Optare PLC

Consolidated Balance sheet as at March 31, 2026

Particulars	Note	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
ASSETS			
Non-current assets			
Property, plant and equipment	1.1	776.62	431.09
Capital work-in-progress	1.1	79.30	8.12
Right-of-use asset	1.1A	96.75	120.54
Other intangible assets	1.2	338.51	307.29
Intangible assets under development	1.2	59.95	25.10
Financial assets			
(i) Other financial assets	1.3	27.39	28.02
Contract Assets	1.4	7.37	-
Deferred tax assets (net)	1.5	88.70	72.70
Income tax assets (net)	1.6	2.46	0.95
Other non-current assets	1.7	11.46	14.71
		1,488.51	1,008.52
Current assets			
Inventories	1.8	276.63	347.26
Financial assets			
(i) Trade receivables	1.9	656.13	266.28
(ii) Cash and cash equivalents	1.10a	242.96	544.06
(iii) Bank balances other than (ii) above	1.10b	34.62	27.93
(iv) Other financial assets	1.11	23.34	28.65
Contract Assets	1.12	32.46	10.81
Other current assets	1.13	228.25	187.89
		1,494.39	1,412.88
TOTAL ASSETS		2,982.90	2,421.40
EQUITY AND LIABILITIES			
Equity			
Equity share capital	1.14	1,161.14	1,030.97
Other equity	1.15	(1,030.36)	(975.18)
Equity attributable to owners of the Company		130.78	55.79
Non-controlling interest		(6.96)	(10.69)
Total equity		123.82	45.10
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	1.16	1,280.26	1,129.29
(ii) Lease liabilities		73.55	84.07
Contract liabilities	1.22	0.32	-
Provisions	1.17	107.44	67.71
Other non-current liabilities	1.18	26.33	6.67
		1,487.90	1,287.74
Current liabilities			
Financial liabilities			
(i) Borrowings	1.19	537.62	384.13
(ii) Lease liabilities		22.57	28.41
(iii) Trade payables	1.2		
a) Total outstanding dues of micro enterprises and small enterprises		37.36	9.55
b) Total outstanding dues of creditors other than micro enterprises and small enterprises		439.41	292.57
(iv) Other financial liabilities	1.21	38.09	36.60
Contract liabilities	1.22	2.55	12.26
Provisions	1.23	194.79	210.31
Other current liabilities	1.24	98.79	114.73
		1,371.18	1,088.56
TOTAL EQUITY AND LIABILITIES		2,982.90	2,421.40

The above Consolidated Balance Sheet should be read in conjunction with the accompanying notes.

Ravisankar S
Chief Financial Officer

MSKA & Associates LLP * Chartered Accountants *

Optare PLC

Consolidated Statement of Profit and Loss for Year ended March 31, 2026

Particulars	Note	Quarter ended March 31, 2026 Rs.Crores	Quarter ended December 30, 2025 Rs.Crores	Quarter ended March 31, 2025 Rs.Crores	Year ended March 31, 2026 Rs.Crores	Year ended March 31, 2025 Rs.Crores
Income						
Revenue from operations	2.1	676.67	390.92	516.63	1,879.11	1,213.41
Other income	2.2	21.67	21.49	2.80	52.07	19.18
Total Income		**698.34**	**412.41**	**519.43**	**1,931.18**	**1,232.59**
Expenses						
Cost of materials and services consumed		361.24	265.34	433.26	1,142.62	960.89
Purchases of stock-in-trade		10.70	33.39	0.54	58.81	17.18
Changes in inventories of finished goods, stock-in-trade and work-in-progress	2.2a	66.03	(38.58)	(28.97)	33.96	(86.05)
		437.97	**260.15**	**404.83**	**1,235.39**	**892.02**
Employee benefits expense	2.3	46.47	37.13	49.28	169.97	216.67
Finance costs	2.4	39.45	34.84	33.30	139.84	112.70
Depreciation and amortisation expense	2.5	44.55	35.59	110.43	144.17	194.52
Other expenses	2.6	135.41	139.40	81.58	398.19	233.97
Total Expenses		**703.85**	**507.11**	**679.42**	**2,087.56**	**1,649.88**
Profit before Share of profit of associates and joint ventures, exceptional items and tax		**(5.51)**	**(94.70)**	**(159.99)**	**(156.38)**	**(417.29)**
Exceptional items	2.7	(6.37)	(0.55)	(108.96)	(6.93)	(108.96)
Profit / (Loss) before tax		**(11.88)**	**(95.25)**	**(268.95)**	**(163.30)**	**(526.25)**
Tax expense:						
Current tax - charge / (credit)		-	-	-	-	-
Deferred tax - (credit) / charge		3.32	(7.71)	(7.33)	(15.04)	(19.40)
		3.32	(7.71)	(7.33)	(15.04)	(19.40)
Profit / (Loss) for the year		**(15.20)**	**(87.54)**	**(261.62)**	**(148.26)**	**(506.85)**
Loss from discontinued operations						
Profit for the year		**(15.20)**	**(87.54)**	**(261.62)**	**(148.26)**	**(506.85)**
Other Comprehensive (Loss) / Income						
A (i) Items that will not be reclassified to Profit or Loss						
- Remeasurement of defined benefit plans		(0.69)	0.14	(1.84)	(0.08)	(1.84)
(ii) Income tax relating to items that will not be reclassified to Profit or Loss		(0.17)	(0.03)	0.46	0.02	0.46
B (i) Items that will be reclassified to Profit or Loss						
- Exchange differences in translating the financial statements of foreign operations		(21.53)	(12.30)	(51.70)	(62.15)	(37.53)
Total Other Comprehensive Income / (Loss)		**(22.39)**	**(12.19)**	**(53.08)**	**(62.21)**	**(38.91)**
Total Comprehensive Income / (Loss) for the year		**(37.59)**	**(99.73)**	**(314.70)**	**(210.47)**	**(545.76)**
Profit / (Loss) for the year attributable to						
Owners of the Company		(15.12)	(87.14)	(257.59)	(147.61)	(490.06)
Non-controlling interests		(0.08)	(0.40)	(4.03)	(0.65)	(16.79)
Other Comprehensive Income / (Loss) for the year attributable to						
Owners of the Company		(22.23)	(12.13)	(52.59)	(56.71)	(38.54)
Non-controlling interests		(0.16)	(0.06)	(0.49)	(5.50)	(0.37)
Total Comprehensive Income / (Loss) for the year attributable to						
Owners of the Company		(37.35)	(99.27)	(310.18)	(204.32)	(528.60)
Non-controlling interests		(0.24)	(0.46)	(4.52)	(6.15)	(17.16)
Earnings / (Loss) per equity share (Face value Re.1 each)						
-Basic (in Rs.)		(0.00)	(0.01)	(0.02)	(0.01)	(0.05)
-Diluted (in Rs.)		(0.00)	(0.01)	(0.02)	(0.01)	(0.05)

The above Consolidated Statement of Profit and Loss should be read in conjunction with the accompanying notes.

Ravisankar S
Chief Financial Officer

MSKA & Associates LLP
Chartered Accountants

Optare PLC

Consolidated Statement of Cash flows for the Year ended March 31, 2026

Particulars		Year ended March 31, 2026 Rs.Crores	Year ended March 31, 2025 Rs.Crores
Cash flow from operating activities			
Profit for the year		**(148.26)**	**(506.85)**
Adjustments for :			
Tax expense charge/ (credit) - net		(15.04)	(19.40)
Depreciation and amortisation expense		115.53	160.45
Depreciation of Right-of-use asset		28.59	34.07
Impairment / (Reversal) of loss allowance, write off on trade receivable / other receivable (net)		4.79	(2.41)
Impairment on PPE/Intangbiles		15.68	-
Foreign exchange (gain) / loss - net		(0.39)	0.05
Profit on sale of Property, plant and equipment (PPE) and intangible assets - net		(2.34)	(9.22)
Gain/(loss) on termination of lease contract		-	(5.31)
Finance costs		139.84	112.70
Interest income		(11.70)	(4.60)
Operating profit before working capital changes		**126.70**	**(240.52)**
Adjustments for changes in :			
Trade receivables		(388.40)	(64.45)
Inventories		75.79	(33.27)
Other non-current and current financial assets		7.77	10.29
Other non-current and current assets		(33.83)	49.17
Trade payables		166.29	24.70
Non-current and current financial liabilities		(4.25)	14.89
Contract liabilities		(9.82)	(45.18)
Contract Assets		(29.02)	1.32
Other current liabilities		2.92	23.94
Other non-current and current provisions		(6.45)	133.54
Cash from operations		**(92.30)**	**(125.57)**
Income tax paid (net of refunds, if any)		(1.51)	(0.10)
Net cash from operating activities	[A]	**(93.81)**	**(125.67)**
Cash flow from investing activities			
Purchase of PPE and intangible assets		(642.51)	(231.44)
Proceeds on sale of PPE and intangible assets including sale of immovable properties		2.34	85.34
Receipt of subsidy against property, plant and equipment		62.04	
Purchase of non-current investments		(81.36)	-
bank deposits placed/(redeemed)		(5.19)	17.11
Interest received		10.20	3.68
Net cash from / (used in) investing activities	[B]	**(654.48)**	**(85.31)**
Cash flow from financing activities			
Proceeds from issue of equity shares (including securities premium)		869.34	-
Proceeds from Share application money received pending allotment		(498.76)	498.78
Proceeds from non-current borrowings		525.51	918.27
Repayments of non-current borrowings		(444.37)	(62.41)
Proceeds from current borrowings		391.73	212.24
Repayments of current borrowings		(357.48)	(655.37)
Proceeds received under a supplier finance arrangement		151.92	-
Repayments under a supplier finance arrangement		(64.66)	-
Repayment of current loans from related parties		-	(95.00)
Payments of Lease liability		(30.80)	(55.35)
Interest paid		(126.00)	(92.72)
Dividend paid		-	-
Net cash used in financing activities	[C]	**416.43**	**668.42**
Net cash Inflow / (Outflow)	[A+B+C]	**(331.86)**	**457.44**
Opening cash and cash equivalents		**544.06**	**86.80**
Exchange fluctuation on foreign currency bank balances		30.76	(0.18)
Closing cash and cash equivalents [Refer Note 1.10A to the standalone financial statements]		**242.96**	**544.06**

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

Ravisankar S
Chief Financial Officer

MSKA & Associates LLP
Chartered Accountants

Optare PLC

Consolidated Statement of Changes in Equity for the Year ended March 31, 2026

1. For the Year ended March 31, 2026

A. Equity Share Capital

Rs.Crores

Balance at the beginning of April 1, 2026	Changes in equity share capital during the year	Balance at the end of March 31, 2026
1,030.97	130.17	1,161.14

B. Other Equity

Rs.Crores

Particulars	Shares application money pending Allotment relating to a subsidiary	Reserves and Surplus				Other Comprehensive Income			
		Capital Reserve	Securities Premium	Preference Share Reserve	Retained Earnings	Foreign Currency Translation Reserve	Remeasurement of defined benefit obligation	Attributable to owners of the Company	Non-controlling interests
Balance as at the beginning of April 1, 2026	**498.76**	**(96.10)**	**1,067.70**	**260.13**	**(2,592.93)**	**(111.36)**	**(1.38)**	**(975.18)**	**(10.69)**
Profit for the year		-	-		(147.61)		-	(147.61)	(0.65)
Other comprehensive (loss) / Income	-	-	-			(56.65)	(0.06)	(56.71)	(5.50)
Total Comprehensive Income / (Loss) for the year	-	-	-	-	**(147.61)**	**(56.65)**	**(0.06)**	**(204.32)**	**(6.15)**
Change in interests between the owners and NCI	-	-	-	-	(91.27)	-	-	(91.27)	9.88
Allotment of shares	(498.76)	-	739.17	-	-	-	-	240.41	-
Balance as at the end of March 31, 2026	-	**(96.10)**	**1,806.87**	**260.13**	**(2,831.81)**	**(168.01)**	**(1.44)**	**(1,030.36)**	**(6.96)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

Ravisankar S
Chief Financial Officer

M S K A & Associates LLP * Chartered Accountants *

Optare PLC

Consolidated Statement of Changes in Equity for the year ended March 31, 2025

2. For the year ended March 31, 2025

A. Equity Share Capital

Rs.Crores

Balance at the beginning of April 1, 2024	Changes in equity share capital during the year	Balance at the end of March 31, 2025
1,030.97	-	1,030.97

