) Initiative in terms of new ideas and planning for the Company.
- 7) Timely inputs on the minutes of the meetings of the Board and Committee's.
- 8) Raising of concerns to the Board

#### Remuneration Policy

The Nomination and Remuneration Policy devised in accordance with Section 178(3) and (4) of the Companies Act, 2013 is available at the website of the Company: [www.cospower.co.in](http://www.cospower.co.in)

Further, criteria of making payments to non-executive directors, the details of remuneration paid to all the Directors and the other disclosures required to be made under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been published below:

#### **Stakeholder Relationship Committee**

The Stakeholder Relationship Committee of the Company is constituted in line with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee comprises of 2 Non-Executive Independent Directors, 1 Executive Director.

The committee looks into the shareholders and investors grievances that are not settled at the level of Compliance Officer and helps to expedite the share transfers and related matters. The Committee periodically reviews the status of stakeholders' grievances and redressal of the same.

The Committee met on 13/03/2026.

The necessary quorum was present for all the meetings. The Chairman of the Committee was present at the last Annual General Meeting of the Company held on 30th November 2025.

The composition of the Committee during FY 2025-26 and the details of meetings held and attended by the Directors are as under:

Following are the members of the Committee

Mr. Atul Damodar Dharap : Non- Executive and Independent Director, Chairman  
 Ashley Mathew Correa : Non- Executive and Independent Director, Member  
 Oswald Rosario Dsouza : Executive Director, Member

The role of the committee shall inter-alia include the following:

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/ statutory notices by the shareholders of the Company.

## **22. MEETING OF INDEPENDENT DIRECTORS**

A separate meeting of the independent directors ("Annual ID Meeting") was convened on 13/03/2026, which reviewed the performance of the Board (as a whole), the Non-Independent Directors and the Chairman. Post the Annual ID Meeting, the collective feedback of each of the Independent Directors was discussed by the Chairperson with the Board covering performance of the Board as a whole, performance of the Non-Independent Directors and performance of the Board Chairman. All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there is no change in their status of Independence. As required under Section 149(7) of the Companies Act, 2013.

## **23. ATTRIBUTES, QUALIFICATIONS & INDEPENDENCE OF DIRECTORS, THEIR APPOINTMENT AND REMUNERATION**

The Nomination & Remuneration Committee of Directors have approved a Policy for Selection, Appointment and Remuneration of Directors which inter-alia requires that composition and remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMP and senior management employees and the Directors appointed shall be of high integrity with relevant expertise and experience so as to have diverse Board and the Policy also lays down the positive attributes/criteria while recommending the candidature for the appointment as Director.

## **24. DECLARATION OF INDEPENDENT DIRECTORS**

The Independent Directors have submitted their disclosures to the Board that they fulfil all the requirements as stipulated in Section 149(7) 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 the relevant rules.

## **25. STATUTORY AUDITORS**

M/s C.J.K. Associates, Chartered Accountants, were appointed as statutory auditors of the company for a period of five years in the 15th AGM i.e. till the conclusion of the 20th Annual General Meeting to be held for the FY 2029-30.

The Auditors' Report for the fiscal 2026 does not contain any qualification, reservation or adverse remark. Further, in terms of section 143 of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014, as amended, no fraud has been reported by the Auditors of the Company where they have reasons to believe that an offence involving fraud is being or has been committed against the company by officers or employees of the company.

## **26. INTERNAL AUDITORS**

M/s Ronak Sejjal & Associates Chartered Accountants, were appointed as internal auditors by the Board for the financial year 2025-26 and who have issued their reports on quarterly basis.

## **27. SECRETARIAL AUDITORS**

The Company has appointed M/s Jaymin Modi & Co., Company Secretaries, as Secretarial Auditors of the Company to carry out the Secretarial Audit for the Financial Year 2025-2026 and to issue Secretarial Audit Report as per the prescribed format under rules in terms of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Secretarial Audit Report for the FY 2025-26 is annexed herewith and forms part of this report as **Annexure D**. Secretarial Audit is not applicable to the Subsidiary, not being a material subsidiary.

## 28. COST RECORDS AND COST AUDIT

The provision of the Companies (Cost Records and Audit) Rules, 2014 is not applicable to the Company. Maintenance of cost records as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 was not applicable for the business activities carried out by the Company for the FY 2025-26. Accordingly, such accounts and records are not made and maintained by the Company for the said period.

## 29. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

There are no qualifications, reservations or adverse remarks or disclaimers made by the Statutory Auditor and Internal Auditor in their reports.

The Observation/remarks of Secretarial Auditor and comment of Board of Director are as under:

| Secretarial Auditor Observation/remark                                                                                                                                                                 | Board Reply                                                                                 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|
| Some of the Intimations under the provisions of the Companies Act, 2013 have been filed after the lapse of statutory time period. However, necessary additional fees have been remitted for such delay | Wherever there is filing of ROC e-forms the company has paid the requisite additional fees. |

## 30. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management's Discussion and Analysis Report for the year under review, as stipulated under regulation 34 (3) and Part B of schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this Annual Report as **Annexure E**.

## 31. HOLDING, SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Holding, Subsidiary, Joint Ventures and Associate Companies.

## 32. VIGIL MECHANISM

The Company has established a vigil mechanism policy to oversee the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimisation of employees and Directors who express their concerns.

The Vigil Mechanism Policy is available at the website of the Company: [www.cospower.co.in](http://www.cospower.co.in).

## 33. REPORTING OF FRAUD BY AUDITORS

During the year under review, the Internal Auditors, Statutory Auditors and Secretarial Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Act, details of which needs to be mentioned in this Report.

## 34. ANNUAL EVALUATION BY THE BOARD

In compliance with the Companies Act, 2013, and Regulation 17 of the Listing Regulations, the performance evaluation of the Board and its Committees were carried out during the year under review.

## 35. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no material changes and commitments affecting the financial position of the Company occurred during the financial year.

## 36. THE DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

During the year there has been no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

## 37. THE DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

During the year there has been no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

### **38. CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)**

During the period under review, neither any application under Corporate Insolvency Resolution Process was initiated nor any pending under the Insolvency and Bankruptcy Code, 2016

### **39. CORPORATE GOVERNANCE**

Your Company always places a major thrust on managing its affairs with diligence, transparency, responsibility and accountability thereby upholding the important dictum that an Organization's corporate governance philosophy is directly linked to high performance. The Company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large and strives to serve their interests, resulting in creation of value for all its stakeholders. In terms of Regulation 34 of SEBI (LODR) Regulations, furnishing of Corporate Governance Report is not applicable to the company.

### **40. OTHER DISCLOSURES**

The Company does not have any Employees Stock Option Scheme in force and hence particulars are not furnished, as the same are not applicable. No proceedings against the Company is initiated or pending under the Insolvency and Bankruptcy Code, 2016. The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.

### **41. POLICIES**

The Company seeks to promote highest levels of ethical standards in the normal business transactions guided by the value system. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates formulation of certain policies for listed companies. The Policies are reviewed periodically by the Board and are updated based on the need and compliance as per the applicable laws and rules and as amended from time to time. The policies are available on the website of the Company.

### **42. COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS**

Your Directors hereby confirm that the Company has complied with the necessary provisions of the revised Secretarial Standard 1 and Secretarial Standard 2 to the extent applicable to the Company.

### **43. ENHANCING SHAREHOLDER VALUE**

Your Company firmly believes that its success, the marketplace and a good reputation are among the primary determinants of value to the shareholder. The organisational vision is founded on the principles of good governance and delivering leading-edge products backed with dependable after sales services. Following the vision your Company is committed to creating and maximising long-term value for shareholders.

### **44. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The of Section 135 of the Companies Act, 2013 is not applicable to the Company.

### **45. ACKNOWLEDGEMENTS**

Your Directors take this opportunity to express their sincere appreciation and gratitude for the continued co-operation extended by shareholders, employees, customers, banks, suppliers and other business associates.

**By order of the Board**

**For, Cospower Engineering Limited**

**Sd/-**

**Felix Shridhar Kadam**

**DIN 02880294**

**Managing Director**

**Sd/-**

**Oswald Rosario Dsouza**

**DIN 02711251**

**Wholetime Director**

**Date: 05th September 2026**

❖ **ANNEXURE A TO THE DIRECTORS' REPORT****ANNEXURE A TO THE DIRECTORS' REPORT**

Information in accordance with the provisions of Section 134 (3)(m) of the Act read with the Companies (Accounts) Rules, 2014 regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo during the reporting period is given herein below:

| <b>A Conservation Of Energy</b> |                                                                       |     |
|---------------------------------|-----------------------------------------------------------------------|-----|
| <b>i</b>                        | Steps taken or impact on conservation of energy.                      | Nil |
| <b>ii</b>                       | Steps taken by the company for utilizing alternate sources of energy. | Nil |
| <b>iii.</b>                     | Capital investment on energy conservation equipment.                  | Nil |

| <b>B Technology Absorption</b> |                                                                                                                                                                                                                                                                                                                                                                                                   |     |
|--------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>i</b>                       | Efforts made towards technology absorption.                                                                                                                                                                                                                                                                                                                                                       | Nil |
| <b>ii</b>                      | Benefits derived like product improvement, cost reduction, product development or import substitution.                                                                                                                                                                                                                                                                                            | Nil |
| <b>iii.</b>                    | In case of imported technology (imported during the last 3years reckoned from the beginning of the financial year)-<br>a) Details of technology imported.<br>b) Year of import.<br>c) Whether the technology has been fully absorbed.<br>d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and<br>e) Expenditure incurred on research & development. | Nil |

| <b>B</b>    | <b>Foreign Exchange Earnings &amp; Outgo</b>         | <b>Amount</b>  |                |
|-------------|------------------------------------------------------|----------------|----------------|
|             |                                                      | <b>2025-26</b> | <b>2024-25</b> |
| <b>i</b>    | Foreign Exchange Earnings in terms of actual inflows | 34,18,581.00   | Nil            |
| <b>ii</b>   | Foreign Exchange Outgo in terms of actual outflows.  | 8,86,93,566.89 | Nil            |
| <b>iii.</b> | Foreign Travelling                                   | Nil            | Nil            |

❖ **ANNEXURE B OF DIRECTOR REPORT****FORM NO. AOC -2**

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

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including transactions entered into ordinary course of business and at an arm's length basis under third proviso thereto.

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

(a) Name(s) of the related party and nature of relationship

(b) Nature of contracts/arrangements/transactions

(c) Duration of the contracts / arrangements/transactions

(d) Salient terms of the contracts or arrangements or transactions including the value, if any

(e) Justification for entering into such contracts or arrangements or transactions

(f) Date(s) of approval by the Board

(g) Amount paid as advances, if any:

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

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

| Sr. No. | Particulars                                                                               | Details                         |
|---------|-------------------------------------------------------------------------------------------|---------------------------------|
| 1.      | Name (s) of the related party & nature of relationship                                    | Oswald D'Souza Director         |
| 2.      | Amount                                                                                    | 40,50,000/-                     |
| 3.      | Nature of contracts/arrangements/transaction                                              | Director Remuneration           |
| 4.      | Duration of the contracts/arrangements/transaction                                        | 01-04-2025 to 31-03-2026        |
| 5.      | Salient terms of the contracts or arrangements or transaction including the value, if any |                                 |
| 6.      | Date of approval by the Board                                                             |                                 |
| 7.      | Amount paid as advances, if any                                                           |                                 |
| Sr. No. | Particulars                                                                               | Details                         |
| 1.      | Name (s) of the related party & nature of relationship                                    | Felix Shridhar Kadam Director   |
| 2.      | Amount                                                                                    | 40,50,000/-                     |
| 3.      | Nature of contracts/arrangements/transaction                                              | Director Remuneration           |
| 4.      | Duration of the contracts/arrangements/transaction                                        | 01-04-2025 to 31-03-2026        |
| 5.      | Salient terms of the contracts or arrangements or transaction including the value, if any |                                 |
| 6.      | Date of approval by the Board                                                             |                                 |
| 7.      | Amount paid as advances, if any                                                           |                                 |
| Sr. No. | Particulars                                                                               | Details                         |
| 1.      | Name (s) of the related party & nature of relationship                                    | Janet Dsouza Director           |
| 2.      | Amount                                                                                    | 43,20,000/-                     |
| 3.      | Nature of contracts/arrangements/transaction                                              | Director Remuneration           |
| 4.      | Duration of the contracts/arrangements/transaction                                        | 01-04-2025 to 31-03-2026        |
| 5.      | Salient terms of the contracts or arrangements or transaction including the value, if any |                                 |
| 6.      | Date of approval by the Board                                                             |                                 |
| 7.      | Amount paid as advances, if any                                                           |                                 |
| Sr. No. | Particulars                                                                               | Details                         |
| 1.      | Name (s) of the related party & nature of relationship                                    | Christbell Felix Kadam Director |
| 2.      | Amount                                                                                    | 43,20,000/-                     |
| 3.      | Nature of contracts/arrangements/transaction                                              | Director Remuneration           |
| 4.      | Duration of the contracts/arrangements/transaction                                        | 01-04-2025 to 31-03-2026        |
| 5.      | Salient terms of the contracts or arrangements or transaction including the value, if any |                                 |
| 6.      | Date of approval by the Board                                                             |                                 |
| 7.      | Amount paid as advances, if any                                                           |                                 |

❖ **ANNEXURE C OF DIRECTOR REPORT****MEDIAN REMUNERATION**

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below.

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

| Name of the directors          | Ratio to median remuneration |
|--------------------------------|------------------------------|
| <b>Non-executive directors</b> |                              |
| <b>Atul Damodar Dharap</b>     | -----                        |
| <b>Janet Dsouza</b>            | 14.08                        |
| <b>Christbell Felix Kadam</b>  | 14.08                        |
| <b>Ashley Mathew Correa</b>    | -----                        |
| <b>Executive directors</b>     |                              |
| <b>Oswald Rosario Dsouza</b>   | 13.20                        |
| <b>Felix Shridhar Kadam</b>    | 13.20                        |

b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

| Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary | % Increase in remuneration in the financial year |
|-----------------------------------------------------------------------------------|--------------------------------------------------|
| <b>Wholetime Director</b>                                                         | 124%                                             |
| <b>Managing Director</b>                                                          | 124%                                             |
| <b>Company Secretary &amp; Compliance Officer</b>                                 | -----                                            |
| <b>Chief Financial Officer</b>                                                    | -----                                            |

c. The percentage decrease in the median remuneration of employees in the financial year: 7%

d. The number of permanent employees on the rolls of Company: 71

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

The average annual increase was around 34.78%

Increase in the managerial remuneration for the year was 110.95%

f. Affirmation that the remuneration is as per the remuneration policy of the Company:

The Nomination and Remuneration Committee of the Company has affirmed at its meeting held on 13/03/2026 that the remuneration paid is as per the remuneration policy of the Company. The Policy is available on the Company's Website.

g. There are no employees drawing salary in excess of 120 Lakhs as stipulated under section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

❖ **ANNEXURE D TO THE DIRECTORS' REPORT****FORM NO. MR-3****SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March, 2026

**[Pursuant to regulation 24A of SEBI (LODR) 2015 and section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]**

To  
The Members,  
**Cospower Engineering Limited**  
S. No. 134/17A, Pazar Talao Road,  
WakiPada, Naigaon – East.  
Thane – 401208. India.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Cospower Engineering Limited** (hereinafter called “The Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the 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 ended on 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, Forms and returns filed and other records maintained by The Company for the year ended on 31st March, 2026 to the extent applicable to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under to the extent applicable;
- II. The Securities Contracts (Regulation) Act, 1956 (“SCRA”) and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) to the extent applicable to the Company: -
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not Applicable to the Company during the period under review;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; Not Applicable to the Company during the period under review;
  - (f) The Securities and Exchange Board of India (Registrars to and Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; Not Applicable to the Company during the period under review;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not Applicable to the Company during the period under review;

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not applicable to the Company during the Audit Period; and

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

VI. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

a) Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India; and

b) Listing Agreements entered into by the Company with BSE Limited.