B. Other Equity

Rs.Crores

Particulars	Shares application money pending Allotment relating to a subsidiary	Reserves and Surplus					Other Comprehensive Income			
		Capital Reserve	Securities Premium	Capital Redemption Reserve	Preference Share Reserve	Retained Earnings	Foreign Currency Translation Reserve	Remeasurement of defined benefit obligation	Attributable to owners of the Company	Non-controlling interests
Balance as at the beginning of April 1, 2024	-	(96.08)	1,067.70	-	260.13	(2,102.87)	(74.20)	-	(945.32)	6.47
Profit for the year	-	-	-	-	-	(490.06)	-	(1.38)	(491.44)	(16.79)
Other comprehensive Income / (loss)	-	-	-	-	-	-	(37.16)	-	(37.16)	(0.37)
Total Comprehensive Income for the year	-	-	-	-	-	(490.06)	-	(1.38)	(528.60)	(17.16)
Transactions with owners:	-	-	-	-	-	-	-	-	-	-
Capital reserve addition	-	(0.02)	-	-	-	-	-	-	(0.02)	-
On issue of shares	498.76	-	-	-	-	-	-	-	498.76	-
Balance as at the end of March 31, 2025	498.76	(96.10)	1,067.70	-	260.13	(2,592.93)	(111.36)	(1.38)	(975.18)	(10.69)

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

Ravisankar S
Chief Financial Officer

M S K A & Associates LLP * Chartered Accountants *

Optare PLC

Notes annexed to and forming part of the Consolidated Financial Statements

1.1 PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN-PROGRESS

Rs.Crores

DESCRIPTION	GROSS CARRYING AMOUNT (COST)							DEPRECIATION						NET CARRYING AMOUNT
Property, plant and equipment (PPE)	01.04.2025	Additions	Acquisition through business combination	Exchange difference	Adjustments/Impairment*	Disposals / Transfers	31.03.2026	01.04.2025	Charge during the year	Exchange difference	Adjustments*	Disposals / Transfers	31.03.2026	31.03.2026
Freehold land	46.85	-	-	8.60	-	-	55.45	-	-	-	-	-	-	55.45
Buildings	5.65	3.40	-	0.23	(0.29)	-	8.99	1.39	0.72	0.13	0.05	-	2.29	6.70
Leasehold property improvements	25.59	-	-	1.64	-	(22.65)	4.58	23.14	0.15	1.40	-	(22.65)	2.04	2.54
Plant and equipment	140.41	57.20	-	9.86	(5.27)	(4.90)	197.30	76.28	18.93	10.27	-	(4.90)	100.58	96.72
Furniture and fittings	12.05	0.79	-	0.82	0.64	(0.67)	13.63	7.63	0.97	0.64	(0.16)	(0.61)	8.47	5.16
Vehicles including electric vehicles*	425.86	447.21	-	6.13	(62.04)	(91.84)	725.32	124.37	43.84	2.68	-	(49.22)	121.67	603.65
Office equipment	28.21	2.68	-	2.07	(0.35)	(0.62)	31.99	20.75	3.35	2.01	0.10	(0.62)	25.59	6.40
Total	**684.62**	**511.28**	-	**29.35**	**(67.31)**	**(120.68)**	**1,037.26**	**253.56**	**67.96**	**17.13**	**(0.01)**	**(78.00)**	**260.64**	**776.62**

a) *Adjustment of Rs.62.04 crores to gross block of vehicles represents subsidy received in respect of buses operated on Emaas contract.
b) Vehicle additions represents vehicles transferred from inventories for fleet operations given to customers.
c) The title relating to 40 (PY 40) vehicles which was acquired through a business combination during an earlier year is in the name of the selling entity and is yet to be transferred in the name of the Company. Gross value of such assets are Rs.29.12 crores (PY 29.12 crores).
d) Refer Note 1.16 for information on PPE pledged as security by the Company.
e) The title deeds of immovables properties (freehold land) are held in the name of group companies as at the reporting date.

Description	01.04.2025	Additions / Adjustments*	Capitalised during the year	31.03.2026
Capital work-in-progress (CWIP)	8.12	582.46	(511.28)	79.30

* Adjustments include currency movements relating to foreign operations.

CWIP Ageing Schedule

Rs.Crores

Amount in CWIP for a period of	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	79.30	-	-	-	79.30
Projects temporarily suspended	-	-	-	-	-
Total	79.30	-	-	-	79.30

There are no projects as Capital Work in Progress as at March 31, 2026 and March 31, 2025, whose completion is overdue or cost of which has exceeded in comparison to its original plan.

M S K A & Associates LLP * Chartered Accountants *

Optare PLC

Notes annexed to and forming part of the Consolidated Financial Statements

1.1 PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN-PROGRESS

Rs.Crores

DESCRIPTION	GROSS CARRYING AMOUNT (COST)								DEPRECIATION							NET CARRYING AMOUNT
Property, plant and equipment (PPE)	01.04.2024	Adjustments	Additions	Acquisition through business combination	Exchange	Reclassified as assets held for Sale	Disposals / Transfers	31.03.2025	01.04.2024	Adjustments	Charge during the year	Exchange	Reclassified as assets held for Sale	Disposals / Transfers	31.03.2025	31.03.2025
Freehold land	45.49	0.23	-	-	1.13	-	-	46.85	-		-	-	-	-	-	46.85
Buildings	4.56	0.07	0.99	-	0.03	-	-	5.65	0.44	(0.04)	0.97	0.02	-	-	1.39	4.26
Leasehold property improvements	21.85		2.56		1.18	-	-	25.59	18.40	-	3.65	1.09	-	-	23.14	2.45
Plant and equipment	91.35	0.17	47.71	-	3.59	-	(2.41)	140.41	58.05	0.34	14.53	3.63	-	(0.28)	76.28	64.12
Furniture and fittings	11.19		1.21	-	0.33	-	(0.68)	12.05	3.94	0.01	3.67	0.18	-	(0.17)	7.63	4.42
Vehicles including electric vehicles	361.29	0.01	61.56	-	3.30	-	(0.30)	425.86	60.93	(0.16)	62.22	1.68	-	(0.30)	124.37	301.49
Office equipment	22.95	0.33	4.83	-	0.79	-	(0.69)	28.21	14.22	(0.03)	5.88	0.71	-	(0.03)	20.75	7.46
Total	**558.69**	**0.81**	**118.86**	-	**10.35**	-	**(4.08)**	**684.62**	**155.98**	**0.12**	**90.92**	**7.30**	-	**(0.78)**	**253.56**	**431.09**

a) During the year, the Company has revised the estimated useful life of batteries included in vehicles from 12 years to 7 years. This has resulted in additional depreciation charge of ₹ 11.39 crores upto March 31, 2024 and ₹ 8.09 crores for the year ended March 31, 2025.

b) These additions represents vehicles transferred from inventories for fleet operations given to customers

c) The title relating to 40 (PY 40) vehicles which was acquired through a business combination during an earlier year is in the name of the selling entity and is yet to be transferred in the name of the Company. Gross value of such assets are Rs.29.12 crores (PY 29.12 crores).

Description	01.04.2024	Additions / Adjustments	Capitalised during the year	Exchange	31.03.2025
Capital work-in-progress (CWIP)	7.79	118.90	(118.86)	0.29	8.12

CWIP Ageing Schedule

Rs.Crores

Amount in CWIP for a period of	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	8.12	-	-	-	8.12
Projects temporarily suspended	-	-	-	-	-
Total	8.12	-	-	-	8.12

M S K A & Associates LLP * Chartered Accountants *

1.2 OTHER INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

Rs.Crores

DESCRIPTION	GROSS CARRYING AMOUNT (COST)					AMORTISATION					NET CARRYING AMOUNT
Other intangible assets	01.04.2025	Additions	Exchange difference	Disposals / Transfers	31.03.2026	01.04.2025	Charge during the year	Exchange difference	Disposals / Transfers	31.03.2026	31.03.2026
Computer software											
- Developed	10.09	-	-	-	10.09	6.86	0.32	-	-	7.18	2.91
- Acquired	20.82	2.65	1.52	0.77	24.22	15.62	1.95	1.38	-	18.95	5.27
Technical knowhow (Includes Product Development)											
- Developed	404.52	20.61	38.75	90.79	554.67	175.98	38.15	24.59	48.90	287.62	267.05
- Acquired	112.81	-	1.05	-	113.86	42.51	7.15	0.92	-	50.58	63.28
Total	**548.24**	**23.26**	**41.32**	**91.56**	**702.84**	**240.97**	**47.57**	**26.89**	**48.90**	**364.33**	**338.51**

Description	01.04.2025	Additions / Adjustments *	Impairment	Capitalised during the year	31.03.2026
Intangible assets under development	25.10	64.36	(8.90)	(20.61)	59.95

* Adjustments include currency movements relating to foreign operations.

Ageing of Intangible assets under development (IAUD)

Amount in IAUD for a period of	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	48.38	11.57	-	-	59.95
Projects temporarily suspended	-	-	-	-	-

Notes:

1. Additions to other intangible assets and Intangible assets under development include:
   Expenses capitalised Rs.-54.14 crores - Refer Notes 2.3, 2.4 and 2.6 to the Consolidated financial statements.
2. Intangibles under development pertains to development of new model electric vehicles.
3. There are no projects as Intangible assets under development as at March 31,2026, whose completion is overdue or cost of which has exceeded in comparison to its original plan.

M S K A & Associates LLP ★ Chartered Accountants ★

Optare PLC

1.2 OTHER INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

Rs.Crores

DESCRIPTION	GROSS CARRYING AMOUNT (COST)						AMORTISATION						NET CARRYING AMOUNT
Other Intangible assets	01.04.2024	Adjustments	Additions	Exchange	Disposals	31.03.2025	01.04.2024	Adjustments	Charge during the year	Exchange	Disposals	31.03.2025	31.03.2025
Computer software													
- Developed	10.09		-	-	-	10.09	5.42		1.44	-	-	6.86	3.23
- Acquired	19.78	(0.02)	0.47	0.59	-	20.82	9.70		5.49	0.43	-	15.62	5.20
Technical knowhow (Includes Product Development)													
- Developed	194.42	(0.03)	199.94	10.19	-	404.52	110.57	(0.01)	58.60	6.81	-	175.98	228.56
- Acquired	112.67		-	0.14	-	112.81	38.38		4.01	0.12	-	42.51	70.30
Total	**336.95**	**(0.05)**	**200.42**	**10.92**	**-**	**548.24**	**164.07**	**(0.01)**	**69.53**	**7.36**	**-**	**240.95**	**307.29**

Description	01.04.2024	Additions / Adjustments	Exchange	Capitalised during the year	31.03.2025
Intangible assets under development (IAUD)	111.39	109.42	4.23	(199.94)	25.10

Ageing of Intangible assets under development

Amount in IAUD for a period of	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	25.10	-	-	-	25.10
Projects temporarily suspended					

Notes:

1. Additions to other intangible assets and Intangible assets under development include:
   Expenses capitalised Rs.32.18 crores - Refer Notes 2.4, 2.5 and 2.6 to the Consolidated financial statements.
2. Intangibles under development pertains to development of new model electric vehicles.
3. There are no projects as Intangible assets under development as at March 31, 2025 and March 31, 2024, whose completion is overdue or cost of which has exceeded in comparison to its original plan.

Optare PLC

Notes annexed to and forming part of the Consolidated Financial Statements

1.1A RIGHT-OF-USE ASSET

Rs.Crores

Description	Net Carrying Amount 01.04.2025	Additions	Exchange	Closure / Pre closure	Depreciation	Reclassified as Held for sale	Net Carrying Amount 31.03.2026
Building	20.12	3.04	1.23	-	10.39	-	14.00
Plant and equipment	25.97	-	-	-	2.83	-	23.14
Vehicle	74.45	0.27	0.54	(0.28)	15.37	-	59.61
Total	**120.54**	**3.31**	**1.77**	**(0.28)**	**28.59**	**-**	**96.75**

Notes:
1. Discounting rate used for the purpose of computing right to use assets entered into in the current year is 7.95%
2. Rental amount per annum ranges from Rs 0.1 Crores to Rs 5 Crores.
3. The lease period ranges from 2 to 17 years over which the right to use asset is depreciated on a straight line basis.
4. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any major covenants other than the security interests in the leased assets that are held by the lessor. Lea
5. Variable lease payment not included in measurement of lease liabilities - Nil

6. Escalation clause - the percentage of escalation is NIL

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Optare PLC

Notes annexed to and forming part of the Consolidated Financial Statements

1.1A RIGHT-OF-USE ASSET

Rs.Crores

Description	Net Carrying Amount 01.04.2024	Additions	Adjustments	Exchange	Depreciation	Closure / Pre closure	Reclassified as Held for sale	Net Carrying Amount 31.03.2025
Land and Building	66.91	15.32	7.44	3.85	18.98	(54.43)	-	20.12
Plant and equipment	-	28.82	-	-	2.85	-	-	25.97
Vehicle	36.55	50.80	(1.60)	0.94	12.24	0.28	-	74.45
Total	**103.46**	**94.94**	**5.84**	**4.79**	**34.07**	**(54.15)**	**-**	**120.54**

Notes:

1. A range from 2% - 9% discounting rates have been used for the purpose of computing right to use assets
2. Rental amount per annum ranges from Rs 0.1 Crores to Rs 5 Crores.
3. The lease period ranges from 2 to 17 years over which the right to use asset is depreciated on a straight line basis.
4. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any major covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

5. Variable lease payment not included in measurement of lease liabilities - Nil

6. Escalation clause - the percentage of escalation is NIL

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	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
1.3 NON-CURRENT - OTHER FINANCIAL ASSETS		
(Unsecured, considered good unless otherwise stated)		
a) Security deposits		
Considered good	9.38	8.51
Considered doubtful	-	-
Less: Allowance for doubtful receivables	-	-
	9.38	8.51
b) Bank deposits with remaining maturity of greater than 12 months (Refer note below)	18.01	19.51
	27.39	**28.02**

Notes:
Bank Deposits are marked as lien against loans & Bank Guarantees availed

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Notes annexed to and forming part of the Consolidated Financial Statements

	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
1.4 CONTRACT ASSETS		
(Unsecured, considered good)		
Unbilled revenue (Refer note 3.7)		
Related Party	-	-
Others	7.37	-
	7.37	**-**

Notes :

Revenue from sale of chargers and related infrastructure is recognized at a point in time upon transfer of control to the customer, as it represents a distinct performance obligation under Ind AS 115. Although the consideration for such infrastructure is recovered over the AMC period (typically 10 years), no upfront billing is raised. Accordingly, the Company recognizes a non-current contract asset for the portion of revenue earned but not yet invoiced, which is realised over the tenure of the AMC.

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	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
1.5 DEFERRED TAX ASSETS (NET)		
i) Deferred tax assets	181.18	143.66
ii) Deferred tax (liabilities)	(92.48)	(70.97)
	88.70	**72.69**

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1.6 NON-CURRENT - INCOME TAX ASSETS (NET)	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
TDS Receivable	2.46	0.95
	2.46	**0.95**

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	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
1.7 OTHER NON-CURRENT ASSETS		
(Unsecured, considered good unless otherwise stated)		
a) Capital advances (refer note 1 below)		
Considered good	8.47	8.64
	8.47	8.64
b) Balances with Government Authorities - Goods and Services Tax, Customs Duty, Port Trust Charges, Central Excise Duty etc. (including paid under protest)		
Considered good	0.18	-
	0.18	-
c) Others		
i. Customs duty paid under protest - Considered doubtful	10.13	3.33
Less: Allowance for doubtful balances	10.13	-
ii. Other advances (includes prepaid expenses, etc.)	2.81	2.74
	2.81	6.07
	11.46	**14.71**

Note :

1 Movement in allowance for doubtful advances towards customs duty paid under protest is as follows:

Particulars	**March 2026**	**March 2025**
Opening	-	-
Add: Additions	10.13	-
Less: Utilisations / Reversals	-	-
Closing	10.13	-

2 Customs duty paid under protest and considered doubtful have been grouped under supplier advances in previous year

3 Refer note 3.8(ii) for the value of contracts in capital account remaining to be executed

4 Others include prepaid expenses of 2.81 Crores

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1.8 INVENTORIES	**As at March 31, 2026 Rs.Crores**	**As at March 31, 2025 Rs.Crores**
(a) Raw materials and components	106.90	150.69
(b) Work-in-progress	51.35	111.09
(c) Finished goods	74.78	82.30
(d) Stock-in-trade		
i) Commercial vehicles	-	-
ii) Spare parts and auto components (including works made)	40.96	2.30
(e) Stores, spares and consumable tools	2.64	0.88
	276.63	**347.26**

Notes:

	March 2026	**March 2025**
1. Goods-in-transit included above are as below :		
(a) Raw materials and components	2.39	1.19

2. Cost of inventories (including cost of stock-in-trade purchased) recognised as a write-down during the year are Rs.0.41 crores (2024-25: Rs.27.53 crores). These were included in cost of goods sold in the statement of profit or loss.

3. The group reversed Rs.31.04 crores of a previous inventory write-down included in cost of goods sold in the statement of profit or loss.

4. Cost of inventories (including cost of stock-in-trade purchased) recognised as an expense during the year are Rs.1,235.23 crores (2024-25: Rs.892.02 crores)

5. For details of assets given as security against borrowings - Refer Note 3.13.

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	As at March 31, 2026	As at March 31, 2025
1.9 CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES (Unsecured)	Rs.Crores	Rs.Crores
Considered good		
Related parties (Refer Note 3.9)	313.09	34.24
Others	343.04	232.04
Considered Doubtful	6.32	1.12
	662.45	**267.40**
Less: Loss allowance	(6.32)	(1.12)
	656.13	**266.28**

Ageing for trade receivable

Rs.Crores

	Outstanding for following periods from due date of payment						
Year ended March 31, 2026	**Not due**	**Less than 6 months**	**6 months-1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade receivables							
- considered good	402.94	223.73	22.94	11.66	0.43	0.75	662.45
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
(ii) Disputed Trade Receivables							
- considered good	-	-	-	-	-	-	-
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Total	**402.94**	**223.73**	**22.94**	**11.66**	**0.43**	**0.75**	**662.45**
Less: Loss allowance							(6.32)
Total							**656.13**

	Outstanding for following periods from due date of payment						
Year ended March 31, 2025	**Not due**	**Less than 6 months**	**6 months-1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade receivables							
- considered good	13.53	243.84	8.31	1.02	0.21	0.49	267.40
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
(ii) Disputed Trade Receivables							
- considered good	-	-	-	-	-	-	-
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Gross Receivables	**13.53**	**243.84**	**8.31**	**1.02**	**0.21**	**0.49**	**267.40**
Less: Loss allowance							(1.12)
Total							**266.28**

Notes :

1. Movement in loss allowance is as follows:

Particulars	**March 2026**	**March 2025**
Opening	1.12	3.53
Add: Additions	4.79	0.36
Add : Exchange difference	0.41	-
Less: Utilisations / Reversals	-	(2.77)
Closing	6.32	1.12

2. These are carried at amortised cost.
3. For details of assets given as security against borrowings - refer note 3.13
4. There are no trade or other receivable which are either due from directors or other officers of the Company either severally or jointly with any other person nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

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	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
1.10a CASH AND CASH EQUIVALENTS		
i) Balance with banks:		
a) In current accounts	242.39	544.05
b) In deposit accounts*	0.57	-
ii) Cash and stamps on hand	-	0.01
	242.96	**544.06**

* This represents deposits with original maturity of less than or equal to 3 months.

1.10b BANK BALANCES OTHER THAN (a) ABOVE		
i) Deposits with original maturity of more than 3 months but less than 12 months (Refer note below)	34.62	27.93
	34.62	**27.93**

Notes :
Bank Deposits are marked as lien against loans & Bank Guarantees availed

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	As at March 31, 2026	As at March 31, 2025
1.11 CURRENT - OTHER FINANCIAL ASSETS	**Rs.Crores**	**Rs.Crores**
(Unsecured, considered good unless otherwise stated)		
a) Interest accrued :		
- Others	3.75	2.25
b) Employee advances	0.01	0.03
c) Security deposits		
Considered good	0.18	0.07
Considered doubtful	-	-
Less:Allowance for doubtful deposits	-	-
	0.18	0.07
d) Subsidy Receivable from Government (refer note 3 below)	14.93	25.92
e) Others (includes expenses recoverable, items relating to financing activity, etc.)		
Considered good	4.47	0.38
Considered doubtful	-	-
	4.47	**0.38**
Less:Allowance for doubtful amount	-	-
	4.47	**0.38**
	23.34	**28.65**

Notes:

1. These are carried at amortised cost.

2. There are no Intercorporate deposits granted to promoters, directors, key managerial personnel and related parties (as defined under Companies Act, 2013) that are repayable on demand and that are without specifying any terms or period of repayment.

3.The opening balance of subsidy receivable from the State Government, upon achieving the milestone specified in the relevant notification issued by the respective authorities, was received in April 2025.

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	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
1.12 CONTRACT ASSETS		
(Unsecured, considered good)		
Unbilled revenue (Refer note 3.7)		
Related Party	1.83	3.01
Others	30.63	7.80
	32.46	**10.81**

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	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
1.13 OTHER CURRENT ASSETS		
(Unsecured, considered good unless otherwise stated)		
a) Supplier advances		
Considered good	10.32	15.33
Considered doubtful	-	-
	10.32	15.33
Less: Allowance for doubtful advances	-	-
	10.32	15.33
b) Balances with Government Authorities - Goods and Services Tax, Customs Duty, Port Trust Charges, Central Excise Duty etc.	192.91	142.94
c) Others*	25.02	29.62
	228.25	**187.89**
*** Includes:**		
- Prepaid expenses	16.75	24.66

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	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
1.14 EQUITY SHARE CAPITAL		
Authorised		
119,875,633,502 (March 2025 : 108,670,441,233) Equity shares of £0.001	1,161.14	1,030.97
	1,161.14	**1,030.97**
Issued		
119,875,633,502 (March 2025 : 108,670,441,233) Equity shares of £0.001	1,161.14	1,030.97
	1,161.14	**1,030.97**
Subscribed and fully paid up		
119,875,633,502 (March 2025 : 108,670,441,233) Equity shares of £0.001	1,161.14	1,030.97
	1,161.14	**1,030.97**

Shares held by promoters as at March 31, 2026				
S. No	**Foreign Currency Translation Reserve Other Comprehensive Income**	**No. of Shares**	**%of total shares**	**% Change during the year**
1	Ashok Leyland Limited	1,11,81,90,45,837	93.28%	0.69%
2	Hinduja Automotive Limited	7,50,00,00,000	6.26%	-
	Total	**1,19,31,90,45,837**	**99.54%**	**0.69%**

Shares held by promoters as at March 31, 2025				
S. No	**Name of the Promoter**	**No. of Shares**	**%of total shares**	**% Change during the year**
1	Ashok Leyland Limited	1,00,61,38,53,568	92.59%	-
2	Hinduja Automotive Limited	7,50,00,00,000	6.90%	-
	Total	**1,08,11,38,53,568**	**99.49%**	-

1. Reconciliation of number of equity shares subscribed	**March 2026**	**March 2025**
Balance as at the beginning of the year	1,08,67,04,41,233	1,08,67,04,41,233
Add: Issued during the year (Refer Note 3.5)	11,20,51,92,269	-
Balance as at end of the year	1,19,87,56,33,502	1,08,67,04,41,233

2. Shares issued in preceding 5 years

a) The Company had issued and allotted the following: 22,750,000,000 ordinary shares in the year 2020-21, 2023-24 - 6,898,918,198 in November 2023 and 5,561,231,208 in February 2024.

3. Shareholders other than the Holding Company holding more than 5% of the equity share capital:

Hinduja Automotive Ltd	7,50,00,00,000

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1.15 OTHER EQUITY	Note	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
Share Application Money Pending Allotment	A	-	498.76
Capital Reserve	B	(96.10)	(96.10)
Securities Premium	C	1,806.87	1,067.70
Remeasurement of defined benefit obligation		(1.44)	(1.38)
Retained Earnings	E	(2,831.81)	(2,592.93)
Foreign Currency Translation Reserve Other Comprehensive Income	D	(168.01)	(111.36)
Equity Component of Preference Share	F	260.13	260.13
		(1,030.36)	**(975.18)**

Refer "Consolidated Statement of Changes in Equity" for additions / deletions in each reserve.

Notes:

A The number of shares alloted to holding company against share application money pending allotment were 6,496,355,352 shares

B Capital reserve represents consideration paid over and above the net assess taken over pursuant to the business combinations accounted as per IND AS 103 in

C Securities premium represents premium received on equity shares issued, which can be utilised only in accordance with the provisions of the Companies Act,

D Foreign currency translation reserve represents exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. Indian Rupees) which are recognised directly in other comprehensive income and

E Retained earnings reserve represents the accumulated profit and losses of the group, inclusive of the profit or loss for the year ended Mar 25. See Statement of Changes in Equity for split of brought forward, profit and loss in year, and amounts attributable to minority interest and parent.

F The Company has issued 8.5% 301,00,000 Non-Convertible Redeemable preference shares to M/s.Ashok Leyland Limited (ultimate Holding Company) redeemable on or before 20 years. These preference shares are fair valued as per Accounting Standard 109 Financial Instruments at a discount rate of 10.5% and the equity component amounting to Rs.260.12 crores was recognised in Other Equity and the liability component of Rs.55.38 crores is disclosed under financial liability and measured at amortised cost, until it is redeemed. The carrying amount of equity is not measured in subsequent years.