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards as mentioned above, subject to the following observation(s):

1. *Some of the Intimations to ROC under the provisions of the Companies Act, 2013 have been filed after the lapse of statutory time period. However, necessary additional fees have been remitted for such delay.*

**I further report that:**

The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

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

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

**I further report that during the audit period:**

- *During the Audit period Increased in Authorized share capital of the Company from ₹1,75,00,000/- (Rupees One Crore Seventy-Five Lakhs) divided into 17,50,000 (Seventeen Lakhs Fifty Thousand) Equity Shares of ₹10/- (Rupees Ten only) each to ₹2,00,00,000/- (Rupees Two Crore) divided into 20,00,000 (Twenty Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each and consequently alteration in Clause V of the Memorandum of Association of the Company.*
- *During the Audit period the company issued & allotted 1,62,000 (One Lakh Sixty-Two Thousand) fully paid-up equity shares of face value of Rs. 10/- (Rupees Ten Only) each on 09.02.2026 to be issued at a price not less than Rs. 990/- (Rupees Nine Hundreds and Ninety only) to non-promoters on a preferential basis*

**For, Jaymin Modi & Co.**

**Company Secretaries**

**SD/-**

**Mr. Jaymin Modi**

**COP: 16948**

**Mem No. 44248**

**PRC: 2146/2022**

**UDIN: A044248H001143049**

**Place: Mumbai**

**Date: 18.08.2026**

❖ **ANNEXURE – A TO SECRETARIAL AUDIT REPORT**

To,  
The Members,  
**Cospower Engineering Limited**  
S.No. 134/17A, Pazar Talao Road,  
WakiPada, Naigaon – East.  
Thane – 401208. India.

Our Secretarial Audit Report dated **18<sup>th</sup> August, 2026** is to be read with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to make an audit report based on the secretarial records produced for our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. We have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
5. Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. This Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For, Jaymin Modi & Co.**  
**Company Secretaries**  
**Sd/-**  
**Mr. Jaymin Modi**  
**COP: 16948**  
**Mem No. 44248**  
**PRC: 2146/2022**  
**UDIN: A044248H001143049**  
**Place: Mumbai**  
**Date: 18.08.2026**

**COMPLIANCE WITH THE CODE OF CONDUCT AND ETHICS**

In accordance with Regulation 17(5)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and Senior Management Personnel of the Company have confirmed compliance with the Code of Business Conduct and Ethics for the financial year ended 31st March, 2026.

For Cospower Engineering Limited

Sd/-

Felix Shridhar Kadam

Managing Director

DIN 02880294

**CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER**

To,

The Board of Directors,

Cospower Engineering Limited

H.No 940, S.No. 134/17A,

Pazar Talao Road Chandrapada,

Vaki Pada, Juchandra,

Naigaon East Thane 401208

We, Felix Shridhar Kadam Managing Director, Oswald Rosario Dsouza Wholetime Director, Maxie Dsouza Chief Financial Officer of the Company, hereby certify that for the financial year, ending 31st March, 2026;

(a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;

(ii) these statements present a true and fair view of the Company's affairs and are in compliance with current accounting standards, applicable laws and regulations.

(b) there are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.

c) we accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and 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 steps taken or proposed to be taken for rectifying these deficiencies.

(d) we have indicated to the Auditors and the Audit Committee:

(i) significant changes, if any, in the internal control over financial reporting during the year.

(ii) significant changes, if any, in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Cospower Engineering Limited

Sd/-

Felix Kadam

Managing Director

DIN 02880294

Oswald Rosario Dsouza Maxie Dsouza

Wholetime Director

DIN 02711251

Chief Financial Officer

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To,  
The Members,  
Cospower Engineering Limited  
H.No 940, S.No. 134/17A,  
Pazar Talao Road Chandrapada, Vaki Pada,  
Juchandra, Naigaon East  
Thane 401208

I have examined the relevant registers records forms returns and disclosures received from the Directors of **Cospower Engineering Limited** having **CIN L31908MH2010PLC208016** and having registered office at H.No 940, S.No. 134/17A, Pazar Talao Road Chandrapada, Vaki Pada, Juchandra, Naigaon East Naigaon Thane 401208, India. (Hereinafter referred to as 'the Company') produced before me by the Company for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

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

| Sr. No. | Name of Director       | DIN      | Date of Appointment in Company | Date of Resignation |
|---------|------------------------|----------|--------------------------------|---------------------|
| 1       | Oswald Rosario Dsouza  | 02711251 | 22/09/2010                     | -                   |
| 2       | Felix Shridhar Kadam   | 02880294 | 22/09/2010                     | -                   |
| 3       | Janet Dsouza           | 08676037 | 22/01/2020                     | -                   |
| 4       | Christbell Felix Kadam | 08676062 | 22/01/2020                     | -                   |
| 5       | Ashley Mathew Correa   | 09461989 | 14/01/2022                     | -                   |
| 6       | Atul Damodar Dharap    | 06699876 | 05/09/2025                     | -                   |
| 7       | Edwin E R Cotta        | 02691199 | 14/01/2020                     | 05/09/2025          |

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

*Disclaimer: We have not been made available with details or clarification or non-applicability certificate, with respect to debarment or disqualification pursuant to any order from civil or criminal court and thus we are unable to conclude any opinion on attraction of disqualification by any such order which have not been presented before us for reporting.*

**For, Jaymin Modi & Co.**

**Company Secretaries**

**Sd/-**

**Mr. Jaymin Modi**

**COP: 16948**

**Mem No. 44248**

**PRC: 2146/2022**

**UDIN: A044248H001143159**

**Place: Mumbai**

**Date: 18.08.2026**

❖ **ANNEXURE E TO THE DIRECTORS' REPORT****MANAGEMENT DISCUSSION AND ANALYSIS****Cospower Engineering Limited****1. BUSINESS OVERVIEW**

Cospower Engineering Limited ("Cospower" or "the Company") is engaged in the design, engineering, manufacturing, supply, installation and commissioning of products and solutions for reactive power compensation and power quality improvement.

Founded in 2004 by industry veterans Mr. Oswald D'Souza and Mr. Felix Kadam, the Company has evolved over the past two decades from a focused capacitor manufacturer into an integrated power-quality solutions provider. The Company's business is built around addressing critical electrical-system challenges such as reactive power, poor power factor, harmonic distortion and associated power-quality issues.

Cospower provides solutions across both renewable and conventional/non-renewable power applications and serves industrial, utility, infrastructure, EPC and commercial customers.

The Company's product and solution portfolio includes High Tension ("HT") and Low Tension ("LT") capacitors, HT fixed capacitor banks, HT Automatic Power Factor Correction ("APFC") panels, LT APFC and Real-Time Power Factor Correction ("RTPFC") panels, hybrid power-factor correction panels, LT series reactors and harmonic-filter solutions. The Company takes pride in its in-house expertise in the design of passive harmonic filters and has successfully executed more than 400 power-quality improvement projects for the non-renewable sector.

The Company's objective is to provide application-specific solutions rather than standard off-the-shelf products. Each solution is engineered with reference to the customer's load profile, electrical-network conditions and required performance parameters.

Backed by a robust back-office support team, the Company excels in establishing strong client relationships, offering swift response times and precise information dissemination.

**Milestones**

| <b>Year</b> | <b>Milestone</b>                                                                                                                                                                                                                    |
|-------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>2004</b> | Company launched as a partnership firm by professionals from the capacitor field, initially supplying capacitors and allied equipment.                                                                                              |
| <b>2006</b> | Began offering turnkey solutions and substation equipment (VCB, CT, PT, LA, Isolators, Battery and Battery Chargers) through tie-ups with reputed manufacturers.                                                                    |
| <b>2010</b> | Converted into a private limited company; acquired a 3,500 sq. ft. industrial premises at Vasai East with fabrication facilities and commenced manufacturing of electrical panels, including APFC panels and substation structures. |
| <b>2020</b> | Converted into a public limited company; completed an oversubscribed IPO in March 2020 and listed on the Bombay Stock Exchange.                                                                                                     |
| <b>2020</b> | Acquired a 20,000 sq. ft. property at Vasai and relocated manufacturing operations to the new premises.                                                                                                                             |
| <b>2020</b> | Commissioned a world-class capacitor manufacturing facility.                                                                                                                                                                        |
| <b>2021</b> | Products type-tested at NABL-approved laboratories — HT and LT capacitors at ERDA, Baroda, and panels at CPRI, Bhopal.                                                                                                              |
| <b>2022</b> | Recognised as one of the most innovative companies in the sector (February 2022) by Futurology Life, London.                                                                                                                        |
| <b>2023</b> | Products successfully cleared the endurance test — one of the industry's most stringent tests — at CPRI, Bangalore.                                                                                                                 |
| <b>2024</b> | Commenced manufacturing of LT Series Reactors.                                                                                                                                                                                      |
| <b>2025</b> | Commenced manufacturing of Damping Resistors, a highly specialised allied product.                                                                                                                                                  |

### Landmark Projects Executed during the Financial Year

- ReNew Power - Bhadla Project
- Sterling & Wilson Renewable-GIPCL Project
- AVAADA Clean Project – SECI Project
- INOX Wind Limited
- TATA Power Renewable
- Amara Raja Infra – NTPC Projects
- L & T Construction Div – NTPC Projects

## 2. COMPANY'S MANUFACTURING AND ENGINEERING CAPABILITIES

During the year under review, Cospower continued to strengthen its manufacturing and engineering capabilities with an emphasis on vertical integration, quality control and end-to-end project execution.

The Company operates a manufacturing facility of approximately 30,000 sq. ft. with a team of more than 100 professionals. The facility integrates multiple specialised manufacturing and testing functions under one roof, enabling greater control over production quality, traceability and delivery.

The manufacturing ecosystem comprises the following specialised divisions:

- Clean Room
- Vacuum Impregnation Plant
- Fabrication
- Painting and Surface Treatment
- Testing

The Clean Room division is equipped with automatic and semi-automatic winding infrastructure, supported by dry-element testing at various stages of production.

The Vacuum Impregnation Plant provides multi-stage, high-vacuum impregnation capability for HT and LT capacitors, supported by dedicated oil-filtration and degassing systems.

The fabrication facilities include robotic and MIG welding, power-press operations, CNC-grade sheet bending and shearing, and in-house laser name-plate printing. These capabilities enable the Company to exercise greater control over dimensional accuracy, enclosure quality and manufacturing consistency.

The Company also maintains in-house surface-treatment capabilities, including shot blasting, phosphating, controlled drying, painting and oven curing, supporting the durability and corrosion protection required of equipment deployed in demanding environments.

## 3. IN-HOUSE TESTING AND QUALITY ASSURANCE

A key strength of Cospower is its in-house testing infrastructure.

The Company maintains a comprehensive range of calibrated testing instruments covering electrical testing requirements, including high-voltage AC/DC testing up to 100 kV, capacitance and tan-delta measurement, insulation evaluation, power-quality analysis and injection testing.

The Company also maintains a dedicated shunt-reactor bank for functional testing of complete capacitor-filter systems at rated reactive-power levels, enabling validation of system behaviour in addition to individual component parameters prior to dispatch.

The availability of calibrated in-house testing infrastructure provides greater control over quality assurance, reduces dependence on external test facilities for routine qualification and supports traceability of the product from manufacturing through final validation.

The Company's manufacturing philosophy emphasises precision equipment, process control, traceability and repeatable quality outcomes.

#### 4. PRODUCT PORTFOLIO

Cospower has developed a comprehensive product portfolio addressing various reactive-power and power-quality requirements.

##### 4.1 Harmonic Filters



An important part of the Company's power-quality offering, designed to suppress harmonic distortion and support grid compliance, equipment protection and stable power delivery. Configurations offered include C-Type, High Pass, Single Tune and Band Pass harmonic filters. The Company has designed, engineered, supplied and commissioned more than 300 harmonic-filter systems during the period from 2023 to 2026.

##### 4.2 Harmonic Filters for Renewable Energy Applications



Solutions designed for grid-connected solar and wind installations, with emphasis on grid compliance, reliable operation under demanding conditions and long-term reactive-power stability.

##### 4.3 Harmonic Filters for Industrial and Conventional Applications



Solutions addressing harmonic distortion arising from variable-frequency drives, power-electronic equipment, furnaces, converters and other non-linear loads, improving power quality and supporting compliance with utility requirements.

##### 4.4 HT APFC Panels



Panels that continuously monitor reactive-power requirements and automatically switch capacitor steps to maintain the desired power factor, available for indoor and outdoor use across industries and utilities with dynamic load patterns.

##### 4.5 HT Capacitors and HT Fixed Capacitor Banks



Core components of the Company's reactive-power-compensation solutions, used in fixed capacitor banks, APFC systems and harmonic-filter applications, including outdoor HT fixed capacitor banks for heavy industries, utilities and infrastructure projects.

##### 4.6 LT Capacitor Banks



LT capacitor units and capacitor-bank solutions for industrial, commercial and infrastructure applications, designed for integration with APFC and RTPFC panels, SVG systems and LT series-reactor applications.



#### 4.7 LT APFC Panels

Panels for 415/440 V applications that automatically switch capacitor banks in response to changing reactive-power demand, suitable for motors, welding equipment, compressors and other variable loads.



#### 4.8 LT RTPFC Panels

Panels using thyristor-switching technology for rapid power-factor correction, suited to highly dynamic loads such as steel rolling mills, arc furnaces and installations with frequent motor starting.



#### 4.9 LT Hybrid APFC Panels

Panels combining contactor and thyristor switching, enabling economic operation for stable base loads alongside rapid response for fluctuating reactive-power variations.



#### 4.10 LT Series Reactors

Used with capacitor banks to reduce the risk of resonance and limit the impact of harmonic currents, protecting capacitor banks and extending the operating life of associated equipment in installations with VFDs, solar inverters, arc furnaces and other non-linear loads.

### 5. SOLUTIONS FOR RENEWABLE AND NON-RENEWABLE SECTORS

Cospower has expanded its focus beyond individual electrical components to provide integrated power-quality solutions for both renewable and conventional power infrastructure.

In renewable-energy applications, the Company addresses harmonic distortion, reactive-power compensation and grid-compliance requirements associated with solar and wind installations.

In industrial and conventional power environments, the Company provides solutions aimed at improving power quality, reducing equipment stress, preventing premature capacitor failures and avoiding potential utility penalties.

This diversified application base provides the Company with opportunities across multiple segments of the electrical infrastructure and power-quality market.

### 6. END-TO-END PROJECT CAPABILITY

Cospower follows an end-to-end approach to project execution.

Its capabilities extend from system studies and engineering design through manufacturing, testing, installation, commissioning and after-sales maintenance.

The Company undertakes electrical-system analysis and develops solutions based on site-specific requirements. Its engineering capabilities include drawing and design support, AutoCAD and 3D drawing facilities, and power-quality analysis.

The Company's vertically integrated manufacturing and testing capabilities further enable it to maintain control over critical stages of the project lifecycle.

This integrated approach enables the Company to take greater responsibility for the overall performance and reliability of the solutions supplied to customers.

## **7. TECHNOLOGY, ENGINEERING AND PRODUCT DEVELOPMENT**

Technology and engineering remain important pillars of the Company's strategy.

Cospower continuously evaluates technological developments in reactive-power compensation, power-quality management and harmonic mitigation to ensure that its products remain relevant to evolving electrical-system requirements.

The Company has developed in-house capabilities for analysing electrical systems and designing appropriately rated harmonic-filter solutions. Designs are validated through system simulations to assess expected performance under relevant operating conditions.