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1.16 NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
a) Secured borrowings		
i. Term loan from banks	1,224.88	1,079.17
b) Unsecured borrowings		
i. Debt Component of Non-Convertible Redeemable Preference shares	55.38	50.12
	1,280.26	**1,129.29**

Notes:

1 These are carried at amortised cost.

2 Refer Note 1.19 for Current maturities of long-term borrowings.

3 Refer Note 3.13 for security and terms of the borrowings.

4 The Group has utilised the borrowings for the purpose for which it is obtained as mentioned in the agreements.

5 The Group has obtained ₹ 99.91 crores from Axis bank & ₹ 425.59 lakhs from Canara bank during the year.

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1.22 NON-CURRENT CONTRACT LIABILITIES	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
Income received in advance (Refer Note 3.7)	0.32	-
	0.32	**-**

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1.18 OTHER NON-CURRENT LIABILITIES

	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
Others (refer note 1.24(ii))	26.33	6.67
	26.33	**6.67**

Others represents non-current portion of subsidy received in advance

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1.17 NON-CURRENT PROVISIONS	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
a) Provision for product warranties	97.54	65.69
b) Provisions for Gratuity	9.90	2.02
	107.44	**67.71**

Notes:

1. Movement in Provision for product warranties is as follows :

Particulars	**March 2026**	**March 2025**
Opening (Current (Refer Note 1.23) and Non-current)	163.88	126.51
Add: unwinding of discount	1.49	1.39
Add: Addition (net)	81.28	60.30
Less: Utilisations	(27.30)	(24.32)
Exchange difference	19.69	-
Closing balance (Current (Refer Note 1.23) and Non-current)	**239.04**	**163.88**

This provision is recognised once the products are sold. The estimated provision takes into account historical information, frequency and average cost of warranty claims and the estimate regarding possible future incidence of claims. The provision for warranty claims represents the present value of management's best estimate of the future economic benefits. The outstanding provision for product warranties as at the reporting date is for the balance unexpired period of the respective warranties on the various products which ranges from 1 to 6 years.

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		As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
1.19	**CURRENT FINANCIAL LIABILITIES - BORROWINGS**		
a)	**Secured borrowings**		
	Loans from banks (Includes cash credit, packing credit, etc)	410.00	374.19
b)	**Unsecured borrowings**		
	Loan from Others	-	1.55
	Reverse factoring	87.25	-
c)	**Current maturities of long-term debts**	40.37	8.39
		537.62	**384.13**

Notes:

1. These are carried at amortised cost.

2. Current maturities of long term debts:

	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
Secured	40.37	8.39
Unsecured	-	-

3. The Compay has utilised the borrowings for the purpose for which it is obtained as mentioned in the agreements.

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	As at March 31, 2026	As at March 31, 2025
1.2 CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES		
Trade payables - including acceptances	**Rs.Crores**	**Rs.Crores**
a) Total outstanding dues of micro enterprises and small enterprises (Refer Note 3.18)	37.36	9.55
b) Total outstanding dues of creditors other than micro enterprises and small enterprises	439.41	292.57
	476.77	302.12

Trade Payables ageing schedule

Rs.Crores

Particulars	As at March 31, 2026						
	Outstanding for following periods from due date of payment						
	Un-billed (includes accrued expenses / liabilities)	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed dues - Micro and Small Enterprises	-	37.23	0.13	-	-	-	37.36
(ii) Undisputed dues - Others	85.29	263.68	81.08	5.26	3.59	0.51	439.41
(iii) Disputed dues – Micro and Small Enterprises	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
Total	**85.29**	**300.91**	**81.21**	**5.26**	**3.59**	**0.51**	**476.77**

Particulars	As at March 31, 2025						
	Outstanding for following periods from due date of payment						
	Un-billed (includes accrued expenses / liabilities)	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed dues - Micro and Small Enterprises	-	9.39	0.17	-	-	-	9.55
(ii) Undisputed dues - Others	-	83.15	202.04	3.63	2.26	1.49	292.57
(iii) Disputed dues – Micro and Small Enterprises	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
Total	-	**92.54**	**202.21**	**3.63**	**2.26**	**1.49**	**302.12**

Note:

1. These are carried at amortised cost.

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	As at March 31, 2026	As at March 31, 2025
1.21 CURRENT - OTHER FINANCIAL LIABILITIES	**Rs.Crores**	**Rs.Crores**
a) Interest accrued but not due on borrowings	7.68	8.46
b) Employee benefits	20.97	24.56
c) Capital creditors		
i) Total outstanding dues of micro enterprises and small enterprises [Refer Note 3.17]	-	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	9.19	3.55
d) Interest - MSME	0.25	-
e) Others	-	0.03
	38.09	**36.60**

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1.22 CURRENT CONTRACT LIABILITIES

	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
a) Income received in advance	-	1.00
b) Advance from customers		
Others	2.55	9.59
Related Parties	-	1.67
	2.55	**12.26**

Note:

Refer Note 3.7 for disclosures relating to revenue from contracts with customers

1.23 CURRENT PROVISIONS

	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
a) Provision for employee benefits		
i. Compensated absences	8.10	3.16
b) Others		
i. Product warranties	141.50	98.19
ii. Others	45.19	108.96
	194.79	**210.31**

Notes:

1. Movement in Provision for product warranties Refer Note 1.17.

2. Movement in Provision for restructuring provision is as follows :

Particulars	**March 2026**	**March 2025**
Opening	108.96	-
Add: Additions / Transfer	-	108.96
Less: Utilisations / Reversal	(119.06)	-
Exchange difference	10.18	-
Closing	**0.08**	**108.96**

Movement in Provision for others is as follows :

Particulars	**March 2026**	**March 2025**
Opening	-	-
Add: Additions / Transfer	45.11	-
Less: Utilisations / Reversal	-	-
Exchange difference	-	-
Closing	**45.11**	-

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1.24 OTHER CURRENT LIABILITIES	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
a) Statutory liabilities	9.38	16.98
b) Accrued gratuity (refer note 3.3)	-	0.14
c) Others (refer note (i) below)	59.01	54.29
d) Subsidy Received in Advance (refer note (ii) below)	30.40	43.32
	98.79	**114.73**

Notes :

(i) Others include provision made towards maintanence of buses in respect of eMaas (Electric Mobility as a Service) business. The estimate is based on historical trends of maintenance costs, contractual commitments towards overall maintenance, parts consumptions, expected usage levels, and technical evaluation of the fleet condition.

(ii) Subsidy received in advance represents government grants received against buses taken on lease by the Group and deployed under eMaaS (Electric Mobility as a Service) contracts. The subsidy is amortised in the Statement of Profit and Loss over the tenure of the respective eMaaS contracts, in line with the underlying period in which the related costs are incurred and the economic benefits are derived.

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2.1 REVENUE FROM OPERATIONS

		Year ended March 31, 2026 Rs.Crores	Year ended March 31, 2025 Rs.Crores
a) Sale of products			
- Commercial vehicles Manufactured		1,612.10	977.54
- Spare parts and others		89.07	65.37
	(A)	**1,701.17**	**1,042.91**
b) Sale of services	(B)	192.59	183.76
c) Other operating revenues			
- Grant income		3.21	-
- Export incentives		1.21	2.55
- Scrap sales		2.78	0.42
- Others		21.34	2.24
	(D)	**28.54**	**5.21**
	(A+B+C+D)	**1,922.30**	**1,231.88**
Less : Rebates and discounts		(43.19)	(18.47)
		1,879.11	**1,213.41**

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2.2 OTHER INCOME	**Year ended March 31, 2026** **Rs.Crores**	**Year ended March 31, 2025** **Rs.Crores**
a) Interest income from financial assets measured at amortised cost		
i. Loans to related parties	-	-
ii. Others	11.70	4.60
	11.70	**4.60**
b) Other non-operating income		
i. Profit on sale of Property, Plant and Equipment (net)	2.34	9.22
ii. Gain or (loss) on termination of lease contract	-	5.31
iii. Others	38.03	0.05
	40.37	**14.58**
	52.07	**19.18**

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2.2a CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS	Year ended March 31, 2026 Rs.Crores	Year ended March 31, 2025 Rs.Crores
Changes in inventories		
- Finished goods and stock-in-trade	(26.14)	(148.65)
- Work-in-progress	60.10	62.6
Net change	**33.96**	**(86.05)**

	2.3 EMPLOYEE BENEFITS EXPENSE	Year ended March 31, 2026 Rs.Crores	Year ended March 31, 2025 Rs.Crores
a)	Salaries and wages	176.05	231.68
b)	Contribution to provident and other funds	6.06	5.88
c)	Staff welfare expenses	5.71	9.03
		187.82	**246.59**
	Less: Expenses capitalised	(17.85)	(29.92)
		169.97	**216.67**

At year ended Mar26, included within employment benefit expenses are Gratuity of R.s 1.16 Crores. (2025: R.s 0.43 Crores)

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2.4 FINANCE COSTS	Year ended March 31, 2026 Rs.Crores	Year ended March 31, 2025 Rs.Crores
a) Interest expense	124.72	97.35
Less: Expenses capitalised	1.05	-
	123.67	97.35
b) Unwinding of discount on liabilities	6.75	5.18
c) Interest on lease liability	9.42	10.17
	139.84	**112.70**

The borrowing cost capitalisation rate for the financial year 25-26 was 7.3%

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2.5 DEPRECIATION AND AMORTISATION EXPENSE

	Year ended March 31, 2026	Year ended March 31, 2025
	Rs.Crores	Rs.Crores
A) Property, plant and equipment		
i) Buildings	0.72	0.97
ii) Leasehold property improvements	0.15	3.65
ii) Plant and equipment	18.93	14.53
iii) Furniture and fittings	0.97	3.67
iv) Vehicles including electric vehicles	43.84	62.22
v) Office equipment	3.35	5.88
	67.96	**90.92**
B) Other intangible assets		
i) Computer software		
- Developed	0.32	1.44
- Acquired	1.95	5.49
ii) Technical knowhow (Includes Product Development)		
- Developed	38.15	58.60
- Acquired	7.15	4.01
	47.57	**69.53**
C) Depreciation of Right-of-use asset	28.59	34.07
	144.17	**194.52**

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2.6 OTHER EXPENSES	**Year ended March 31, 2026**	**Year ended March 31, 2025**
	Rs.Crores	**Rs.Crores**
(a) Consumption of stores and tools	2.74	2.13
(b) Power and fuel	31.11	35.70
(c) Rent	2.19	3.25
(d) Repairs and maintenance		
- Buildings	2.78	(0.59)
- Plant and machinery	5.12	12.53
- Others	0.13	-
(e) Insurance	13.46	12.44
(f) Rates and taxes, excluding taxes on income	7.51	12.18
(g) Research and development (includes materials consumed and testing charges)	37.85	21.46
(h) Service and product warranties	81.28	60.30
(i) Packing and forwarding charges	23.62	14.56
(j) Selling and administration expenses - net	78.53	50.66
(Includes advertisement expenditure, consultancy charges, etc		
(k) Annual maintenance contracts	5.71	0.34
(l) Legal & professional business	49.52	1.90
(m) Impairment loss allowance / write off on trade receivables	15.68	(2.41)
(n) Impairment loss allowance on PPE/Intangibles	4.79	-
(n) Outsourced manpower	59.92	41.67
(o) Travelling & conveyance	11.49	0.03
	433.43	**266.15**
Less: Expenses capitalised	(35.24)	(32.18)
	398.19	**233.97**

Note:

Selling and administration expenses include:		
- Directors' sitting fees	0.08	0.07

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2.7 EXCEPTIONAL ITEMS

	Year ended March 31, 2026 Rs.Crores	Year ended March 31, 2025 Rs.Crores
a) Restructuring provisions	-	(108.96)
b) Statutory impact of new labour codes*	(13.00)	-
c) Reversal of restructuring provisions	6.07	-
	(6.93)	**(108.96)**

* Includes gratuity provision for contract employees of ₹ 0.66 crores

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3.1 Basis of consolidation

3.1.1 The Consolidated Financial Statements relate to Optare PLC (the "Parent Company") and its subsidiaries (the Parent Company and its subsidiaries together constitute "the Group"),

3.1.2 Principles of consolidation

a The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standard 110 (Ind AS 110) "Consolidated Financial Statements", prescribed under Section 133 of the Companies Act, 2013 (the "Act").

b The Consolidated Financial Statements of the Group have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses. The intra-group balances and intra-group transactions and unrealised profits have been fully eliminated.

c The difference between the proceeds from the disposal of investments in the subsidiary and the carrying amount of its assets and liabilities as on the date of disposal is recognised as profit or loss on disposal of investments in the subsidiary in the Consolidated Statement of Profit and Loss.

d Non-controlling interests in the net assets of consolidated subsidiaries consists of the amount of equity attributable to the non-controlling shareholders at the dates on which investments are made by the Parent Company in the subsidiary companies and further movements in their share in the equity, subsequent to the dates of investments as stated above.

e The following subsidiaries are considered in the Consolidated Financial Statements:

Sl.No.	Name of the Subsidiary	Country of Incorporation	% of ownership interest	
			March 31, 2026	March 31, 2025
1	Optare UK Limited	United Kingdom	100.00%	100.00%
2	Switch Mobility Limited	United Kingdom	99.60%	98.56%
3	Switch Mobility Automotive Limited	India	99.60%	98.56%
4	Switch Mobility Europe S.L	Spain	99.60%	98.56%

Ownership interest includes joint holding and beneficial interest.
* The financial statements of the subsidiary companies used in the consolidation are drawn upto the same reporting date as of the Parent Company i.e. year ended March 31, 2026.