The Company also places emphasis on engineering responsiveness. Its drawing and design team uses modern design tools, including AutoCAD and 3D modelling, to respond to customer requirements and develop application-specific solutions.

The Company continues to invest in employee training and technical development to strengthen its ability to address increasingly complex power-quality applications.

## **8. MARKET OPPORTUNITIES**

The demand for power-quality and reactive-power-compensation solutions is supported by increasing industrial electrification, growing renewable-energy capacity, greater use of power-electronic equipment and the need for improved electrical efficiency and grid compliance.

The expansion of solar and wind generation is creating additional requirements for harmonic mitigation and reactive-power management.

Similarly, industrial sectors such as steel, cement, pharmaceuticals, manufacturing, utilities and infrastructure require reliable power-quality solutions to minimise equipment stress, improve electrical efficiency and maintain continuity of operations.

Cospower's diversified portfolio across HT and LT systems, combined with its engineering and manufacturing capabilities, positions the Company to participate in these emerging opportunities.

## **9. COMPETITIVE STRENGTHS**

The Company believes that its principal competitive strengths include:

- More than two decades of experience in reactive-power compensation and power-quality improvement;
- Integrated manufacturing capabilities;
- In-house testing and quality-control infrastructure;
- Application-specific engineering and system-design capability;
- Experience across renewable and conventional power applications;
- Comprehensive HT and LT product portfolio;
- End-to-end project execution capability;
- Experienced engineering and technical personnel; and
- Ability to provide complete solutions covering design, manufacturing, installation, commissioning and after-sales support.

The Company's approach is focused on measurable customer outcomes, including improved power quality, energy savings, equipment protection and compliance with applicable grid and utility requirements.

## 10. HUMAN RESOURCES

People remain an important component of Cospower's operating model.

The Company's engineering, manufacturing, project-execution and support functions are supported by experienced professionals with domain knowledge in electrical engineering, power quality, reactive-power compensation and system design.

The Company recognises that continued investment in employee capability is essential as power-quality applications become increasingly specialised.

Accordingly, the Company continues to encourage technical training, knowledge development and exposure to evolving technologies and industry practices.

The Company remains committed to maintaining a work environment that supports employee development, operational discipline and long-term organisational growth.

### Key Persons of CosPower Engineering Limited

**Oswald D'souza (Chairman & Director)** - Oswald Dsouza, a first-generation entrepreneur, boasts over two decades of experience and co- founds CosPower. He gained invaluable expertise at Khatau Junker, pioneers in capacitors. His specialty lies in the core competency of CosPower, driving innovation in the industry. He is an eminent personality in the Capacitor Industry in India.

**Felix Kadam (Managing Director)** - Felix Kadam, a first-generation entrepreneur, brings over a decade of experience as co-founder of CosPower. His senior roles in Indian and multinational firms, including Rittal India, honed his marketing expertise. He attributes the company's success to teamwork and adept market leveraging and is heading multiple operation in CosPower.

**Maxie D'souza (Chief Financial Officer)** – MBA in Finance having 38 Years work experience in a Multi-State Co-Operative Bank and last retired as AGM – MSME finance business development. Expertise in entire Branch operations and retail finance. Proven track record of ensuring proper due diligence and compliance as per RBI regulations strong communication, analytical skills, commitment to professional ethics.

**Ashok Gopale (Vice President – Works)** - With over 30 years of experience, Ashok is a seasoned expert in HT and LT capacitor design and production. His tenure at Power Cap, one of India's oldest capacitor manufacturers, provided him with invaluable insights. Known for his meticulous approach and dedication to innovation, Mr. Gopale continues to drive advancements in the field.

**Sandeep Wagh (Factory Head)** - With a lifelong dedication to the capacitor industry, Sandeep's illustrious career spans over 20 years at Epcos (now TDK). Known for his expertise in quality control, he is a staunch advocate for robust systems and processes. Sandeep commitment to excellence has been instrumental in fostering a culture of perfection among employees.

**Navin Kathade (President Marketing)** – Management Professional with 30 years of cross function expertise in Sales, Marketing, Operations and Supply Chain. Proven track record in strategic planning, business growth, and team leadership. Successfully develops domestic and international accounts while consistently exceeding objectives. Strong communicator skilled in training and motivating high-performance teams to achieve organisational goals.

**Avalon Cabral (Vice President Marketing)** - Avalon is a young and dynamic person who has the ability to develop and maintain excellent relations with clients. He has the technical skills to study the problems clients

and offer them appropriate solutions. He heads the Marketing functions of renewable power and has has an excellent rapport with the clients.

**Mahendra Kumar Pandey (Vice President Business Development)** – With 40 years of experience in the global power utility sector, Mr. Pandey will lead our strategic expansion, business development initiatives, and Delhi operations. His distinguished career includes serving as Director of Operations for a 4,000 MW National Grid and as Chief Technical Officer (CTO) for International Utilities, alongside leadership positions within TATA Power Group companies spanning Network Planning, Engineering, AT&C Loss Reduction, and Projects. He brings a proven track record of leading CAPEX portfolios exceeding \$500M and executing large-scale electrification and smart metering programmes.

**Kamalnayan Bhalchandra Patil (Business Head)** – With over 40 years of experience in the electrical sector, he brings deep expertise in business development, global markets, and strategic growth, having led key roles at Apar Industries, Stelmec, Khatau Junker, and more. His distinguished career spans Pan-India and overseas business development across sales and marketing, channel sales management, product management, client relationship management, and accounts receivable. He has spent over 10 years driving export and business growth across South-East Asia, the Far East, Oceania, and the Middle East, with hands-on stints in Saudi Arabia and export markets spanning Japan, China, Taiwan, South Korea, Indonesia, Australia, and New Zealand.

**Hiren Solanki (General Manager Projects)** – With more than 15 years of dedicated service to CosPower, Hiren plays a pivotal role in managing government orders, vendor registrations, and ensuring top-notch after-sales service. His wealth of experience and attention to detail are instrumental in maintaining high standards across various operational aspects.

**Kalpna Pawar (SCM Head)** – Having been an integral part of CosPower for over 12 years, Kalpna leads the projects division with aplomb. Her journey within the company has equipped her with the skills and capabilities to efficiently handle procurement, planning, and execution of orders, contributing significantly to the company's success.

❖ **Consultant and Advisor of CosPower Engineering Limited**



Mr. Jaymin Modi

Company Secretary and Corporate Advisor



Mr. Nitin Chavan

Finance and Accounts Advisor



Mr. Devan Rathod &  
Mr. Sanjay Rane

EPF, ESIC, Factories Act, Contract  
Labour Act, Shops Establishments  
Act etc.



Mr. Mayank Shah

Insurance and Investment Advisors

Mr. Valance Quadros

Management Consultant

Mr. P. K. Bhandari

Technical Consultant

## 11. QUALITY AND CUSTOMER FOCUS

Cospower's business is built around providing reliable and application-specific solutions to customers.

The Company's quality approach extends across design, manufacturing, testing and project execution. Its in-house testing infrastructure enables validation of products and complete systems before dispatch.

The Company believes that long-term customer relationships are built through consistent product quality, engineering support, responsiveness and successful project execution.

## 12. BUSINESS OUTLOOK

The Company expects opportunities in the power-quality and reactive-power-compensation market to remain favourable, supported by industrial expansion, increasing renewable-energy integration, electrification and growing awareness of the financial and operational impact of poor power quality.

Going forward, Cospower intends to strengthen its position as an integrated provider of reactive-power compensation and power-quality solutions. The Company will continue to focus on:

- Expanding its product and solution portfolio;
- Strengthening manufacturing and testing capabilities;
- Increasing its presence in renewable-energy applications;
- Developing opportunities in industrial and utility markets;
- Building strategic relationships and partnerships;
- Improving engineering and project-execution capabilities; and
- Expanding its domestic and international market reach.

The Company will continue to evaluate emerging technologies and strategic partnerships that complement its core capabilities and enable it to address changing customer and grid requirements.

## 13. RISKS AND CHALLENGES

The Company operates in a competitive and technology-driven market and is exposed to various business risks, including fluctuations in raw-material prices, competitive pricing pressures, changes in technology, project execution risks, customer concentration, regulatory and grid-code developments, and changes in demand across industrial and infrastructure sectors.

The Company seeks to manage these risks through its diversified product portfolio, in-house manufacturing and testing capabilities, engineering expertise, customer relationships and focus on application-specific solutions.

The Company also continues to monitor developments in renewable-energy technologies, power-quality standards and grid requirements in order to adapt its products and solutions to changing market conditions.

## 14. INTERNAL CAPABILITIES AND VERTICAL INTEGRATION

A significant aspect of Cospower's business strategy is the development of internal manufacturing and engineering capabilities.

The Company's integrated production environment enables greater control over key stages of the manufacturing process and reduces dependence on external vendors for critical activities.

The combination of manufacturing, fabrication, surface treatment, testing and engineering capabilities allows the Company to provide more controlled quality, improved traceability and greater responsiveness to customer requirements.

This vertical integration is expected to remain an important differentiator as the Company scales its business.

**15. CONCLUSION**

Cospower Engineering Limited has evolved over two decades into an integrated provider of reactive-power compensation and power-quality solutions.

The Company's capabilities now extend across HT and LT capacitors, capacitor banks, APFC and RTPFC panels, hybrid power-factor correction solutions, harmonic filters, LT series reactors and associated electrical systems.

With its manufacturing infrastructure, in-house testing capabilities, engineering expertise and growing presence across renewable and conventional power applications, the Company is positioned to pursue opportunities arising from the continuing transformation of the electrical-power ecosystem.

The Company remains committed to innovation, quality, customer service and responsible growth, with the objective of creating sustainable long-term value for its customers, employees, shareholders and other stakeholders.

❖ **Independent Auditor's Report****Independent Auditors' Report**

**To**  
**The Members of**  
**Cospower Engineering Limited**  
**Report on the Audit of the Financial Statements**

**Opinion**

We have audited the financial statements of Cospower Engineering Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, the Statement of Cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards specified under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2021 ("AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its Profit and its Cash Flows for the year ended on that date.

**Basis for Opinion**

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

**Key Audit Matters**

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

We have determined that there are no Key Audit matters to be communicated in our report.

**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 Company's Annual Report but does not include the financial statements and our auditor's report thereon. The company's annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is

materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Company's Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions, as applicable under the relevant laws and regulations.

### **Responsibilities of Management and Board of Directors for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, 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 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 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 and Board of Directors.

- Conclude on the appropriateness of management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The balance Sheet, the statement of profit and loss and the statement of cash flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the 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 as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

- f) With respect to the adequacy of the internal financial controls with reference to financial statements 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 with reference to the financial statements.
- g) With respect to the other matters to be included in the Auditors' 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 the 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 Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the Note 35 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.  
  
 (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the Note 35 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the  
  
 Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.  
  
 (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - v. As stated in Note 26 to the financial statements, the Board of Directors of the Company has proposed a final dividend for the current financial year ended March 31, 2026, which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend
  - vi. Based on our examination which included test checks the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility except that audit trail was not enabled at the database level to log any direct changes for the accounting software used for maintaining the books of account. For accounting software for which audit trail feature is enabled, the audit trail facility has been operating throughout the

year for all relevant transactions recorded in the software and we did not come across any instance of audit trail feature being tampered with during the course of our audit.

**For C.J.K. Associates**  
**Chartered Accountants**  
**Firm Registration No.:117467W**  
**Sd/-**  
**CA N. B. Chavan**  
**Partner**  
**Membership No.: 042709**  
**Date: May 27, 2026**  
**Place: Mumbai**  
**UDIN:26042709DNPPPM1763**

**Annexure-A to Independent Auditors' Report on the Financial Statements of Cospower Engineering Limited for the year ended March 31, 2026**

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

- i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and the situation of Property, plant, and equipment on the basis of available information.

(B) The Company has maintained proper records showing full particulars of intangible assets on the basis of available information.

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

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

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

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

- ii) (a) The inventories except goods in transit have been physically verified by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed as compared to the book records. In respect of goods in transit, these have been confirmed from corresponding receipt.

(b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns / statements filed by the Company with such banks or financial institutions are in agreement with the unaudited books of account of the Company of the respective quarters / statements and no material discrepancies have been observed.

- iii) (a) During the year, the Company has provided interest free loans to other parties (i.e. employees) as summarized below:

| Particulars                                                                   | Loans          |
|-------------------------------------------------------------------------------|----------------|
| <b>Aggregate Amount granted/provided during the year</b>                      | Rs.36.55 Lakhs |
| - Others (Loans to employees)                                                 |                |
| <b>Balance Outstanding as at balance sheet date in respect of above cases</b> | Rs.39.23 Lakhs |
| - Others (Loans to Employees)                                                 |                |

Other than the above, the Company has not provided loans, advances in the nature of loans, stood guarantee and provided security to the companies, firms, Limited Liability Partnerships or any other parties.

(b) The terms and conditions of the grant of all loans to employees during the year are, in our opinion, prima facie, not prejudicial to the Company's interest. Other than above, the Company has not made investments, provided guarantees, provided security and granted advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties.

(c) The Company has granted loans during the year to the employees where the schedule of repayment of principal has been stipulated and the repayment or receipts are regular.

(d) There are no amounts of loans or advances in nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.

(e) There were no loans or advances in nature of loans granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company and hence not commented upon.

iv) In our opinion and according to the information and explanations given to us, the company has not given any loans or provided any guarantee or security as specified under section 185 and 186 of the Companies Act, 2013.

v) In our opinion and according to the information and explanation given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable.

vi) As per information & explanation given to us, the Central Government has not prescribed the maintenance of cost records under section 148 (1) of the Companies Act, 2013 for the products manufactured and/or services rendered by the Company. Accordingly, clause 3(vi) of the Order is not applicable to the Company.

vii) In respect of statutory dues;

(a) In our opinion, the company has generally been regular in depositing undisputed statutory dues, including Goods and Service Tax (GST), Provident Fund, Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues with the appropriate authorities, where applicable.

There were no undisputed amounts payable in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income Tax, Duty of Customs, Cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of GST, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Duty of Customs, Value Added tax, Cess or other statutory dues which have not been deposited on account of any disputes.

viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

ix) (a) The company has not defaulted in repayment of any dues to a financial institution, bank, and government during the period. The company has not borrowed any amount by way of debentures.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

x) (a) The company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has made preferential allotment of equity shares during the year under review in compliance with the provisions of Section 42 and Section 62 of the Companies Act, 2013.

The Company has issued 1,62,000 equity shares of Rs.10/- each at a premium of Rs.980/- per share (fully paid-up) through private placement on a preferential basis, after obtaining necessary approval from the shareholders at the Extraordinary General Meeting held on December 19,2025.

According to the information and explanations given to us, the amount raised has been used for the purposes for which it is raised.

xi)(a) During the course of examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the company or on the company has been noticed or reported during the year.

(b) According to the information and explanation given to us, no report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) According to the information and explanations given to us, no whistle-blower complaints were received during the year by the Company.

xii) According to the information and explanations given to us, the company is not a Nidhi Company. Accordingly, clause (xii) of the order is not applicable to the company.

xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the company issued till date for the year under audit in determining the nature, timing and extent of our audit procedures.

xv) According to the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the company.

xvi) (a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016 and accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii) The company has not any incurred cash losses in the current financial year and in the immediately preceding financial year.

xviii) There has been no resignation of the Statutory Auditors of the Company during the year. Accordingly, clause 3 (xviii) of the Order are not applicable.

xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any

material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx) The company does not fall under the provisions of Corporate Social Responsibility vide section 135 (1) of The Companies Act, 2013, therefore the provisions of clause (xx) of Para 3 of the Order are not applicable.

**For C.J.K. Associates**  
**Chartered Accountants**  
**Firm Registration No.:117467W**  
**Sd/-**  
**CA N. B. Chavan**  
**Partner**  
**Membership No: 042709**  
**Place: Mumbai**  
**Date: May 27, 2026**  
**UDIN: 26042709DNPPPM1763**

**Annexure - B to the Independent Auditor's Report on financial statements of Cospower Engineering Limited for the year ended March 31, 2026**

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

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

**Opinion**

We have audited the internal financial controls with reference to the financial statements of **Cospower Engineering Limited ("the Company")** as of March 31, 2026, in conjunction with our audit of the financial statements of the Company as at and for the year ended on that date.

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

**Management's and Board of Director's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to the financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to the financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to the financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to the financial statements included obtaining an understanding of internal financial controls with reference to the financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's

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 with reference to the financial statements.

**Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control with reference to the financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial

statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to the financial statements includes those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 with reference to the financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to the financial statements to future periods are subject to the risk that the internal financial control with reference to the financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For C.J.K. Associates**  
**Chartered Accountants**  
**Firm Registration No.:117467W**  
**Sd/-**  
**CA N.B.Chavan**  
**Partner**  
**Membership No: 042709**  
**Place: Mumbai**  
**Date: May 27, 2026**  
**UDIN: 26042709DNPPPM1763**

| <b>Cospower Engineering Limited</b><br><b>CIN: L31908MH2010PLC208016</b><br><b>Balance Sheet as at 31st March 2026</b> |      |                                                                                                              |                 |
|------------------------------------------------------------------------------------------------------------------------|------|--------------------------------------------------------------------------------------------------------------|-----------------|
| (Rupees in lakhs)                                                                                                      |      |                                                                                                              |                 |
| Particulars                                                                                                            | Note | 31st March 2026                                                                                              | 31st March 2025 |
| <b>EQUITY AND LIABILITIES</b>                                                                                          |      |                                                                                                              |                 |
| <b>Shareholder's funds</b>                                                                                             |      |                                                                                                              |                 |
| (a) Share capital                                                                                                      | 3    | 183.65                                                                                                       | 167.45          |
| (b) Reserves and surplus                                                                                               | 4    | 4,540.16                                                                                                     | 1,650.34        |
| <b>Total Shareholder's funds</b>                                                                                       |      | 4,723.81                                                                                                     | 1,817.79        |
| <b>Non-current liabilities</b>                                                                                         |      |                                                                                                              |                 |
| (a) Long Term Borrowings                                                                                               | 5    | 684.87                                                                                                       | 931.13          |
| (b) Long Term Provisions                                                                                               | 6    | 22.55                                                                                                        | 15.28           |
| <b>Total Non-Current Liabilities</b>                                                                                   |      | 707.42                                                                                                       | 946.41          |
| <b>Current liabilities</b>                                                                                             |      |                                                                                                              |                 |
| (a) Short Term Borrowings                                                                                              | 7    | 2,083.93                                                                                                     | 895.31          |
| (b) Trade Payables                                                                                                     | 8    |                                                                                                              |                 |
| (i) total outstanding dues of micro enterprises and small enterprises                                                  |      | 241.67                                                                                                       | 389.69          |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises                            |      | 371.32                                                                                                       | 693.01          |
| (c) Other Current Liabilities                                                                                          | 9    | 314.14                                                                                                       | 365.74          |
| (d) Short Term Provisions                                                                                              | 10   | 329.87                                                                                                       | 235.44          |
| <b>Total Current Liabilities</b>                                                                                       |      | 3,340.93                                                                                                     | 2,579.18        |
| <b>TOTAL EQUITY AND LIABILITIES</b>                                                                                    |      | <b>8,772.16</b>                                                                                              | <b>5,343.38</b> |
| <b>ASSETS</b>                                                                                                          |      |                                                                                                              |                 |
| <b>Non-current assets</b>                                                                                              |      |                                                                                                              |                 |
| (a) Property, Plant and Equipment and Intangible Assets                                                                | 11   |                                                                                                              |                 |
| (i) Property, Plant and Equipment                                                                                      |      | 1,280.90                                                                                                     | 1,151.99        |
| (ii) Intangible Assets                                                                                                 |      | 1.67                                                                                                         | 2.95            |
| (b) Non Current Investments                                                                                            | 12   | 40.24                                                                                                        | -               |
| (c) Deferred Tax Assets (net)                                                                                          | 13   | 52.84                                                                                                        | 42.40           |
| (d) Long-term Loans and Advances                                                                                       | 14   | 1.20                                                                                                         | 10.18           |
| (e) Other Non Current Assets                                                                                           | 15   | 213.64                                                                                                       | 124.35          |
| <b>Total Non-Current Assets</b>                                                                                        |      | 1,590.48                                                                                                     | 1,331.86        |
| <b>Current assets</b>                                                                                                  |      |                                                                                                              |                 |
| (a) Current Investments                                                                                                | 16   | 1,030.51                                                                                                     | -               |
| (b) Inventories                                                                                                        | 17   | 1,048.18                                                                                                     | 1,824.15        |
| (c) Trade Receivables                                                                                                  | 18   | 4,155.65                                                                                                     | 1,124.16        |
| (d) Cash and Cash Equivalents                                                                                          | 19   | 185.24                                                                                                       | 788.81          |
| (e) Short Term Loans and Advances                                                                                      | 20   | 474.15                                                                                                       | 268.01          |
| (f) Other Current Assets                                                                                               | 21   | 287.96                                                                                                       | 6.39            |
| <b>Total Current Assets</b>                                                                                            |      | 7,181.68                                                                                                     | 4,011.52        |
| <b>TOTAL ASSETS</b>                                                                                                    |      | <b>8,772.16</b>                                                                                              | <b>5,343.38</b> |
| The accompanying notes form an integral part of the financial statements                                               |      |                                                                                                              |                 |
| As per our report of even date                                                                                         |      |                                                                                                              |                 |
| <b>for CJK Associates</b><br><b>Chartered Accountants</b><br>(Firm Reg. No. 117467W)                                   |      | <b>For and on behalf of the Board</b><br><b>Cospower Engineering Limited</b><br>(CIN: L31908MH2010PLC208016) |                 |
| CA N B Chavan<br>Partner<br>M No. 042709<br>Place : Mumbai<br>Date : May 27,2026                                       |      | Oswald Rosario Dsouza<br>Wholtime Director<br>DIN : 2711251<br>Place : Mumbai<br>Date : May 27,2026          |                 |
|                                                                                                                        |      | Felix Shridhar Kadam<br>Managing Director<br>DIN : 2880294<br>Place : Mumbai<br>Date : May 27,2026           |                 |
|                                                                                                                        |      | Deepam Paresch Shah<br>Company Secretary<br>Place : Mumbai<br>Date : May 27,2026                             |                 |
|                                                                                                                        |      | Maxie Andrew Dsouza<br>Chief Financial Officer<br>Place : Mumbai<br>Date : May 27,2026                       |                 |

| <b>Cospower Engineering Limited</b><br><b>CIN: L31908MH2010PLC208016</b><br><b>Statement of Profit &amp; Loss for the year ended 31st March 2026</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |      |                  |                 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|------------------|-----------------|
| (Rupees in lakhs)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |      |                  |                 |
| Particulars                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Note | 31st March 2026  | 31st March 2025 |
| Revenue from Operations                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 22   | 10,717.33        | 2,770.13        |
| Other Income                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 23   | 23.30            | 40.73           |
| <b>Total Income</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |      | <b>10,740.63</b> | <b>2,810.86</b> |
| <b>Expenses:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |      |                  |                 |
| Cost of Materials Consumed                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 24   | 5,986.97         | 2,192.12        |
| Changes in Inventories                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 25   | 1,000.64         | (621.96)        |
| Employee Benefits Expense                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 26   | 469.78           | 295.01          |
| Finance Costs                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 27   | 253.55           | 235.69          |
| Depreciation and Amortization Expense                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 11   | 186.08           | 187.01          |
| Other Expenses                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 28   | 967.35           | 309.38          |
| <b>Total expenses</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |      | <b>8,864.37</b>  | <b>2,597.24</b> |
| <b>Profit before exceptional and extraordinary items and tax</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |      | <b>1,876.26</b>  | <b>213.62</b>   |
| Exceptional Items                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |      | -                | 4.63            |
| <b>Profit before extraordinary items and tax</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |      | <b>1,876.26</b>  | <b>218.25</b>   |
| Extraordinary items                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |      | -                | -               |
| <b>Profit before tax</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |      | <b>1,876.26</b>  | <b>218.25</b>   |
| <b>Tax expense:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |      |                  |                 |
| (1) Current tax                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |      | 518.00           | 88.00           |
| (2) Tax in respect of earlier years                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |      | 66.48            | 2.91            |
| (3) Deferred tax Liability/(Asset)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |      | (10.44)          | (25.94)         |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |      | <b>574.04</b>    | <b>64.97</b>    |
| <b>Profit (Loss) for the period from continuing operations</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |      | <b>1,302.22</b>  | <b>153.28</b>   |
| Profit/(loss) from discontinuing operations                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |      | -                | -               |
| Tax expense of discontinuing operations                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |      | -                | -               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |      | -                | -               |
| <b>Profit/(loss) from Discontinuing operations (after tax)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |      |                  |                 |
| <b>Profit (Loss) for the period</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |      | <b>1,302.22</b>  | <b>153.28</b>   |
| <b>Earnings per equity share of Rs. 10 each</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |      |                  |                 |
| (1) Basic EPS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |      | 76.73            | 10.21           |
| (2) Diluted EPS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |      | 76.73            | 10.21           |
| The accompanying notes form an integral part of the financial statements                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |      |                  |                 |
| <div style="display: flex; justify-content: space-between;"> <div> <p>As per our report of even date<br/> <b>for CJK Associates</b><br/> Chartered Accountants<br/> (Firm Reg. No. 117467W)</p> <p>CA N B Chavan<br/> Partner<br/> M No. 042709<br/> Place : Mumbai<br/> Date : May 27,2026</p> </div> <div> <p><b>For and on behalf of the Board</b><br/> <b>Cospower Engineering Limited</b><br/> (CIN: L31908MH2010PLC208016)</p> <p>Oswald Rosario Dsouza<br/> Wholtime Director<br/> DIN : 2711251<br/> Place : Mumbai<br/> Date : May 27,2026</p> <p>Deepam Paresh Shah<br/> Company Secretary<br/> Place : Mumbai<br/> Date : May 27,2026</p> </div> <div> <p>Felix Shridhar Kadam<br/> Managing Director<br/> DIN : 2880294<br/> Place : Mumbai<br/> Date : May 27,2026</p> <p>Maxie Andrew Dsouza<br/> Chief Financial Officer<br/> Place : Mumbai<br/> Date : May 27,2026</p> </div> </div> |      |                  |                 |

| <b>Cospower Engineering Limited</b><br><b>CIN : U74999MH2017PTC297413</b><br><b>Statement of Cash Flows for the year ended March 31, 2026</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                          |                        |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|------------------------|
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | <b>(Rupees in lakhs)</b> |                        |
| <b>(A) CASH FLOW FROM OPERATING ACTIVITIES</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b>31st March 2026</b>   | <b>31st March 2025</b> |
| Net Profit before Tax and Extraordinary Items                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 1,876.26                 | 218.25                 |
| <b>Adjusted for</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                          |                        |
| Depreciation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 186.08                   | 186.92                 |
| Profit on Sale of Fixed Assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | -                        | -                      |
| Provision for Gratuity                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 16.43                    | 9.44                   |
| Interest Income                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | (18.60)                  | (2.49)                 |
| Interest Expenses                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 253.55                   | 173.20                 |
| <b>Operating Profit before Working Capital changes</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | <b>2,313.72</b>          | <b>585.32</b>          |
| Adjutments for changes in working capital                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                          |                        |
| (Increase)/Decrease in Inventories                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 775.97                   | (640.32)               |
| (Increase)/Decrease in Trade and Other Receivables                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | (3,031.49)               | (415.07)               |
| (Increase)/Decrease in Short Loans & Advances                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | (206.14)                 | (177.51)               |
| (Increase)/Decrease in Long term Loans & Advances                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 8.98                     | (0.35)                 |
| (Increase)/Decrease in Other Current Assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | (281.57)                 | 96.56                  |
| (Increase)/Decrease in Other Non Current Assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | (89.29)                  | (90.02)                |
| Increase/(Decrease) in Trade Payables                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | (469.70)                 | 544.55                 |
| Increase/(Decrease) in Other Current liabilities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | (51.60)                  | 239.34                 |
| Increase/(Decrease) in Long Term Provisions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 7.27                     | (0.60)                 |
| Increase/(Decrease) in Short Term Provisions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 78.00                    | 101.84                 |
| <b>Cash generated from operations</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | <b>(945.85)</b>          | <b>243.75</b>          |
| Direct Taxes Paid                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | (584.48)                 | (90.91)                |
| <b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b>(1,530.34)</b>        | <b>152.83</b>          |
| <b>(B) CASH FLOW FROM INVESTING ACTIVITIES</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                          |                        |
| Sale/ (Purchase) of Fixed Assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | (313.71)                 | (170.82)               |
| (Increase) / Decrease in CWIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | -                        | 141.65                 |
| Interest received                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 18.60                    | 2.49                   |
| Sale/ (Purchase) of Investments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | (1,070.74)               | -                      |
| <b>NET CASH USED IN INVESTING ACTIVITIES</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | <b>(1,365.86)</b>        | <b>(26.68)</b>         |
| <b>(C) CASH FLOW FROM FINANCING ACTIVITIES</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                          |                        |
| Proceeds/(Repayment) from long term borrowings                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | (246.25)                 | (178.17)               |
| Proceeds from Short Term Borrowings                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 1,188.62                 | 47.46                  |
| Proceeds from Preferential Issue of Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 16.20                    | 17.45                  |
| Proceeds received in security premium account                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 1,587.60                 | 924.85                 |
| Interest paid                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | (253.55)                 | (173.20)               |
| <b>NET CASH FROM FINANCING ACTIVITIES</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>2,292.62</b>          | <b>638.39</b>          |
| <b>NET INCREASE IN CASH AND CASH EQUIVALANTS (A+B+C)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>(603.58)</b>          | <b>764.55</b>          |
| <b>OPENING BALANCE OF CASH AND CASH EQUIVALANTS</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>788.81</b>            | <b>24.26</b>           |
| <b>CLOSING BALANCE OF CASH AND CASH EQUIVALANTS</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>185.24</b>            | <b>788.81</b>          |
| <b>For and on behalf of the Board</b><br><b>Cospower Engineering Limited</b><br><b>(CIN: L31908MH2010PLC208016)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                          |                        |
| <div style="display: flex; justify-content: space-between;"> <div> Oswald Rosario Dsouza<br/> Wholetime Director<br/> DIN : 2711251<br/> Place : Mumbai<br/> Date : May 27,2026 </div> <div> Felix Shridhar Kadam<br/> Managing Director<br/> DIN : 2880294<br/> Place : Mumbai<br/> Date : May 27,2026 </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 20px;"> <div> Deepam Paresh Shah<br/> Company Secretary<br/> Place : Mumbai<br/> Date : May 27,2026 </div> <div> Maxie Andrew Dsouza<br/> Chief Financial Officer<br/> Place : Mumbai<br/> Date : May 27,2026 </div> </div>                                                                     |                          |                        |
| <b>AUDITORS' REPORT ON CASH FLOW STATEMENT</b><br>We have examined the above Cash Flow Statement of Cospower Engineering Ltd. derived from audited financial statements and the books and records maintained by the company for the year ended March 31, 2026 and found the same in agreement<br><div style="text-align: center; margin-top: 10px;"> As per our report of even date<br/> <b>for CJK Associates</b><br/> <b>Chartered Accountants</b><br/> (Firm Reg. No. 117467W) </div> <div style="display: flex; justify-content: space-between; margin-top: 20px;"> <div> Place : Mumbai<br/> Date : May 27,2026 </div> <div> CA N B Chavan<br/> Partner<br/> M No. 042709 </div> </div> |                          |                        |

**Cospower Engineering Limited**  
**CIN: L31908MH2010PLC208016**  
**Notes to the financial statements**  
for the year ended March 31, 2026  
(Currency: Rupees in Lakhs)

## 1. Corporate Information

Cospower Engineering Limited ('the Company' or 'Cospower') was incorporated in India in 2010 as "Cospower Engineering Private Limited" under the Companies Act, 1956. Subsequently the Company was converted into a Public Limited Company in 2019 as Cospower Engineering Limited and was listed on SME Exchange of BSE Ltd (BSE). The registered office of the Company is located at H. No 940, S. No. 134/17A, Pazar Talao Road Chandrapada, Vaki Pada, Juchandra, Naigaon East, Thane 401208.