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3.2 Income taxes relating to continuing operations

3.2.1 Income tax recognised in profit or loss

	Year ended March 31, 2026 Rs.Crores	Year ended March 31, 2025 Rs.Crores
Deferred tax		
In respect of the current year	(15.04)	(19.40)
In respect of OCI component	(0.02)	(0.46)
Total income tax expense recognised in the Consolidated profit or loss	**(15.06)**	**(19.86)**

3.2.2 Income tax expense for the year reconciled to the accounting profit:

	Year ended March 31, 2026 Rs.Crores	Year ended March 31, 2025 Rs.Crores
Profit before tax	(163.23)	(526.25)
Income tax rate	25.17%	25.17%
Income tax expense at tax rates applicable to individual entities	(41.08)	(132.46)
Effect of previously unrecognised and unused tax losses and deductible temporary differences	(1.94)	-
Effect of different tax rates of subsidiaries / branches operating in overseas jurisdictions	0.82	0.75
Effects of expenses that are not deductible in determining taxable profit	0.65	10.17
Effect of other adjustments (incl . DTA not recognised on current year losses)	64.00	100.89
Reversal of previosuly recognised DTA on tax losses	9.34	-
Effects of unused tax losses and unabsorbed depreciation	(46.83)	0.44
Effect of tax in respect of prior years	-	0.81
Income tax expense recognised in Consolidated profit or loss	**(15.04)**	**(19.40)**
	-	-

3.2.3 Income tax recognised in other comprehensive income

	Year ended March 31, 2026 Rs.Crores	Year ended March 31, 2025 Rs.Crores
Deferred tax		
Remeasurement of defined benefit obligation	0.02	0.46
Total income tax recognised in other comprehensive income (A+B)	**0.02**	**0.46**
Bifurcation of the income tax recognised in other comprehensive income into:		
Items that will not be reclassified to profit or loss	0.02	0.46
Items that will be reclassified to profit or loss	-	-
	0.02	**0.46**
	-	-

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3.2 **Income taxes relating to continuing operations (continued)**

3.2.4 **Analysis of deferred tax assets / liabilities:**

Rs.Crores

March 31, 2026	Opening balance	Recognised in profit or loss	Recognised in other comprehensive income	Other adjustments	Closing balance
Deferred tax assets / (liabilities) (net)					
Property, Plant & Equipment and intangible assets	(45.79)	(26.48)	-	-	(72.27)
Right-of-use asset	(25.18)	4.97	-	-	(20.21)
Lease Liability	24.37	(4.00)	-	-	20.37
Provision for employee benefits	1.21	3.24	0.02	-	4.47
Other temporary differences	-	0.38	-	-	0.38
Unused tax losses / unabsorbed depreciation	118.08	36.93	-	0.95	155.96
	72.69	**15.04**	**0.02**	**0.95**	**88.70**

March 31, 2025	Opening balance	Recognised in profit or loss	Recognised in other comprehensive income	Other adjustments	Closing balance
Deferred tax assets / (liabilities) (net)					
Property, Plant & Equipment and intangible assets	(38.95)	(6.84)	-	-	(45.79)
Right-of-use asset	-	(25.18)	-	-	(25.18)
Lease Liability	-	24.37	-	-	24.37
Provision for employee benefits	0.49	0.26	0.46	-	1.21
Unused tax losses / unabsorbed depreciation	91.29	26.79	-	-	118.08
	52.83	**19.40**	**0.46**	**-**	**72.70**

Notes :

1 Deferred tax assets and liabilities are recognised for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases and unused tax losses . Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses could be utilised.

2 The Company recognizes deferred tax assets on carry-forward losses and unabsorbed depreciation to the extent that it is probable that future taxable profits will be available. This assessment requires significant management judgement and is based on approved business plans, which include assumptions on revenue growth, operating margins and market conditions. The actual results may vary from these estimates, and changes in assumptions may impact the carrying value of deferred tax assets in future periods.

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3.2 Income taxes relating to continuing operations (continued)

3.2.5 Unrecognised deductible temporary differences, unused tax losses and unused tax credits

	As at March 31, 2026	As at March 31, 2025
	Rs.Crores	Rs.Crores
- Unused tax losses	2,671.15	2,707.43
	2,671.15	**2,707.43**

Notes:

1 The unused tax losses disclosed are in respect of jurisdictions where there is no time limit for expiry.

2 The above are gross amounts on which appropriate tax rates would apply.

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3.3 Employee benefit plans (Including Retirement benefit plans)

3.3.1 Defined contribution plans

Payments to defined contribution plans i.e., Group's contribution to provident fund, superannuation fund, employee state insurance and other funds are determined under the relevant schemes and / or statute and charged to the Statement of Profit and Loss in the period of incurrence when the services are rendered by the employees.

The total expense recognised in Consolidated profit or loss of Rs. 3.87 crores (2024-25: Rs. 2.85 crores) represents contribution paid/ payable to these schemes by the Group at rates specified in the schemes.

3.3.2 Compensated absence and Defined benefit plans

The Group has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump-sum payment to vested employees at the time of retirement, separation, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Group accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation. The Group makes annual contributions to a funded gratuity scheme administered by the Life Insurance Corporation of India.

Group's liability towards gratuity (funded), provident fund, other retirement benefits and compensated absences are actuarially determined at the end of each reporting period using the projected unit credit method as applicable.

These plans typically expose the Group to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to the market yields on government bonds denominated in Indian Rupees. If the actual return on plan asset is below this rate, it will create a plan deficit.
Interest rate risk	A decrease in the bond interest rate will increase the plan liability. However, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

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3.3 **Employee benefit plans (including Retirement benefit plans) (continued)**

The principal assumptions used for the purposes of the actuarial valuations were as follows:

	As at March 31, 2026	As at March 31, 2025
Gratuity		
Discount rate	6.73%	6.40%
Expected rate of salary increase	10.00%	10.70%
Average Longevity at retirement age - past service	2.70	2.60
Average Longevity at retirement age - future service	6.00	6.00
Attrition rate	15.50%	15.50%
Compensated absences		
Discount rate	6.73%	6.40%
Expected rate of salary increase	10.00%	10.70%
Attrition rate	15.50%	15.50%

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

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3.3 Employee benefit plans (Including Retirement benefit plans) (continued)

Optare PLC

Notes annexed to and forming part of the Consolidated Financial Statements

Amounts recognised in total comprehensive income in respect of these defined benefit plans and compensated absence are as follows:

	Year ended March 31, 2026	Year ended March 31, 2025
	Rs.Crores	Rs.Crores
Gratuity		
Current service cost	1.09	0.43
Past service cost	8.00	-
Net interest expense	0.06	-
Components of defined benefit costs recognised in profit or loss (A)	**9.15**	**0.43**
Remeasurement on the net defined benefit liability comprising:		
Actuarial loss / (gain) arising from changes in financial assumptions	(0.83)	1.83
Actuarial (gain) / loss arising from experience adjustments	0.84	-
Actuarial (gain) on plan assets	0.08	0.01
Components of defined benefit costs recognised in other comprehensive income (B)	**0.09**	**1.84**
Total (A+B)	**9.24**	**2.27**
Compensated absences and other defined benefit plans		
Current service cost	0.81	0.84
Past service cost	4.34	-
Net interest expense	0.15	-
Actuarial loss / (gain) arising from changes in financial assumptions	(0.40)	-
Actuarial (gain) arising from experience adjustments	1.08	-
Components of Compensated absences and defined benefit costs recognised in profit or los	**5.98**	**0.84**

The current service cost and the net interest expense for the year are included in "Contribution to provident and other funds" and "Salaries and wages" under employee benefits expense in Consolidated profit or loss [Refer Note 2.3].

The amount included in the Consolidated balance sheet arising from the Group's obligation in respect of its defined benefit plans and compensated absence is as follows:

Gratuity	As at March 31, 2026	As at March 31, 2025
	Rs.Crores	Rs.Crores
Present value of defined benefit obligation	14.21	4.48
Fair value of plan assets	4.31	2.32
Net liability / (asset) arising from defined benefit obligation	**9.90**	**2.16**
Funded	-	-
Unfunded	9.90	2.16
Net (liability) / asset arising from defined benefit obligation	9.90	2.16
Compensated absences and other defined benefit plans		
Present value of compensated absences and other defined benefit obligation	7.95	2.81
Fair value of plan assets	-	-
Net liability arising from Compensated absences and other defined benefit obligation (unfun	**7.95**	**2.81**

Gratuity is reflected in "Provision for employee benefits" and Compensated absences is reflected in "Provision for employee benefits". [Refer Notes 1.17 and 1.23]

Movements in the present value of the defined benefit obligation in the current year were as follows:

Gratuity	Year ended March 31, 2026	Year ended March 31, 2025
	Rs.Crores	Rs.Crores
Opening defined benefit obligation	4.48	2.26
Current service cost	1.09	0.43
Past service cost	8.00	-
Transfer In/ Transfer out	0.73	-
Interest cost	0.27	0.15
Actuarial (gain)/loss arising from changes in demographic assumptions		
Actuarial loss / (gain) arising from changes in financial assumptions	(0.83)	1.83
Actuarial (gain) / loss arising from experience adjustments	0.84	-
Benefits paid	(0.37)	(0.19)
Closing defined benefit obligation	**14.21**	**4.48**
Compensated absences		
Opening defined benefit obligation	2.81	1.97
Current service cost	0.81	0.84
Past service cost	4.34	
Interest cost	0.15	-

3.3 **Employee benefit plans (Including Retirement benefit plans) (continued)**

Actuarial loss / (gain) arising from changes in financial assumptions	(0.40)	-
Actuarial (gain) arising from experience adjustments	1.08	-
Benefits paid	(0.84)	-
Closing Compensated Absences and other defined benefit obligation	**7.95**	**2.81**

During the year, the Company recognized a past service cost of ₹ 8 crores on gratuity & ₹ 4.34 crores on leave encashment arising from a change in the definition of "wages" under the Code on Social Security, 2020, which impacts the computation of obligations. The impact has been accounted for as a plan amendment under Ind AS 19 and has been recognized immediately in the Statement of Profit and Loss. The determination of the impact involves significant management judgement in interpreting the regulatory provisions and estimating the revised benefit obligations. The ultimate impact may vary based on further clarifications from regulatory authorities.

Movements in the fair value of plan assets were as follows:

	Year ended March 31, 2026	Year ended March 31, 2025
	Rs.Crores	Rs.Crores
Gratuity		
Opening fair value of plan assets	2.32	2.24
Interest on plan assets	0.21	0.15
Remeasurements due to actual return on plan assets less interest on plan assets	(0.08)	(0.01)
Contributions	1.50	0.13
Transfer In/ Transfer out	0.73	-
Benefits paid	(0.37)	(0.19)
Closing fair value of plan assets	**4.31**	**2.32**

The actual return on plan assets was Rs. 0.13 crores (2024-2025: Rs0.14 crores).

3.3.8 Significant actuarial assumptions for the determination of the defined obligation are discount rate and expected salary increase. The sensitivity analysis below has been determined based on reasonably possible changes of the respective assumption occurring at the end of the reporting period, while holding all other assumptions constant.

	As at March 31, 2026	As at March 31, 2025
	Rs.Crores	Rs.Crores
Gratuity		
If the discount rate is 50 basis points higher / lower, the defined benefit obligation would:		
decrease by	0.37	0.12
increase by	0.39	0.13
If the expected salary increases/decreases by 50 basis points, the defined benefit obligation would:		
increase by	0.40	0.13
decrease by	0.38	0.12
Compensated absences		
If the discount rate is 50 basis points higher/lower, the defined benefit obligation would:		
decrease by	0.18	0.07
increase by	0.19	0.07
If the expected salary increases/decreases by 50 basis points, the defined benefit obligation would:		
increase by	0.19	0.07
decrease by	0.18	0.07

The sensitivity analysis presented above may not be representative of the actual change in the obligation, since the above analysis are based on change in an assumption while holding other assumptions constant. In practice, it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the obligation has been calculated using the projected unit credit method at the end of each reporting period, which is the same as that applied in calculating the liability recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from previous year.

The Group expects not to make any contribution (March 2025: Rs.0.14 crores) to the defined benefit plans (gratuity - funded) during the next financial year.

The average duration of the benefit obligation (gratuity) is 6.1 years (March 2025: 4.4 years).

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3.4 Earnings per share

	Year ended March 31, 2026	Year ended March 31, 2025
	Rs.	Rs.
Basic earnings per share	(0.01)	(0.05)
Diluted earnings per share	(0.01)	(0.05)
Face value per share	0.001	0.001

	Year ended March 31, 2026	Year ended March 31, 2025
	Nos.	Nos.
Weighted average number of equity shares used in the calculation of basic earnings per share	1,15,25,76,00,603	###############

3.5 Basic and diluted earnings per share

	Year ended March 31, 2026	Year ended March 31, 2025
	Rs.Crores	Rs.Crores
Profit for the year attributable to owners of the Parent Company	(148.26)	(506.85)

	Year ended March 31, 2026	Year ended March 31, 2025
	Nos.	Nos.
Weighted average number of equity shares used in the calculation of basic earnings per share	1,15,25,76,00,603	###############
Adjustments :		
Dilutive effect - Number of shares relating to share application money pending allotment	-	-
Weighted average number of equity shares used in the calculation of diluted earnings per share	**1,15,25,76,00,603**	**###############**

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3.6 Financial Instruments

3.6.1 Capital management

The Group manages its capital to ensure that entities in the Group will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

For the purpose of capital management, the Group considers total equity and total borrowings (including lease liabilities) as capital.

The Group determines the amount of capital required on the basis of annual master planning and budgeting and corporate plan for working capital, capital outlay and long-term product and strategic involvements. The funding requirements are met through equity, internal accruals and a combination of both long-term and short-term borrowings.

The Group monitors the capital structure on the basis of total debt to equity and maturity profile of the overall debt portfolio of the Group.

There have been no changes in the Group's capital management objectives, policies or processes during the year.

Rs.Crores

	March 31, 2026	March 31, 2025
Debt (long-term and short-term borrowings and lease liabilities net off effective interest rate adjustment)*	1,914.00	1,625.90
Total Equity	123.82	45.10
Debt equity ratio	15.46	36.05

The quarterly returns or statements of current assets filed by the Group with Banks and Financial Institutions are in agreement with the books of account.
The Company has complied with covenants under the facility agreements executed for its borrowings.

3.6.2 Financial risk management

In course of its business, the Group is exposed to certain financial risks that could have significant influence on the Group's business and operational / financial performance. These include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The respective company's Board reviews and approves risk management framework and policies for managing these risks and monitor suitable mitigating actions taken by the management to minimise potential adverse effects and achieve greater predictability to earnings.

In line with the overall risk management framework and policies, the treasury function provides services to the business, monitors and manages through an analysis of the exposures by degree and magnitude of risks.

(A) Market risk

Market risk represent changes in market prices, liquidity and other factors that could have an adverse effect on realisable fair values or future cash flows to the Group. The Group's activities exposes it primarily to the financial risks of changes in foreign currency exchange rates and interest rates as future specific market changes cannot be normally predicted with reasonable accuracy.

The treasury function provides services to the business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

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3.6 Financial Instruments (continued)...

(1) Foreign currency risk management:

The Group undertakes transactions denominated in foreign currencies and thus it is exposed to exchange rate fluctuations. The Group actively manages its currency rate exposures, arising from transactions entered and denominated in foreign currencies, through a centralised treasury division and uses derivative instruments such as foreign currency forward contracts and currency swaps to mitigate the risks from such exposures. The use of derivative instruments is subject to limits and regular monitoring by Management.

The carrying amounts of Group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

As on March 31, 2026 (all amounts are in equivalent Rs. in Crores):

Currency	Liabilities			Assets			Net overall exposure on the currency - net assets / (net liabilities)
	Gross exposure	Exposure hedged using derivatives	Net liability exposure on the currency	Gross exposure	Exposure hedged using derivatives	Net asset exposure on the currency	
USD	0.58	-	0.58	1.98	-	1.98	1.40
EUR	0.63	-	0.63	0.02	-	0.02	(0.61)
GBP	-	-	-	0.24	-	0.24	0.24
Others	0.03	-	0.03	-	-	-	(0.03)

As on March 31, 2025 (all amounts are in equivalent Rs. in Crores):

Currency	Liabilities			Assets			Net overall exposure on the currency - net assets / (net liabilities)
	Gross exposure	Exposure hedged using derivatives	Net liability exposure on the currency	Gross exposure	Exposure hedged using derivatives	Net asset exposure on the currency	
USD	2.10	-	2.10	-	-	-	(2.10)
EUR	1.18	-	1.18	-	-	-	(1.18)
GBP	2.16	-	2.16	-	-	-	(2.16)
Others	-	-	-	-	-	-	-

3.6 Financial Instruments (continued)...

Foreign currency sensitivity analysis:

Movement in the functional currencies of the various operations of the Group against major foreign currencies may impact the Group's revenues from its operations. Any weakening of the functional currency may impact the Group's export proceeds, import payments and cost of borrowings.

The foreign exchange rate sensitivity is calculated for each currency by aggregation of the net foreign exchange rate exposure of a currency and a parallel foreign exchange rates shift in the foreign exchange rates of each currency by 2%, which represents Management's assessment of the reasonably possible change in foreign exchange rates.

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments and the impact on the other components of equity arises from foreign currency forward contracts designated as cash flow hedges. The following table details the Group's sensitivity movement in increase/decrease in foreign currency exposures (net):

Rs.Crores

	USD Impact	
	March 31, 2026	March 31, 2025
Profit or loss	0.03	0.04
Equity	0.03	0.04

	GBP Impact	
	March 31, 2026	March 31, 2025
Profit or loss	0.00	0.04
Equity	0.00	0.04

	EUR Impact	
	March 31, 2026	March 31, 2025
Profit or loss	0.01	0.02
Equity	0.01	0.02

	Others Impact	
	March 31, 2026	March 31, 2025
Profit or loss	0.00	-
Equity	0.00	-

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3.6 Financial Instruments (continued)...

(2) Interest rate risk management:

The Group is exposed to interest rate risk pertaining to funds borrowed at both fixed and floating interest rates. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings. Hedging activities are evaluated regularly to align with interest rate views and defined risk appetite, ensuring the most cost-effective hedging strategies. Further, in appropriate cases, the Group also effects changes in the borrowing arrangements to convert floating interest rates to fixed interest rates vice versa using interest rate swap contracts.

The exposure of the group's borrowings to interest rate changes at the end of the reporting period are as follows:

	March 31, 2026	March 31, 2025
	Rs.Crores	Rs.Crores
Variable rate Borrowings	1,675.25	1,463.30
Fixed rate Borrowings	87.25	-
	1,762.50	**1,463.30**

Interest rate sensitivity analysis

(a) For businesses other than financing activities:

The sensitivity analysis below has been determined based on the exposure to interest rates at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming that the amount of the liability as at the end of the reporting period was outstanding for the whole year. Interest rate sensitivity is performed at 25 basis points, as these rates are used by the Management regularly in assessing the reasonable possible changes in the interest rates.

If interest rates had been 25 basis points higher/ lower, the Group's profit / loss for the Year ended March 31, 2026 would decrease / increase by Rs.4.1 crores crores (March 31, 2025 decrease / increase by Rs.3.48 crores). This is mainly attributable to the Group's exposure to interest rates on its variable rate borrowings.

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3.6 Financial Instruments (continued)...

(3) Equity price risk:

Equity price risk is related to the change in market reference price of the investments in quoted equity securities. The fair value of some of the Group's investments exposes the Group to equity price risks. In general, these securities are not held for trading purposes.

(B) Credit risk

(a) For businesses other than financing activities:

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group's exposure and the credit ratings of its counterparties are continuously monitored, and the aggregate value of transactions concluded is spread amongst approved counterparties.

The Group is exposed to credit risk from trade receivables, bank balances, financial guarantees and other financial assets.

Credit risk on Trade receivables:

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. The Company's trade and other receivables consists of multiple customers, across the country, hence the Company is not exposed to concentration risk except in case of a State transport Undertakings (STU). The average credit period is in the range of 7 days to 90 days.

The Group makes a loss allowance using simplified approach for expected credit loss and on a case to case basis. ECL are the weighted average of credit losses with the expected risk of default occurring as the weights (historically not significant). ECL is difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive.The ageing on trade receivable is given in note 1.12.

Expected credit loss for other than trade receivables has been assessed and based on life-time expected credit loss, loss allowance provision has been made. The ageing on trade receivable is given in note 1.9.

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3.6 Financial Instruments (continued)...

(C) Liquidity risk

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group has obtained fund and non-fund based working capital limits from various banks. Furthermore, the Group has access to funds from debt markets through commercial paper programs, non-convertible debentures, and other debt instruments. The Group invests its surplus funds in bank fixed deposit and mutual funds, which carry minimal mark to market risks.

The Group had access to the following undrawn borrowing facilities at the end of the reporting period:

	March 31, 2026 Rs.Crores	March 31, 2025 Rs.Crores
From Banks		
- Secured	1,443.73	65.35
- Unsecured	-	-
Total	**1,443.73**	**65.35**

The table below summarises the maturity profile remaining contractual maturity period at the balance sheet date for its non-derivative financial liabilities based on the undiscounted cash flows.

	Rs.Crores			
March 31, 2026	**Due in 1st year**	**Due in 2nd to 5th year**	**Due after 5th year**	**Total**
Trade payables	476.77	-	-	476.77
Other financial liabilities	38.09	-	-	38.09
Borrowings	631.34	1,834.42	396.54	2,862.30
Lease liabilities	26.98	68.79	13.53	109.30
Preference Share	-	-	301.00	301.00
	1,173.18	**1,903.21**	**711.07**	**3,787.46**
March 31, 2025				
Trade payables	302.12	-	-	302.12
Other financial liabilities	36.60	-	-	36.60
Borrowings	418.59	1,371.97	9.55	1,800.11
Lease liabilities	31.01	97.86	14.79	143.67
Preference Share	-	-	310.25	310.25
	788.32	**1,469.83**	**334.59**	**2,592.75**

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Notes annexed to and forming part of the Consolidated Financial Statements

3.6 Financial Instruments (continued)...

3.6.4 Categories of Financial assets and liabilites:

Rs.Crores

	As at March 31, 2026	As at March 31, 2025
Financial assets		
a. Measured at amortised cost:		
Cash and cash equivalents	242.96	544.06
Other bank balances	34.62	27.93
Trade Receivables (net of allowance)	656.13	266.28
Others (net of allowance)	50.73	56.67
Financial liabilities		
a. Measured at amortised cost:		
Borrowings	1,817.88	1,513.42
Lease liability	96.12	143.67
Trade Payables	476.77	302.12
Other financial liabilities	38.09	36.60

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3.6 Financial Instruments (continued)...

3.6.5 Fair value measurements:

(A) Financial assets and liabilities that are not measured at fair values but in respect of which fair values are as follows:

The carrying amounts of current financials assets and liabilites are considered to be the same as their fair values, due to their short-term nature. Difference between fair value of non-current financial instruments carried at amortised cost and their carrying value is not considered to be material to the financials statements. The fair values for security deposits are calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk. The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk. For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values :

Rs. Crores

	March 31, 2026		March 31, 2025	
	Carrying amount	**Fair value**	**Carrying amount**	**Fair value**
Financial liabilities measured at amortised cost				
- Borrowings	1,675.25	1,675.25	1,461.75	1,461.75
- Preference share - liabilty portion	55.38	55.38	50.12	50.12
- Lease Liabilities	96.12	96.12	112.48	112.48
- Trade Payables	476.77	476.77	302.12	302.12
- Other financial liabilities	38.09	38.09	36.60	36.60
Financial assets measured at amortised cost				
- Cash & Cash Equivalents	242.96	242.96	544.06	544.06
- Other bank balances	34.62	34.62	27.93	27.93
- Trade receivables	656.13	656.13	266.28	266.28
- Other financial assets	50.73	50.73	56.67	56.67

Fair value hierarchy :

The Company classifies fair value measurements into:

Level 1: Quoted prices in active markets
Level 2: Observable inputs
Level 3: Unobservable inputs

Financial liabilities measured at amortised cost for which fair values are disclosed :

	Fair value hierarchy as at March 31, 2026		
Particulars	**Level 1**	**Level 2**	**Level 3**
Preference shares - liability portion	-	-	55.38

	Fair value hierarchy as at March 31, 2025		
Particulars	**Level 1**	**Level 2**	**Level 3**
Preference shares - liability portion	-	-	50.12

The fair value of the preference share liability is classified under Level 3 of the fair value hierarchy as it is determined using a discounted cash flow model with significant unobservable inputs, including discount rates and contractual cash flow assumptions.
The Group has disclosed the fair value hierarchy for this instrument separately due to its materiality and the use of unobservable inputs.