The Company is engaged in manufacturing & supply of re-active power compensation systems, harmonic filters & other engineering goods.

The standalone financial statements are approved for issue by the Company's Board of Directors on May 27, 2026.

## 2. Significant accounting policies

### 2.1 Basis of preparation & presentation

The financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting standards prescribed in the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014.

### 2.2 Functional and Presentation Currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts are mentioned in lakhs and rounded off to 2 decimals unless, otherwise stated.

### 2.3 Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosures of contingent liabilities at the end of reporting period.

### 2.4 Current/Non-Current Classification :

Any asset or liability is classified as current if it satisfies any of the following conditions:

- i. It is expected to be realized or settled or is intended for sale or consumption in the company's normal operating cycle;
- ii. It is expected to be realised or settled within twelve months from the reporting date ;
- iii. In the case of an asset, it is held primarily for the purpose of being traded; or it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.
- iv. In the case a liability, the company does not have an unconditional right to defer settlement of the liability for at least twelve months from the reporting date all other assets and liabilities are classified as non-current. For the purpose of current / non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realisation in cash and cash equivalents.

### 2.5 Property, Plant & Equipment

#### Tangible assets

Tangible Fixed Assets are carried at the cost of acquisition or construction, less accumulated depreciation/accumulate impairment. The cost of fixed assets comprises of its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use. Expenses directly attributable to new manufacturing facility during its construction period are capitalized. Know-how related to pans, designs and drawings of buildings or plant and machinery is capitalized under relevant tangible asset heads. Pursuant to the requirements under Schedule II of the Companies Act, 2013, the Company has identified and determined the cost of each component of an asset separately when the component has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. Profit or loss on disposal of tangible assets is recognized in the Statement of Profit and Loss. Tangible Fixed Assets retired from active use and held for disposal are stated at the lower of their net book value and net realizable value and are disclosed separately under 'Other Current Assets'. Any expected loss is recognized immediately in the Statement of Profit and Loss.

#### Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any. Profit or Loss on disposal of intangible assets is recognized in the Statement of Profit and Loss.

## 2.6 Capital Work in Progress & Capital Advances

Cost of Assets not ready for intended use, as on the balance sheet date, is shown as capital work in progress. Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as Short-Term Loans and Advances.

## 2.7 Depreciation and Amortization

Depreciation on tangible fixed assets is provided using the Straight-Line Method based on the useful lives of the assets as estimated by the management and is charged to the Statement of Profit and Loss as per the requirement of Schedule II of the Companies Act, 2013. The estimate of the useful life of the assets has been assessed based on technical advice which considered the nature of the asset, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes, manufacturers warranties and maintenance support, etc. Significant components of assets identified separately pursuant to the requirements under Schedule II of the Companies Act, 2013 are depreciated separately over their useful life. The residual value, useful life and method of depreciation of an asset is reviewed at each financial year end and adjusted prospectively.

## 2.8 Impairment

At Balance Sheet date, an assessment is done to determine whether there is any indication of impairment in the carrying amount of the Company's assets. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. An assessment is also done at each Balance Sheet date whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased. If any such indication exists the asset's recoverable amount is estimated. The carrying amount of the fixed asset is increased to the revised estimate of its recoverable amount but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in prior years. A reversal of impairment loss is recognized in the Statement of Profit and Loss for the year. After recognition of impairment loss or reversal of impairment loss as applicable, the depreciation charge for the fixed asset is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on straight line basis over its remaining useful life.

## 2.9 Revenue recognition

Revenue from sale of goods is recognized on transfer of all significant risks and rewards of ownership to the buyer. The amount recognized as sale is exclusive of sales tax/VAT/GST and is net of returns & discounts. Sales are stated gross of excise duty as well as net of excise duty (on goods manufactured and outsourced), excise duty being the amount included in the amount of gross turnover. The excise duty related to the difference between the closing stock and opening stock is recognized separately as part of changes in inventories of finished goods, work in progress and stock in trade. Revenue from service is recognized as per the completed service contract method. Processing income is recognized on accrual basis as per the contractual arrangements. Dividend income is recognized when the right to receive payment is established. Interest income is recognized on the time proportion basis.

## 2.10 Lease Accounting

### Assets taken on operating lease:

Lease rentals on assets taken on operating lease are recognized as expense in the Statement of Profit and Loss on straight line basis.

Leases of assets, where the company assumes substantially all the risk and benefits of ownership are classified as finance leases. Finance leases are capitalized at the lower of fair value of the leased assets at inception and the present value of minimum lease payments. Lease payments are apportioned between the finance charge and the outstanding liability. The finance charge is allocated periods during the lease term at a constant periodic rate of interest on the remaining balance of the liability.

Leases where the lessor effectively retains substantially all the risk and benefits of ownership are classified, as operating leases. Lease rentals in respect of assets taken under operating leases are charged to statement of profit & loss on a straight line basis over the lease term.

## 2.11 Inventory

(a) Raw materials, work in progress, finished goods, packing materials, stores, spares, components, consumables and stock-in-trade are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by item basis. Damaged, unserviceable and inert stocks are valued at net realizable value.

(b) In determining cost of raw materials, packing materials, stock-in-trade, stores, spares, components and consumables, weighted average cost methods used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

(c) Cost of finished goods and work-in-progress includes the cost of raw materials, packing materials, inappropriate share of fixed and variable production overheads, excise duty as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities.

## **2.12 Investments**

Investments are classified into current and long-term investments. Investments that are readily realizable and intended to be held for not more than a year from the date of acquisition are classified as current investments. All other investments are classified as long-term investments. Current investments are stated at the lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each category of investments. Longterm investments are stated at cost. A provision for diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the management. Reversal of such provision for diminution is made when there is a rise in the value of long-term investment, or if the reasons for the decline no longer exist. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is recognized in the Statement of Profit and Loss.

## **2.13 Transactions in Foreign Currency**

### **(a) Initial recognition:**

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.

### **(b) Measurement of foreign currency items at the Balance Sheet date:**

Foreign currency monetary items of the Company are restated at the closing exchange rates. Non-monetary items are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

### **(c) Forward exchange contracts:**

The Company had not entered into any forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Company had not entered into any derivative instruments for trading or speculative purposes.

## **2.14 Trade Receivables**

Trade receivables are stated after writing off debts considered as bad.

## **2.15 Employee benefits**

### **(i) Short term employment benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short-term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

### **(ii) Post-employment benefits**

#### **a) Defined contribution plans**

Defined contribution plans are employee state insurance scheme and Government administered pension fund scheme for all applicable employees and superannuation scheme for eligible employees. The Company's contribution to defined contribution plans are recognized in the Statement of Profit and Loss in the financial year to which they relate.

#### **b) Defined benefit plans**

##### **Provident Fund Scheme**

The Company makes specified monthly contributions towards Employee Provident Fund scheme, for the eligible employees.

##### **Gratuity Scheme**

Gratuity is payable to all eligible employees of the company on retirement, death, permanent disablement and resignation in terms of the provisions of the Payment of Gratuity Act 1972, or company's scheme whichever is more beneficial. In current year company has recognized Rs.16.43 Laks as expense in the Profit and Loss account, based on the Certificate issued by Actuaries.

## **2.16 Research and Development**

Research and Development expenditure of a revenue nature is expensed out under the respective heads of account in the year in which it is incurred. Fixed assets utilized for research and development are capitalized and depreciated in accordance with the policies stated for Tangible Fixed Assets and Intangible Assets.

**2.17 Income Taxes**

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates.

Deferred income tax reflect the current period timing difference between taxable income and accounting income for the year and reversal of timing difference of earlier years/period. Deferred tax assets are recognized only to the extent there is reasonable certainty that the sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognized only if there is virtual certainty that sufficient future taxable income will be available to realize the same.

Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

**2.18 Provisions, contingent liabilities and contingent assets**

Provision is recognized in the accounts when there is present obligation as a result of a past event(s) and it is probable that an outflow of resources will be required and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote.

Contingent assets are neither recognized nor disclosed in the financial statements.

**2.19 Earnings per Share**

Basic earnings per share are computed by dividing the net profit for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity and dilutive equity equivalent shares outstanding during the year, except where the results would be anti-dilutive.

**2.20 Borrowing costs**

Borrowing costs include exchange difference arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred. Capitalisation of borrowing costs is suspended during the extended period in which active development is interrupted. Capitalisation of borrowing costs is ceased when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete. Other borrowing costs are charged to statement of profit and loss as and when incurred.

**2.21 Cash and Cash equivalents**

Cash and cash equivalents comprise cash and cash on deposit with banks. The company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

**2.22 Government Grants and Subsidies**

The Company is not entitled to any subsidy from government authorities in respect of manufacturing units located in specified regions: Grants in the nature of subsidy which are nonrefundable are credited to the Statement of Profit and Loss, on accrual basis, where there is reasonable assurance that the Company will comply with all the necessary conditions attached to them. Grants in the nature of subsidy which are refundable are shown as Liabilities in the Balance Sheet.

**2.23 Measurement of EBITDA**

The Company has opted to present earnings before interest (finance cost), tax, depreciation and amortization (EBITDA) as a separate line item on the face of the Statement of Profit and Loss for the year. The Company measures EBITDA on the basis of profit/ (loss) from continuing operations.

**2.24 Statement of Cash Flow**

Cash flows are reported using the indirect method whereby the profit before tax is adjusted for the effect of the transactions of a non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated for presentations in the statement of cash flows, cash and cash equivalents does not includes cash credit and overdraft facility

**2.25 Proposed Dividend**

The Company recognizes a liability to pay dividend when the distribution is authorized and the distribution is no longer at the discretion of the Company i.e. when the dividend distribution is being approved by the shareholders. A corresponding amount is recognized directly in equity.

**Cospower Engineering Limited**  
**CIN: L31908MH2010PLC208016**  
**Notes To The Financial Statements**  
(Currency: Rupees in Lakhs)

**Note 3**

**Share Capital**

| Particulars                                                       | 31st March 2026 | 31st March 2025 |
|-------------------------------------------------------------------|-----------------|-----------------|
| <b>Authorised Share Capital</b>                                   |                 |                 |
| 20,00,000 (P.Y 17,50,000) Equity Shares of Rs.10/- each           | 200.00          | 175.00          |
| <b>Total</b>                                                      | <b>200.00</b>   | <b>175.00</b>   |
| <b>Issued, Subscribed &amp; Paid up</b>                           |                 |                 |
| 18,36,500 (P.Y 16,74,500) Equity Shares of Rs. 10 each fully paid | 183.65          | 167.45          |
| <b>Total</b>                                                      | <b>183.65</b>   | <b>167.45</b>   |

**Terms/rights attached to equity shares**

The Company has only one class of equity shares having a par value of Rs.10/- per share. Each Shareholder is eligible for one vote per share. The Company declares and pays dividends in Indian rupees. Companies are required to pay/distribute dividend after deducting applicable taxes. The remittance of dividends outside India is governed by Indian law on foreign exchange and is also subject to withholding tax at applicable rates. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

The final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. Income tax consequences of dividends on financial instruments classified as equity will be recognized according to where the entity originally recognized those past transactions or events that generated distributable profits.

The Board of Directors in their meeting held on May 27, 2026 recommended a final dividend of Rs.1/- per equity share for the financial year ended March 31, 2026. The payment is subject to approval of shareholders in the Annual General Meeting (AGM) of the Company and if approved, would result in a net cash outflow of approximately Rs.18.37 Lakh.

**Reconciliation of no. of shares outstanding at the beginning and at the end of the year**

| Particulars                                     | 31st March 2026<br>Equity Shares |        | 31st March 2025<br>Equity Shares |        |
|-------------------------------------------------|----------------------------------|--------|----------------------------------|--------|
|                                                 | Number                           | Amount | Number                           | Amount |
| Shares outstanding at the beginning of the year | 16.75                            | 167.45 | 15.00                            | 150.00 |
| Shares Issued during the year                   | 1.62                             | 16.20  | 1.75                             | 17.45  |
| Shares bought back during the year              | -                                | -      | -                                | -      |
| Shares outstanding at the end of the year       | 18.37                            | 183.65 | 16.75                            | 167.45 |

Note : This company is not a subsidiary of any other company and hence, the necessity of giving the details of Holding Company's share does not arise here

**Details of Shares held by shareholders holding more than 5% in the Company:**

| Name of Shareholder<br>Particulars | 31st March 2026    |              | 31st March 2025    |              |
|------------------------------------|--------------------|--------------|--------------------|--------------|
|                                    | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| Oswald Rosario Dsouza              | 5.50               | 29.95%       | 5.50               | 32.85%       |
| Felix Shridhar Kadam               | 5.50               | 29.95%       | 5.50               | 32.85%       |
| Madhusudhan Gunda                  | 0.73               | 3.99%        | 1.25               | 7.44%        |
| Swapna Gunda                       | 1.62               | 8.82%        | -                  | -            |
| Satvik Gunda                       | 1.03               | 5.58%        | -                  | -            |
|                                    | 14.38              | 78.29%       | 12.24              | 73.13%       |

**Details of Shares held by Promoters at the end of the year**

| Name of Promoter     | 31st March 2026    |              | 31st March 2025    |              | % Change During the year |
|----------------------|--------------------|--------------|--------------------|--------------|--------------------------|
|                      | No. of Shares held | % of Holding | No. of Shares held | % of Holding |                          |
| Mr. Oswald D'Souza   | 5.50               | 38.25%       | 5.50               | 44.92%       | -6.66%                   |
| Felix Shridhar Kadam | 5.50               | 38.25%       | 5.50               | 44.92%       | -6.66%                   |
|                      | 11.00              | 76.51%       | 11.00              | 89.83%       | -13.32%                  |

**Note 4**

**Reserves and Surplus**

| Particulars                                                                                                                                                                                                                                     | 31st March 2026 | 31st March 2025 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|
| <b>Retained Earnings</b>                                                                                                                                                                                                                        |                 |                 |
| As per Last Financial Statements                                                                                                                                                                                                                | 444.49          | 291.21          |
| (+) Net Profit transferred from Statement of Profit and Loss                                                                                                                                                                                    | 1,302.22        | 153.28          |
| <b>Closing Balance</b>                                                                                                                                                                                                                          | <b>1,746.71</b> | <b>444.49</b>   |
| <b>Security Premium</b>                                                                                                                                                                                                                         |                 |                 |
| As per Last Financial Statements                                                                                                                                                                                                                | 1,205.85        | 281.00          |
| (+) Premium received during the year                                                                                                                                                                                                            | 1,587.60        | 924.85          |
| (-) Used for issuing Bonus Shares                                                                                                                                                                                                               | -               | -               |
|                                                                                                                                                                                                                                                 | <b>2,793.45</b> | <b>1,205.85</b> |
| <b>Total</b>                                                                                                                                                                                                                                    | <b>4,540.16</b> | <b>1,650.34</b> |
| There is no other reserves such as Capital Reserve, Capital Redemption Reserve, Debenture Redemption Reserve, Revaluation Reserve, Share Options Outstanding Account, and Other Reserves except retained earnings and security premium Account. |                 |                 |
| <b>Nature &amp; Purpose of Reserves</b>                                                                                                                                                                                                         |                 |                 |
| <b>Retained Earnings</b>                                                                                                                                                                                                                        |                 |                 |
| Retained earnings represents cumulative profits of the company and effects of remeasurement of defined benefit obligations. This reserves can be utilised in accordance with the provisions of Companies Act, 2013.                             |                 |                 |
| <b>Securities Premium</b>                                                                                                                                                                                                                       |                 |                 |
| Securities Premium was created on issue of shares. This reserve is being utilised in accordance with provisions of the Companies Act, 2013.                                                                                                     |                 |                 |

**Cospower Engineering Limited**  
**CIN: L31908MH2010PLC208016**  
**Notes To The Financial Statements**  
(Currency: Rupees in Lakhs)

**Note 5**

**Long Term Borrowings**

| Particulars                                         | 31st March 2026 |               | 31st March 2025 |               |
|-----------------------------------------------------|-----------------|---------------|-----------------|---------------|
|                                                     | Non Current     | Current       | Non Current     | Current       |
| <b>Secured Loans</b>                                |                 |               |                 |               |
| a) Term Loans                                       |                 |               |                 |               |
| <b>A) From Banks</b>                                |                 |               |                 |               |
| Bank of Baroda                                      | 100.33          | 22.22         | -               | -             |
| Citizen Credit Co-operative Bank Ltd                | -               | -             | -               | 117.83        |
| Citizen Credit Co-operative Bank Ltd (GECL)         | -               | -             | 69.13           | 84.59         |
| Union Bank of India                                 | 584.55          | 138.91        | 862.00          | -             |
| Citizen Credit Co-operative Bank Ltd - Vehicle Loan | -               | -             | -               | 2.09          |
| <b>Unsecured Loans</b>                              |                 |               |                 |               |
| From Directors & Related party                      | -               | 10.14         | -               | 92.41         |
| <b>Total</b>                                        | <b>684.87</b>   | <b>171.27</b> | <b>931.13</b>   | <b>296.91</b> |

**Notes :**

(a) There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

(b) Utilisation of borrowings availed from banks and financial institutions:

The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were taken. In respect of the term loans which were taken in the previous year, those were applied in the respective year for the purpose for which the loans were obtained.