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3.7 Revenue from contracts with customers:

3.7.1 Disaggregated revenue information

Particulars	March 31, 2026 Rs.Crores	March 31, 2025 Rs.Crores
Type of goods and service		
a) Sale of products		
- Commercial vehicles	1,612.10	977.54
- Spare parts and others	89.07	65.37
	1,701.17	**1,042.91**
b) Sale of services		
- Others	192.59	183.76
	192.59	**183.76**
c) Other operating revenues		
- Scrap sales	2.78	0.42
- Export Incentives	1.21	2.55
- Others	24.55	2.24
	28.54	**5.21**
Less: Rebates and discounts	(43.19)	(18.47)
Total revenue from contracts with customers	**1,879.11**	**1,213.41**
India	1,668.69	915.52
Outside India	210.42	297.89
Total revenue from contracts with customers	**1,879.11**	**1,213.41**

Timing of revenue recognition

Particulars	March 31, 2026 At a point in time	March 31, 2026 Over a period of time	March 31, 2025 At a point in time	March 31, 2025 Over a period of time
- Sale of products and other operating revenue	1,729.71	-	1,048.12	-
- Sale of Services - Emaas, AMC and Others (includes extended warranty services)	-	202.88	-	192.48
Less : Liqiuidated Damages	-	(10.29)	-	(8.72)
Less: Rebates and discounts	(43.19)	-	(18.47)	-
Total revenue from contracts with customers	**1,686.52**	**192.59**	**1,029.65**	**183.76**

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3.7.2 Contract balances

Particulars	March 31, 2026 Rs.Crores	March 31, 2025 Rs.Crores
Trade receivables (Refer notes 1.4 and 1.12)	656.13	266.28
Contract assets (Refer note 1.16)	39.83	10.81
Contract liabilities (Refer notes 1.22 and 1.29)	2.87	12.26

Contract assets are unbilled revenue earned from AMC and other services which are recognised upon completion of service. Upon billing as per the terms of the contract, the amounts recognised as contract assets are reclassified to trade receivables.
Trade receivables are non - interest bearing and are generally on terms of 7 to 90 days (Refer Credit risk Note 3.6.2 (B)).

Contract liabilities includes advance received from customers and income received in advance arising due to allocation of transaction price towards maintenance contracts, freight on shipments not yet delivered to customer and unexpired service warranties. There is no significant change in contract liabilities.

3.7.3 Revenue recognised in relation to contract liabilities

	March 31, 2026 Rs.Crores	March 31, 2025 Rs.Crores
Revenue recognised from contract liabilities at the beginning of the year	11.94	57.28
Revenue recognised from performance obligations satisfied in previous years	-	-

3.7.4 Reconciliation of revenue recognised in the statement of profit and loss with the contracted price

Particulars	March 31, 2026 Rs.Crores	March 31, 2025 Rs.Crores
Contracted price	1,835.92	1,231.88
Adjustments		
Rebates and discounts	43.19	18.47
Revenue from contract with customers	**1,879.11**	**1,213.41**

3.7.5 Unsatisfied or partially unsatisfied performance obligation

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) are as follows:

	March 31, 2026 Rs.Crores	March 31, 2025 Rs.Crores
Within one year	-	0.38
More than one year	0.32	0.62
	0.32	**1.00**

The remaining performance obligations expected to be recognised in more than one year relate to the extended warranty and other obligation which is expected to be recognised over a period of 24 months to 72 months. The Group applies practical expedient of Ind AS 115 and does not disclose information about remaining performance obligations that have original expected duration of less than a year.

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3.8 Segment related disclosures

The Company's operating segment is identified as business segment based on nature of products, risks, returns and the internal business reporting system as per Ind AS 108. The company is engaged in the business of manufacturing & sale of Electric vehicles and providing transportation services (Electric Mobility as a service).
These segment information is provided to and reviewed by Chief Operating Decision Maker (CODM).

Particulars	Year ended March 31, 2026 Rs. Crores	Year ended March 31, 2025 Rs. Crores
i Segment Revenue		
Commercial vehicle	1,568.91	959.07
Transportation service	187.47	172.79
Others	122.73	81.55
Gross Revenue	**1,879.11**	**1,213.41**
Less: Inter-segmental revenue	-	-
Revenue from operations	**1,879.11**	**1,213.41**
ii Segment Results		
Commercial vehicle	90.85	(210.56)
Transportation service	(51.92)	(39.57)
Others	(107.53)	(73.64)
Total Segment Profit before Interest and Tax	**(68.60)**	**(323.77)**
Interest Expense	(139.84)	(112.70)
Other Income	52.07	19.18
Exceptional items - loss	(6.93)	(108.96)
Profit / (Loss) before Tax	**(163.30)**	**(526.25)**
Add: Deferred tax benefit	(15.04)	(19.40)
Profit / (Loss) after Tax	**(148.26)**	**(506.85)**

The Group's segment based on geography is given below:

Revenue from Operations	**2026**	**2025**
In India	1,668.69	915.52
Outside India	210.42	297.89
Total	1,879.11	1,213.41

Non-Current Asset	**2026**	**2025**
In India	1,193.37	728.31
Outside India	203.98	206.56
Total	1,397.35	934.87

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3.9 Related party disclosure

a) List of parties where control exists

a) Controlling companies
Amas Holdings SPF (Holding Company of Machen Development Corporation, Panama)
Machen Development Corporation, Panama (Holding Company of Machen Holdings SA)
Machen Holdings SA (Holding Company of Hinduja Automotive Limited - United Kingdom)
Hinduja Automotive Limited - United Kingdom (Holding Company of Ashok Leyland Limited)
Ashok Leyland (Holding Company of Optare plc)

b) Other related parties
Fellow subsidiaries
Hinduja Tech Limited
Ashok Leyland (UAE) LLC
Vishwa Buses and Coaches Limited
Global TVS Bus Body Builders Limited
Gulf Oil Lubricants India Limited
HLF Services Limited
OHM Global Mobility Private Limited
Hinduja Leyland Finance Limited
Tirex Transmission Private Limited (India)
Hinduja Housing Finance Limited

Subsidiaries
Switch Mobility Limited
Switch Mobility Automotive Limited
Switch Mobility Europe S.L
Optare UK Limited

Associate of holding company
Lanka Ashok Leyland PLC
TVS Trucks and Buses Private Limited

c) List of key staff
Key Management Personnel
Mr. Ganesh Mani S, Director & CEO (w.e.f. September 1, 2025)
Mr. Mahesh Babu Subramanian, Director & CEO (upto August 31, 2025)
Mr. Ravisankar S (w.e.f August 1, 2025)
Mr. Lalit Malik, CFO (upto July 31, 2025)

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Notes annexed to and forming part of the Consolidated Financial Statements
3.9 Related party disclosure continued...

c) Related Party Transactions - summary

Rs.Crores

	Transactions during the Year ended March 31, 2026	Controlling Companies 2026	Controlling Companies 2025	Fellow Subsidiaries 2026	Fellow Subsidiaries 2025	Associate of holding company 2026	Associate of holding company 2025	Key Management Personnel 2026	Key Management Personnel 2025	Total 2026	Total 2025
1	Purchase of raw materials, components and traded goods (net of GST/VAT)	61.58	23.89	150.98	80.63	-	-	-	-	212.55	104.51
2	Sales and services (net of excise duties/GST)	42.48	22.04	1,073.70	437.82	10.66	19.25	-	-	1,126.84	479.10
3	Other expenditure incurred / (recovered) (net)	34.24	18.98	16.35	23.03	0.70	0.20	-	-	51.29	42.21
4	Finance cost	-	0.59	-	-	-	-	-	-	-	0.59
5	Remuneration to key management personnel	-	-	-	-	-	-	7.96	8.60	7.96	8.60
6	Commission and sitting fees to key management personnel	-	0.07	-	-	-	-	-	0.06	-	0.13
7	Rent Expenses	7.18	5.65	15.31	20.70	-	-	-	-	22.49	26.35
8	Allotment of shares to Holding Company	869.34	-	-	-	-	-	-	-	869.34	-
9	Fees for Corporate Guarantee	4.83	-	-	-	-	-	-	-	4.83	-
10	Sale of property, plant and equipment	-	-	-	84.97	-	-	-	-	-	84.97
11	Loans repaid to Holding Company	-	-	-	95.00	-	-	-	-	-	95.00
12	IT Charges	6.62	-	-	-	-	-	-	-	6.62	-
13	Bank guarantee charges	0.02	-	-	-	-	-	-	-	0.02	-
		1,026.28	71.21	1,256.34	742.14	11.36	19.44	7.96	8.66	2,301.95	841.46

3.9 Related party disclosure continued...

d) Related Party balances - summary

Rs.Crores

		Controlling Companies		Fellow Subsidiaries		Associate of holding company		Total	
	Balances as on March 31	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**
1	Trade receivables (Refer Note 1.4 and 1.9)	7.30	11.89	304.34	21.00	1.45	1.36	313.09	34.24
2	Trade and other payables (1.21)	37.98	13.01	43.81	23.64	0.29	0.02	82.08	36.67
3	Preference shares	301	301	-	-	-	-	301.00	301.00
4	Contract assets (Note 1.13)	1.83	3.01	-	-	-	-	1.83	3.01
5	Contract liabilities (Notes 1.18 & 1.23)	-	0.07	-	1.60	-	-	-	1.67
6	Security deposit (Notes 1.5 & 1.12)	-	-	9.04	12.34	-	-	9.04	12.34
	Total	**348.11**	**328.98**	**357.19**	**58.58**	**1.73**	**1.37**	**707.04**	**388.93**

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Notes annexed to and forming part of the Consolidated Financial Statements

3.9 Related party disclosure continued...

e) Significant Related Party Transactions

Rs.Crores

Transactions during the Year ended March 31, 2026	2026	2025
1 **Purchase of raw materials, components and traded goods (net of GST)**		
Global TVS Bus Body Builders Limited	129.39	71.39
Ashok Leyland Limited	61.58	23.89
2 **Sales and services (net of GST)**		
Ashok Leyland Limited	42.48	22.04
OHM Global Mobility Private Limited	1,073.70	437.67
3 **Other expenditure incurred / (recovered) (net)**		
Ashok Leyland Limited	34.24	12.60
Hinduja Tech Limited	6.08	14.91
OHM Global Mobility Private Limited	13.31	-
4 **Lease rental expenses**		
Ashok Leyland Limited	7.18	5.65
Hinduja Leyland Finance Limited	15.31	20.70
5 **Sale of property, plant and equipment**		
OHM Global Mobility Private Limited	-	84.97
6 **Loans repaid**		
Ashok Leyland Limited	-	95.00
7 **Allotment of Shares**		
Ashok Leyland Limited	869.34	-
8 **Remuneration to key management personnel**	7.96	8.60

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3.10 Lease arrangements

Group as lessee

Group has applied following practical expedients for the purpose of lease on initial recognition :

1) Single discount rate has been applied for leases with same characteristics.
2) Non - lease component which are difficult to be separated from the lease components are taken as the part of lease calculation.
3) Short term leases i.e. leases having lease term of 12 months or less had been ignored for the purpose of calculation of right-of-use asset.

The movement in lease liabilities during the year is as follows :

	March 31, 2026	**March 31, 2025**
Balance as at April 1	112.48	111.51
Additions	3.31	94.77
Interest expense during the year	9.42	10.17
Deletions	0.28	(31.86)
Payment of lease liabilities	(30.80)	(55.35)
Translation difference	2.78	(16.76)
Balance as at March 31	**97.47**	**112.48**

Amounts recognised in Statement of Profit or Loss:

	March 31, 2026	**March 31, 2025**
Interest expense on lease liabilities	9.42	10.17
Depreciation on ROU assets	28.59	34.07
Total		

Amounts recognised in Statement of Cash Flows:

	March 31, 2026	**March 31, 2025**
Payment of lease liabilities	30.80	55.35

Expenses for the Year ended March 31, 2026 includes lease expense classified as Short term lease expenses aggregating to Rs.1.66 crores (March 31, 2025: Rs.0 crores), low value leases of Rs 0.53 crores (March 31, 2025: Rs. 0 crores and variable lease payments aggregating to Rs. 0 crores (March 31, 2025: Rs. 0 crores) which are not required to be recognised as part of the practical expedient under Ind AS 116 'Leases' mentioned above.