**A) Nature of Securities**

**I. Term Loan From Bank of Baroda - Acquisition of Plant & Machinery**

Secured by way of first and exclusive hypothecation charge on the plant & machinery of the Company financed out of the said term loan.

**II. Loan Against Property From Citizen Credit Co-operative Bank Ltd**

The loan is secured by mortgage of land and industrial Unit ie.immovable property situated at S No.134, Hissa No.17A, Pajar Talav Pada, Village- Chandrapada, Nagigaon (East), Vasai, Palghar. The said loan has been closed in the month of May 2025.

**III. Guaranteed Emergency Credit Line (GECL) loan From Citizen Credit Co-operative Bank Ltd**

The GECL term loan is secured by first charge by way of guarantee provided under the Emergency Credit Line Guarantee Scheme (ECLGS) of the National Credit Guarantee Trustee Company (NCGTC) and second charge by way of hypothecation of stocks, debtors and movable fixed assets, together with mortgage of the immovable property situated at S. No. 134, Hissa No. 17A, Pajar Talav Pada, Village Chandrapada, Nagigaon (East), Vasai, Palghar. The said loan has been closed in the month of May 2025.

**IV. Term Loan from Citizen Co-operative Bank Ltd - Vehicle Loan**

Secured by way of hypothecation of respective vehicle.

**V. Term Loan From Union Bank of India.**

**a) Acquisition of Factory Land**

The term loan is secured by mortgage of land and industrial unit situated at S. No. 134, Hissa No. 17A, Pajar Talav Pada, Village Chandrapada, Nagigaon (East), Vasai, Palghar.

**b) Factory Construction & Renovation**

The term loan is secured by exclusive charge on the entire present and future plant & machinery and furniture & fixtures of the Company.

**c) Factory Construction & Renovation**

The term loan is secured by exclusive charge on the entire present and future plant & machinery and furniture & fixtures of the Company.

**d) Setting up Capacitor Manufacturing Unit**

The term loan is secured by exclusive charge on the entire present and future plant & machinery and furniture & fixtures of the Company.

**e) Purchase of Machineries & Equipments**

The term loan is secured by exclusive charge on the entire present and future plant & machinery and furniture & fixtures of the Company.

**B) Terms of repayment of Term Loans & other Loans**

**I) Secured Term Loans**

| Sr. No | Particulars                                                   | As at March 31,2026 | As at March 31,2025 | Terms of Repayment                                                                                                                                                               |
|--------|---------------------------------------------------------------|---------------------|---------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1)     | Citizen Co-operative Bank - Loan Against property             | -                   | 117.83              | Repayment to be made over 120 equal installments beginning from December 2021 having applicable interest rate of 9.25%.                                                          |
| 2)     | GECL from Citizen Co-operative Bank                           | -                   | 153.72              | Repayment to be made over 36 equal installments after a moratorium period of 24 Months from the date of disbursement ie. November 2022 having applicable interest rate of 9.25%. |
| 3)     | Union Bank of India - Acquisition of factory Land             | 96.11               | 116.00              | Repayment to be made over 70 months beginning from April 2025 having applicable interest rate of 9.30%.                                                                          |
| 4)     | Union Bank of India - Factory Renovation                      | 14.46               | 22.00               | Repayment to be made over 35 months beginning from April 2025 having applicable interest rate of 9.30%.                                                                          |
| 5)     | Union Bank of India - New Factory construction                | 457.44              | 537                 | Repayment to be made over 81 months beginning from April 2025 having applicable interest rate of 9.30%.                                                                          |
| 6)     | Union Bank of India - Setting up Capacitor Manufacturing Unit | 86.89               | 102                 | Repayment to be made over 81 months beginning from April 2025 having applicable interest rate of 9.30%.                                                                          |
| 7)     | Union Bank of India - Purchase of Machineries & Equipments    | 68.55               | 85                  | Repayment to be made over 62 months beginning from April 2025 having applicable interest rate of 9.30%.                                                                          |
| 8)     | Citizen Co-operative Bank - Vehicle Loan                      | -                   | 2.09                | Repayment to be made over 84 months beginning from June 2021 having applicable interest rate of 10.25%.                                                                          |
| 9)     | Bank of Baroda - Acquisition of Plant & Machinery             | 122.55              | -                   | Repayment to be made over 84 months beginning from November 2025 having applicable interest rate of 10.15%.                                                                      |

**II) Unsecured Term Loans**

|    |                     |       |       |                                                                                                         |
|----|---------------------|-------|-------|---------------------------------------------------------------------------------------------------------|
| 1) | Loan from Directors | 10.14 | 92.41 | Loans from Directors received in capacity of promoter contribution without specific terms & conditions. |
|----|---------------------|-------|-------|---------------------------------------------------------------------------------------------------------|

**Note 6**

**Long Term Provisions**

| Particulars                        | 31st March 2026 | 31st March 2025 |
|------------------------------------|-----------------|-----------------|
| a) Provision for Employee Benefits | 22.55           | 15.28           |
| <b>Total</b>                       | <b>22.55</b>    | <b>15.28</b>    |

**Note 7**

**Short Term Borrowings**

| Particulars                                                                                                                                                                                                                                                                                                                                                                                                          | 31st March 2026 | 31st March 2025 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|
| <b>Secured Loans</b>                                                                                                                                                                                                                                                                                                                                                                                                 |                 |                 |
| a) Cash Credit facility from Bank of Baroda<br>(Secured by way of first pari passu charge in favour of Bank by way of hypothecation of company's entire current Assets inclusive of stock of Raw Material, Semi Finished & Finished goods, consumable stores and spares and such any other movables including book debts, bills whether documentary or clean, outstanding monies receivables both present & future.) | 564.59          | -               |
| b) Cash Credit facility from Union Bank of India<br>(Secured by way of first pari passu charge of hypothecation of company's stock and book debts upto 120 days along with Bank of Baroda under MBA)                                                                                                                                                                                                                 | 1,348.07        | 598.39          |
| c) Current Maturities of Long Term Debt                                                                                                                                                                                                                                                                                                                                                                              | 161.13          | 204.51          |
| <b>Unsecured Loans</b>                                                                                                                                                                                                                                                                                                                                                                                               |                 |                 |
| a) Loan Repayable on Demand                                                                                                                                                                                                                                                                                                                                                                                          | -               | -               |
| b) Loans and Advances from Related Parties                                                                                                                                                                                                                                                                                                                                                                           | 10.14           | 92.41           |
| <b>Total</b>                                                                                                                                                                                                                                                                                                                                                                                                         | <b>2,083.93</b> | <b>895.31</b>   |

**Note 8**

**Trade Payables**

| Particulars       | 31st March 2026 | 31st March 2025 |
|-------------------|-----------------|-----------------|
| MSME              | 241.67          | 389.69          |
| Others            | 371.32          | 693.01          |
| Dispute dues-MSME | -               | -               |
| Dispute dues      | -               | -               |
| <b>Total</b>      | <b>612.99</b>   | <b>1,082.69</b> |

The information as required to be disclosed pursuant under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) has been determined to the extent such parties have been identified on the basis of information available with the Company.

**Details relating to Micro, Small and Medium Enterprises**

| Particulars                                                                                                                                                                                                                                                                                                                       | 31st March 2026 | 31st March 2025 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|
| (a) The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year                                                                                                                                                                                |                 |                 |
| Principal Amount                                                                                                                                                                                                                                                                                                                  | 241.67          | 389.69          |
| Interest Amount                                                                                                                                                                                                                                                                                                                   | -               | -               |
| Total                                                                                                                                                                                                                                                                                                                             | 241.67          | 389.69          |
| (b) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;                                                                             | -               | -               |
| (c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.                                                           | -               | -               |
| (d) The amount of interest accrued and remaining unpaid at the end of each accounting year; and                                                                                                                                                                                                                                   | -               | -               |
| (e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006. | -               | -               |

**Trade Payables Ageing Schedule as at March 31, 2026**

| Particulars         | Not due for payment | Outstanding for following periods from due date of payment |             |             |                   | Total         |
|---------------------|---------------------|------------------------------------------------------------|-------------|-------------|-------------------|---------------|
|                     |                     | Less than 1 Year                                           | 1-2 Years   | 2-3 Years   | More than 3 Years |               |
| MSME                | 100.63              | 138.44                                                     | 1.00        | 1.60        | -                 | 241.67        |
| Others              | 206.23              | 155.80                                                     | 4.14        | 0.35        | 4.80              | 371.32        |
| Dispute dues-MSME   | -                   | -                                                          | -           | -           | -                 | -             |
| Dispute dues-Others | -                   | -                                                          | -           | -           | -                 | -             |
| <b>Total</b>        | <b>306.86</b>       | <b>294.24</b>                                              | <b>5.14</b> | <b>1.94</b> | <b>4.80</b>       | <b>612.99</b> |

**Trade Payables Ageing Schedule as at March 31, 2025**

| Particulars       | Not due for payment | Outstanding for following periods from due date of payment |              |              |                   | Total           |
|-------------------|---------------------|------------------------------------------------------------|--------------|--------------|-------------------|-----------------|
|                   |                     | Less than 1 Year                                           | 1-2 Years    | 2-3 Years    | More than 3 Years |                 |
| MSME              | 3.10                | 352.12                                                     | 34.47        | -            | -                 | 389.69          |
| Others            | 358.13              | 261.77                                                     | 46.46        | 24.05        | 2.60              | 693.01          |
| Dispute dues-MSME | -                   | -                                                          | -            | -            | -                 | -               |
| Dispute dues      | -                   | -                                                          | -            | -            | -                 | -               |
| <b>Total</b>      | <b>361.23</b>       | <b>613.89</b>                                              | <b>80.93</b> | <b>24.05</b> | <b>2.60</b>       | <b>1,082.69</b> |

**Note 9**

**Other Current Liabilities**

| Particulars                  | 31st March 2026 | 31st March 2025 |
|------------------------------|-----------------|-----------------|
| GST Payable                  | 217.93          | 207.01          |
| TDS Payable                  | 50.67           | 17.77           |
| Other Statutory Dues Payable | 3.87            | 16.54           |
| Unclaimed Dividend           | 0.21            | 0.21            |
| Advance from Customers       | 41.46           | 124.20          |
| <b>Total</b>                 | <b>314.14</b>   | <b>365.74</b>   |

**Note 10**

**Short Term Provisions**

| Particulars                                         | 31st March 2026 | 31st March 2025 |
|-----------------------------------------------------|-----------------|-----------------|
| Provision for Employee Benefits                     | 21.80           | 24.14           |
| Provision for Gratuity                              | 20.58           | 11.42           |
| Provision for Expenses                              | 27.21           | 12.75           |
| Provision for Audit Fees                            | 8.00            | 3.33            |
| Provision for Income Tax (Net of Advance Tax & TDS) | 252.27          | 183.81          |
| <b>Total</b>                                        | <b>329.87</b>   | <b>235.44</b>   |

**Note 12**

**Non Current Investments**

| Particulars                                   | 31st March 2026 | 31st March 2025 |
|-----------------------------------------------|-----------------|-----------------|
| a) Investment in Recurring Deposits with Bank | 40.24           | -               |
| b) Investment in Fixed Deposits               | -               | -               |
| <b>Total</b>                                  | <b>40.24</b>    | <b>-</b>        |

**Note 13**

**Deferred Tax Assets (Net)**

| Particulars         | 31st March 2026 | 31st March 2025 |
|---------------------|-----------------|-----------------|
| Deferred Tax Assets | 52.84           | 42.40           |
| <b>Total</b>        | <b>52.84</b>    | <b>42.40</b>    |

**Note 14**

**Long Term Loans and Advances**

| Particulars                              | 31st March 2026 | 31st March 2025 |
|------------------------------------------|-----------------|-----------------|
| a) Capital Advances                      | -               | -               |
| b) Loans and Advances to related Parties | -               | -               |
| a) Other Loans and Advances              | -               | -               |
| Unsecured, Considered good               | 1.20            | 10.18           |
| <b>Total</b>                             | <b>1.20</b>     | <b>10.18</b>    |

**Note 15**

**Other Non Current Assets**

| Particulars                                                                                                              | 31st March 2026 | 31st March 2025 |
|--------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|
| i) <b>Deposits</b>                                                                                                       | -               | -               |
| Earnest Money Deposit (EMD)                                                                                              | 31.59           | 20.29           |
| Security Deposit with CDSL                                                                                               | 0.10            | 0.10            |
| Security Deposit with NSDL                                                                                               | 0.10            | 0.10            |
| Security Deposit – Office Premises                                                                                       | 3.00            | 3.00            |
| Other Deposits                                                                                                           | 6.26            | 10.27           |
| Balances with banks to the extent held as margin money or security against the borrowings, guarantees, other commitments | 172.58          | 90.59           |
| <b>Total</b>                                                                                                             | <b>213.64</b>   | <b>124.35</b>   |

**Note 16**

**Current Investments**

| Particulars                            | 31st March 2026 | 31st March 2025 |
|----------------------------------------|-----------------|-----------------|
| Investment in Fixed Deposits with Bank | 1,031           | -               |
|                                        | <b>1,031</b>    | <b>-</b>        |

**Note 17**

**Inventories**

| Particulars                                               | 31st March 2026 | 31st March 2025 |
|-----------------------------------------------------------|-----------------|-----------------|
| Valued at Cost or Net Realizable Value whichever is lower |                 |                 |
| a) Raw Materials                                          | 677.51          | 452.85          |
| b) Work in Progress & Finished Goods                      | 370.66          | 1,371.30        |
|                                                           | <b>1,048.18</b> | <b>1,824.15</b> |