Optare PLC

Notes annexed to and forming part of the Consolidated Financial Statements

3.11 Contingent liabilities

	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
a) Claims against the Company not acknowledged as debts (net)		
iv) Customs Duty	-	1.68
b) Bank guarantees*	314.85	182.88

* Bank Guarantees are provided for the purpose of tender applications and for ensuring performance of contractual obligations during the contract period in respect of various applied,awarded tenders.

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3.12 Commitments

	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
a) Capital commitments (net of advances) not provided for [including Rs.4.26 Crores (March 2025: Rs.0 Crores) in respect of intangible assets]	37.84	38.78

3.13 **Details of Non-current borrowings:**

	As at March 31, 2026				As at March 31, 2025		
	Non-current Rs.Crores	Current Maturities Rs.Crores	Total Rs.Crores	Particulars of Redemption / Repayment & Interest rate	Non-current Rs.Crores	Current Maturities Rs.Crores	Total Rs.Crores
a. **Secured borrowings:**							
ii. Term Loans							
TL - 1 - Bank of Baroda	46.37	8.39	54.76	1) TL1 - 92 monthly payments starting from Sep 2023. 2)TL2 - Tenure 5 years -Repayment upon receipt of government subsidy. Interest rate - TL1 & TL2 - 1 year MCLR without spread premium currently at 9%.	142.65	8.39	151.04
TL-2- Axis Bank	127.92	31.98	159.90	20 monthly payments starting from June 2026. Interest rate - Repo + 2.05% currently at - 7.3%	60.00	-	60.00
TL-3- Canara Bank	425.22	-	425.22	40 Quarterly payments starting from July 2027. Interest rate - 1 year MCLR + 2.65% + 0.80% currently at - 9%	-	-	-
TL-4-MUFG Loan	625.37	-	625.37	Payable after 5 years - Maturity date 16th Aug 2029 Interest - SONIA + 1.99% currently at 5.72%	876.52	-	876.52
	1,224.88	40.37	1,265.25		1,079.17	8.39	1,087.56

Details of collateral :

Particulars	Secured by
TL - 1 & 2 - Bank of Baroda	1. First parti passu charge on all assets of the specific project related assets 2. Exclusive charge on Electric Vehicles (EV) of the specific project 3. Exclusive charge on the receivables of the specific project
TL-2- Axis Bank	1.Exclusive First charge on the tangible moveable fixed assets to be created out of the term loan (approx. value of ₹100 Crs). 2.Paripassu first charge on the unencumbered moveable fixed assets of the company at Ennore Plant of ₹ 30.00 Crs. 3.Routing of unencumbered cash flows from the Chalo Indore project through Axis bank
TL-3- Canara Bank	1.Exclusive charge by way of hypothecation of buses and project assets funded under the term loan. 2.First charge on current assets (related to CESL–Delhi project). 3.Substitution Agreement with the Authority (Transport Dept., Delhi)
TL-4-MUFG Loan	Corporate Guarantee provided by Ashok Leyland (holding company)

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3.13 Details of current borrowings

	As at March 31, 2026 Rs.Crores	Particulars of Repayment & Interest rate	As at March 31, 2025 Rs.Crores
a. Secured borrowings			
STL-1 HDFC Bank	240.00	Within 12 months from the date of disbursement. Current interest rate at 7%	240.00
STL-2 Yes Bank	170.00	Within 12 months from the date of disbursement. Current interest rate at 7.15%	134.20
	410.00		**374.20**

1 STL 1 is secured by first pari passu charge on entirecurrent assets of the company, excluding such current assetswhich are financed using project-specific limits.

2 STL 2 is secured by first pari passu charge on entire current assets of the company, excluding such current assetswhich are financed using project-specific limits.

II Current borrowings:
b. Unsecured borrowings

	As at March 31, 2026 Rs.Crores	Particulars of Repayment	As at March 31, 2025 Rs.Crores
i - Siemens Loan	-	Repaid on July 2025.	1.55
	-		**1.55**

The above outstanding borrowings (incl. term loans) carry varying rates of interest with the maximum rate of interest going upto 9% p.a (March 31, 2025: 8.58% p.a).

3.13 Details of current borrowings continued...
b. Unsecured borrowings

i) Nature, key terms & security/guarantees part of supplier finance arrangement

Particulars	Description
Nature of arrangement	The Company has entered into a Supply Finance arrangement with the M1xchange TReDS platform. Under this arrangement, the Company may, at their discretion, discount their vendor invoices with participating financiers on or after the invoice due date. Subsequently, the Company settles the corresponding amounts with the financier on extended credit terms as agreed under the arrangement.
Key terms	Payment terms under the arrangement are extended compared to standard supplier terms. The Company settles dues with the finance provider on the agreed due dates.
Security / guarantees	No additional security / corporate guarantees provided

ii) Carrying amounts of supplier finance arrangement

Particulars	As at March 31, 2026 Rs.Crores	As at March 31, 2025 Rs.Crores
Total supplier finance liabilities	87.25	-
Of which: suppliers already paid by financiers	87.19	-
Of which: Invoices not yet discounted	0.06	-

iii) Payment terms disclosure	As at March 31, 2026	As at March 31, 2025
Normal supplier credit period	0 - 45 days	-
Credit period under Supplier finance arrangement	130-135 days	-
Average extension period	85-90 days	-
Interest rate	6.68%-7.70%	-

iv) Amounts recognised in Statement of Profit or Loss:

Particulars	As at March 31, 2026	As at March 31, 2025
Interest on supplier finance arrangement	2.53	-

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3.13 Details of borrowings (continued)

III Net debt reconciliation:

	As at March 31, 2026 Rs. Crores	As at March 31, 2025 Rs. Crores
1. Cash and cash equivalents	277.58	571.99
2. Preference shares - liability portion	(55.38)	(50.12)
3. Current borrowings	(537.62)	(384.13)
4. Non-current borrowings	(1,224.88)	(1,079.17)
5. Interest accrued on borrowings	(7.68)	(8.46)
6. Lease Liabilities	(96.12)	(112.48)
Net debt	**(1,644.10)**	**(1,062.37)**

Rs.Crores

Particulars	Other assets	Liabilities from financing activities				Total
	Cash and cash equivalents	Non-current borrowings	Current borrowings	Preference shares	Lease Liabilities	
Net debt as at March 31, 2024	128.19	209.47	896.73	45.36	111.51	1,391.26
Cash flows (net)	443.80	862.67	(514.03)	-	0.97	793.40
Interest expense	-	52.49	37.86	-	10.17	100.52
Interest paid	-	(45.46)	(36.43)	-	(10.17)	(92.06)
Other non-cash movements						-
- Fair value adjustments	-	-	-	4.76	-	4.76
Net debt as at March 31, 2025	**571.99**	**1,079.17**	**384.13**	**50.12**	**112.48**	**2,197.88**
Cash flows (net)	(325.17)	81.14	34.25	-	(30.80)	(240.59)
Reclassification of long term debt	-	(31.98)	119.24	-	-	87.26
Foreign exchange adjustments (Realised / Unrealised)	30.76	96.55	-	-	1.71	129.02
Interest accrued	-	-	-	-	9.42	9.42
Other non-cash movements						
- Addition / Deletion (Net) relating to lease liabilities	-	-	-	-	3.31	3.31
- Fair value adjustments	-	-	-	5.26	-	5.26
Net debt as at March 31, 2026	**277.58**	**1,224.88**	**537.62**	**55.38**	**96.12**	**2,191.57**

Note:
Non-current borrowings and interest expense is gross of impact on account of effective interest rate changes.

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3.14 Information relating to subsidiaries

Details of the Group's subsidiaries are as follows:

Name of subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership interest As at June 30, 2025	Proportion of ownership interest As at March 31, 2025
Optare UK Limited	Supplying kits of passenger vehicles	UK	100.00%	100.00%
Switch Mobility Limited	Manufacturer of passenger vehicles	UK	99.60%	98.56%
Switch Mobility Automotive Limited	Manufacturer of passenger vehicles	IND	99.60%	98.56%
Switch Mobility Europe S.L	Manufacturer of passenger vehicles	SPN	99.60%	98.56%

3.14 Information relating to subsidiaries (Continued)

Details of non wholly-owned subsidiaries that have material non-controlling interests:

The table below shows details of non wholly-owned subsidiaries of the Group that have material non-controlling interests:

Name of subsidiary	Place of incorporation and principal place of business	Proportion of ownership interests and voting rights held by non-controlling interests		Total comprehensive income allocated to non-controlling interests		Accumulated non-controlling interests	
		March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
				Rs. Crores	Rs. Crores	Rs. Crores	Rs. Crores
Switch Mobility Limited	Leeds, UK	0.40%	1.44%	(6.15)	17.16	(6.96)	(10.69)
				(6.15)	**17.16**	**(6.96)**	**(10.69)**

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3.15 Goodwill
There is no Goodwill held as at 31 Mar 2026 and 31 Mar 2025

3.16 Financial Ratios

Ratios	FY 2025-2026	FY 2024-2025	% of Change
Debt equity ratio	14.64	36.05	-59%
Debt service coverage ratio	0.97	0.95	2%
Current ratio	1.09	1.30	-16%
Trade receivable turnover ratio	4.07	4.90	-17%
Inventory turnover ratio	3.96	2.72	46%
Trade payable turnover ratio	0.81	(0.42)	-294%
Net capital turnover ratio	8.40	3.74	125%
Return on capital employed (%)	-4.17%	-36.00%	-88%
Return on equity (%)	-158.93%	-739.00%	-78%
Net profit margin %	-7.89%	-0.42%	1779%

Variances are purely attributable to the significant increase in commercial operations in the CY and hence, are not explained separately. Net sales has increased significantly in the CY when compared to PY.

Ratios	Numerator	Denominator
Debt equity ratio (in times)	Gross total borrowings (before deducting un-amortised loan raising expense)	Equity share capital + Other equity
Debt service coverage ratio (in times)	Profit / (loss) before exceptional items and tax + Finance costs + Depreciation and amortisation expense – Tax expense	Interest paid + Lease payments + Principal repayments for long term borrowings
Current ratio (in times)	Current assets (excluding Asset classified as held for sale)	Current liabilities (excluding liabilities directly associated with assets classified as held for sale)
Trade receivable turnover ratio (in times)	Revenue from operations	Average trade receivable
Inventory turnover ratio (in times)	(Cost of materials and services consumed + Purchases of stock-in-trade + Changes in inventories of finished goods, stock-in-trade and work-in-progress)	Average inventory
Trade payable turnover ratio (in times)	Purchases + other expenses - service and product warranties	Average trade payable
Net capital turnover ratio (in times)	Revenue from operations	Average Working capital
Return on capital employed (%)	Profit / (Loss) before exceptional items and tax, Finance costs and Other income	(Equity share capital + Other equity)-Goodwill - Other intangible assets-Intangible asset under development +Deferred tax Liabilities(net)+Gross Borrowings
Return on equity (%)	Profit / (Loss) after tax	Average total equity
Net profit margin (%)	Profit / (Loss) after tax	Revenue from operations

3.17 The Company does not have any transactions with struck off companies under Companies Act, 2013 or Companies Act, 1956 during the year.

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3.18 The information required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined on the basis of information available with the Company. The amount of principal and interest outstanding is given below:

Rs.Crores

Particulars	March 2026	March 2025
i) Principal amount paid after appointed date during the year	119.59	23.57
ii) Amount of interest due and payable for the delayed payment of principal amount	0.16	0.06
iii) Principal amount remaining unpaid as at year end (over due)	2.01	0.17
iv) Principal amount remaining unpaid as at year end (not due)	35.34	9.39
v) Interest due and payable on principal amount unpaid as at the year end	0.01	0.01
vi) Total amount of interest accrued and unpaid as at year end	0.25	0.08
vii) Further interest remaining due and payable for earlier years	-	0.03

(i) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
3.19 (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(ii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
3.20 (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries except as mentioned below:

Funds invested by Holding company in the intermediaries

Particulars	March 2026
Funding Party	Ashok Leyland
Intermediary	Optare PLC
Relationship with Optare PLC	Holding Company
Nature of transaction	Funding for onward Investment
Amount	Rs.790.47 crores

Funds further routed by intermediaries

Particulars	March 2026
Intermediary	Optare PLC
Ultimate beneficiary	Switch Mobility Limited
Relationship with Optare PLC	Direct Subsidiary
Nature of transaction	Acquisition of ownership interest
Amount	Rs.642.13 crores

3.21 The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year or previous year

3.22 There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of acocunt.

3.23 There are no benami properties held by the Company under Benami Transactions (Prohibition) Act, 1988 and rules made therunder

3.24 The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

3.25 The Company has not revalued its Property, Plant and Equipment (including Right of Use Asset) or Intangible Assets or both during current year and previous year.

3.26 The figures for the previous year have been reclassified / regrouped wherever necessary including for amendments relating to Schedule III of the Companies Act, 2013 for better understanding and comparability.

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