**Note 18**

**Trade Receivables**

| Particulars                       | 31st March 2026 | 31st March 2025 |
|-----------------------------------|-----------------|-----------------|
| <b>Unsecured, Considered Good</b> |                 |                 |
| Undisputed - Considered Good      | 4,138.59        | 1,113.72        |
| Undisputed - Considered Doubtful  | -               | -               |
| Disputed - Considered Good        | 6.62            | -               |
| Disputed - Considered Doubtful    | 10.44           | 10.44           |
| <b>Total</b>                      | <b>4,155.65</b> | <b>1,124.16</b> |

**Trade Receivables Ageing Schedule as at March 31,2026**

| Particulars                      | Outstanding for following periods from due date of payment |                 |              |           |                   | Total           |
|----------------------------------|------------------------------------------------------------|-----------------|--------------|-----------|-------------------|-----------------|
|                                  | Less than 6 Months                                         | 6 Months -1Year | 1-2 Years    | 2-3 Years | More than 3 Years |                 |
| Undisputed Considered Good       | 3,384.45                                                   | 583.43          | 79.45        | -         | 91.26             | 4,138.59        |
| Undisputed - Considered Doubtful | -                                                          | -               | -            | -         | -                 | -               |
| Disputed - Considered Good       | -                                                          | -               | -            | -         | 6.62              | 6.62            |
| Disputed - Considered Doubtful   | -                                                          | -               | -            | -         | 10.44             | 10.44           |
| <b>Total</b>                     | <b>3,384.45</b>                                            | <b>583.43</b>   | <b>79.45</b> | <b>-</b>  | <b>108.32</b>     | <b>4,155.65</b> |

**Trade Receivables Ageing Schedule as at March 31,2025**

| Particulars                      | Outstanding for following periods from due date of payment |                 |              |             |                   | Total           |
|----------------------------------|------------------------------------------------------------|-----------------|--------------|-------------|-------------------|-----------------|
|                                  | Less than 6 Months                                         | 6 Months -1Year | 1-2 Years    | 2-3 Years   | More than 3 Years |                 |
| Undisputed - Considered Good     | 772.76                                                     | 184.02          | 36.45        | 8.81        | 111.68            | 1,113.72        |
| Undisputed - Considered Doubtful | -                                                          | -               | -            | -           | -                 | -               |
| Disputed - Considered Good       | -                                                          | -               | -            | -           | -                 | -               |
| Disputed - Considered Doubtful   | -                                                          | -               | -            | -           | 10.44             | 10.44           |
| <b>Total</b>                     | <b>772.76</b>                                              | <b>184.02</b>   | <b>36.45</b> | <b>8.81</b> | <b>122.12</b>     | <b>1,124.16</b> |

**Note 19**

**Cash and Cash Equivalents**

| Particulars                        | 31st March 2026 | 31st March 2025 |
|------------------------------------|-----------------|-----------------|
| <b>Cash &amp; Cash Equivalents</b> |                 |                 |
| a) Balance with Bank               | 178.79          | 776.89          |
| b) Cheques, Drafts on Hand         | -               | -               |
| c) Cash on Hand                    | 6.45            | 7.08            |
| d) Overdraft Account               | -               | 4.84            |
| e) In Fixed Deposits               | -               | -               |
|                                    | -               | -               |
| <b>Total</b>                       | <b>185.24</b>   | <b>788.81</b>   |

**Note 20**

**Short Term Loans and Advances**

| Particulars                       | 31st March 2026 | 31st March 2025 |
|-----------------------------------|-----------------|-----------------|
| Others                            |                 |                 |
| Balances with revenue authorities | 82.45           | 141.55          |
| Advance to Suppliers              | 255.70          | 83.35           |
| Advance paid for Fixed Assets     | 90.86           | 27.51           |
| Advances to Staff                 | 45.14           | 15.60           |
| <b>Total</b>                      | <b>474.15</b>   | <b>268.01</b>   |

**Note 21**

**Other Current Assets**

| Particulars                                                                                                              | 31st March 2026 | 31st March 2025 |
|--------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|
| Prepaid Expense                                                                                                          | 16.15           | 6.08            |
| TDS on Interest Paid Recoverable                                                                                         | -               | 0.30            |
| Balances with banks to the extent held as margin money or security against the borrowings, guarantees, other commitments | 271.81          | -               |
| Repatriation restrictions, if any, in respect of cash and bank balances                                                  | -               | -               |
| <b>Total</b>                                                                                                             | <b>287.96</b>   | <b>6.39</b>     |

**Cospower Engineering Limited**

**Note 11 - Property, Plant and Equipment**

(Currency: Rupees in Lakhs)

| Particulars/Assets        | Tangible Assets |              |              |                   |                      |                   |                       |                  |                    | Total           | Intangible   |              | Capital Work In Progress | Gross Total     |
|---------------------------|-----------------|--------------|--------------|-------------------|----------------------|-------------------|-----------------------|------------------|--------------------|-----------------|--------------|--------------|--------------------------|-----------------|
|                           | Land            | Motor Car    | Computer     | Plant & Machinery | Furniture & Fittings | Office equipments | Leasehold Improvement | Factory Building | Electrical Fitting |                 | Software     | Total        |                          |                 |
| <b>Gross Block</b>        |                 |              |              |                   |                      |                   |                       |                  |                    |                 |              |              |                          |                 |
| At 1st April 2024         | 143.31          | 30.32        | 18.72        | 708.40            | 57.49                | 25.80             | 15.75                 | 418.12           | 24.98              | <b>1,442.89</b> | 13.44        | 13.44        | 141.65                   | <b>1,597.98</b> |
| Additions                 | -               | -            | 1.70         | 139.14            | 10.04                | 3.15              | -                     | 3.35             | 13.44              | <b>170.82</b>   | -            | -            | -                        | <b>170.82</b>   |
| Deductions/Adjustments    | -               | -            | -            | -                 | -                    | -                 | -                     | -                | -                  | <b>-</b>        | -            | -            | <b>141.65</b>            | <b>141.65</b>   |
| At 1st April 2025         | 143.31          | 30.32        | 20.41        | 847.53            | 67.54                | 28.95             | 15.75                 | 421.47           | 38.42              | <b>1,613.71</b> | 13.44        | 13.44        | -                        | <b>1,627.15</b> |
| Additions                 | -               | -            | 9.12         | 226.17            | 31.75                | 9.08              | -                     | 19.90            | 17.68              | <b>313.71</b>   | -            | -            | <b>15.85</b>             | <b>329.56</b>   |
| Deductions/Adjustments    | -               | -            | -            | -                 | -                    | -                 | -                     | -                | -                  | <b>-</b>        | -            | -            | <b>15.85</b>             | <b>15.85</b>    |
| <b>At 31st March 2026</b> | <b>143.31</b>   | <b>30.32</b> | <b>29.54</b> | <b>1,073.71</b>   | <b>99.29</b>         | <b>38.02</b>      | <b>15.75</b>          | <b>441.37</b>    | <b>56.10</b>       | <b>1,927.42</b> | <b>13.44</b> | <b>13.44</b> | <b>-</b>                 | <b>1,940.86</b> |
| <b>Depreciation</b>       |                 |              |              |                   |                      |                   |                       |                  |                    |                 |              |              |                          |                 |
| At 1st April 2024         | -               | 27.01        | 16.34        | 128.88            | 22.88                | 19.31             | 7.31                  | 50.73            | 4.66               | <b>277.12</b>   | 8.07         | 8.07         | -                        | <b>285.19</b>   |
| Additions                 | -               | 0.53         | 1.90         | 122.75            | 10.82                | 3.67              | 0.90                  | 34.95            | 9.07               | <b>184.60</b>   | 2.41         | 2.41         | -                        | <b>187.01</b>   |
| Deductions/Adjustments    | -               | -            | -            | -                 | -                    | -                 | -                     | -                | -                  | <b>-</b>        | -            | -            | -                        | <b>-</b>        |
| At 1st April 2025         | -               | 27.54        | 18.23        | 251.63            | 33.71                | 22.99             | 8.21                  | 85.69            | 13.72              | <b>461.72</b>   | 10.49        | 10.49        | -                        | <b>472.20</b>   |
| Additions                 | -               | 0.39         | 3.27         | 124.35            | 12.03                | 4.27              | 0.81                  | 32.68            | 7.00               | <b>184.80</b>   | 1.28         | 1.28         | -                        | <b>186.08</b>   |
| Deductions/Adjustments    | -               | -            | -            | -                 | -                    | -                 | -                     | -                | -                  | <b>-</b>        | -            | -            | -                        | <b>-</b>        |
| <b>At 31st March 2026</b> | <b>-</b>        | <b>27.93</b> | <b>21.50</b> | <b>375.98</b>     | <b>45.73</b>         | <b>27.26</b>      | <b>9.01</b>           | <b>118.37</b>    | <b>20.72</b>       | <b>646.52</b>   | <b>11.77</b> | <b>11.77</b> | <b>-</b>                 | <b>658.28</b>   |
| <b>Net Block</b>          |                 |              |              |                   |                      |                   |                       |                  |                    |                 |              |              |                          |                 |
| <b>At 31st March 2025</b> | <b>143.31</b>   | <b>2.78</b>  | <b>2.18</b>  | <b>595.90</b>     | <b>33.83</b>         | <b>5.96</b>       | <b>7.54</b>           | <b>335.78</b>    | <b>24.70</b>       | <b>1,151.99</b> | <b>2.95</b>  | <b>2.95</b>  | <b>-</b>                 | <b>1,154.94</b> |
| <b>At 31st March 2026</b> | <b>143.31</b>   | <b>2.39</b>  | <b>8.04</b>  | <b>697.72</b>     | <b>53.56</b>         | <b>10.76</b>      | <b>6.74</b>           | <b>323.00</b>    | <b>35.38</b>       | <b>1,280.90</b> | <b>1.67</b>  | <b>1.67</b>  | <b>-</b>                 | <b>1,282.57</b> |

If Assets Purchase During the Year the Dep formula = Life used in Purchasing Year x Depreciable Amount over whole Life x Rate of Depreciation

If Opening Assets Depreciation Formula = IF(AND(Remaining Life<1,Remaining Life>0),(Opening WDV-Salvage Value),(Opening WDV\*Rate of Depreciation))

**Cospower Engineering Limited**  
**CIN: L31908MH2010PLC208016**  
**Notes To The Financial Statements**  
**(Currency: Rupees in Lakhs)**

**Note 22**

**Revenue from Operations**

| Particulars      | 31st March<br>2026 | 31st March<br>2025 |
|------------------|--------------------|--------------------|
| Sale of Goods    | 10,566.73          | 2,752.29           |
| Sale of Services | 150.61             | 17.85              |
| <b>Total</b>     | <b>10,717.33</b>   | <b>2,770.13</b>    |

**Note 23**

**Other Income**

| Particulars                                                               | 31st March<br>2026 | 31st March<br>2025 |
|---------------------------------------------------------------------------|--------------------|--------------------|
| Interest Income                                                           | 18.60              | 2.49               |
| Miscellaneous Income                                                      | 0.04               | 0.00               |
| Sundry Balances W/off                                                     | -                  | 17.42              |
| Duty Drawback Received                                                    | 0.96               | 0.12               |
| ESIC Claim Received                                                       | -                  | 13.67              |
| Insurance Claim Received                                                  | 1.89               | 2.16               |
| Applicable net gain/loss on foreign currency transactions and translation | 1.45               | 4.84               |
| Discount Received                                                         | 0.36               | 0.02               |
| <b>Total</b>                                                              | <b>23.30</b>       | <b>40.73</b>       |

**Note 24**

**Cost of Materials Consumed**

| Particulars                   | 31st March<br>2026 | 31st March<br>2025 |
|-------------------------------|--------------------|--------------------|
| Opening Stock of Raw Material | 452.85             | 434.48             |
| Purchases                     | 5,928.33           | 2,100.85           |
| Direct Expense                | 283.32             | 109.63             |
| Closing Stock of Raw Material | 677.51             | 452.85             |
|                               | -                  | -                  |
| <b>Total</b>                  | <b>5,986.97</b>    | <b>2,192.12</b>    |

**Note 25**

**Changes in inventories**

| Particulars                        | 31st March<br>2026 | 31st March<br>2025 |
|------------------------------------|--------------------|--------------------|
| Opening Stock                      |                    |                    |
| Work-in-Process and Finished Goods | 1,371.30           | 749.34             |
| <b>Total (A)</b>                   | <b>1,371.30</b>    | <b>749.34</b>      |
| Closing Stock                      |                    |                    |
| Work-in-Process and Finished Goods | 370.66             | 1,371.30           |
| <b>Total (B)</b>                   | <b>370.66</b>      | <b>1,371.30</b>    |
|                                    |                    |                    |
| <b>Change in Inventory (A-B)</b>   | <b>1,000.64</b>    | <b>(621.96)</b>    |

**Note 26**

**Employee Benefits Expenses**

| Particulars                              | 31st March<br>2026 | 31st March<br>2025 |
|------------------------------------------|--------------------|--------------------|
| Salaries & Wages                         | 250.80             | 187.01             |
| Directors Remuneration                   | 167.40             | 79.35              |
| Contributions To Provident Fund and ESIC | 14.88              | 13.30              |
| Contribution to Recognised Gratuity Fund | 16.43              | 9.44               |
| Staff Welfare                            | 10.13              | 4.98               |
| Other Employee Benefits                  | 10.14              | 0.92               |
| <b>Total</b>                             | <b>469.78</b>      | <b>295.01</b>      |

**Note 27****Finance Costs**

| Particulars                                                                  | 31st March<br>2026 | 31st March<br>2025 |
|------------------------------------------------------------------------------|--------------------|--------------------|
| a) <u>Interest Expenses</u>                                                  |                    |                    |
| On Borrowings                                                                | 192.51             | 173.20             |
| On Deferred/Delayed Payment of Taxes                                         | -                  | -                  |
| b) Other Borrowing Cost                                                      | 61.04              | 62.49              |
| c) Applicable net gain/loss on foreign currency transactions and translation | -                  | -                  |
| <b>Total</b>                                                                 | <b>253.55</b>      | <b>235.69</b>      |

**Note 28****Other Expenses**

| Particulars                                 | 31st March<br>2026 | 31st March<br>2025 |
|---------------------------------------------|--------------------|--------------------|
| Advertisement & Business Promotion Expenses | 16.07              | 4.03               |
| Exhibition Expenses                         | 1.63               | 15.07              |
| Freight Charges                             | 329.84             | 77.56              |
| Interest on Delayed Payment to Government   | 7.39               | 3.77               |
| Interest on Delayed Payment to MSME         | 0.18               | 2.89               |
| Insurance                                   | 21.19              | 14.17              |
| Miscellaneous expenses                      | 58.96              | 7.34               |
| Commission Expenses                         | 4.45               | 2.01               |
| Conveyance Expenses                         | 6.15               | 5.49               |
| Factory Expenses                            | 14.50              | 5.84               |
| Office Expenses                             | 23.34              | 10.02              |
| Service Charges                             | 0.60               | 7.11               |
| Site Expenses                               | 25.17              | 1.92               |
| Power Expense                               | 39.78              | 25.81              |
| Printing & Stationary                       | 4.90               | 2.37               |
| Prior Period Expenses                       | -                  | 0.10               |
| Professional And Consultancy Charges        | 199.18             | 41.77              |
| Rent Expense                                | 33.95              | 14.13              |
| Repair & Maintenance                        | 8.77               | 6.04               |
| Telephone & Internet                        | 2.36               | 1.93               |
| Tender Expenses                             | 1.97               | 0.56               |
| Testing Charges                             | 20.00              | 4.07               |
| Travelling Expense                          | 63.41              | 25.18              |
| Rate and Taxes                              | 26.01              | 21.94              |
| Sundry Balances W/off                       | 43.86              | -                  |
| Vehicle and Fuel Expenses                   | 5.69               | 4.76               |
| <u>Payment to Auditors as</u>               |                    |                    |
| Audit Fees                                  | 8.00               | 3.50               |
| <b>Total</b>                                | <b>967.35</b>      | <b>309.38</b>      |

**Note 29 - Contingent liabilities & Commitments in respect**

| Particulars                                                  | 31st March<br>2026 | 31st March<br>2025 |
|--------------------------------------------------------------|--------------------|--------------------|
| <b>A. Contingent Liabilities</b>                             |                    |                    |
| a Claims against the company not acknowledge as debts        | -                  | -                  |
| b. Bank Guarantee Outstanding                                | 668.56             | 36.41              |
| c. Other money for which the company is contingently liable. | -                  | -                  |
| <b>Total</b>                                                 | <b>668.56</b>      | <b>36.41</b>       |

**B. Commitments**

There are no commitments as at 31st March, 2026.

**Note 30 - Deferred Tax Asset (Liability)**

| Particulars                                                                          | 31st March<br>2026 | 31st March<br>2025 |
|--------------------------------------------------------------------------------------|--------------------|--------------------|
| <b>Component of Deferred Tax Asset on account of Timing Difference</b>               |                    |                    |
| Timing Difference on amount of depreciation on tangible assets and intangible assets | 43.37              | 32.12              |
| Provision for Employee Benefits                                                      | 10.85              | 6.72               |
| Other Temporary Differences                                                          | (1.38)             | 3.56               |
| <b>Deferred Tax Asset on Timing Difference</b>                                       | <b>52.84</b>       | <b>42.40</b>       |

**Note 31 - Auditor's Remuneration**

| Particulars          | 31st March 2026 | 31st March 2025 |
|----------------------|-----------------|-----------------|
| Statutory Audit Fees | 8.00            | 3.50            |
| <b>Total</b>         | <b>8.00</b>     | <b>3.50</b>     |

**Note 32 - Expenditure / Income in foreign currency (on accrual basis):**

| Particulars  | 31st March 2026 | 31st March 2025 |
|--------------|-----------------|-----------------|
| Import       | 797.19          | (413.26)        |
| Export       | 58.30           | (9.03)          |
| <b>Total</b> | <b>855.49</b>   | <b>(422.29)</b> |

**Note 33 - Earning Per Share**

| Particulars                              | 31st March 2026 | 31st March 2025 |
|------------------------------------------|-----------------|-----------------|
| Net Profit after tax                     | 1,302.22        | 153.28          |
| Weighted Average number of equity shares | 16,97,136       | 15,01,434       |
| EPS (Basic & Diluted) (Rs.)              | 76.73           | 10.21           |
| Face Value per equity share (Rs.)        | 10.00           | 10.00           |

**Note 34 - Related Party Transactions**

| (a) Names of Related Parties & Nature of Relationship |                        |                    |
|-------------------------------------------------------|------------------------|--------------------|
| Oswald Dsouza                                         | Wholetime Director     |                    |
| Felix Kadam                                           | Managing Director      |                    |
| Janet Dsouza                                          | Director               |                    |
| Christbell Kadam                                      | Director               |                    |
| Maxie Dsouza                                          | Brother of Director    |                    |
| Avalon Cabral                                         | Son-in-law of Director |                    |
|                                                       |                        |                    |
| (b) Director Remuneration                             | 31st March<br>2026     | 31st March<br>2025 |
| Oswald Dsouza                                         | 40.50                  | 15.80              |
| Felix Kadam                                           | 40.50                  | 15.80              |
| Janet Dsouza                                          | 43.20                  | 21.61              |
| Christbell Kadam                                      | 43.20                  | 21.61              |
| Total                                                 | 167.40                 | 74.82              |
|                                                       |                        |                    |
| (c) Loan given to Related Party                       | 31st March<br>2026     | 31st March<br>2025 |
| Oswald Dsouza                                         | 9.43                   | 35.80              |
| Felix Kadam                                           | 0.70                   | 31.17              |
| Total                                                 | 10.14                  | 66.98              |
|                                                       |                        |                    |
| (d) Loan given by Related Party                       | 31st March<br>2026     | 31st March<br>2025 |
|                                                       | -                      |                    |
| Total                                                 | -                      | -                  |

**Note 35 - Exceptional Items**

| Particulars                               | 31st March 2026 | 31st March 2025 |
|-------------------------------------------|-----------------|-----------------|
| Insurance Policy Surrender Value Received | -               | 65.12           |
| Insurance Claim Written Off               | -               | (60.50)         |
| <b>Total</b>                              | <b>-</b>        | <b>4.63</b>     |

**Note 36 - Impact of Labour Codes**

On November 21, 2025, the Government of India notified provisions of the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, ('Labour Codes') which consolidate twenty-nine existing labour laws into a unified framework governing employee benefits during employment and post-employment. These Codes have been made effective from November 21, 2025; however, the corresponding rules thereunder are yet to be notified. The Labour Codes, amongst other things introduces changes, including a uniform definition of wages and enhanced benefits relating to leave. The Company continues to monitor the developments pertaining to Labour Codes and will evaluate impact if any on the measurement of the employee benefits liability.

**Note 37 - Funding Arrangement**

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**Note 38 - Segment Information**

- i) Business Segment
  - a. The business segment has been considered as the primary segment.
  - b. The Company's primary business segments are reflected based on principal business activities, the nature of service, the differing risks and returns, the organization structure and the internal financial reporting system.
  - c. The Company's primary business comprises of manufacturing & supply of re-active power compensation systems, harmonic filters & other engineering goods and since it is the only reportable segment as envisaged in Accounting Standard 17. 'Segment Reporting'. Accordingly, no separate disclosure for Segment Reporting to be made in the financial statements of the Company.
- ii) Geographical Segment
 

A geographical segment is a distinguishable component of an enterprise that is engaged in providing products or services within a particular economic environment and that is subject to risks and returns that are different from those of components operating in other economic environments. The company provides products or services only through single establishment. Accordingly, no separate disclosure for Segment Reporting to be made in the financial statements of the Company.

**Note 39 - Other Additional Information**

Information with regard to the other additional information and other disclosures to be disclosed by way of notes to statement of profit and loss as specified in the Schedule III of the Companies Act, 2013 is either 'nil' or 'not applicable' to the Company for the year.

**Note 40 - Others**

Previous year figures have been regrouped / reclassified wherever necessary to correspond with the current year classification / disclosure.

| <b>Cospower Engineering Limited</b><br><b>(CIN -L31908MH2010PLC208016)</b>                                                                                                                      |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------|-----------------------------------------------------------------------------------------------------------------------|--------------------------------|--------------------------------------------------------|
| <b>Notes To The Financial Statements</b><br><b>Additional Regulatory Information</b>                                                                                                            |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| <b>I) Title deeds of Immovable Property not held in name of the Company</b>                                                                                                                     |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| Relevant line item in the Balance sheet                                                                                                                                                         | Description of item of property                                                                                    | Gross carrying value | Whether title deed holder is a promoter, director or relative# of promoter*/director or employee of promoter/director | Property held since which date | Reason for not being held in the name of the company** |
| PPE                                                                                                                                                                                             | There is no immovable property whose title deeds are not held in the name of the company therefore not applicable. |                      |                                                                                                                       |                                | -                                                      |
| Investment property                                                                                                                                                                             |                                                                                                                    |                      |                                                                                                                       |                                | -                                                      |
| Non-current asset held for sale                                                                                                                                                                 |                                                                                                                    |                      |                                                                                                                       |                                | -                                                      |
| Others                                                                                                                                                                                          |                                                                                                                    |                      |                                                                                                                       |                                | -                                                      |
| <b>II) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year</b><br><br>or jointly with any other person. |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| <b>IV) Intangible Assets under Development</b><br>CWIP aging schedule<br><br>Intangible Assets under development ageing schedule<br>a) For Intangible Assets under development                  |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| Intangible assets under development                                                                                                                                                             | Amount in CWIP for a period of                                                                                     |                      |                                                                                                                       |                                | Amount in Rs.                                          |
|                                                                                                                                                                                                 | Less than 1 Year                                                                                                   | 1-2 Years            | 2-3 Years                                                                                                             | More than 3 Years              | Total                                                  |
| Projects in progress                                                                                                                                                                            |                                                                                                                    |                      | -                                                                                                                     | -                              | -                                                      |
| Projects temporarily suspended                                                                                                                                                                  |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| b) For Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan                                                                  |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| Intangible assets under development                                                                                                                                                             | To be completed in                                                                                                 |                      |                                                                                                                       |                                | Amount in Rs.                                          |
|                                                                                                                                                                                                 | Less than 1 Year                                                                                                   | 1-2 Years            | 2-3 Years                                                                                                             | More than 3 Years              | Total                                                  |
| Project 1                                                                                                                                                                                       |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| Project 2                                                                                                                                                                                       |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| <b>V) Details of Benami property:</b><br>No proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami                                 |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| <b>VI) Wilful Defaulter</b><br>The Company has not been declared as a wilful defaulter by any bank or financial institution or government or any government                                     |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| <b>VII) The company has no borrowings from banks or financial institutions on the basis of security of current assets.</b>                                                                      |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| <b>VIII) Relationship with Struck off Companies</b><br>Details of relationship with Companies struck off under Section 248 of Companies Act, 2013 or Section 560 of the Companies Act,          |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| Name of struck off Company                                                                                                                                                                      | Nature of transactions with struck-off Company                                                                     | Balance outstanding  | Relationship with the Struck off company, if any, to be disclosed                                                     |                                |                                                        |
| There is no transaction with struck off company.                                                                                                                                                |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |
| <b>IX) Compliance with number of layers of companies</b><br>The Company has complied with the number of layers prescribed under the Companies Act, 2013.                                        |                                                                                                                    |                      |                                                                                                                       |                                |                                                        |

| Cospower Engineering Limited<br>CIN: L31908MH2010PLC208016                         |                                          |                                                                                 |                         |                |                                                 |
|------------------------------------------------------------------------------------|------------------------------------------|---------------------------------------------------------------------------------|-------------------------|----------------|-------------------------------------------------|
| Notes To The Financial Statements<br>Additional Regulatory Information (Continued) |                                          |                                                                                 |                         |                |                                                 |
| X) RATIO ANALYSIS                                                                  |                                          |                                                                                 |                         |                |                                                 |
| Sr.No                                                                              | Ratios                                   | 31st March<br>2026                                                              | 31st March<br>2025      | % of<br>Change | Reason for more than 25% Change                 |
| Liquidity Ratio                                                                    |                                          |                                                                                 |                         |                |                                                 |
| 1                                                                                  | Current Ratio (times)                    | 2.15                                                                            | 1.56                    | 38%            | Improved Working Capital Management             |
| Solvency Ratio                                                                     |                                          |                                                                                 |                         |                |                                                 |
| 2                                                                                  | Debt Equity Ratio (times)                | 0.59                                                                            | 1.00                    | -42%           | Reduction in Debt and Increase in Profitability |
| 3                                                                                  | Debt Service coverage ratio (times)      | 0.81                                                                            | 0.32                    | 157%           | Reduction in Debt and Increase in Profitability |
| Profitability Ratio                                                                |                                          |                                                                                 |                         |                |                                                 |
| 4                                                                                  | Net profit ratio (%)                     | 12.15                                                                           | 5.53                    | 120%           | Increase in Business Volume & Profitability     |
| 5                                                                                  | Return on Equity Ratio (%)               | 39.81                                                                           | 12.07                   | 230%           | Increase in Business Volume & Profitability     |
| 6                                                                                  | Return on Capital employed (%)           | 37.15                                                                           | 12.23                   | 204%           | Increase in Business Volume & Profitability     |
| 7                                                                                  | Return on Investment (%)                 | 29.31                                                                           | 8.76                    | 234%           | Increase in Business Volume & Profitability     |
| Utilisation Ratio                                                                  |                                          |                                                                                 |                         |                |                                                 |
| 8                                                                                  | Inventory Turnover Ratio (times)         | 8.02                                                                            | 1.48                    | 442%           | Reduction in Inventory                          |
| 9                                                                                  | Trade Receivables turnover ratio (times) | 4.06                                                                            | 3.02                    | 34%            | Increase in Business Volume                     |
| 10                                                                                 | Trade payables turnover ratio (times)    | 8.24                                                                            | 1.94                    | 325%           | Increase in Business Volume                     |
| 11                                                                                 | Net capital turnover ratio (times)       | 4.06                                                                            | 3.21                    | 26%            | Improved Working Capital Management             |
| a) Formulae for computation of ratios are as follows:                              |                                          |                                                                                 |                         |                |                                                 |
| Sr.No                                                                              | Ratios                                   | Formula                                                                         |                         |                |                                                 |
| 1                                                                                  | Current Ratio                            | Current Assets / Current Liabilities                                            |                         |                |                                                 |
| 2                                                                                  | Debt Equity Ratio                        | Total Debt / Shareholder's Equity (Total Equity)                                |                         |                |                                                 |
| 3                                                                                  | Debt Service coverage ratio              | Earnings Available for Debt Service / Debt Service (Interest + Principal)       |                         |                |                                                 |
| 4                                                                                  | Net profit ratio                         | Profit or (Loss) For the Year / Revenue From Operations                         |                         |                |                                                 |
| 5                                                                                  | Return on Equity Ratio                   | Net Profit After Tax / Average Shareholder's Equity                             |                         |                |                                                 |
| 6                                                                                  | Return on Capital employed               | Earnings Before Interest & Tax / Capital Employed (Average Total Equity + Debt) |                         |                |                                                 |
| 7                                                                                  | Return on Investment                     | Earnings Before Interest and Tax / Average Total Assets                         |                         |                |                                                 |
| 8                                                                                  | Inventory Turnover Ratio                 | Cost of Goods Sold / Average Inventory                                          |                         |                |                                                 |
| 9                                                                                  | Trade Receivables turnover ratio         | Revenue From Operations / Average Trade Receivables                             |                         |                |                                                 |
| 10                                                                                 | Trade payables turnover ratio            | Cost of Goods Sold / Average Trade Payables                                     |                         |                |                                                 |
| 11                                                                                 | Net capital turnover ratio               | Revenue From Operations / Average Working Capital                               |                         |                |                                                 |
| As per our report of even date                                                     |                                          |                                                                                 |                         |                |                                                 |
| for CJK Associates                                                                 |                                          | For and on behalf of the Board                                                  |                         |                |                                                 |
| Chartered Accountants                                                              |                                          | Cospower Engineering Limited                                                    |                         |                |                                                 |
| (Firm Reg. NO. 117467W)                                                            |                                          | (CIN: L31908MH2010PLC208016)                                                    |                         |                |                                                 |
| CA N. B. Chavan                                                                    |                                          | Oswald Rosario Dsouza                                                           | Felix Shridhar Kadam    |                |                                                 |
| Partner                                                                            |                                          | Wholetime Director                                                              | Managing Director       |                |                                                 |
| M No. 042709                                                                       |                                          | DIN : 2711251                                                                   | DIN : 2880294           |                |                                                 |
| Place : Mumbai                                                                     |                                          | Place : Mumbai                                                                  | Place : Mumbai          |                |                                                 |
| Date : May 27,2026                                                                 |                                          | Date : May 27,2026                                                              | Date : May 27,2026      |                |                                                 |
|                                                                                    |                                          | Deepam Paresh Shah                                                              | Maxie Andrew Dsouza     |                |                                                 |
|                                                                                    |                                          | Company Secretary                                                               | Chief Financial Officer |                |                                                 |
|                                                                                    |                                          | Place : Mumbai                                                                  | Place : Mumbai          |                |                                                 |
|                                                                                    |                                          | Date : May 27,2026                                                              | Date : May 27,2026      |                |                                                 |